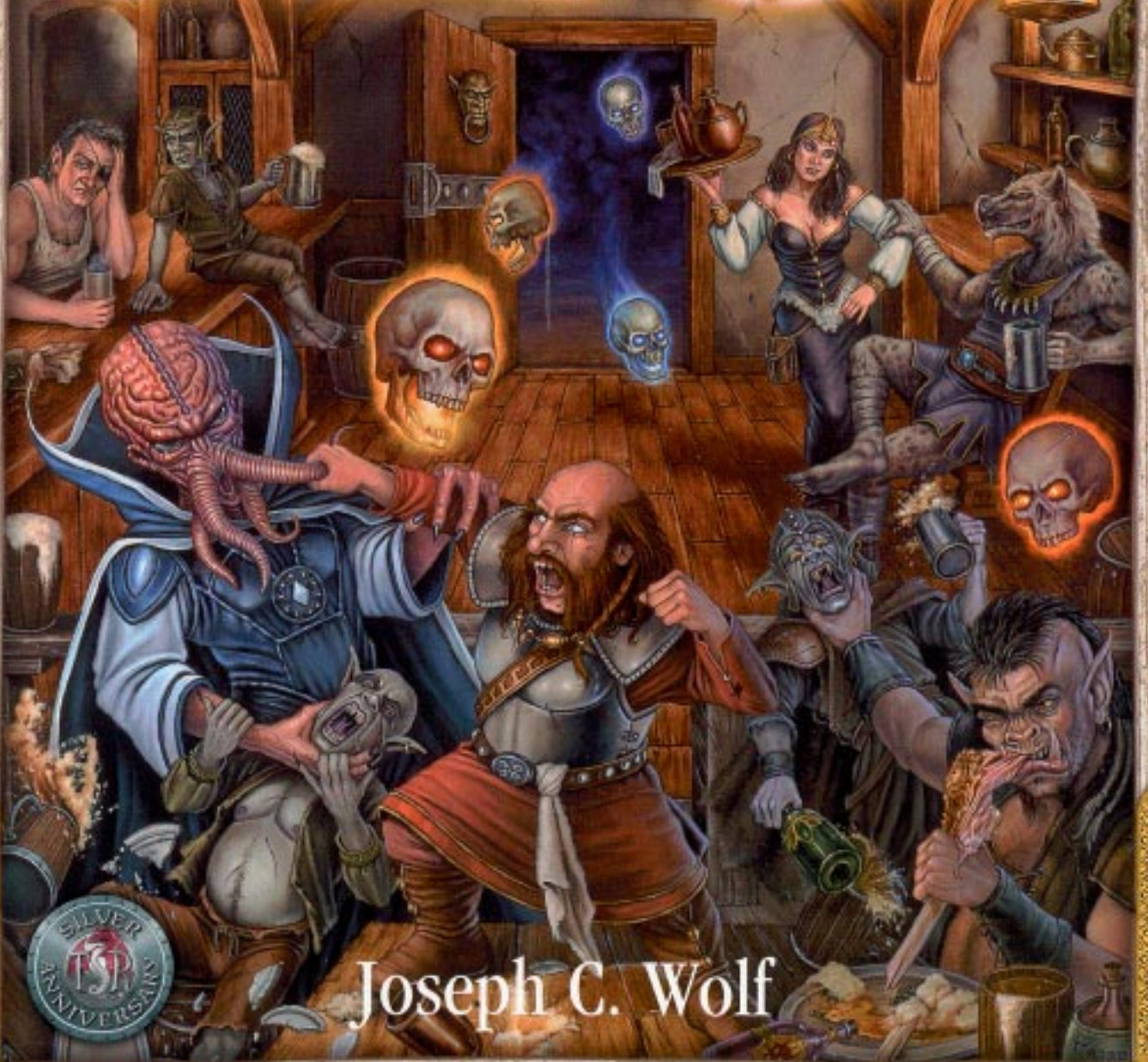


FORGOTTEN REALMS

SKULLPORT



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Advanced Dungeons & Dragons®



Skullport

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Introduction

Skullport, or the Port of Shadow to the learned and informed, is a dismal and dangerous domain populated by the most vile beings the Underdark has to offer. Mercenaries gather to sell their swords and lives to the highest bidder; drow move about shading their sensitive eyes from glowing fungus, *driftglobes*, and braziers of glow-worms; and slaves go up on the blocks to feed the Calishite and mind flayer demand for labor. In this underworld city beneath Mount Waterdeep, anything and everything can be bought, sold, or traded for a price. Slavers, smugglers, mercenaries, and black-market merchants operate openly in Skullport. In fact, the economy of the Port of Shadow is dependent upon the despicable practice of buying and selling sentient beings.

The enigmatic Skulls rule and maintain order in the city. These floating disembodied skulls wander about Skullport, which takes its name from their presence, tending to aims only they can fathom and enforcing their sometimes whimsical and often harsh will through the use of cryptic magical abilities. But so long as the actions of a being do not inhibit trade, cause mass destruction, or attempt to wrest control of the Port from the Skulls, his or her actions are ignored by the Skulls and overlooked by the populace of the city.

Skullport is a haven for underworld and illicit activities, especially dangerous ones: Smuggling and smugglers, piracy and pirates, slavery and slavers, drug-running and those who concoct drugs and poison all thrive and dwell cheek by jowl in the Port of Shadow. Most folk in Skullport are hiding from or trying to avoid the forces of the law of the surface world or are poor folk trapped in this city of darkness because of personal misfortune—sometimes just the misfortune of being born here.

Author's Note

Skullport had its genesis as a nondescript collection of blocky edifices on the southern edge of the Level Three—South map in the *Ruins of Undermountain* boxed set. Some further information about Skullport appeared in *DRAGON*® magazine, and eventually the scanty information about it was brought together, slightly expanded, and updated in the *City of Splendors* boxed set. In the following pages, the city of Skullport is finally examined in depth for the first time. If the DM has need for a particular location to hide or headquarter a slimy, underhanded, illegal, immoral, or horrid activity or being, Skullport is a great place for it. It is not a nice place, and we intended it that way.

Format Note

Abbreviations used as a short form of nonplayer character (NPC) description in this book include: LG=lawful good, NG=neutral good, CG=chaotic good, LN=lawful neutral, N=neutral (true neutral), CN=chaotic neutral, LE=lawful evil, NE=neutral evil, CE=chaotic evil; F=fighter, R=ranger, Pal=paladin, M=mage, Abj=abjurer, Con=conjurer, Div=diviner, Enc=enchanter, Ill=illusionist, Inv=invoker, Nec=necromancer, Tra=transmuter, P=specialty priest, C=cleric, Mys=mystic, Mon=monk, Cru=crusader, D=druid, T=thief, B=bard, Psi=psionicist; STR=Strength, DEX=Dexterity, CON=Constitution, INT=Intelligence, Wis=Wisdom, and CHA=Charisma.

The monk and crusader classes are described in *PLAYER'S OPTION®: Spells & Magic* or *Faiths & Avatars*; the mystic class is detailed in *Faiths & Avatars*. Those without those sources can make appropriate substitutions. Psionics are not common among player characters (PCs) in the *FORGOTTEN REALMS®* campaign setting; however, at least one major NPC in this product is a psionicist and mind flayers (illithids) and yuan-ti are fairly common in Skullport. When using psionics, we recommend that DMs use the system as presented in *PLAYER'S OPTION: Skills & Powers*.

This product assumes the Dungeon Master (DM) has access to the revised *FORGOTTEN REALMS Campaign Setting*, the *Player's Handbook*, the *DUNGEON MASTER Guide*, the *MONSTROUS MANUAL®* tome, *Faiths & Avatars*, *Powers & Pantheons*, and *Demihuman Deities*. (The latter three products are not necessary if the DM wants to substitute clerics for the detailed specialty priests.) Statistics for monsters found in the *MONSTROUS MANUAL®* tome and magical items found in any of the above works are not repeated here. Every effort has been made to present statistics for (or citations to find statistics for) creatures of relevance to Skullport not found in these works.





History of Skullport

I have taken it upon myself to put to parchment the known history of this loathsome den of villains. Deneir aid me in my quest.

When first I considered the nature of the task, I mistakenly lulled myself into believing that uncovering and transcribing the lore of Skullport would be a mundane task. How does one port differ greatly from another?

It is with great humility that I admit I was gravely mistaken. The Port of Shadow is unlike any port above or below the surface of Abeir-Toril. Not surprisingly, it is much like the Underhalls that surround it: difficult to quantify, enigmatic, dangerous and yet alluring, all at the same time.

The whole attempt would have been fruitless had I not encountered Sangalor of the Secrets, a generous and fair-minded person whose knowledge of Skullport is only matched by his devotion to Oghma the Binder. Sun-galor, if you are reading this, I thank you for the guidance and insight. May the Binder keep you safe.

—Alpharaxis of Deneir

Strangely, nearly anyone from the City of Splendors has heard rumors of an infamous port city far beneath the earth populated with strange beings and catering to the most despicable of trades: slavery. Some parents use the threat of being kidnapped and taken to Skullport to frighten children into behaving, but the truth is that most Waterdhavians, although intrigued by the possibility of such a lawless place under their very feet, simply dismiss the rumors as tavern talk and little more. Of course, if you leave the vaulted towers and family villas of the Castle Ward, the reality of the Port of Shadows can be confirmed by making cautious inquiries in Dock Ward and Sea Ward dives.

The history of Skullport is a long one, though it has not been known by that name until fairly recent times. It has been held, claimed, or occupied over the years by duergar, drow, dwarves, the Netherese, and crazed or villainous wizards. Here is a brief overview of its history.

The Time Before

Long before the streets of Skullport rang with the voices of a thousand beings, before the coming of the slavers and smugglers, and even before the coming of Hilather (later known as Halaster), there lived an ancient clan of dwarves calling themselves the Melairkyn. Like others of their kind, they carved their halls and homes from the rock far beneath Toril's surface; in their case from the rock in and around the caves deep under the mountain that would one day be known as Mount Waterdeep. The Melairkyn were traders, artisans, and explorers, deeply aware of their connection to the Underdark and strongly protective of their home, which they named Melairbode.

The Melairkyn were named after King Melair I, who discovered the precious metal mithral under the future Mount Waterdeep in -1288 DR. King Melair I sent the news of this discovery out to his kin in the deeper caverns in the Underdark. They arrived in droves, braving drow scouts and duergar traps to reach the side of their beloved king. Within a year's time, the caverns were transformed, rooms were cut, waters diverted, and corridors were widened to accommodate the industrious dwarven miners and smiths and their families.

The Melairkyn extended the boundaries of their realm to include the topmost levels of what is now known as Undermountain. They slew or drove off Underdark predators and killed duergar and drow scouts (though the duergar persisted for centuries, working what pockets of mithral they could hold and defend). The Melairkyn domain expanded to include most of what is now known as the Underhalls (or Undermountain)—with one pointed exception.

Netherese Outpost

What is now known as the third level of Undermountain had always been sealed against the intrusions of the Melairkyn dwarves. An order of powerful mages had taken up residence there in the eighth century before Dalereckoning, more than 400 years before the fall of the empire of Netheril. The wizards built an outpost from which they could conduct their experiments in





peace and safety while also enjoying annual spellmoots in the Lands Above. The name of the outpost is lost to the whims of time, though some scholars refer to it as the Sargauth Enclave, suggesting that the name of the subterranean river must have come from this great settlement and its alleged founder's name.

For over a decade, the wizards carefully delved into the nature of the Weave and magic, creating something akin to the wonders of the arcanist enclaves of Netheril, though altogether unique. What was once a series of rough caverns and waterlogged tunnels became a massive mile-long and mile-wide city with the area's subterranean waters rerouted into what is now considered the River Sargauth. While just as committed to magic as all Netherese, unlike other powerful Netherese mages, the people of this enclave embraced gods as well. Their temples here were incredible constructs of magic and stone. Where stone columns once supported the cavern ceiling, magic now did so, as the mages of Sargauth Enclave expanded their buildings and their Art. To facilitate the rapid transport of their magical creations as well as to gain access to various supplies, the Netherese magically connected the Sargauth basin (which would later be known as the Skull Pool) to the South Seacaves through a series of arcane locks and channels. Until the coming of Halaster, this was the only connection between the Sargauth settlement and the surface.

While the Sargauth Enclave was among the more prosperous of the western Netherese outposts, it too suffered greatly during the demise of the Netherese Empire. In his own enclave far away, the Netherese archmage Karsus caused profound (though, thankfully, temporary) damage to the Weave in a bid to become a god, disrupting its function and all magic about Toril. This disruption destroyed Netheril as an empire, causing the literal fall of its ruling class's sky-city enclaves.

In the time leading up to Netheril's fall, the wizards of the Sargauth Enclave were experimenting on and analyzing the mantle magic of the elves, and they had created a great mantle that encompassed their entire enclave that was similar to a mythal—an elven magical field of great strength that was beyond their ken. The city mantle provided lighting and minor magical protections to its citizens, but primarily it replaced many of the magical supports to the cavernous ceiling.

In the fall of Netheril in the Year of Sundered Webs (-339 DR), the spell backlash from Karsus' death unleashed powerful magical surges through the subterranean outpost and its mantle. The cavern ceiling, temporarily unsupported by stone or magic, collapsed, burying more than two-thirds of the enclave and leaving the area close in configuration to its current complex of isolated cavern systems that contain mysterious ruins (the current Level Three of Undermountain). Attendant blasts of magic vaporized much left uncovered by the debris, along with the residing wizards. Disrupted but not destroyed, the twisted mantle magic absorbed the essences of some of the magicians and reasserted itself in a curious fashion by protecting and empowering 13 of its former citizens' skulls (who became the Skulls of the future Skullport). The arcane locks and channels of the South Seacaves were likewise damaged, but their disruption was more long-lasting. These magical systems lay dormant until they were discovered and reactivated by the Keepers. (See the Power Groups section of the Overview of Skullport chapter for more information on the Keepers and the Skulls.)

The Melairkyn No More

For centuries, the Melairkyn lived, worked, and traded with the surface world. Their peaceful existence would not last, however, as their earlier migration had not gone unnoticed by their ancestral enemies, the drow. The drow periodically skirmished with the defenders of Melairbode, gradually encroaching on and occupying more and more areas of the dwarven home after their first incursions in the Year of Fervent Glances (-677 DR). The Year of Purloined Power (34 DR) changed the status quo of Melairbode, as a huge swell of drow swarmed from the depths of the Underhalls, overwhelming the dwarves and slaying King Melair IV, the last clan chief of the Melairkyn. The dwarves retreated to successively lower and less important levels of the Underhalls until their disappearance in the Year of Spoiled Splendors (211 DR).

It is unknown how many, if any, of the Melairkyn survived, but scholarly estimates are that perhaps a hundred or more of the dwarves likely migrated south, pursued by dark elven scouts. The fate of these survivors is shrouded in mystery, but some sages believe that the descendants of the Melairkyn somehow played a role in the formation of the realms of Phalorm, the Fallen Kingdom. Other scholars theorize that the Melairkyn survived the purge in the deeper confines of Undermountain, but none know for certain (save those who discover the true fate of the Melairkyn in the *Undermountain: The Lost Level* adventure).

The drow occupied the Underhalls for nearly nine centuries, though they only ruled it for 134 years before the arrival of Halaster Blackcloak in the Year of Scattered Stars (168 DR). Halaster's Hunts—held at various times from 171 DR to 308 DR—brutally exterminated large pockets of drow and duergar, driving them out of the Underhalls, as they had done to the dwarves. By the Year of the Cruel Storms (268 DR), the mithral in the mines had been exhausted, and they were abandoned by the duergar by the Year of Fallen Flagons (284 DR). Halaster ruled the Underhalls by the Year of the Cascade (309 DR), and the drow, forced into the lowest levels of the Underhalls, abandoned the former dwarfhome entirely by the Year of the Ecstatic Priest (493 DR).

The Coming of Shradin Mulophor

By the time he drove the drow from his domain, Halaster had abandoned his lair aboveground and taken up permanent residence in the Lands Below. His actions in building and stocking the Underhalls and taking on apprentices to teach attracted explorers and adventurers from the four corners of Toril, among them a wizard by the name of Shradin Mulophor. A contemporary of Halaster from faded Netheril, the necromancer known as Shradin Mulophor was the only man to ever meet and exceed the expectations of Halaster. In the Year of the Angry Sea (1148 DR), Shradin discovered the ruins of the Sargauth Enclave and petitioned the Lord of



the Underhalls for permission to settle and use the ruin- and skull-filled chamber as his personal demesne. A pact of nonaggression was forged that day that Halaster has had no cause to breach in the 222 years of the port city's existence.

Genesis of Villainy

Shortly after he took up permanent residence, Shradin's efforts led to a small trading settlement being built from the ruins of the long-dead Netherese city. (While few buildings survived intact, some original Netherese architectural remnants can be found along the upper cavern walls and among some other buildings in modern-day Skullport.) The renewed activity in the area and hints conveyed by Shradin and the workers he brought in that the area was once again being settled attracted other races to the recently cleared caverns. Derro, illithids, duergar, and even the drow were drawn from their perpetually dark abodes to trade with the powerful necromancer. Fear of the wizard's considerable magical powers, along with his rumored alliances with Halaster Blackcloak and the mysterious Skulls that lent Skullport their name, fostered peaceful trading within the port's environs.

Shradin, acting as the Lord of Bones (and with no little help from Halaster himself), encouraged trade with foreign powers by magically redirecting subterranean waterways from the Underdark to connect with the River Sargauth and creating permanent *gates* leading to distant seas and oceans. The Skulls, combined with Shradin's mastery of necromantic magic, acted as the only true authority in the port.

Within 25 years of its rediscovery, Skullport had grown well beyond the bounds of a trading post into a secure settlement. Smugglers, slavers, assassins, thieves, and buccaneers flocked to the Port of Shadow to conduct their business, spend their blood money, and indulge in other skulduggerous pursuits. Others found themselves banished from Waterdeep to the lightless environs below. Unscrupulous merchants, greedy nobles, and even ambitious guildsmen were banished to here by the Waterdhavian Magisters above to remove them from the law-abiding realm of the City of Splendors.

In the Year of Countless Scribes (1166 DR), the Keepers arrived in Skullport and took control of providing access to and from the port. By the Year of the Leering Orc (1168 DR), the Keepers had reactivated the magical locks that had lain dormant for centuries, making it possible for ships to safely and rapidly gain access the Port of Shadow.

Surprisingly, in the Year of the Agate Hammer (1174 DR), the Lords of Waterdeep constructed the hoist, a massive system of blocks and tackles capable of lifting and manipulating seagoing vessels into or out of the locks leading to and from the Port of Shadow. With the hoist in place in the South Seacaves, the Lords hoped to at least limit some of the movement to and from Skullport. Of course, the hoist also provided them with a means of doing away with undesirables of their own and new income from fees for its use. Within six decades, the hoist was abandoned by the Lords and their agents to the Keepers under mysterious circumstances.

(Some whisper it was Lord Kerrigan, the traitor lord, who wiped out all knowledge of the hoist among the Lords and gave it to his subterranean allies as a bargaining chip in his bid to overthrow Open Lord Aghghairon in Waterdeep.)

By the Year of the Howling Hourglass (1184 DR), Shradin had taken to exploring the depths of the Underhalls, presumably with Halaster's leave. He returned a changed man, unstable and unpredictable. The once-great necromancer had apparently lost his faculties after numerous encounters with the horrors of the Underdark. The name Shradin Mulophor no longer commanded the fear and respect that it once had, but most still avoided him due to the magical items he possessed and his still-potent command of necromancy.

Shradin continued to bear the mantle of Lord of Bones for many years until the Year of the Gauntlet (1369 DR) and the events known as Halaster's Highharvestide. In the ensuing chaos brought on by Halaster Blackcloak's absence from Undermountain, the Skulls sought out and seemingly destroyed the ailing necromancer with 13 simultaneously cast shout spells. According to those who witnessed the magical exchange, Shradin, as well as his personal effects, were instantly reduced to a pale red mist that drifted away from the scene of carnage. Since that time, the Skulls have ruled apparently unchallenged.



The Skulls Give a Warning





Getting In

Skullport is relatively easy to penetrate, assuming one knows how to get there or knows someone who does, but this comes with no guarantee of safe passage. Visitors can use the South Seacaves of Mount Waterdeep, walk into town from elsewhere in the Underhalls or the Underdark, or float in on the River Sargauth from elsewhere in Undermountain or through a gate. If one is enslaved or steps through a gate accidentally (or the wrong gate on purpose), it is even quite easy to arrive in Skullport when one does not want to be in the Port of Shadow at all.

South Seacaves

The most reliable method of travel to the Port of Shadow is through a series of natural caverns located at the base of Mount Waterdeep, though the existence of this route is not common knowledge in Waterdeep or the Lands Above. The Lords of Waterdeep and their agents have taken every step to quash rumors of the existence of the Port of Shadow, including convincing the intrepid Volothamp Geddarm to permanently put off publication of one of his famous travel guides on the subject.

The doubt as to whether the caves exist coupled with the possibility of being dashed against the rocks around the sea side of the mountain is usually more than enough to deter all but the most dedicated of explorers from trying the caves. Still, with a few carefully worded inquiries, one can find safe transport through them, usually onboard a trade vessel.

The price for passage is usually 10-100 gp per person, and most captains request it in hard currency. However, unscrupulous folk traveling to Skullport (or who say they are) are the norm, so travelers must use caution. More than one intrepid explorer has ventured on board a vessel headed for the Port of Shadow only to be slapped into chains and sold into slavery by the ship's captain in Skullport or elsewhere at the first opportunity. Some folk make a fair living this way, so it might be wise for adventurers to be prepared to leap overboard and swim if they do not want to risk a lifetime in chains.

A vessel using the South Seacave entrance heads for the largest of the caves on the western facing of Mt. Waterdeep. A craft navigating into the cave must be carefully piloted between jagged rocks and swift unpredictable currents to avoid overturning or being crushed against the cliffs. Voracious sharks well versed in attacking terrestrial meals also frequent the waters here.


Once its entrance is cleared, the first cave is well over 90 feet in height and a little over half that in width. The interior is unlit day and night, and the only sound one can hear within it is the crashing of waves on its walls and the boulders it contains, which entering ships must avoid. Vessels must provide their own light sources or risk grounding themselves or crashing into the cave walls. From this large cave a series of smaller caves lead far back into the mountain. The cavern walls become more uniform and the sea currents cease altogether as one nears the back of the innermost cave.

At the rear of this last cavern stands a retaining wall rising a good 10 feet above sea level, and hanging far above that is a massive hoist capable of lifting a vessel of almost any size. Heavily armed humans supplemented with the brute muscle power of rag-clad zombies operate this complex mechanism of winches, pulleys, and other mechanical lifting marvels. The Keepers (the mysterious group of wizards controlling the hoist and the channel to Skullport) charge a fare of 50 gp for lifting a vessel over the retaining wall and down over 100 feet to the level of the water on the other side and then running it through the channel below the wall down to Skullport. Payment is due before entering the channels between Skull Pool and the South Seacaves either at the hoist or before being lifted up the waterfall (see below). The fee is collected remotely by magic, at the Keeper Enclave to the southeast of Skull Isle (location SI10 on the Skull Island map), or by a servant working at the hoist. The Keepers may, at their option, search a vessel for hostile forces, unstable magic, or dangerous monsters. The Keepers can confiscate or bar from entering any and all cargoes they deem to be dangerous to Skullport, such as disease-carrying crew members.

If the fare is not paid, a vessel is turned away. If for some reason the Keepers believe a ship is hostile, they swiftly flood the chamber with water stored in hidden chambers in an attempt to force the ship backward and against the jagged wall opposite the hoist.

Once a vessel safely pulls to against the back wall, the hoist is swiveled into place and used to lift the craft over the retaining wall and downward, eventually depositing it into a water-filled channel





that leads to the magical locks down to Skullport. A warning bell is rung constantly while the craft is raised over the wall and then lowered. The process takes about 10 minutes at minimum and longer for more delicate or very large ships. Once dropped into the water again, a vessel quickly gathers speed in the channel's swift current and is forced deeper into the earth.

If a ship does manage to bypass the hoist somehow by using levitation or flight magic (or even the aid of some creature), the Keepers meet it with several very fast craft at the entrance to Skull Pool shown on the western edge of the Skull Island map in the Skullport chapter. Additional firepower from Skull Island can also be commandeered from the forces of the Iron Ring operating there and the Keeper enclave (SI10). The Keepers take collecting their entrance fee very seriously. (For more information on the Keepers see the Power Groups section in the Overview of Skullport chapter.)

At a critical point, the ship enters the locks. It is magically surrounded by a bubble of a foot of sea water, and the water bubble, the ship, and everything on it are simultaneously proportionately shrunk so that the whole mass is no more than 10 feet in diameter. Living beings are empowered by the magic that performs this process to function as if they were surrounded by whatever substance they require to best breathe. The sea water serves as a slight cushion to protect the ship in the rapid trip through the narrow and twisting channel. Once begun, the entire trip takes less than a half-hour to complete from this point. Aside from brief flashes of light and occasional sharp turns, it is usually uneventful.

Still, rumors abound of ships that never leave the channel and the locks and that the mysterious Keepers sometimes waylay ships and their crews for their own unscrupulous purposes. Some even say that the Keepers can be persuaded to capsize ships and make their crews and cargoes disappear for the right price. Only the Keepers know the truth of this.

Descending vessels finally dive beneath the waves and complete their journeys by slowly going down the waterfall just off the Skull Isle map on the western wall bordering Skull Pool. A vessel then docks on the far side of Skull Isle or along the docks on the southeastern cliffs near the Keeper enclave. Vessels that want to leave the Port of Shadows via the South Seacaves contact an agent of the Keepers in the Keeper Enclave (location SI10) who arranges to run the procedure in reverse, levitating the ship up the waterfall, reducing it, running it backward against the current, and finally hoisting it back up over the retaining wall into the South Seacaves.

On occasion, ships have run afoul of wreckage and other debris while making the journey to the Port Below. The remains of damaged vessels and their unfortunate crews are always washed into Skull Pool. When such salvage lands, every scavenger in the Port rushes to the wreck in hope of making off with some lucrative booty.

Hoofing It

The next most common way of getting to the Port of Shadow is by traversing the first three levels of Undermountain or finding a trail that leads to Skullport from the surface. Traversing the various levels of the Underhalls is more likely but more dangerous. Deadly traps, rapacious monsters,

and the unpredictability of Halaster's Halls themselves—with their random teleportals, *gates*, the River Sargauth, and the difficulty of mapping the twisting passages in many places make travel risky at best. There are no reliable maps through Undermountain to the Port of Shadow; one must simply follow one's nose and hope or find someone willing to be a guide. The trick with guides, of course, is getting a reliable one who is not also a slaver ready to lead you into ambush.

There are several routes that lead more or less straight to the Port of Shadow. One pathway is rumored to be hidden behind a wall in one of the wine cellars of the Yawning Portal inn in Waterdeep. This route is direct, but some monsters, including a band of kobolds, have made this passage their home, and it is trapped with springing spears and several impossibly deep concealed pits. A massive carved skull acts as silent sentry to the passage where it opens into Skullport in the ceiling roughly 40 feet south of the northernmost bend of the Worm's Gullet (UH1) (directly above the Crock and Helm inn [LH10]). (See the Bonewatch Pass entry in the Upper Heart section of the Skullport chapter for more.)

A second passage starts in a well in the basement level of the Blue Mermaid tavern in Waterdeep. Unfortunately, the passage that leads to the Underhalls was blocked up a year ago by the Waterdhavian Watch (the city guard) after it was discovered that a band of slavers was using it to transport captives to Skullport. Unknown to the Watch, in no time the slavers reopened the passage and had a *permanent illusion* of the wall emplaced to fool the unwary. The well shaft drops down more than 75 feet to a dank, fetid stone floor that faces the illusory brick wall. The stonework of the illusory wall looks far more recent than the rock around it—as it should. The tunnel behind the illusion is more a steep, slippery stairwell of well-worn rock than a passageway. It winds for a long distance through rank passages and poorly lit areas dripping with water (whether from the sewers of Waterdeep or the subterranean River Sargauth is anyone's guess).

At least once every 1,500 yards along its length a pair of doors flank the passage: One is a lockable cell door into an empty 40-foot square room for slaves, and the opposite one is a guard room for the slavers, complete with two sets of bunks and small chests for holding spare weapons and gear. During the summer and the trading season, every other guard room is staffed by three guards awaiting new slaves. It is up to the DM whether the guard rooms or other parts of the passage connect to other parts of Undermountain, though there is unlikely to be any major connection, or else the Blue Mermaid would have been long ago overrun by monsters. The slavers operating along this passage all work for the Eye/the Xanathar and report to Ahmaergo the Homed Dwarf in Skullport.

The long passage from the Blue Mermaid can be traveled in about eight hours if one moves at breakneck speed and is not either transporting slaves or attempting to move quietly or carefully. On average, traversing this passage nonstop from the Blue Mermaid to its exit takes 12-16 hours. It exits onto an opening on the western wall of the Upper Trade Lanes, opening onto a catwalk to a warehouse owned by Nhyris D'Hotheh. Ahmaergo rents the warehouse from him, paying him either 1,000 gold a season or the yuan-ti's choice of two slaves per caravan through the warehouse.



A third passage leads to Skullport from the dungeons of Castle Waterdeep. It winds like a massive corkscrew into Undermountain, bypassing the first two levels and going straight to the third. However, due to its location under the castle, it is unlikely adventurers will use it. This winding passage has a final descent down a well shaft of 120 feet, complete with an iron rung ladders set into the side of the shaft. The shaft apparently ends in the open air, stopping in the ceiling of the Heart directly south of the Deepfires (LH7). An iron spiral staircase actually connects with the well shaft, though the stairs have been rendered invisible to normal sight and infravision.

Gates

The River Sargauth winds its way through the southern half of the third level of Undermountain from north to south, with the water running down to Skullport. The brackish waters hold dangerous creatures, shipwreck pieces and flotsam, and hidden navigational dangers. They also harbor hidden permanent *gates* that lead to locations in distant lands.

Unscrupulous merchants of various merchant houses ply these vessel-sized *gates* as swift, secure routes to the Port of Shadow. One such *gate* is located among the rocks about 900 feet east and slightly north upstream of Skull Island (near a section of Undermountain controlled by a temple of Eilistraee). Throwing a lightning bolt at the ceiling, which reflects the bolt against the walls and rock columns, opens the *gate*. The *gate* along the eastern wall measures 40 feet on a side and is spanned by a stony arch 70 feet high. It leads to a series of caverns along the shores off the coast of Calimport owned by the powerful el Synabbat Calishite merchant family.

At least nine other portals exist along the river, one of which leads to Luskan, another to just outside of Halruaa, and others to the depths of the Underdark to cities of the drow, duergar, illithids, and kuo-toans.

The means of locating and activating these magical portals are closely kept and viciously guarded by those running vessels through them. Restricting the use of and knowledge of such access points gives those traders who use them an edge on controlling the commodities that come and go from the Port of Shadow.

Enslavement

It is an ugly fact that slavery exists on Faerûn. The peddling of sentient beings as property is highly profitable, all the more so in Skullport since it is illegal in the region of the Lands Above where Skullport is located. Sadly, most visitors to Skullport do so in the guise of cargo as slaves. Every month, hundreds of beings travel here as slaves hidden in dank holds or disguised as cargo by illusions to be sold in the Slavers' Market.

Traveling to Skullport manacled in a cargo hold is the most likely method by which the unwary and unfortunate will arrive in the city. The slave rings in Skullport have been operating covertly within the City of Splendors for decades, and hundreds of Waterdhavians disappear into the slave trade every year. Victims are mainly transients and residents of the Sea Ward or Dock Ward, but even careless members of



the nobility are not immune to capture—especially if they have angered someone willing to pay the slavers to specifically abduct them. Slavers across Faerûn use the market of Skullport as a nexus point to sell and acquire slaves captured in the islands to the west of the Sword Coast and the Sword Coast itself, the North, across the Western Heartlands, and throughout the Underdark.

The slavers have developed extensive networks of informants and accomplices to aid them in their inhumane work. Rumors abound of slavers capable of breaching the tightest of mundane and magical defenses to steal away rich heirs from the security of their own beds—for the right price. Some slavers will even kidnap specific persons to hold for ransom, though rarely are these unfortunates seen again, even if the ransom is paid.

Slaves typically have all their equipment and most of their clothing stripped from them. If traveling in on a ship using one of the *gates* or via the South Seacaves, they are usually chained in a hold to a bench or to a half-dozen to a dozen other slaves, to make movement cumbersome and escape difficult. If traveling on foot in a slave caravan through the Underdark, they are manacled in long rows of 10 to 20 beings, all of whom are prodded onward and watched over by overseers and guards. All slaves in transit to sale are usually fed poorly to adequately, depending on their intended destination and the desired selling price of the slave. Few slave overseers or guards are brilliant; most are ruffians and thugs. The brains behind a slave caravan or ship is usually a sharp individual, but since she or he is in charge, such a leader will rarely be seen by slaves in transit. Slaves with a notion to hold the leader hostage for the chance to escape will have little opportunity. Tricking, bribing, or overpowering the guards is a much more likely scenario.

Slaves arriving in Skullport are held on Skull Island in pens until they are about to be sold. At that point they are taken to the Slavers' Market. If their buyer buys a large lot of slaves, they may simply return to Skull Island to be placed in another pen and subsequently shipped out, or they may be marched out of town through the Underdark on a coffle. Individual slaves purchased are subsequently housed and transported on an individual basis by their purchasers.



Overview of Skullport

Skullport? Hmmm. Of course, the Port of Shadow. It has been years, but I'm well acquainted with it. Terrible place, full of all sorts of blackguards, cutthroats, and horrors better left to rot in the dark. And the dirt! It gets into everything and stains refuse to come out. Ye are best advised not to go poking around such places unless your curiosity overrides your better judgment— common malady of adventurers and wanderers. Ah, youth . . .

Well, if ye must explore, listen on, and remember what ye were told lest ye trade your life for coppers or end your days at the oar of a slave ship. Ye have been warned.

—Elminster of Shadowdale

To anyone who has visited the vast metropolises of Waterdeep or Calimport, the most obvious difference between those cities and Skullport is order, or rather lack of it. Everything in the Port of Shadow has a deteriorated, haphazard look to it. In the 200-odd years of its existence, structures within the port have been literally thrown together out of whatever materials were on hand at the time and carved from and assembled around the cave walls, stalactites, and stalagmites of the giant cavern the city is built in. No real attention was paid by anyone to such considerations as confining similar services and businesses into discrete wards. Things just got built where they fit and their builders could exert enough control over their surroundings to build them.

As a result, the streets wind and twist, and many of the buildings look as though they are ready to topple over at any moment. (Some do.) Because of a lack of natural resources aside from granite from the cave walls—especially a lack of timber—most building materials have to be shipped in or salvaged from the River Sargauth and the South Seacaves. Most wood comes from wrecks of seagoing vessels that have met with misfortune. While wandering the streets of the port city, one may see the masts and ribs of ancient ships being used as supports, the hulls and cabin windows of long-destroyed ships now reused as walls and windows of tenements, and the rigging of shipwrecked vessels connecting to catwalks up above.

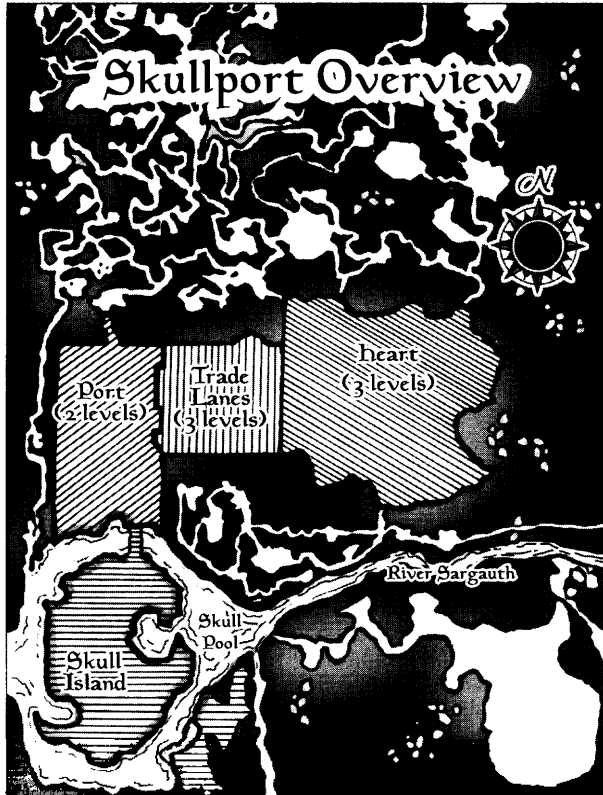
As space is at a premium within the port city, the city's inhabitants, known as Skulkers, were left with no alternative but to take advantage of the cathedral-like ceilings of the main cavern and build upward. Building upon the lower structures, and sometimes between them, Skulkers were able to build massive structures bound only by the availability of materials and the presence of support. The Skulkers have gotten very adept at building their homes and businesses in rocky clefts in the cavern walls, within hollowed-out stalactite columns, and even suspended between stone columns from chains and rigging. Some enterprising beings have gone so far as to actually suspend intact or repaired vessels from the ceiling or employ the petrified corpses of huge dead beings.

High overhead, rope bridges and catwalks provide a precarious access to structures carved out of stalactites and massive columns of stone. Although many of the larger catwalks are permanent, some are temporary passages to and from dwellings and businesses. Some catwalks have begun to become calcified due to continual contact with the mineral-rich water that drips from the ceiling. Moisture rots most rope and wooden planks within a matter of months, though, so one must beware of where one steps when navigating the upper reaches of the Port of Shadows or risk a fall onto the lower catwalks or even the ground below. Along with the rope bridges, stone bridges, planks, and even rope swings facilitate travel throughout the port city and between its three levels.

The streets are relatively clear of rubble or debris, and some are even paved with irregular bits of granite and flint, but constant foot traffic makes regular upkeep nearly impossible and largely unnecessary. Most alleyways and narrow thoroughfares between businesses consist of hard-packed dirt into which wooden beams have been submerged or bare earth over which planks have been laid.

Another obvious difference between Skullport and surface cities is the lack of light and its effect on the perception of the passage of time. The only light in Skullport comes from sickly yellow lanterns, glowing pools of fungus and lichen emitting green foxfire, torches, braziers of coal, bioluminescent fish from the Sargauth kept in glass aquariums, and pans of large glowworms. Without day or night, the passage of time is subjective, and for years the rhythm of day and night was





totally superseded by the longer cycle of the seasons of the year. Businesses opened or closed on their own schedules unrelated to aboveground day and night, and still largely do so. However, recently a trio of Gondsmen (specialty priests of Gond) constructed a massive waterclock overlooking the Lower Trade Lanes. Not only does the device keep the time in relation to highsun, midnight, dawn, and dusk, but it also charts the twelve months, the three tendays within each month, and the intercalary holidays.

Skullport is one of the dirtiest settlements to be found anywhere above or below the surface of Abeir-Toril. Unwashed goblins and orcs wander about dressed in rags and smelling of rotten fish while residents of the central and upper levels dump their bedpans and bathwater directly onto the streets below. Diseases are not uncommon, but epidemics rarely spread beyond a handful of individuals who are forcibly evicted and driven off while their homes are burnt to ashes. Occasionally a powerful and merciful priest lends a hand in curing disease, but most cannot resist proselytizing while doing so, which can lead to the Skulls (see the Religion section below) becoming involved if taken too far.

The Lower Port and (rarely) the Trade Lanes sometimes flood during seasonal storms that raise the ocean's level and pour water in through the South Seacaves, turning the loosely cobbled streets into muddy sluices and streams. Many temporary structures collapse and are washed away during this muddy inundation only to be rebuilt when the water recedes and the mud carted off. Oddly this forms the basis for some of the only true urban renewal and cleaning that goes on in Skullport.

When the waters recede, the lower level's streets must be completely cleared to be useable again, so partially collapsed buildings and piles of trash and debris are wholeheartedly attacked and heaved into the river in the wake of a flood, providing a brief superficial period of civic cleanliness.

CITY ORGANIZATION

The Port of Shadows can be broken down into four somewhat distinct regions and three vertical elevations, although the exact divisions between wards is a matter of debate. Most Skulkers (or Skullportians, as some prefer to be called), simply use landmarks to navigate, like so: "Head north 'til you see the Guts & Garters inn, then head due east 'til you come to a column of stone covered in orange lichen. Head south from there, and you'll find the apothecary's. If you find yourself on Illithid Way, you've gone too far."

The generally accepted wards of Skullport are:

- **Skull Island.** This is the island surrounded by the River Sargauth (and a nearby enclave) at the south end of the Murkspan Bridge. Here most slaves are kept before being shipped to points unknown.
- **The Port.** This is the first leg of the main cavern of Skullport just north of Skull Island across the Murkspan Bridge. It contains many warehouses, businesses dependent on access to the river or to sailors, and generally lower-class businesses and residences.
- **The Trade Lanes.** This is the leg of the main cavern that heads east off the Port. It features one of the broadest streets in Skullport and is the ward where most of Skullport's businesses are located.
- **The Heart.** The Heart is the easternmost portion of the main cavern where it opens out from the Trade Lanes and rounds off. The main cavern rises highest in the Heart. This ward holds numerous residences and some businesses. It is the highest-class area in Skullport, a distinction of dubious relevance considering the low-class nature of the entire city.

This method of organization is complicated by the fact that the main cavern of Skullport, comprising the Port, the Trade Lands, and the Heart, is further divided into lower, central, and upper levels that are accessed by rope ladders, stone steps along the cavern wall, columns of stone, and rigging connecting to the central and upper levels' catwalks. More information about the wards and the catwalks is presented in the Skullport chapter.

Climatic CONDITIONS

Skullport lies over a mile beneath the surface of Abeir-Toril. It maintains a steady moderate temperature of around 65° F due to its depth and the number of people living in the cavern. Gyudd's Distillery (LP15) and Thaglar's Foundry (LH11) generate large amounts of heat and residents living next to them or other businesses that tend to throw off



a lot of heat, like bakeries, open-air kitchens, and smiths, are generally up to 5° F warmer. Day and night aboveground do not cause temperature variations in Skullport, and seasonal variations in the Port of Shadow rarely exceed 3° F warmer in the summer and 5° F cooler in the winter.

The air underground here is rich with moisture due to salty sea air regularly entering the cavern via the South Seacaves and mineral water seepage dripping down from the ceiling of the main cavern. Most structures have a swollen and worn appearance from moisture rot and fungal growths in their wood and masonry surfaces. Residents likewise have a matted-down, damp look from all the moisture constantly dripping down or beading on them. Most Skulkers wear oiled leather ponchos and hooded cloaks in order to keep dry. The smell of must and mildew is one of the most common underlying odors of the city. In time, one can even identify each individual ward by its distinct mix of mildew smell, trade smells, and general offal.

Skullport is blessed with many forms of natural lighting, although the overall strength of the light in the cavern is dim. Phosphorescent mosses and fungi grow on the walls, and luminescent mineral veins and crystal collections streak the cavern, providing diffuse, multihued lighting. For strong illumination, Skulkers must rely upon more conventional sources of illumination, such as braziers with charcoal, candles, torches, lanterns, and even the odd *driftglobe*, although few can afford such an extravagant light source. Some Skulkers have scavenged the Underdark for more unusual illumination sources such as the larvae of fire beetles, glowworms, and fish and amphibians with bioluminescent qualities. To the more affluent members of the Skulker elite, nothing is more romantic than a dinner by glowing hagfish light.

Necessities of Life

With a population of over 2,000 beings that doubles during the spring and fall months (not including slaves and servitors), the basics—air, water, food, and waste management—become serious considerations in a giant cavern.

Air: The most important resource is breathable air. Few races of the Underdark can live long in an environment devoid of relatively fresh air. Several thousand beings breathing, combined with their fires for light, cooking, and smelting, would quickly make the main cavern's air supply unbreathable were it not for several ingenious methods of ventilation.

The South Seacaves and their connection to the River Sargauth are responsible for bringing in about 60% of all fresh air to the Port of Shadows, while an ingenious series of subterranean pipes and channels within the walls of the cavern draw away harmful gasses through suction. The other fresh air the city needs seems to come from the opening and closing of *gates* on the River Sargauth to other locales (a minor source) and from at least one apparently naturally occurring one-way portal to the Elemental Plane of Air (see the Whisperhaunt Pass entry in the Upper Trade Lanes section of the Skullport chapter). As a result of this portal, nonmagical flames lit high in the main cavern do not readily burn due to turbulence, and anything flying or carried up very high that is not tied down or moored is usually blown into the cavern walls or nearby stalactites.

Water: The waters of the Sargauth and Skull Pool are too salty for most races to stomach. Most of the potable water in Skullport comes from deep wells that dot the lower level of the city. Some Skulkers collect some water from the seepage that drips off the stalactites of the cavern's ceiling or condenses and drips off other structures in pans, tuns, and barrels. The amount acquired this way is small compared to the percentage of water obtained from the wells, and it is prone to contamination with unhealthy minerals or ash and soot from the many fires of the city.

Food: Over half of all the food within the Port of Shadows must be shipped in from the Lands Above. Because of the lack of natural light and arable soil within the city, this includes all fruits, vegetables, and grains. Mushroom farms in small outlying caverns and in other levels of Undermountain grow the fungi that make up the bulk of the diet of the average Skulker. These fungi are carted or shipped in and sold in the city's markets.

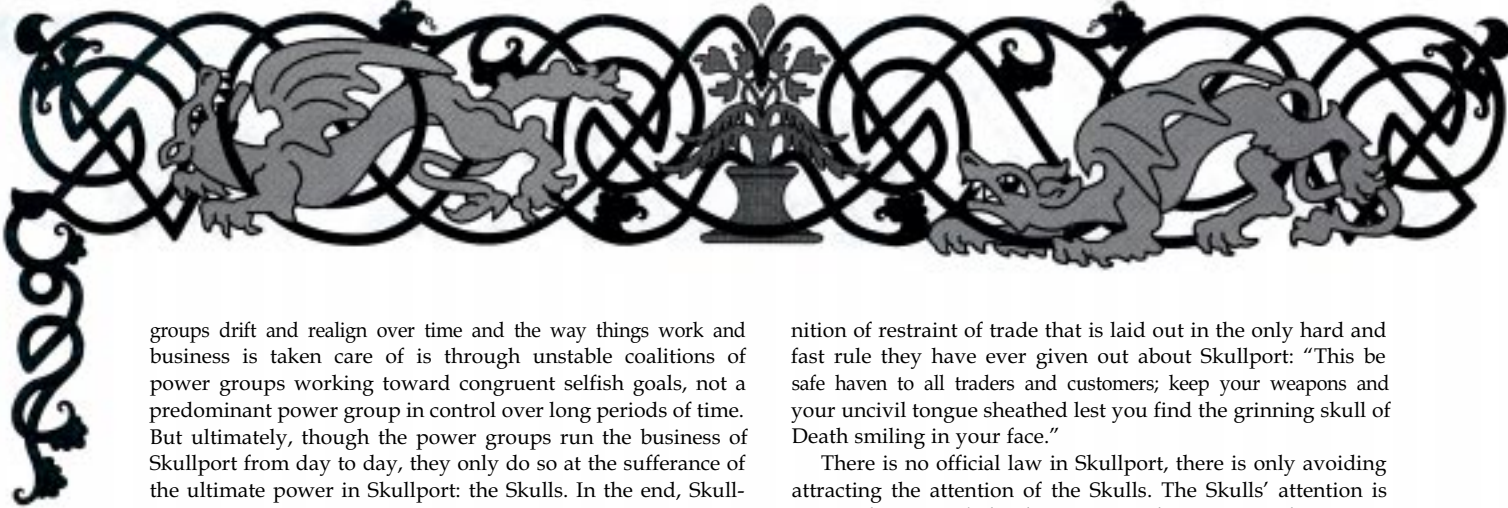
Skulkers supplement the staple fungi with whatever they can scavenge of the native fauna. Some Skulkers slaughter and eat all kinds of subterranean animals, some of which they consider delicacies. Other Skulkers fish for their meals. The River Sargauth is home to what Skulkers call "gumpfish," a variety of large blind fish that is flavorless and bland but nutritious. Others harvest large clams and shellfish in the southern Port during low tide. Some of these shellfish can reach enormous sizes feasting on the tiny sea creatures that grow in the nutrient-rich underground waters.

The need for meat has prompted the establishment of trade relations with the deep-dwelling duergar and drow, who have been providing meat from their rothé herds. Rothé meat is slightly cheaper than beef or fowl, but the flavor is gamy and seasons peculiarly. Still, it is gaining popularity as time goes on. Several enterprising Skulkers are trying to establish their own herds, but the predators of the rest of Undermountain are limiting the success of these endeavors.

Waste Management: The final necessity crucial to caring for a community is waste disposal. In Skullport, waste flows into a sophisticated system of sewers that is rumored to predate the coming of Halaster to the Underhalls. The sewers lead to sheer shafts that drop to a subcellar populated by ravenous gelatinous cubes, otyughs, and neo-otyughs of tremendous size. These monsters have grown to massive proportions in their waste-rich environment, preventing their escape and eventual encroachment upon the Port of Shadow.

GOVERNMENT, LAW, AND ORDER

The government of Skullport is unusual because there really is not much of a government. There are no elected or hereditary rulers, no noble class and feudalism. To the casual observer, it looks like anarchy, yet it seems to run in a fairly orderly fashion. More sophisticated visitors would say that it is an oligarchy run by the different power groups, such as the Iron Ring, the agents of the Eye, Skulker gangs, and the beholder, duergar, drow, and illithid factions. This is, in fact, the model which most closely fits Skullport, though the power



groups drift and realign over time and the way things work and business is taken care of is through unstable coalitions of power groups working toward congruent selfish goals, not a predominant power group in control over long periods of time. But ultimately, though the power groups run the business of Skullport from day to day, they only do so at the sufferance of the ultimate power in Skullport: the Skulls. In the end, Skullport is a tyranny in which the tyrants spend most of their time apparently ignoring what goes on and then suddenly focus their attention on events, for good or ill.

Order in Skullport is really defined in the eyes of Skulkers as maintaining the status quo. This status quo is maintained out of fear, convenience, and laziness. Skulkers leave one another alone mainly out of fear. If one Skulker antagonizes someone, he encourages the involvement of every other member of all the power groups to which that person belongs in seeking retribution on him, whether they be other members of that person's family, race, religion, trade association, or secret society. This creates a Disturbance.

Disturbances are bad, because they attract the attention of the mysterious disembodied Skulls. The attention of the Skulls is bad, because one can never predict what they will do. They may give someone who annoys them or just attracts their attention an odd task to perform, or they may use spells or summon their wizshade servants to incinerate the Disturbance where it stands. The one thing everyone knows the Skulls do not like is restraint of trade. And they take a very liberal defi-

inition of restraint of trade that is laid out in the only hard and fast rule they have ever given out about Skullport: "This be safe haven to all traders and customers; keep your weapons and your uncivil tongue sheathed lest you find the grinning skull of Death smiling in your face."

There is no official law in Skullport, there is only avoiding attracting the attention of the Skulls. The Skulls' attention is attracted very easily by disrupting trade or wanton destruction of property. Most Skulkers will do almost anything not to challenge the status quo and to prevent the Skulls from appearing to deal with a matter. Taking an action that Skulkers feel could do either of these can attract swift and brutal mob justice to the offender. Branding, torture, maiming, and even death are possible so long as a Skull is not on the scene.

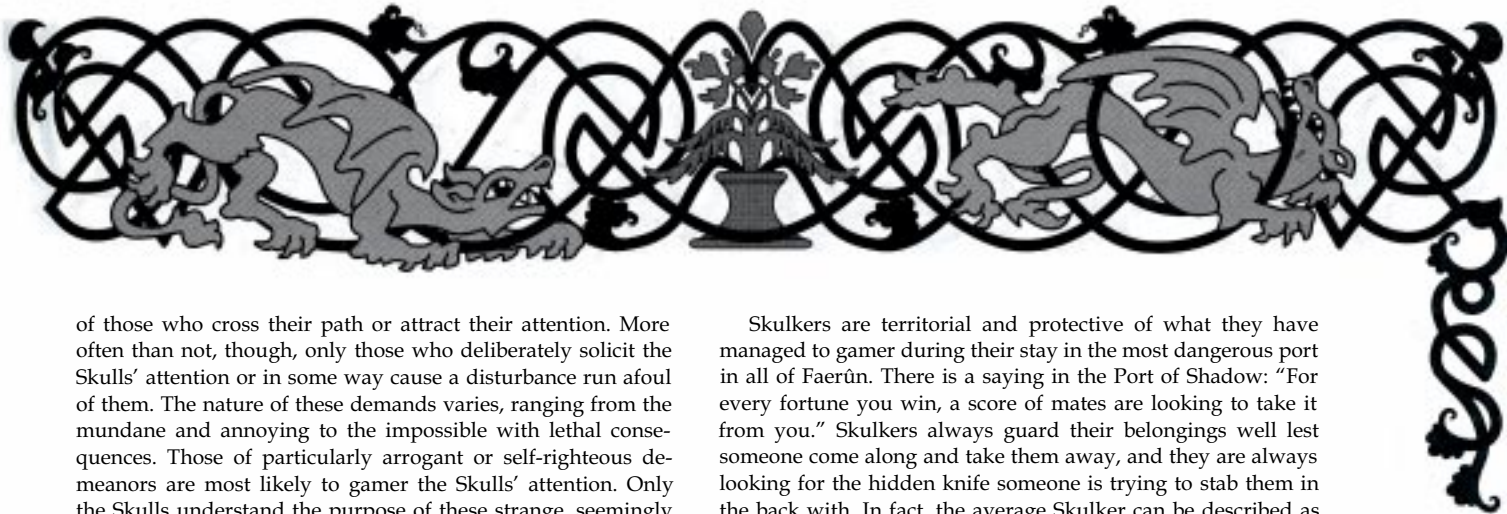
Though one can never truly predict what will happen once one of the Skulls is involved, offenders are most often dragged off to Skull Square in the Lower Trade Lanes and put on trial. If the offense is trivial, the offender is sentenced to the dungeons below the Trade Lanes to cool off. If the offense is serious, such as assaulting a Skull or setting fire to a rival's vessel, the individual responsible is stripped of his or her belongings and escorted out of the Port or sold to the highest bidder in the Slavers' Market. If the offender is truly irritating or dangerous, the Skulls use their own considerable magical powers and spells to eliminate the offender.

Finally, apart from enforcing their own version of order, the Skulls seem to have a compunction to make bizarre demands



Don't create a Disturbance. The Skulls don't like Disturbances.





of those who cross their path or attract their attention. More often than not, though, only those who deliberately solicit the Skulls' attention or in some way cause a disturbance run afoul of them. The nature of these demands varies, ranging from the mundane and annoying to the impossible with lethal consequences. Those of particularly arrogant or self-righteous demeanors are most likely to garner the Skulls' attention. Only the Skulls understand the purpose of these strange, seemingly pointless tasks, but failure to abide by the wishes of a Skull is likely to invite an encounter with a wizshade or the assignment another even more pointless or dangerous task.

Some demands the Skulls have made include:

- Go help a goblin harvest his mushrooms.
- Go help a zombie with its burdens.
- Climb to the highest point in Skullport and leap to the ground.
- Go to the Deepfires and polish the bar.
- Go to the Lower Port and personally apologize to every goblin.

Treat every left-handed person you meet to a meal at the Burning Troll.

Sell your every possession, including weapons, armor, and magical items, to a passerby for 1 sp.

Do not use a common phrase, word, or gesture for one day.

The Skulker Mindset

Residents of Skullport are primarily immigrants, and do not have what others might think of as a civic pride or national identity that they associate with their current abode. Most still think of themselves in terms of their homelands and the allegiances of those places. However, while few Skulkers would ever picture themselves patriotically fighting for their current home city, they do share certain behaviors and beliefs. Skulkers are private folk who keep to themselves in general and do not stick their noses into others' business. In fact, Skulkers rarely demonstrate curiosity unless by doing so they will obviously line their pockets with coin or improve their overall lot in life. This general ability to just ignore things that many others would question is not so much a display of good sense in Skullport but a wise survival strategy that is recommended to anyone who visits the port for any period of time.

This is not to say that Skulkers do not gossip. In fact, that is one activity that they love. While they may not question odd happenings or lend aid in suspicious circumstances, they have no qualms on speculating with each other about what they have seen, criticizing others' behavior, making up stories about others to amuse themselves, or just bemoaning their lot in life.

Skulkers are a unique blend of opportunist and survivor. They are intent on satisfying their needs and desires above all other things. Greed is a primary motivator in Skullport, and Skulkers are highly aware of the fact that they cannot trust each other or anyone else where money is concerned. This consciousness of the untrustworthiness of most people who are trying to get ahead just like they are leads to the next facet of the Skulker character: protectiveness.

Skulkers are territorial and protective of what they have managed to garner during their stay in the most dangerous port in all of Faerûn. There is a saying in the Port of Shadow: "For every fortune you win, a score of mates are looking to take it from you." Skulkers always guard their belongings well lest someone come along and take them away, and they are always looking for the hidden knife someone is trying to stab them in the back with. In fact, the average Skulker can be described as having more than just a little healthy paranoia.

Skulkers are slow to trust others and are usually not worth trusting themselves. They know others are out to get what they have, and they have no illusions that they will not take what others have if the opportunity presents itself. This does not necessarily mean that every Skulker is evil, but most of them are to one extent or another. A paladin searching in Skullport for those who have evil intent will most likely receive a blinding headache for her efforts in the Port of Shadow.

Religion

Although every trader is granted free license to deal in the Port of Shadow, organized religious activity is frowned upon. Make no mistakes, Skulkers are as pious as anyone in the Realms, but they must express their faith in quiet or covert ways. On more than one occasion the faithful of one lawful or good deity or another have attempted to eliminate or at least curtail the chaotic and evil activities of the underworld city. Inevitably, the Skulls have swept in, and the resulting destruction to life and personal property was substantial. Those responsible for attracting the Skulls' attention were then either driven out into Undermountain or were killed out of spite.

If any religious sect is to survive, it must do so circumspectly. No church, shrine, or other structure solely dedicated to religious function is permitted within the Port of Shadow. There are no open temples or shrines in Skullport, though several individuals have private shrines and temples in their dwellings or are trying to construct hidden religious sites. Whenever a shrine catches the Skulls' notice, the wizshades they can summon move into the area and obliterate the structure along with anyone unlucky enough to be caught in the way.

This is not to say that the Skulls attack priests, paladins, or rangers on sight. They do not even seem to respond to vocal expressions or personal gestures of faith. What they take actions against are obvious grand gestures, like turning undead, or the regular and obvious congregation of folk to worship, or healing in the streets accompanied by proselytizing. A great many clueless but earnest paladins who attempted to turn curious Skulls have been dismayed to see them unaffected by the gesture and then hear them speak: "You have interfered with the dead of Skullport. Now you must pay for your disobedience."

Power Groups

Skullport is a deadly environment for even the most powerful of individuals. Most Skulkers are affiliated with one or more groups active in the city, and newcomers to the Port of Shadow typically find themselves floating face down in the



River Sargauth or hauled off to a slave auction if they do not swiftly join, or at least reach an understanding with, one of the port's myriad factions.

The most prominent organizations in Skullport are based in the Port of Shadow and wield little influence beyond its cavern walls. Examples of such groups include the Iron Ring, the Keepers, and, of course, the Skulls for which the port city is named. The Skulker gangs, as the town's various criminal bands and informal guilds are commonly known, are collectively important as well, but the roster of such groups active in the Port of Shadow changes from month to month as new gangs form and as old ones are crushed. As Skullport lies within Halaster's Halls and directly beneath Waterdeep, groups active in the City of Splendors and/or Undermountain keep a close eye on the Port of Shadow and are often directly or indirectly involved in events that unfold. Examples include the Agents of the Eye (also known as the Xanathar Thieves' Guild), the Chosen of Eilistraee, the Lords of Waterdeep, and the Unseen.

Other much larger organizations from the Lands Above have one or more agents keeping an eye on goings-on in Skullport, but do not maintain an ongoing, extensive presence in the Port of Shadow or strongly influence day-to-day activities. Examples of such organizations include the Arcane Brotherhood, the Dark Dagger, the Harpers, the Kraken Society, the Zhentarim, and small sects of various religious groups. Likewise, many agents of groups based in the Underdark are also found in the Port of Shadow as a consequence of Skullport's extensive ties with the Realms Below. Races such as beholders, drow, duergar, and illithids each maintain a strong presence in the Port of Shadow, but each group is in turn riven by internal divisions that break along religious and tribal lines.

Agents of The Eye

Although it does not dwell in Skullport, the Eye (LE elder orb), now also known as the Xanathar, has long kept the Port of Shadow under its baleful gaze. The venerable eye tyrant commands a slaving organization rivaled only by Zstulkk Ssarmn's outfit, and fully one-third of the slaves passing through the subterranean port are bought or sold by the Eye's network of agents. The elder orb's chief agent in Skullport is Ahmaergo the Homed Dwarf (LE male shield dwarf F9), one of eight lieutenants active in Waterdeep and Undermountain who are aware of the Eye's true identity. One of the most powerful members of the Iron Ring, Ahmaergo commands a network of slavers, informants, and messengers known collectively as the Agents of the Eye or, of late, as the Xanathar Thieves' Guild. Ahmaergo has forged a strong alliance with the duergar of Skullport, but his rivalries with Zstulkk Ssarmn and Misker the Pirate Tyrant continue to escalate, threatening to tear the Iron Ring asunder and plunge all of Skullport into open warfare.

The Arcane Brotherhood

The Arcane Brotherhood, a mercantile company and wizard's guild based in the Host Tower of the Arcane in Luskan, is ever watchful of goings-on in Waterdeep, its traditional rival. Within the Brotherhood, both the City of Splendors and the Port of Shadow lie within the purview of Deltagar

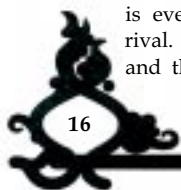
Zelhund (LE male human M21), the Overwizard of the South. Many of Deltagar's assistants are yuan-ti, and his chief agent in Skullport, Vyzstek Nhyssoth (CE male halfbreed yuan-ti M9), is no exception. Vyzstek, a yuan-ti halfbreed with both a human head and a snake head, is one of Zstulkk Ssarmn's chief lieutenants, but his loyalties secretly lie with Deltagar and the Arcane Brotherhood. The Molydeus, as the two-headed yuan-ti is sometimes known, has recruited a half-dozen or so disaffected pureblood yuan-ti from within the ranks of Zstulkk Ssarmn's organization to serve as his eyes and ears in the Port of Shadow. Vyzstek's prominent position enables him to subtly advance the interests of the Arcane Brotherhood in Skullport while keeping tabs on the activities of rival groups such as the Harpers, the Kraken Society, and agents of the Lords of Waterdeep. (Vyzstek lives on Skull Island, along with all of Zstulkk Ssarmn's lieutenants.)

Beholders

While eye tyrants are found throughout the Lands Above and Below, most beholders active in the North of Faerûn, including those based in Waterdeep, Undermountain, and Skullport, are members of the Graypeaks Hive, a beholder nation that was shattered long ago after centuries of war with the drow of Ched Nasad. Both the Eye (now also known as the Xanathar) and Misker the Pirate Tyrant are members of the Graypeaks Hive, as were the recently slain Seirtych Xantaun and Uthh. (In contrast, Xuzoun and the original Xanathar were members of the Anaurian Hive.) Despite their small numbers, eye tyrants have long been a powerful force in Undermountain, Skullport, and the sewers of Waterdeep, for the most powerful beholders each rule a network of lesser eye tyrants as well as agents of other races. However, eye tyrant rivalries are legendary for cruel one-upmanship and cordial face-to-face relations, and much death and maiming between servitor underlings occurs in dark alleyways and in the wild depths of Undermountain. Since the deaths of at least a quartet of competitors, the rivalry between Misker and the Eye has only intensified, and many long-resident Skulkers whisper of the brewing war between the agents of the tyrants. Nevertheless, on rare occasions agents of both beholders briefly ally in order to raid a particularly tempting drow merchant caravan known to hail from Ched Nasad because of their old nation's ancient hatred for drow from that place.

The Chosen of Eilistraee

Although most drow worship the Spider Queen or other dark powers such as Ghaunadaur and Vhaeraun, a handful of good-aligned drow venerate Eilistraee the Dark Maiden. Several centuries ago, a small band of Eilistraee's faithful led by Qilué Veladorn (CG female drow P16 of Eilistraee and Chosen of Mystra) were called by the Dark Maiden to destroy the Pit of Ghaunadaur, a fell site that lay within Halaster's Halls just northeast of Skullport. In the years that followed their great victory, the Chosen of Eilistraee vigilantly guarded against a resurgence of the Elder Eye's abiding evil by mounting armed tours around the sealed Pit that were mockingly called "promenades" by other drow until the Dark Maiden's faithful adopted the term for their own.





The statue of Eilistraee in the Promenade

In the Year of Harp (1355 DR), Eilistraee's faithful constructed the Promenade of the Dark Maiden, a temple complex located north and east of the Port of Shadow. The Promenade encompasses an isolated quarter of the original Sargauth Enclave that was separated from the cavern of Skullport during the cataclysm that destroyed the Netherese outpost centuries ago. Despite the initial concerns of many Skulkers and the close proximity of their settlements, the Chosen of Eilistraee and the various factions of the Port of Shadow have settled into an uneasy truce over the past 15 years. It has been broken only by intermittent skirmishing and by the assault by the Chosen of Eilistraee on the Dragon's Hoard merchant company's headquarters in the Year of Maidens (1361 DR).

The Dark Maiden's faithful are infrequent visitors Skullport, but their influence in the Port of Shadow is not insignificant, for they often provide succor to escaped slaves and adventurers who run afoul of one or more of Skullport's numerous factions. Iljrene Ahbruy (NG female drow F7/P7 of Eilistraee) sometimes goes to the Port of Shadow to buy sundries with a basket over one slim arm, a high-fashion gown concealing her armor, and backup guards shadowing her from behind, in case she needs aid. Iljrene is the Hand of the Protectors (a leader of the Promenade's temple guards) and is currently serving as the temple's high priestess while Qilué remains in seclusion following a terrible battle with the followers of Ghaunadaur. Few in Skullport bother Iljrene despite her

deceivingly soft, cuddly looks since she became known as the slayer of one of the Hired Horrors (a now-dead fifth member) who perceived too much apparent weakness in her and tried to assault her.

The faithful of the Promenade have strained relations (in other words, armed hostility) with most of the more-traveled inhabitants of Skullport, including Gildar Blackthrone (NE male human F9), a merchant who knows the route to the hidden market of Mantol-Derith, and the Horned Dwarf, Ahmaergo. Eilistraee's priestesses have on occasion sponsored raids on the lair of the Eye to free slaves from the evil dwarf's clutches, and they have even sponsored unsuccessful forays beneath the streets of Skullport to search out the location of Ahmaergo's hideout there. The priestesses have been also known to step in personally to lend a hand to defend the weak and helpless, and they often cross swords with Malakuth Tabuir's drow hunters and Zstulkk Ssarmn's jailers.

Still, the Chosen of Eilistraee do have allies in Skullport without whom the Promenade would have been overrun and destroyed long ago by the likes of Zstulkk and Quinan Varnaed. The Chosen regularly visit the Fatted Bookworm (LT10) for supplies and Kaitlynn of the Sisters Three Waxworks (CH17) for votive candles. Ithlyn of the Five Fingers (NG male half-elf F4/T6/M5), a half-drow member of the Promenade's congregation who resides in Skullport, acts as the go-between and surface contact for the Chosen of Eilistraee without charging fees.



The Church of Cyric

In the month of Tarsakh in the Year of the Shield (1367 DR), a cult of Cyric worshipers was banished to Undermountain by the Lords of Waterdeep. This fairly standard sentence sometimes has unintended consequences. In this case, the Prince of Lies's followers eventually made their way to Skullport, and they have become the latest Skulker gang to rise to local prominence in the Port of Shadow.

After three years of proselytizing out of sight of the ever-watchful Skulls, Cyric's sect includes 12 priests, seven of whom were members of the original group exiled from Waterdeep, and more than 30 lay followers. The leader of the Cyricists is Strifelord Menes Azludde (CE male human P9 of Cyric), a handsome and charismatic figure with ambitions to rule not just Skullport, but Waterdeep and eventually the entire North. Menes has established a web of strife in Skullport consisting of dozens of beings working separately on individual seemingly unrelated tasks that in aggregate are meant to create chaos and sow discord. Menes's schemes form a complex tangle of intrigues meant to undermine the authority of the status quo that, in time, will cause the bulk of Skullport's populace to look away from the Skulls as Skullport's authorities and toward the stability offered by the Cyricists. However, the ambitions of Cyric's followers have begun to draw the ire of groups as varied as the Agents of the Eye, the Dark Dagger, the Harpers, the Iron Ring, the Keepers, and, most importantly, the Skulls, suggesting that the sect's imminent fall may be as meteoric as its rise, a common fate for Skulker gangs whose ambitions exceed their real power.

The Dark Dagger

Many exiles make their home in the Port of Shadow, including numerous disaffected drow males drawn to the worship of Vhaeraun. The shadows of Skullport provide the perfect cloak for followers of the Masked Lord who plot against the Lolth-backed matriarchies that rule most drow cities and who seek to further drow aims, interests, and power in the Night Above, as the surface world is known to the faithful. In Skullport, most members of the Masked Lord's faithful are affiliated with the Dark Dagger, a guild of drow rogues active in Turmish, the Vilhon Reach, and, to a lesser extent, Amn and Calimshan. The local guild cell's traditional activities include assassination, extortion of visiting merchants, slave-trading, smuggling goods into and out of Waterdeep, and outright theft of goods passing through the Port of Shadow.

In the Year of the Serpent (1359 DR), following the death of Bhaal, a bid by the Calishite chapter of the Dark Dagger to control that southern realm's underworld during the Darkstalker Wars spilled over into the streets of Skullport. Agents of Ralan el Pesarkhal, then a powerful rival of the Dark Dagger and now the syl-pasha of Calimshan, entered the Port of Shadow in the guise of Calishite slave traders. Within a matter of hours, over half of the Skulker membership of the Dark Dagger was dead and the steady flow of money and magic they had been sending to their southern brethren had been interrupted. The Dark Dagger's efforts to control Calimshan's underworld collapsed, and the guild's authority in Skullport was seriously undermined.

Over the course of the past decade, Malakuth Tabuirr (CE male drow F8/T10) has slowly rebuilt the Dark Dagger chap-

ter in Skullport, greatly increasing his personal power in the process. The guild now includes more than 20 drow, of which half a dozen or so are priests of Vhaeraun, as well as more than a thrice that number of human and half-elven agents. One notable member is Amryyr Yauntyrr (LE male drow M10/T11), long-time companion of Malakuth. The Dark Dagger has a long list of rivals in Skullport, including the Agents of the Eye, Misker the Pirate Tyrant, and the drow of House Tanor'Thal of Karsoluthiyl. Malakuth's agents take special delight in secretly working to undermine Calishite trading interests in the Port of Shadow.


Drow

Although they no longer rule Undermountain, the drow have long maintained extensive holdings in Halaster's Halls, including Skullport. Drow merchants from Ched Nasad, Eryndlyn, Karsoluthiyl, and Menzoberranzan regularly visit the Port of Shadow, trading in armor, foodstuffs, slaves, weapons, and all manner of illicit goods. However, despite their strength in numbers, long-standing enmities between various factions of drow prevent them from acquiring a larger foothold in Skullport than they already do.

Although most drow venerate Lolth, the Chosen of Eilistraee and the Dark Dagger are notable exceptions; they are dealt with in separate entries in this section. Of those drow who worship the Spider Queen, the most powerful faction active in Skullport today is House Tanor'Thal, which is led by Kesra Tanor'Thal (CE female drow P8 of Lolth/F8), niece of the matron mother of Karsoluthiyl's first house. House Tanor'Thal's trading interests are now ably represented in the Port of Shadow and closely linked to a temple, known as Kyorlamshin, the house has established elsewhere in Undermountain. Drow merchants regularly trek through the Underhalls from Skullport to Kyorlamshin, and from there they make their way via a series of *gates* to the caverns of Karsoluthiyl. House Lysaen has recently posed the greatest threat to House Tanor'Thal's monopoly on trade between that city and the Port of Shadow, and Kesra's attentions have been focused of late on preventing that lesser house of Karsoluthiyl from gaining a foothold in Skullport. Meanwhile, relations between the house and Malakuth Tabuirr continue to worsen, and House Tanor'Thal's mercantile interests are secretly being undermined by agents of the Dark Dagger.

Duergar

In the Northdark, most duergar consider themselves subjects of the Deep King of Gracklstugh, a gray dwarven city located deep beneath the Flintrock Uthgardt burial mound of the upper Dessarin river valley, even if they dwell in largely independent holds scattered throughout the Underdark of the Savage Frontier. The duergar of the Deepkingdom largely abandoned their holdings in Undermountain, known to them as Sargauthan Hold, in the Year of Fallen Flagons (284 DR) when the once-potent veins of mithral beneath what is now known as Mount Waterdeep ran out and Halaster's Hunts made their continued residence untenable. However, the gray dwarves returned in small numbers to their holdings beneath the City of Splendors after Shradin Mulophor established the Port of Shadow. Duergar merchants are now a regular presence in Skullport's bazaars,



fiercely competing with the drow of Karsoluthiyl for control of the lucrative market for deep rothé hides and meat and holding a near-monopoly over the sale of steel blades.

Although most Skulkers know him only as the proprietor of Skullport's lone foundry, Thaglar Xundorn (LE male duergar F7) secretly holds the title of Laird of Sargauthan Hold, a title bestowed to his father by the Deep King of Gracklstugh when the duergar first returned to Undermountain. In the eyes of his gray dwarven kin, Thaglar's authority extends throughout all of Undermountain, including the Port of Shadow, and more than 60 duergar, most of them members of Clan Xundorn, obey his decrees. Other prominent duergar who serve Thaglar as informal advisors include Thurn Blackskull (LE male duergar F7/Psi7), a fence often found at the Broken Pike (LP28), and Skuerren Skargettian (LE male duergar F6/T7), tavern-keeper of the Thrown Gauntlet (LH5). (Thaglar and his kin are unaware of Thurn's true fate, as discussed below under the heading of the Unseen.) In addition to their extensive and lucrative mercantile interests, the current duergar presence in Skullport stems in part from persistent rumors of a lost vein of mithral that lies within the holdings of the fallen Sargauth Enclave that was never mined out by their ancestors or the shield dwarves of Clan Melairkyn.

The Harpers

Those Who Harp have long kept a close eye on the Port of Shadow, quietly observing the shady dealings and nefarious activities of this lawless community. Like the Lords of Waterdeep, the Harpers understand that the City of Splendors is better served by confining a host of evils to this subterranean port instead of allowing them to infect the city above. Nevertheless, the Harpers do intercede in Skullport's affairs in subtle ways, seeking to undermine those plots and schemes with the greatest potential to harm those ideals the Harpers hold most dear. At any given time, as many as a dozen Harpers or Harper agents may be found in the Port of Shadow, including Molheeruae (CG female drow P7 of Eilistraee), Irusyl Eraneth (an alias of Laeral Silverhand, CG female human M25 and Chosen of Mystra), Simand (NG monkey spider T7, protected by a *ring of warmth*), Naphim Findlewulfson (CG male human F1), Ruuth (NG female human M5), Salmarin Bearfriend (NG male human R3), Setana of the Crowing Cockatrice (LG watchghost), and Ulvira Snowveins (CG female half-elf R3). Those Who Harp sometimes find succor from the Chosen of Eilistraee, and the relationship between the two groups has been nurtured by Laeral Silverhand and her sister, Qilué Veladorn. The Harpers most often oppose the schemes of the Agents of the Eye, the Dark Dagger, the Iron Ring, and the Unseen. Of late, Irusyl has decreased her role in coordinating Harper activities in Skullport, delegating many of her responsibilities to Salmarin and Ulvira.

Illithids

Mind flayers are not uncommon in the Port of Shadow, for many illithids are drawn to the ready supply of thralls available for sale in Skullport's slave markets as well as other goods not commonly available in the endless caverns of the Underdark. However, although individually powerful, Skullport's resident and visiting illithids rarely ally in common cause or seek to dominate any aspect of life in the Port of Shadow.

Although the illithid city closest to Skullport is Ch'Chitl, the Kingdom Below, most mind flayers who frequent the Port of Shadow are merchants from more distant enclaves such as Gauntlgrym and Llacerellyn. The inhabitants of Ch'Chitl have long preyed on merchants in the Northdark passing to and from the Port of Shadow. Hence, illithids spawned in the Kingdom Below are generally unwelcome in the markets of Skullport. Nevertheless, exceptions do exist, such as Shaun Taunador (LE illithid) who trades in odd beverages, poisons, painkillers, and potions from a barge on the River Sargauth or from short-rented rooms in the Crowing Cockatrice (LT3), and Sangalor of the Secrets (LN illithid P11 of Oghma), a noted information broker and renegade whose residence is found in the Central Heart district (CH5).

The Iron Ring

Despite Skullport's lawless culture, slave trading in the Port of Shadow is a profitable endeavor due in large part to the influence of the Iron Ring, a consortium of the port's most powerful slavers. Named for the distinctive iron key rings and keys that hang from the baldrics and belt of the confederation's members and agents, the Iron Ring includes Ahmaergo the Horned Dwarf (discussed above under Agents of the Eye), Zstulkk Ssarmn (CE male abomination yuan-ti), Transtra (CE female lamia noble M9), Malakuth Tabuirr (discussed above under the Dark Dagger), and Quinan Varnaed (LE male human F4/P14 of Loviatar), the informal leader of the group. While other independent slavers practice their nefarious business in the Port of Shadow, most eventually join the organization of one of the established members of the Iron Ring or end up hanging by the neck outside Mhaug's (LP1). The leaders of the Iron Ring are constantly at each other's throats; however, the bickering rarely rises above threats of violence and the occasional assassination or theft of underlings, a level of strife far below what there might be if the Iron Ring did not exist.

The Iron Ring was initiated by Quinan and Zstulkk, and it quickly grew to its present roster as each of Skullport's other major slavers saw the wisdom of the group's establishment. The consortium's accomplishments include restoring the huge profits and the detente that had existed among slavers prior to a recent period of extensive slave poaching, the rebuilding of the Skull Island prison fortress, the completion of the Tower of Seven Woes in under two years, and the creation of the Skull Island Registry to minimize disputes between rival merchants. The Iron Ring is responsible for keeping slaves safe from the dangers of Skullport and the rest of Undermountain until their eventual sale in the Slavers' Market of the Lower Port, and the group exercises absolute control over goings-on on Skull Island. Apart from the traditional authority of the Skulls and Shradin Mulophor, the leaders of the Iron Ring exercise more oligarchic clout in Skullport than any other power group. By cooperating with one another, the various members have been able to prevent the Lords of Waterdeep from overtly influencing their trade, blocked foreign competition from gaining a toehold in Skullport's slave markets, and put a damper on the activities of the more unruly elements of the port city. The consortium of slavers even donates slave labor on occasion to maintain streets, repair and construct catwalks, and perform other absolutely necessary civic duties.



The Keepers

Much of Skullport's prosperity is directly attributable to the hoist in the South Seacaves and the magical locks that make it possible for ships to safely and rapidly gain access to the Port of Shadow. Although the Lords of Waterdeep constructed the hoist in the Year of the Agate Hammer (1174 DR), the magical locks are believed to date back to the days of the Sargauth Enclave. After having lain dormant for centuries, the magical locks were reactivated by a group of enterprising transmuters who arrived in Skullport in the Year of Countless Scribes (1166 DR) and who had the locks functioning by the Year of the Leering Orc (1168 DR). For over two hundred years, the Keepers have shepherded ships into and out of the Port of Shadow, taking over the hoist some six decades after its construction and gradually assuming responsibility for maintaining the channels leading through the South Seacaves.

The Keepers exact a 50 gp fee from those who would enter or leave by way of the South Seacaves. The price is due before entering the channels between Skull Pool and the Caves either at the hoist on the way in or before being lifted up the waterfall on the way out. The fee is collected remotely by magic, at the Keeper Enclave to the southeast of Skull Isle (location SI10 on the Skull Island map), or by a servant working at the hoist. The Keepers may, at their option, search a vessel for anything they consider threats to their interests, whether it be magic, armed forces, or disease-bearing creatures. The Keepers have the clout to confiscate any and all cargoes they deem to be dangerous to Skullport. In the past, a caravan out of Amn attempted to force its way past the Keepers in the South Seacaves. The entire crew was afflicted with a fatal wasting disease. As the ship was being lowered to the Skull Pool, the Keepers released the vessel from the water bubble, held it in place with magic, and incinerated the entire ship, crew, and cargo. Of course, rumors circulated thereafter in Skullport's taverns that the crew was not in fact plague-ridden, but that a rival ship owner with a similar cargo had paid the Keepers handsomely to "do away" with the ship and her crew and the disease was merely a convenient ruse.

The Keepers are all wizards of 7th or greater level, many of whom are specialist transmuters. The current leader of the Keepers is Lochlord Gideon (LE female human M17), an unflappable archmage from Halruaa with ambitions of controlling all trade to and from the Port of Shadow within the next decade. She intends that all overland routes and *gates* along the River Sargauth will fall under Keeper control, enabling the group to control almost every aspect of Skulker life. The Keepers reside in the series of natural caverns south and east of Skull Isle known as the Keeper Enclave (SI10).

The Kraken Society

The Kraken Society is a secretive organization whose tendrils extend throughout the North and the island realms of the northern Trackless Sea, as well as reaching into the depths of Undermountain and Skullport. Members of the society serve the kraken Slarkrethel, an immense squid that lairs near the ruins of Ascarle, through the acquisition and sale of information and by the widespread employment of malefic practices including assassination, kidnapping, torture, and the applica-

tion of brute force. Slarkrethel's chief agent in Undermountain is the Skum Lord (LE savant aboleth P11 of Piscaethces the Blood Queen/M13), a loathsome amphibious creature that lurks in the sewers of Skullport's Lower Heart attended by a host of skum servitors. In addition to its amphibious servitors, an ever-changing roster of Skulkers serves the Skum Lord as informants, telepathically communicating with their master whenever it approaches their residences via the sewers that lie beneath Skullport's streets. (See the Skum Lord entry in the Sewers section of the What Lurks Below chapter for more information on the Skum Lord.)

The Lords of Waterdeep


The Lords of Waterdeep have long been aware of Skullport's existence in the depths of Undermountain, deep beneath the City of Splendors. Although deeply troubled by the acts of cruelty and injustice that flourish unchecked in the Port of Shadow, the Lords tolerate the port city's continued existence because it siphons off the worst aspects of Waterdeep's underworld that would otherwise infect the City of Splendors. However, as Piergeiron, Texter, and even Khelben find it impossible not to react when confronted with Skullport's evils, oversight of the Port of Shadow falls largely to Mirt the Moneylender (CG male human F11/T7) and Durnan (NG male human F18) among the Lords, and to Laeral Silverhand (CG female human M25 and Chosen of Mystra), Khelben's consort.

In addition to occasionally walking Skullport's streets and catwalks themselves, Mirt and Durnan sporadically dispatch agents to the Port of Shadow to observe goings-on, such as Mirt's wife, Asper (CG female human F7), or one or members of Force Gray. (Force Gray's current roster includes Harshnag [CG frost giant male], Hrusse of Assuran [LN male human P15 of Assuran], Carolyas Idogyr [LG female half-elf M7], Maliantor [NG female human MI 11], and Jardwim [NG male human R17], the group's leader.) In addition, both Mirt and Durnan maintain an extensive network of informants in Skullport, including, most surprisingly, Transtra (CE female lamia noble M9), one of the leaders of the Iron Ring and a business associate of Mirt.

As noted above in the discussion of the Harpers, Laeral regularly frequents the Port of Shadow in the guise of Irusyl Eraneth, a role in which she serves both the Harpers (albeit a responsibility from which she has withdrawn of late) and the Lords of Waterdeep. Laeral is assisted by Kyliya (CG female rock gnome III12), who keeps rooms at the Deepfires in the guise of Liak, Irusyl's half-elven apprentice. Like Mirt and Durnan, Laeral/Irusyl also maintains a network of informants in Skullport, including Harpers, Harper agents, Lord's agents, and mercenary denizens of the Port of Shadow willing to sell out their fellow Skulkers for the right fee.

Skulker Gangs

The Port of Shadow is an extremely dangerous environment, and the weak are quickly crushed or sold into slavery if they do not band with others for mutual protection and to accomplish common goals. Skulker gangs encompass Skullport's ever-changing roster of criminal bands, adventuring companies, and informal merchant guilds that rise and fall



as their fortunes shift and as alliances are forged and broken. Most Skulker gangs are composed of members of a single race or sect, although other divisions exist as well. A few Skulker gangs acquire sufficient power to become locally prominent, such as most of the homegrown power groups discussed in this section, but most collapse or are destroyed within a few months. Although individually they are bit players in the ongoing power struggles of the Port of Shadow, Skulker gangs collectively enforce the law of Skullport, for most are led by longtime natives who have learned by example how much destruction and lost profit comes from having the wizshades arrive.

Each Skulker gang establishes its turf, whether it be defined as a particular service or location. (In the case of the latter, a gang might control a particular street or even a single catwalk.) For example, the Street Scrapers include several dozen freelance rubbish removers. This gang's turf extends throughout Skullport as an extension of the service they alone provide. The Street Scrapers are responsible for ensuring that the accumulated waste and trash in Skullport does not rise to a dangerous level. They go about with shovels and wheelbarrows relocating waste to the caverns north of Skullport's Lower Heart or pushing detritus through the sewer gratings. Should shopkeepers choose not to pay quite a sum for the gang's services, they will find a 200-pound pile of rancid otyugh dung outside their shops until they do. Similarly, Haffa's Flatbacks can also be considered a Skulker gang. Although the half-ogre runs a seemingly legitimate business, he has destroyed several other groups who sought to challenge his living teamster monopoly.

The Skulls

The Skulls for which the Port of Shadow is named are the sentinels of order in an otherwise dangerous place, as discussed above under Government, Law, and Order. The true nature of the Skulls has been a mystery since the port's founding, but their authority has never been successfully challenged since the arrival of Shradin Mulophor in the Year of the Angry Sea (1148 DR).

Some scholars believe the Skulls to be a ghostly haunting by an ancient race that inhabited the caverns millennia ago, an explanation that is not all that far from the truth. Others have concluded that the Skulls are actually constructs, fashioned by the necromancer Shradin Mulophor, the Lord of Bones, as a means to keep watch over and police his domain, and that those constructs eventually turned on their creator during Halaster's Highharvestide in the Year of the Gauntlet (1369 DR). Some residents believe that the Skulls are actually representatives of certain good and neutral deities placed in the Port of Shadows to act as guardians over some ancient evil entombed beneath the streets.

Over two centuries of interaction with the Skulls has revealed that Skullport's floating guardians are not truly undead, nor are they truly evil. Attempts by priests of various gods to turn the Skulls have had no effect besides angering the Skulls and inciting them to summon their wizshade servants to kill or drive off those responsible for the attempt. The Skulls are possessed of a strange, alien intellect and are known to speak cryptic phrases and ancient tongues long

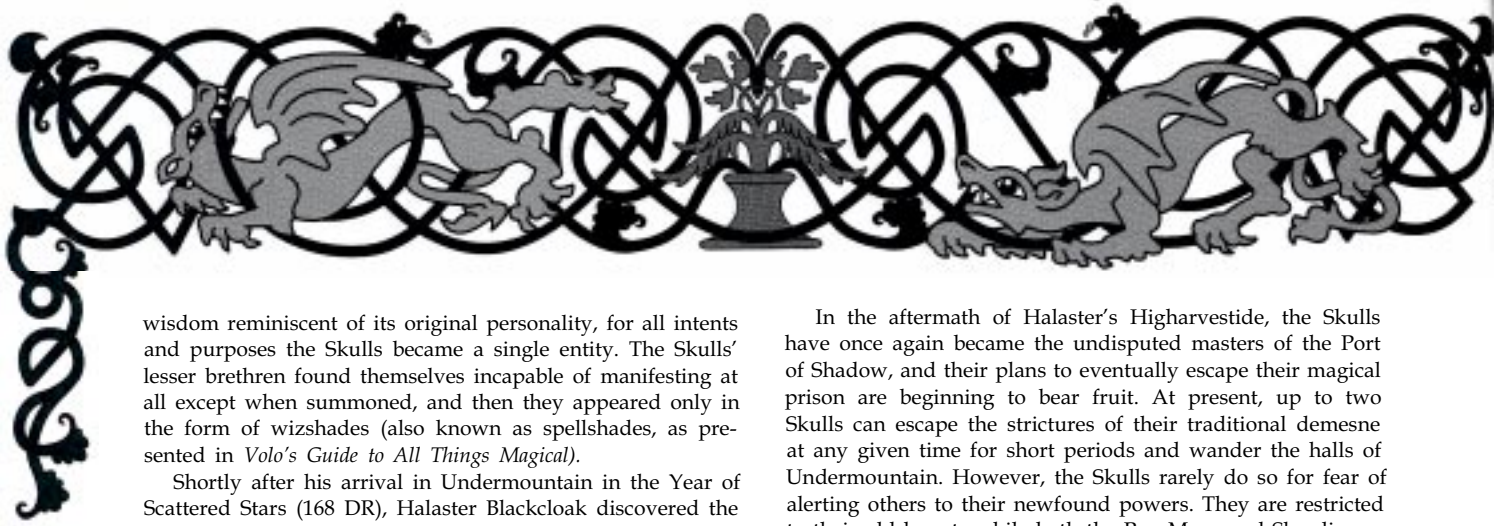


since vanished from the Realms. As noted above, the Skulls often make bizarre demands of those who cross their paths or otherwise attract their attention, and their reaction to events is unpredictable. The only indisputable truth regarding the Skulls known to all Skulkers is that the Skulls are intricately linked to the Port of Shadow in ways not wholly understood.

As suggested above in the discussion of Skullport's history, the Skulls are the remains of some of the inhabitants of the Sargauth Enclave, a Netherese outpost founded circa -800 DR that was destroyed in the Year of Sundered Webs (-339 DR) by a magical backlash from Karsus's folly. At the exact moment that the Weave faltered following the death of Mysteryl, Mystra's predecessor as goddess of magic, many Netherese arcanists were experimenting with the great magical mantle, akin to an elven mythal, that encompassed the Sargauth Enclave. For a moment, all magic ceased to function, and then, as their subterranean city collapsed about them, the wizards were absorbed into the mantle as their experiments went awry and the mantle was wracked with surges of wild magic.

When the dust finally settled, little remained of the Netherese outpost save for a few crumbling walls, the fractured cobblestone floor, and the disembodied skulls of the 13 most powerful Netherese archmages. They had merged with the enveloping mantle, forming something both more and less than what had existed before. The other lesser wizards and apprentices of the Sargauth Enclave were drawn into the enclave's twisted mantle, as well, in a different way that trapped them in a sort of half-existence that was not true undeath but more a partial life half merged with the stuff of magic and the stuff that floats between the crystal spheres of the cosmos.

In the centuries that followed, the 13 Skulls lurked within the ruins of their shattered enclave, unable to move more than 100 yards beyond the cavern that now houses the Port of Shadow. The energy field that held the Skulls in thrall allowed their thoughts to mingle, and over time the 13 Skulls lost their individual identities and developed a collective consciousness that retained only fragments of its constituent personalities. While each Skull still exhibited odd habits, pet peeves, and even the occasional bit of skill or



wisdom reminiscent of its original personality, for all intents and purposes the Skulls became a single entity. The Skulls' lesser brethren found themselves incapable of manifesting at all except when summoned, and then they appeared only in the form of wizshades (also known as spellshades, as presented in *Volo's Guide to All Things Magical*).

Shortly after his arrival in Undermountain in the Year of Scattered Stars (168 DR), Halaster Blackcloak discovered the remnants of the Sargauth Enclave, but he presciently retreated from it after recognizing the danger posed by the Skulls, and he banned his apprentices from investigating the Skulls' demesne. The Skulls and the cavern that would house the future Port of Shadow remained undisturbed until the arrival of the necromancer Shradin Mulphor in the Year of the Angry Sea (1148 DR). After gaining Halaster's sanction to settle in the ruins of the Sargauth Enclave and ignoring the Mad Mage's vague warnings, the Lord of Bones forged a pact with the Skulls that enabled him to establish a small trading settlement in their cavern. The Skulls agreed to Shradin's request not out of boredom or whimsy, as the necromancer suspected, but because his plans dovetailed nicely with their own plans to escape their ancient prison.

As Skullport grew into the port it is today, more and more individuals migrated to the subterranean settlement, including not a small number of wizards. The 13 Skulls learned that they could absorb and empower those wizards killed by their collective magics, in effect creating lesser versions of themselves (always referred to as vassal skulls) with weaker ties to the magical mantle that envelops the Port of Shadow. Not every wizard slain within the confines of the Skull's domain was susceptible to absorption by the mantle, but a sufficient number of suitable candidates ensured the creation of a great number of vassal skulls. The vassal skulls, while useful for summoning wizshades and serving as extra sets of eyes and ears, proved insufficient vehicles for the Skulls to escape the mantle to which they were bound.

During the Fall of the Gods in the Year of Shadows (1358 DR), Halaster's control of Undermountain's wards wavered for the first time in centuries, and the Skulls were briefly able to tap into a small piece of his power. The unlucky victim of the Skulls' newfound magical prowess was a drow archmage visiting Skullport at the time in disguise. The Rag Mage, as he came to be known, was transformed by the Skulls into his current form, capable of feeding Skullport's mantle by slowly bleeding the magical and life energies of victims through his servitor ragamoffyns and channeling it into the enveloping field of magic.

On Higharvestide in the Year of the Gauntlet (1369 DR), the Twisted Rune abducted Halaster from Undermountain, and the Skulls seized the opportunity, less than a dozen years after the Time of Troubles, to create another entity capable of feeding Skullport's mantle. This time their victim was Shradin Mulphor, for unbeknownst to the Lord of Bones, he was without the Mad Mage's magical backing for the first time in 221 years. (Halaster had never informed his ally that he had secretly protected him from the possibility that the Skulls might turn on him from the day he granted the necromancer's petition to settle there.) With Halaster gone, the Skulls surrounded Shradin and transformed him with simultaneous *shout* spells, shattering his physical form and creating an entity capable of feeding on the physical components of victims and channeling that power into the mantle.

In the aftermath of Halaster's Higharvestide, the Skulls have once again become the undisputed masters of the Port of Shadow, and their plans to eventually escape their magical prison are beginning to bear fruit. At present, up to two Skulls can escape the strictures of their traditional demesne at any given time for short periods and wander the halls of Undermountain. However, the Skulls rarely do so for fear of alerting others to their newfound powers. They are restricted to their old haunts while both the Rag Mage and Shradin are absent from the Port of Shadow. The Skulls believe that once they have created 13 entities capable of feeding on magical and life energies and channeling them into the mantle, their own ties to Skullport will weaken sufficiently so that they can escape the remains of the enclave that has been their ancient prison forever. Halaster, who foresaw this eventuality centuries ago, seems certain to oppose their efforts.

The Skulls are a unique form of magical entity akin in many ways to a sentient artifact, albeit highly dynamic and mobile. It seems unlikely that their method of creation could ever be duplicated, for the Weave was permanently transformed after Mystra succeeded Mystryl. Likewise, the Skulls are inextricably linked to the mantle cloaking Skullport, and they cannot be truly destroyed while that magical field persists. Since Halaster draws on Skullport's mantle to maintain Undermountain in its current form, the destruction of the Skulls would likely entail the destruction of Undermountain. Each Skull is attended by 1d4+1 vassal skulls at all times, although these lesser brethren may not necessarily be visible. Wizshades appear only when summoned by a Skull or vassal skull, and then serve until defeated or driven off, as discussed below.

Skulls (13): AC -6; MV Fl 36 (B); HD 18, hp 72 each; THACO 9; #AT 1; Dmg 1d4 (head butt); SA wizard spells, summon wizshades; SD cannot be turned or affected by holy water; immune to psionics, *charm*, *hold* spells, *sleep*, mind-affecting magic, death magic, and necromantic magic; cannot adopt other forms (see below); +3 or better weapon to hit; MR 50%; SZ S; ML fearless (19); AL CN; INT 21 (godlike); XP 19,000.

Notes: The Skulls can collectively draw on the spells of a single 36th-level wizard every 24-hour period. Thus, if one Skull casts five 1st-level spells and another Skull casts three 1st-level spells, then no other Skull can cast a 1st-level spell until 24 hours have passed since the first 1st-level spell was cast. Somatic and material components are not required, and the Skulls are not bound by maximum damage limits, as are other wizards. The Skulls are believed to be capable of casting just about any known wizard spell, including a unique spell known only to them that creates a single vassal skull. (Each Skull can see through the eyes and hear through the ears of any single other vassal skull at will, in addition to any other actions.)

Each Skull can summon 1d4 wizshades per round at will, subject to the restriction that collectively all 13 Skulls (and all vassal skulls) can cause at most 13 wizshades to manifest at any given time.

The Skulls cannot adopt other forms or illusionary guises, either voluntarily or involuntarily, so spells and spell-like effects such as *alter self*, *phantasmal force*, *polymorph self*, *polymorph other*, and *shapechange* that generate cloaking illusions or magical transformations always fail.

While an individual Skull can be damaged or even destroyed, the port's mantle immediately reforms defeated Skulls, even if they are disintegrated. Destroyed Skulls always reform from the



skull of an unlucky victim, chosen at random from the currently resident human population of Skullport. Any remnants of the Skull's prior form immediately dissolve as the new form emerges, usually in a spectacularly bloody fashion, from the new host.

Vassal Skulls: AC 0; MV FI 24 (C); HD 9, hp 36 each; THAC0 18; #AT 1; Dmg 1d3 (head butt); SA summon wizshades; SD cannot be turned or affected by holy water; immune to psionics, *charm*, *hold spells*, sleep, mind-affecting magic, death magic, and necromantic magic; cannot adopt other forms (see Skulls above); *invisibility* up to 5 times/day; +1 or better weapon to hit; MR 25%; SZ S; ML fanatic (17); AL CN; INT 18 (genius); XP 7,000.

Notes: Vassal skulls can summon 1 wizshade per round, subject to the restriction that collectively all vassal skulls (including all 13 Skulls) can cause at most 13 wizshades to manifest at any given time. Vassal skulls have all of the same spell immunities as the 13 Skulls, but they cannot cast spells themselves, though they are able to make themselves invisible up to five times a day.

Wizshades: AC 0; MV 12, FI 24 (C); HD 10; THAC0 nil; #AT 0; Dmg 0; SA random wizard spellcasting; SD immune to normal weapons, spells successfully cast at a wizshade have a special effect and do no normal damage, successful magic resistance against a spell has special results; MR 25%; SZ M (usually 5 to 6 feet tall); ML champion (15); INT supra-genius (19-20); AL CN; XP 13,000.

Notes: Summoned wizshades appear as undulating, rushing snakes of force in the air that slow and widen into swirling, many-colored vortices each about 8 feet in diameter. Out of them rise male or female forms in flowing robes. Although affected normally by magical weapons, no special weapon effects (such as vorpal or life-draining properties) function against a wizshade. The vortex of a wizshade remains attached to it while it is present, apparently trailing off into the stuff between the crystal spheres via another dimension. If the vortex sustains more than 70 points of specifically targeted damage, it collapses and sucks the wizshade back into the nether realm it came from.

For each round of combat, roll 1d10 to determine the level of the spell the wizshade can cast. (A "10" means the DM chooses the level.) Then roll 1d100 to determine the spell cast. If the result is higher than the number of spells listed in the Player's Handbook, the DM chooses a spell of the appropriate level from any relevant source. Regardless of how inappropriate the spell may be for the situation, the wizshade casts it. Spells that boost a caster's hit points or energy by taking it from a target creature do benefit a wizshade.

Wizshades summoned by the Skulls save as 10th-level wizards or better. (Roll 1d20 for the level and round up to 10th level if the result is less than 10.) Any spell or magical attack successfully cast on a wizshade does no physical damage, but eliminates the equivalent spell level from its use during that combat. If this spell level is rolled for wizshade use in a later combat round, the shade casts no spell that round. A spellshade checks morale at each loss of a spell level; failure means it vanishes back into the vortex it came from and disappears. If a wizshade's magic resistance succeeds against any magical attack, it captures the attack's energy, and suffers no spell level loss. Instead roll 1d10. If the result is a spell level previously closed to the wizshade, it regains the use of that spell level in future rounds.

The Unseen

The Unseen is a consortium of shapechangers, thieves, illusionists, and assassins that has slowly been growing in strength and number in Waterdeep for over 20 years under the leadership of Hlaavin, a greater doppelganger. The

Unseen began as a *druuth*, as bands of doppelgangers led by illithids are known. Events in Ch'Chitl that began some eight years ago enabled Hlaavin and his kin to obtain a great deal of autonomy and to diversify their ranks considerably. Hlaavin's noble illithid lich master, Thalynsar (LE ulitharid lich M24), now seeks to reestablish its control over its errant druuth, but Hlaavin and its fellow "mirrorkin" have become unwilling agents at best. In Skullport, the Unseen are led by Ptola (NE greater doppelganger) in the guise of Thurn Blackskull (LE male duergar F7/Psi7). Before his identity was co-opted by Ptola, Thurn was an aged duergar of Gracklstugh who made his living as a fence, specializing in the acquisition of rare and magical weapons. Ptola continues Thurn's trade while overseeing the activities of the Unseen in the Port of Shadow, and "he" can be found in the Broken Pike (LP28) most afternoons. Ptola's other identities are based in the City of Splendors, not Skullport. They include Kamlann (N male human F0), a member of the Dungsweepers' Guild, and Murklar (LG male human F0), a penitent hunchback and janitor of the Wyvern's Rest inn. At present, Ptola simply seeks to infiltrate as many factions in Skullport as possible (with the notable exception of those controlled by the illithids of Ch'Chitl) and slowly increase the group's influence throughout the Port of Shadow.

The Xanathar Thieves' Guild

See the discussion above under the Agents of the Eye section.

The Zhentarim

The Zhentarim have long maintained a small presence in the City of Splendors, a practice in keeping with their long-standing goal to establish profitable trade routes across the Heartlands to the Sword Coast. Attempts to establish a permanent cell in Skullport have met with repeated failure, and the Zhentarim remain a minor presence in the Port of Shadow. One such attempt included sending the original Xanathar to the bowels of Waterdeep, but that beholder broke ties with its distant masters upon arriving in the City of Splendors and established its own thieves' guild for many years. The most recent attempt by the Zhentarim to infiltrate Skullport was led by Grimmbold the Gith (CE male githzerai F5/T5). Although the errant githzerai still survives, along with two of his original companions, and continues to gather information, the Zhentarim are once again without any effective agents in the Port of Shadow.





Skullport

Having been a visitor to the most vile of ports on several occasions, I must say that the atmosphere was seething with activity and the inhabitants welcoming and enthusiastic to share their every tale. Were it not for numerous threats upon my person by a certain dark elven household, risk of enslavement, and the personal enmity of the Skulls, I would return in a heartbeat to write a travel guide on the subject.

– Volothamp Geddarm, sometime mage and author

Like any city in the Sword Coast North, Skullport can be broken down into distinct wards. The wards are assigned primarily on the basis of the geography of the port, but they also roughly relate to the predominant character of services and trades in those geographic locales. Skullport has four wards. Three of the wards have multiple levels.

Skull Island: Skull Island comprises the entire island situated in the sunken depression called Skull Pool. The island acts as the first line of defense against hostiles from the South Seacaves and the River Sargauth. The island is also where slaves are kept prior to being sold and transported. The most prominent feature of the island is the tower of black basalt sculpted from a massive stalactite called the Tower of Seven Woes. The Skull Island ward also includes the Keeper Enclave to the island's southeast. Skull Island has only one level.

The Port: The Port comprises the ward north of Skull Island before the main cavern Skullport was built in doglegs eastward to form the Trade Lanes. It is by far the loudest and most rowdy of the wards, considering the number of festhalls located here and that most buccaneers take their leave here after prolonged stays at sea. The ceiling here rises to a height of nearly 100 feet and is dominated by the complex weave of catwalks and wooden palisades overhead. Far overhead hangs a forest of stalactites. The Port has a lower and a central level.

The Trade Lanes: The Trade Lanes is the area to the east of the Port ward. It is the long corridor of cavern that runs east from the Port. Its northern and southern walls are fairly straight. This area harbors the bulk of the trades and services to be found in the Port of Shadow. Anything and everything is for sale here from spellbooks to salvaged goods to poisons. The ceiling gradually rises from about 100 feet to 300 as it angles upward to the Heart. Anyone who peers upward can see the waterclock high overhead between the Lower and Central Trade Lanes. The Trade Lanes has three levels: lower, central, and upper.

The Heart: The Heart is the easternmost portion of the main cavern where it opens out from the Trade Lanes and rounds off naturally at the easternmost wall. This ward holds numerous residences and some businesses. It is the highest-class area in Skullport, a distinction of dubious relevance considering the low-class nature of the entire city. The bulk of the Skulker population makes their homes here among the stone columns and stalactites of the cave. Most of the more unusual races make their homes here as well. The illithids, drow, and the beholders prefer the less finished look of the ward to the others and the darkness of the ward's upper reaches. The ceiling of the cavern in this ward is the highest point in Skullport, and some structures twine the stalactites some 300 feet above the main cavern floor, including the spider-shaped drow refuge of House Tanor'Thal. The Heart ward has a lower, a central, and an upper level, like the Trade Lanes, but because of the higher ceiling in the Heart, the upper levels of the Heart is higher in elevation than the upper level of the Trade Lanes.

Vertical Elevation

Within the first 25 years of its existence, the port city had nearly filled the lower cavern and island environs. Skulkers were faced with the problem of space limitation, while at the same time the population was growing almost geometrically. In response to this critical situation, Skulkers began building upward, making use of naturally occurring ledges and other stone formations. To span these locations the stonecutters and carpenters created extensive webworks of catwalks and walkways from the rigging and wood of salvaged shipwrecks.

In time, the terms upper, central, and lower began to be used when referring to businesses and residences found at certain heights from the cavern floor. The term *upper* refers to locations 100 or more feet above the cavern floor, while central structures are located between 50 and 100 feet above the floor. Lower refers to structures on the ground level up to and including 50 feet above





A first view of Skullport

the floor. Still, due to the subjectivity of these distinctions, there are structures that occupy more than one region.

Catwalks: A dizzying network of catwalks and rope bridges have been built between buildings, ledges, stalactites, and stone columns. Whenever possible, the rigging from old vessels has been integrated as well to at least minimize the dangers of falls. Much to the chagrin of many residents, these fixtures are merely temporary solutions to a greater problem, as eventually their boards warp, planks split, and ropes fray. Ignoring the danger of slipping, having the ropes snap, or having boards crumble under one's weight, some monsters lair within the shadows under the catwalks and may even masquerade as part of a catwalk (in the case of mimics). However, using the rigging and catwalks is by far one of the most reliable, though somewhat dangerous, means of travel about the Port of Shadow.

Most catwalks easily allow two man-sized creatures to walk abreast or one large creature to walk single file. The catwalks occupy most available space between buildings on a level. To facilitate movement on and around the catwalks, ladders, stairs, and ramps have been emplaced along the cavern walls and alongside buildings. These fixtures are common enough to prompt Skullers to set traps of all descriptions on any portal to their homes and businesses. Spring-loaded darts, crossbow bolts, deadfalls, snares, and coating or embedding surfaces with sharp objects are all use to persuade thieves to seek out easier scores.

Walking on catwalks at a normal speed is safe unless the catwalks themselves are not. DMs will have to determine if a

particular section of catwalk or rigging is unsafe and likely to break or has been booby-trapped (or is even a mimic in disguise). In general, the catwalks in the Port are the least well maintained, those of the Trade Lanes are better, and those of the Heart are extra sturdy and well kept up.

Running on the catwalks or swinging from the rigging is more dangerous. DMs may wish to require Dexterity ability checks if such actions are taken (though certain nonweapon proficiencies may mitigate this).

Using the rigging to climb up or down to a catwalk, a primary method of changing levels in Skullport, is only slightly dangerous. PCs with the climb walls skill or mountaineering non-weapon proficiency do so automatically. Those with neither of those abilities must make a successful Dexterity check on the way up to avoid slipping. On a failed roll, the PC slips, taking no damage but requiring an additional Dexterity check to avoid falling. If a PC fails the second check, she or he falls 20-40 feet (roll $1d3 + 1 \times 10$ feet to determine the actual distance fallen). If this does not result in the PC landing on the ground, it means that she or he has landed on another structure, cavern feature, or lower catwalks and rigging. The DM will have to determine the situation based on where the PC falls.

Most catwalks can sustain 5 points of hacking or bashing damage (with a weapon or using exceptional Strength) per 3 foot of length, and the catwalks of the Heart can sustain 15 points of damage per 3 feet of length. All catwalks receive a +2 bonus to their saving throws vs. fire- and heat-based attacks



and automatically take one less point of fire damage per die, to a minimum of 1 point per die, because they are always damp due to the moisture contact of the port city's air.

Location Reference Information

The following notation is used to label individual businesses and residences and is employed to reference these locations in other entries. Each location consists of two letters and a number. The first letter denotes the vertical location of the business: upper (U), central (C), or lower (L). The second letter indicates the ward in which the structure is located: Port (P), Trade Lanes (T), and the Heart (H). Skull Island (SI), which has only one level, still uses a two-letter mnemonic to keep references in a consistent format. Using this format, the Guts & Garters inn is referenced as LH 17 or Lower Heart location 17, while the Mortar and Pestle apothecary shop would be listed as CP4 or Central Port location 4.

Prices and Quality of Goods and Services: Throughout the entries below, parenthetical references to the quality of goods and services are given. Quality of goods is rated on a scale from bad to best of poor, average, above-average, good, and excellent. This scale is relative to generally accepted standards of quality across the North (and perhaps across Faerûn) for the items or services being rated. Prices are rated on a scale of cheap, low, average, above-average, high, and exorbitant. These prices are based on average being what the item would cost in the *Player's Handbook* (or *Aurora's Whole Realms Catalogue*, if that resource is available). Cheap is half-price to 75% of cost; low is between average and about 76% of cost; above-average is about 25%-50% overpriced, high is 51%-199% overpriced; and exorbitant is 200% and up. Exact pricing given in an entry takes precedence over these broad categories when specific item prices are listed.

Lower Level

The lower level of Skullport is comprised of all four wards of the city. It is, in general, the most densely populated level and the most brightly lit. All the water features of Skullport (the River Sargauth and the Skull Pool) are located on this level, as are the access points to the sewers and the dungeons (discussed in the *What Lurks Below* chapter).

River Sargauth

The River Sargauth flows into Skull Pool from the east. The river itself is brackish and mineral-laden, but not salt water. The current is moderate and moves ships along at a fair, though not rapid, pace. Barges and rafts have no problem navigating most of its length, but ships must know the routes up it or they sometimes run aground on sandbars and shallow, gravel-covered spots. Fortunately the Sargauth as it nears Skullport is rather deep and can easily accommodate keeled vessels in what is shown of it on the Skullport Overview map and the Skull Island map. Large rather bland blind fish that the locals call gumpfish live in the Sargauth, along with some

other varieties of fish, clams, other mollusks, and ghost shrimp, all of which feed on smaller fish, tiny crustaceans, and larvae.

Skull Island

From the center of the Skull Pool rises a bleak stone structure some 40 feet above the cool waters of the Sargauth. Much of the island is surrounded by a wall 20 feet high and manned by trained soldiers. The walls are of worked stone taken from the surrounding caverns. The uniform shape of the walls is broken periodically by 15 square towers topped with medium ballistae and flame cannons (Greek fire projectors). A wooden pier runs along the eastern face of the island, providing safe docking for vessels. A total of over 200 guards (LE, NE, and CE female and male human and demihuman FI-F6) walk the walls of the island fortress and guard the buildings and slaves within; in addition to manning the artillery, tower guards have broad swords and light crossbows. Discipline among the guards is very good, as is morale, since the pay is good. Guards almost never sleep on duty, go on unauthorized breaks, or take actions without informing their superiors (or being ordered to take actions).

The Iron Ring, a loose confederation of slavers, is entrusted to keep the slaves safe prior to their sale at the Slavers' Market in the Lower Port. The Ring holds absolute sway over all the goings-on the island and is responsible for preventing escapes and damage to the living cargo. The leader is a whisper-voiced Sembian by the name of Quinan Vamaed (LE male human dual-class F4/P14 of Loviatar; see the *Rogues' Gallery* chapter). He lives in the Tower of Seven Woes, which rises high over the walls. It is carved from a massive stalactite that goes all the way to the ground to form a massive column of stone from the ceiling of the cavern to the island. Few locales in the Port of Shadow inspire such dread as this unwholesome edifice.

The base of the island is just barely visible during low tides during the summer months, revealing dozens of natural caves just above and below the water's surface. One such cave was reputed to lead far beneath the island to a series of mithral-lined chambers, the ancient treasure hold of a long-extinct race of dwarves—the Melairkyn. Several years ago, a troupe of dwarves by the name of the Battlesmyths investigated, found the treasure, and took up residence. The band managed to drive off all who came to steal what was theirs until their mysterious disappearance a year ago. Thaglar, who had been purchasing the mithral for his foundry in the Lower Heart (see LH11), briefly disappeared with the Battlesmyths, only to reappear just as abruptly two tendays later. Folk who have searched the Battlesmyth caves say that no mithral remains there now.

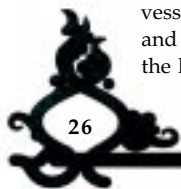
The Keeper Enclave (SI10) is also considered part of the Skull Island ward, though it is not controlled by the Iron Ring.

Murkspan Bridge (Landmark)

See the Murkspan Bridge entry in the Lower Port section below for full details on the bridge. Note that the Skull Island end of the bridge is guarded at all times and the middle section of the bridge is rigged to collapse, as discussed in the more detailed entry in the Lower Port section.

Skull Pool

This estuary basin fills with both the relatively fresh water of the River Sargauth and the salt water of the ocean from the







South Seacaves. The pool, while deceptively small, is very deep, and has connections down into the Underdark. Such beings as aboleth and kuo-toans sometimes rise from the turbid waters to trade at the Port of Shadow and then return to their watery tunnels once their business is concluded.

The pool's waters are constantly in motion due to tidal action, the incoming current of the Sargauth, and the runoff from the waterfall that leads to the magical locks and the South Seacaves. The waters become especially roiled when a vessel comes in from the South Seacaves, since thousands of gallons of water accompany the vessel as it makes its descent to Skull Pool.

The water level here is somewhat tied to tidal action, with low tide occurring between the hours of midnight and dawn and high tide occurring between highsun and dusk (with some seasonal fluctuation). Of course, when the sea is especially violent, such as in late winter and early spring, huge quantities of sea water and ice enter through the South Seacaves. The Keepers remove these temporary obstructions as quickly as possible by using their minions (mostly merrow) and fire magic.

The floor of the basin is a combination of cracked stone, sand, and muddy silt washed down from the northern Underhalls. Floating above and just below the water are the shattered remains of vessels that were either washed in from the Sea Caves or down the Sargauth. Schools of predatory fish, such as sharks, periodically make their homes here, as do merrow, scraggs, and other less hospitable denizens of the Underdark seas.

The Iron Ring holds sway, through a combination of force and magic, over a small tribe of 11 marine scraggs that live in Skull Pool. The voracious predators patrol the shallow waters surrounding the island, picking off the unwary and escapees alike. These voracious predators lair in a set of caves below the water's edge at the base of the island. The caves are rumored to hold a fortune in salvaged treasure from shipwrecks as well as the bones of the scraggs' victims.

The water of Skull Pool is unfit for drinking due to its salt content and the continuous sewer discharge from the Port ward to the north into it. Any wound exposed to the filthy waters of the pool may turn septic (1% per point of damage per wound exposed, roll for each separately), the effects of which mimic the priest spell *cause disease* save that the onset time is from 1d3+2 days after contact. (Possible disease victims must succeed at a saving throw vs. poison to avoid contracting the disease.)

SI1. The Maw

Two natural harbors are located on the eastern and western faces of Skull Isle. The largest, on the eastern side of the island, is known as the Maw because of its resemblance to a great beast's mouth and also for the connotation that those that enter are being consumed. The Maw is lined with several wooden docks. Recessed staircases wind up the sheer walls of the black-stoned harbor. Secured on top of the black stone walls are large hoists that easily lift cargoes to the courtyard beyond. While cargoes are unloaded, dozens of guards in splint mail keep watch over the process with heavy crossbows and tridents at the ready.

To prevent abrupt departures and marine assaults on the harbor, the Iron Ring has installed steel hull augers across the mouth of the harbor. These instruments are raised and lowered via massive chains leading to winches in the towers to either

side of the harbor. They have one function when activated: to dig into the hulls of passing ships, flood the lower decks, and prevent the ship from escaping. More than one wreck lies at the bottom of Skull Pool because of these insidious devices.

SI2. Parley Pool

The second harbor lies on the southwestern edge of the island. It is called Parley Pool. It was named a century ago when an arrogant Luskanite demanded to conduct his business on a day when the Skulls forbade all commerce within the Port of Shadow. While the Luskanite fumed and ranted on the deck of his vessel, several flame cannons (Greek fire projectors) mysteriously turned on the ship and opened fire, destroying the craft and killing all hands on board. Since that time, small vessels arrive here with their armaments lowered and behave civilly.

The area around the cove is a pebble-lined beach that gradually slopes downward to the waterline. During high tide, the waters lap at the edge of the walls of the Skull Island fortress complex and devour the beach. Some lucky individuals have found valuable goods and lost items on the beach after the waters receded, probably deposited there after being washed down the magical locks from the South Seacaves after one of the periodic mysterious shipwrecks that occur in them. One guard on break found a small coffer of precious sandalwood containing a small fortune in jewels and a scepter of platinum and gold.

SI3. Slave Pens and School of Obedience

This imposing stone edifice rises three stories above the courtyards of Skull Island. For most Skulkers, the mere mention of this structure is enough to elicit an expression of pity for the occupants. It is here within these vile halls that slaves are kept and their spirits broken to prepare them for their fates as servants. The guards here are the most brutal the Iron Ring has to offer and fanatically devoted to carrying out the will of Quinan Vamaed, for the price of failure—a visit to the Tower of Seven Woes—is worse than death. The halls are damp and chilly, the prisoners are fed only enough to stave off death, and the punishments for not complying with the wishes of the guards are severe. The grounds are patrolled day and night by heavily armored guards (LE, NE, and CE female and male human and demihuman F2-F4) carrying nets, clubs, and broad swords.

Once brought here slaves' abilities are assessed under the scrutiny of several jailers. Those slaves not already marked in some way with an identifying brand or tattoo are then branded with a symbol to mark them as slaves and given a temporary mark designating the organization they belong to. (It is temporary because after they are sold, it will have to be changed). After a period of several days to a tenday, the slaves are transported in chains in groups of 10-20 to the Slavers' Market, where they are sold to the highest bidder. Some are sent to distant lands like Thay or Calimshan, and others are not so fortunate. These are bound for the lightless environs of the Underdark where they serve their drow or illithid masters.

Few slaves go unsold. Those that do are either released into the Underhalls, "volunteered" for civic maintenance in other wards of Skullport to repair catwalks and roads until they die, or simply fed to the scraggs. Some are even sold to necromancers for reanimation.



SI4. Guard Barracks and Slave Pens

This two-story building stores more compliant slaves and provides extra slave quarters when the School of Obedience (SI3) is too full. It also houses about half the guards (LE, NE, and CE female and male human and demihuman F1-F6) and their belongings. Only about 25 guards are here at any time. The remainder are either training in the courtyards, on duty, scouting the wards for prospective marks, or taking their leave in the Port.

SI5. Armory

Additional racks of weapons, armor, bolts for the medium ballistae, containers of Greek fire for the flame cannons (Greek fire projectors), and extra ammunition for the tower guards' crossbows are stored here until needed. This structure is under constant watch by the watch that wanders the interior fortress grounds (two groups of six LE, NE, and CE female and male human and demihuman F3-F6). The doors are locked with very good locks (-15% to pick locks).

SI6. Halls of the Iron Ring

This three-story structure is open only to members of the Iron Ring and their personal guards, though four Skull Island guards (LE female and male human F5-F6) watch the entrance. Slaves are rarely taken here, and those that are brought inside never return. This mini-keep is heavily patrolled by the watch (two groups of six LE, NE, and CE female and male human and demihuman F3-F6) at all times even though its halls are rarely used. Members of the Iron Ring, as well as the other slavers operating within the Port of Shadow, periodically meet here to discuss issues relevant to their grisly trade. Many members of the Iron Ring have offices here where they keep records and some supplies; a few have sparsely furnished rooms, too, for when business concerns require them to make an extended stay here.

The halls are riddled with traps, as well as murder holes, the building is said to have many secret doors and some chambers. Important visitors to Skullport's slave market are often greeted here and afforded the most generous of courtesies during their stay by the Iron Ring, which sometimes gives them temporary housing for the duration of their stay in a number of guest apartments also found in this structure.

SI7. Administration and Guard Barracks

This two-story building houses the remainder of the guards (LE, NE, and CE female and male human and demihuman F1-F6) and their belongings. Only about 25 guards are here at any time; the rest are training, on duty, off snatching the weak to become slaves, or on leave in the Port. The stone building also houses the administrative resources of the Iron Ring, including a number of clerks, all very old bills of sale and ledgers, a quartermaster in charge of keeping the Skull Island troops supplied, and a stock of mundane supplies that are not stored in the armory, such as rope, grease, lamp oil, torches, foodstuffs, and so on.

SI8. Skull Island Prison

This lonely two-story castle looms over the southern tip of the island. Slaves that have been sold and are bound for distant lands are kept here until such time as they can be shipped to their new homes. Surrounding the structure on all sides are seven square towers from which the guards (LE, NE, and CE

female and male human and demihuman F1-F4) can discharge deadly volleys of crossbow fire. Four guards normally man each tower, though that number is adjusted upward if the prison grows crowded or the island fortress is threatened.

The interior consists of narrow passages and minuscule cells. A heavy portcullis can be dropped in times of a siege or assault, but as these events have been rare in the past, it has not been used in over a century.

SI9. The Tower of Seven Woes

This structure is carved from a massive stalactite that looks as though it pierces the upper halls of the prison on the southern end of the island. Only this imposing structure causes greater dread than the School of Obedience (SI3). It has sheer dark rock walls, and is guarded by a flock of gargoyles and margoyles that flutter about like horrific bats of titanic proportions.

At least six gargoyles and two margoyles roost here, apparently the charmed servants of Quinan Varnaed (LE male human dual-class F4/P14 of Loviatar; see the Rogues' Gallery chapter). These monsters are compelled to obey the lord of the Tower through magic, acting as guardians, scouts, and even personal messengers. On more than one occasion a rival has been assaulted and dragged into the air by these monstrosities and delivered kicking and fighting to the tender mercies of the lord of the Tower.

It is within this terrible structure that leader of the Iron Ring, Quinan Varnaed, holds services to his patron Loviatar. His devotions include pain, blood, and agony. He is assisted by four other priests (P4-P8 of Loviatar), but they act in secrecy to avoid attracting the attention of the Skulls.

The structure is named for the seven levels (above the prison) carved from the heart of the column. Each represents to Quinan a particular pain or form of suffering in the name of Loviatar. The nature of the upper six levels is a closely guarded secret, but the first is called the Agony of Frost and Fire. On days holy to Loviatar, the tower rings with the screams of the tormented, a sound which can be heard throughout the Port.

SI10. Keeper Enclave

The Keepers maintain the channels and magical locks leading to the South Seacaves and the hoist. The Keepers are all wizards, many of whom are specialist transmuters of 7th level or greater. The current leader of the Keepers is Lochlord Gideona (LE female human MI7), an unflappable archmage from Halruaa. The Keepers reside in the two connected natural caverns south and east of Skull Island, and they and the three structures inside them are collectively known as the Keeper Enclave (SI10). This enclave is a virtual fortress guarded by charmed merrow in the water approaches and guards, monsters, and undead creatures on land and inside the towers of the Keepers.

The three towers that make up the settlement are each three stories in height. So far, they remain unlooted by Skullport's resident rogues. The northwest building has nine guards (eight F3-F6 and one M7-M10 or Tra7-Tra10) on its crenellated roof, the northwest and southern building each have 13 (twelve F3-F6 and one M7-M10 or Tra7-Tra10) on theirs. The fighters wear chain mail and are armed with long swords, but primarily man the light and medium ballistae (one of each on the northeast building and one light and two mediums on the other two buildings). Lochlord Gideona has her quarters in the southern tower.





Vessels that want to leave the Port of Shadows via the South Seacaves ring a bell at the Skull Pool pier near the enclave to contact an agent of the Keepers who meets them at the pier. The agent, who is in constant telepathic contact via a magical medallion with the Keeper on duty, collects the appropriate fee and directs the ship to proceed over to the waterfall when the Keepers are ready to begin the process of levitating it out and into the locks.

Lower Port

The Lower Port is the first ward visited by mercenaries recently freed from their contracts or lusty buccaneers on furlough, so it tends to be the most lawless of the wards. Fights break out hourly, swords clash, and onlookers eagerly bet on the outcome of skirmishes while others wait for the bodies of the dead to be left unattended. The businesses of the Port cater to the tastes of these free spirits, hence the large number of cheap inns, rowdy taverns, and festhalls. Dozens of laboring zombies toil here as well, repairing buildings, hauling trade goods and cargoes, or replacing cobblestones.

The air is pungent with the odors of the sea and unwashed buccaneers. It is here that one sees the worst slums and most obvious examples of poverty. Beggars and ragpickers shuffle about, rummaging through discarded crates and barrels of refuse, while dark-clad figures watch from rooftops and alleys looking for easy prey. Lighting is easily equal to strong lantern- or torchlight in most places, though.

Huge numbers of pickpockets ply their trade here, especially at the Slavers' Market, and drunken brawls are commonplace, occasionally threatening to turn into a ward wide free-for-all. Few of these brawls escalate into bloodbaths, since those that do will likely attract the attention of the Skulls, and most Skulkers would rather pull their own teeth than find themselves under the scrutiny of the real authority of the port city.

The buildings in the Port are the most run down and in need or repair. Most are little more than glorified shacks with sloped roofs of tin or wooden shingles. Those that have windows often have iron grates over them.

Fish Market (Landmark)

This small corner of the Lower Port is dedicated to the sale of fish, mussels, and shellfish. Some delicacies arrive from the Lands Above packed in ice or kept chilled in magical cooling chests, while others are locally from the River Sargauth. To entice buyers to purchase, some fish are displayed laid out on ice. Others are kept alive in buckets and containers of seawater or river water so that they are freshest when purchased. Nevertheless, many start to spoil, and encounters with tainted seafood are some of the most common mementos visitors to Skullport take away with them.

The odor here of fish and fish guts (from prepared and filleted fish) on some occasions is so strong as to attract scavengers from the adjacent parts of Undermountain. To protect the catch, two to four mercenaries (LN, LE, or, CN male or female human F1-F2) wearing studded leather armor and armed with spears are always on hand to drive off or kill the occasional bold scrag (freshwater troll) attracted to the scent of the

Furlough Street (Street)

This heavily trafficked artery heads due north from the Fish Market. Ambitious shop owners and independent professional escorts accost passersby on it, proclaiming the quality of their wares and services from open windows overhead and the doorways of their shops and homes. Furlough Street is one of the few roads through the Lower Port that is in good repair. Still, due to the many residents of the Port ward, substantial amounts of rubbish accumulate here only to be swept into adjoining alleyways where it collects until such time as folk pay to have it hauled away or take it upon themselves to remove it.

The Gauntlet (Alley)

The Gauntlet is one of the few named alleyways in Skullport. It is so named for the sheer number of cutpurses, pickpockets, and brigands that can be found here. Not coincidentally, a fair number of murders and assaults occur here daily, not just upon those that pass but also upon the cutthroats that lair here. Anyone who preys on others here had best be able to defend himself from his peers, because after successfully liberating a coin purse, the hunter becomes the hunted.

Heralds' Meet (Landmark)

The Heralds' Meet is a large flagstoned commons area with 10 ship's masts sunk to a depth of 5 feet (to prevent tampering) set up in it. Affixed to these wooden columns are scraps and full sheets of parchment and vellum on which people seeking employment or seeking employees have written the details of jobs available or sought as well as payment requirements. Prospective employers deliberately keep the details vague.

Here one can sign on to the crew of a ship, hire crew members, hire mercenaries for bodyguard duty, or scout for employment opportunities. Since many Skulkers are illiterate, three or four professional scribes pick up extra coins by remaining in the vicinity at all hours so that they can offer to read aloud the contents of the notices for 1 cp a page (or a dozen for 1 sp).


People searching for a mundane or an adventuring job may be approached by a representative of a prospective employer here. Most who are looking to hire quickly conduct a brief interview over drinks at the Black Tankard (LP6).

Low Tide Mark (Landmark)

Every day sometime between midnight and daybreak (depending on the season), the waters of the Skull Pool recede, leaving a muddy strip of silt and rock along the southern edge of the Port ward. During this time, scavengers dig in the shallow water and sludge looking for clams and ghost shrimp, which can grow quite large. (Some clams can reach the size of a child's head, and shrimp often grow to the size of a human's hand.) Sometimes, though, an Underdark horror lies in ambush beneath the thick bed of sludge for prey. Giant crayfish, crabs, and even the occasional immature mottled worm have been known to ambush would-be clam hunters.

During low tide, two hidden entrances to the sewers under the Port of Shadow are uncovered here, each tall enough to accommodate a halfling or a stooping dwarf. Through these openings, water is taken into the sewers from the River Sargauth at high tide, helping to flush the sewage down into the





subcellars discussed in the Necessities of Life section of the Overview of Skullport chapter. The openings to these tunnels were once capped off with metal grates to prevent mischief-makers from getting in and the denizens of the sewers from getting out. Unfortunately, years of people and creatures forcing their way in and out coupled with two centuries of corrosion have rendered these obstructions all but useless.

Murkspan Bridge (Landmark)

An arched stone bridge connecting Skull Island and the Port spans the murky depths of Skull Pool at a height of 60-odd feet. The structure is a mix of the natural and the artificial. To construct it, massive stone blocks were harvested from the cavern walls and placed alongside three pairs of naturally occurring stone columns that rose from Skull Pool's floor to the cavern's ceiling. The columns were trimmed to help make the road bed of the bridge and form its support arches, and the entirety was paved with flagstones.

The Port side of the bridge is detailed with all manner of sculptures, bas reliefs, and carvings of skulls, death symbols, chains, and manacles, decrying to those who approach the dismal nature of the place to which the bridge leads—the Skull Island Prison and the slave pens. Huge clouds of bats lazily flutter about the bridge chasing sickly gray and white moths. During high tide, at least a half-dozen orcs, humans, and dwarves fish from the bridge. On occasion, massive blind gumpfish, sturgeon, and salmon are pulled from the waters. At other times, hapless fishermen are pulled over the edge and dragged screaming beneath the waves by one horror or another. For this reason, fishermen not only bring along large quantities of bait and extra fishing lines, but also armaments such as light crossbows.

A good number of beings congregate around the bridge to conduct business away from the crowds of the Port. Interestingly, an illithid by the name of Shaun Taunador (LE illithid) frequently moors its barge to the bridge pylons near the Port shore and sells potions, antidotes, and similar concoctions from the craft. The prices are reasonable, and the quality of the goods is only matched by his competitor, Vhondryl, at the Deepfires (LH7). A half-dozen armed quaggoths and human thugs always attend him. The quaggoths carry clubs, and the thugs (F2-F5) wear studded leather armor and carry envenomed (Type D poison) long swords, axes, and long bows with flight arrows.

Anyone approaching Skull Island by way of the bridge is asked their business and told to move on unless they have cause to visit the island. Six to ten tough Skull Island guards are stationed on watch near the Skull Island end of the bridge at all times. They react to suspicious activities involving entering or leaving the island, but never leave their posts to deal with disturbances in the Port unless ordered to by a recognized leader of the Iron Ring. Battles for the bridge have always been short and bloody, with the remains of the losers being chucked into the chilly waters below by the victors.

Most folk are not aware that the middle 30-foot span of the bridge, which has no large undersupports, is rigged to collapse to prevent assaults on Skull Island from without or to isolate the island in the event of a slave revolt on it. The guards on the island know of this, but they are not allowed to trigger the collapse (which they can do in 2 rounds by pulling certain hid-

den levers at the Skull Island end of the bridge) without a direct order from a recognized leader of the Iron Ring.

Shadow Pass (Passage)

Leading north from the northernmost end of the Port ward of Skullport is a crooked and dark passageway that connects the port city to the Underhalls. Its walls are unworked and jagged, and its ceiling is unusually high, rising nearly 20 feet above the sand-covered floor in some points. It is obvious that this passage is used frequently to even the least observant adventurer.

The drafty passage is named for the unusual number of shadows that haunt it. Anywhere from 5-10 (1d6+4) shadows are found here at all times, apparently drawn by some unseen force. The shadows can be turned, but they return 30 minutes to an hour after being driven off. The shadows are not hostile so long as visitors do not linger for more than a few minutes and do not attempt to deface the only feature in the passage: a block of black basalt over 18 feet tall.

The surface of the basalt rock is covered in small alcoves occupied with the skulls of humans, demihumans, humanoids, and other creatures. Whenever a visitor new to Skullport passes by the structure, at least one of these skulls animates, drifts within a hand's breadth of the visitor, and proudly proclaims the only mandate of the Port of Shadow: "This be safe haven to all traders and customers; keep your weapons and your uncivil tongue sheathed lest you find the grinning skull of Death smiling in your face." These skulls are not the Skulls of Skullport, but simple animated constructs, although sometimes one of the real Skulls hides among them for its own inscrutable reasons. Animated skulls follow newcomers for about 10 minutes and then drift back to their niches in the block.

The block is rumored to be hollow and to contain a stairwell leading down to one of the lost levels of the halls of Undermountain. Whether this is true or not is unknown. Many folk have attempted to blast or break into the rock, yet it bears no apparent marks of their attempts. Too much destructive magic released upon the rock or poking, picking, and prodding it for more than 30 minutes at a time attracts the attention of one or more of the Skulls.

Slavers' Market (Landmark)

This open-air market, surrounded on all sides by businesses and warehouses, is used for the exhibition of slaves for sale. Here one can purchase stout dwarves to protect one's home, handsome slaves for pleasure, or even oddities such as a svirfneblin gemcutters. Here any thinking creature can be had for a number of coins. Business is brisk night and day with the calls and shouts of the attendees.

The bidding is fast and furious. Calishites, Thayans, drow, and even representatives from Unther and Mulhorand purchase slaves here. Laborers of no particular skill go cheaply (say, for 10 gp) and are often sold in large batches, while some slaves with unique qualities of skill, learning, or beauty go for hundreds or even thousands of gold pieces. Beauty, grace, a particular lineage, a strong back for rowing—these qualities and more are hawked loudly by the sellers as they display their wares and the auctioneers.

The Slavers' Market has a circuslike atmosphere complete with vendors selling candied meats and sweet beverages



Lower Port Key

- L1a. Munch's Gemstone Shop
- L1b. Munch's Fortune & Games Parlor
- L1c. Loran's Quick Games (Stronghold)
- L1d. Skullport's House of Rest (Quarter Sleep)
- L1e. Skullport's Hand Registry (Coin Tracking)
- L1f. The Black Hand of Evil
- L1g. Madame Lythania's Fortune Revealed (Fortune-teller)
- L1h. The Roward Day Club
- L1i. The Burning Troll Club
- L1j. Birdswulf's Alley of Evil
- L1k. Woggy's Nectarium
(Alchemy/Outfit)
- L1l. Thimblestick Sawshop
- L1m. Shatterthick's Gearshop
- L1n. The Troll's Sulfur Churner
- L1o. Gygis's Pharmacy
- L1p. The Infested Lamb Feedmill
- L1q. Blood Runes
(Preparation/Reveal)
- L1r. Joff's Fishbait Creator
- L1s. Northern Wares Factory
(Challenges/Summoning)
- L1t. Ramon's Gull Shipping
and Freight
- L1u. Four Wind Shipping
- L1v. Miker's Warehouse
- L1w. Miker's Warehouse
- L1x. Transit's Warehouse
- L1y. Murgat's Warehouse
- L1z. Niro's Warehouse
- L2a. The Broken Tile of Evil



Well

Sewer grating

Lower Skullport

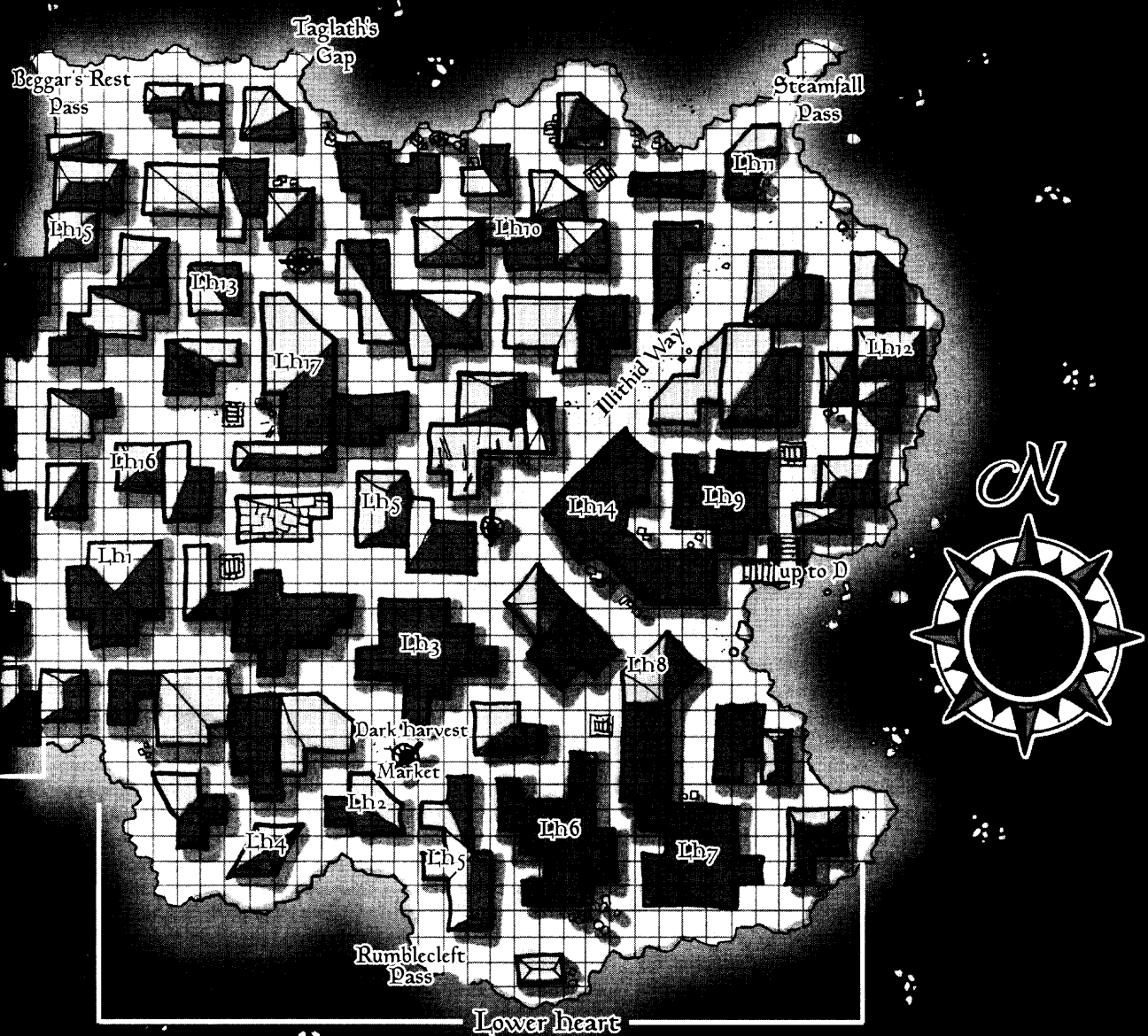


Lower Trade Lanes Key

- L1a. Miker's Mouse (Retailer)
- L1b. Gygis's Exaltation
(Cherubim)
- L1c. The Growing Godmark Club
- L1d. Gekwork's Window
(Clockwork Shop)
- L1e. The Day Before Evil
- L1f. Hall of the Voice of Evil's Creator
- L1g. The Dragline
(Galvanic and Shipwright)
- L1h. The Muzum Meet (Shipwright)
- L1i. Nance's Wares (Guns and Lamp)
- L1j. The Fatted Bottom
(Clockmaker, Bardman, Scroll)
- L1k. Satchel's Sundry's Private Resthouse
- L1l. The Sea-Sun (Gears, Stronghold)

One square equals 10 feet.





Lower heart

Lower heart Key

- Lh1. The Flagon and the Dragon (Tavern)
- Lh2. Mama Rutterkin's Preserves (Preserves and Pickles)
- Lh3. The Sanguine hall (Meat Processor/Butcher)
- Lh4. Shradin's Excellent Zombies (Abandoned Zombie Shop)
- Lh5. The Thrown Cauntlet (Tavern)
- Lh6. Bindle's Blade (Inn)
- Lh7. The Deepfires (Inn)
- Lh8. Sword and Sextant (Cartographer)

- Lh9. Malakuth Tabuirr's Townhouse (Residence)
- Lh10. The Crock and Helm (Tavern/Inn)
- Lh11. Taglar's Foundry (Smelter and Ironworks)
- Lh12. Rhaunaguth's Keep (Residence)
- Lh13. The Feathered Rat (Pet Shop)
- Lh14. House of the Long Slow Kiss (Festhall)
- Lh15. The Hellhound's Muzzle (Tavern)
- Lh16. Amcthad-thoth's house (Residence)
- Lh17. Cuts & Carters (Inn)



they move through the crowds. Agents and runners pass quickly back and forth between groups of sellers and buyers tendering and countering offers, and bidding continues in an incessant low drone punctuated by the ringing of a bell or slamming of a gavel to signal the end of bidding and close of a sale. The strange signaling of bids by agents and buyers to the auctioneers seems like a new gestural language to those not familiar with the market, but canny regulars can tell their rivals' states of mind from the manner in which they move their hands to raise a bid or cut off further participation in a sale.

When a sale is concluded, administrators from the Skull Island Registry collect the money from the buyer and pay the seller after collecting a fee to pay themselves, the scribes who record the transaction, and the auctioneers (usually a flat 5 gp per transaction, but sometimes a percentage of the sale). The scribes create a bill of sale in triplicate and give one copy to the buyer, one to the seller, and one to a clerk from the Skullport Island Registry. Usually the buyer pays the fee, but the administrators do not really care who pays them, so long as they are paid. The deal is then considered concluded, and the slaves can be returned to Skull Island to be boarded at the new owner's expense, taken onto the new owner's vessel, marched off in a caravan into the Underdark, or otherwise disposed of (or even freed) by the new owner.

Three sets of stone risers are set at the north, south, and western edges of the market. Slaves for sale are displayed on these when they come up for bid. Slaves are brought to the market in groups of 10-20 individuals all manacled together. They are chained to iron rings set in the cobblestones while waiting to be sold.

The Tradeway (Street)

See the Lower Trade Lanes section below for a full description of this street, which runs from the Lower Port through the Lower Trade Lanes.

Trashtide Alley (Alley)

Huge numbers of giant and normal rats congregate in this alley to feast on the waste of such places as the Burning Troll tavern (LP9), Findlewulf's Galley (LP10), and the Drowning Buoy (LP8). The scavengers here are virtually fearless and take little notice of passersby, although some believe, rightly, that a family of wererats has recently taken up residence nearby and is driving off or infecting trespassers.

The alley usually holds 3-5 Skulkers who are sifting through the trash looking for discarded valuables or edible foodstuffs. There is 10% chance that one of the Skulkers is actually a wererat on the prowl for fresher fare.

LP1. Mhaug's (Business)

1-story and basement

Poor condition

This small shop is run by the annis Mhaug, a blue-skinned giant of a hag who provides much of the undead labor force in the Port of Shadow. Far from modest, she dresses in all-too-revealing rags of rough, bloodstained fabric. She is cordial enough for a hag, but her mind is always focused on business.

Since Shradin Mulophor's lethal brush with the Skulls during Halaster's Higharvestide (in 1369 DR), Mhaug has nearly cornered the market on zombie labor in the Port of Shadow.

She purchases fresh corpses from a variety of sources (such as Leech's Quick Cures [LP3] and Cryptkey Facilitations [LT2]) and animates them for sale as laborers and bodyguards. She hangs her gruesome wares by the neck as ornaments from hooks outside her shop. Due to the effects of decay and their often-prolonged display period, her zombies have their heads twisted at an odd angle and possess a distinctive gait. Because of these features, the populace of the port city has taken to calling them "Mhaug hogs." Most of her zombies start at around 50 gp, and their price is determined by their size and the amount of trouble she had animating them. She charges anyone who looks rich more and has ongoing sales agreements with several local personalities, including Dalagor the Cold (see the Rogue's Gallery chapter and CH3). She can often be seen outside her shop talking with passersby or slow-roasting suspicious bits of meat over a brazier.

Recently, Mhaug has taken an interest in brewing "solutions" as a side business. By *solutions*, she means poisons meant to solve one's problems by eliminating the source of the problem. Her prices are steep, she does not guarantee her work, and she does not give refunds. Poisons of Types C, F, G, H, L, N, and O are available. (See the DUNGEON MASTER Guide for their effects.) Her prices are as follows: C, 160 gp; F, 300 gp; G, 100 gp; H, 70 gp; L, 80 gp; N, 700 gp; and O, 200 gp. All her poisons go bad in a tenday if not kept in airtight containers. About 25% of the time, they are inert and do not work at all.

LP2. Skin-Deep Tattoos (Business)

2-story

Fair condition

This dingy shop is run by an aging, bald (but bearded) dwarf by the name of Dwarnid Inkpeddler (N male shield dwarf F3; see the Rogues' Gallery chapter). His accent is unusual, and he does not speak of his past, resorting to violence if pressed on the issue, but many think he hails from somewhere in the Unapproachable East. He is covered with hundreds of colorful tattoos depicting scenes of the sea, fantastical beasts, and warfare. His body is not just a vast canvas; he also has numerous piercings through his ears, nose, and lips, among other places.

For a reasonable fee, Dwarnid will transform one's skin into a living work of art. The cost varies with the size of the work to be done, but usually runs 5 to 25 gp per square inch. The process takes about 1 hour per square inch and is painful for even the most rugged of souls. Even when the process is over, it takes a full tenday before the tattoo is healed, until that time it must be kept clean to prevent infection. (Assume that such a tattoo is a 10-hp injury for healing purposes. Until fully healed, the bearer of the tattoo is at a -1 penalty to all attack rolls, nonweapon proficiency checks, and ability score checks because of the painful distraction.)

Dwarnid operates his business with the assistance of his two apprentices, Eskyria (N female human F1) and Thod (N male human T1), who are also tattooed and more moderately pierced. Their skills have yet to match those of the steady-handed dwarf. Dwarnid's apprentices perform most of the work done on common buccaneers and pirates new to the port city.

It is rumored that Dwarnid can execute special tattoos that are one-time usable spells akin to scrolls, a technique he stole from a Red Wizard in Thay. Because of this, folks say, jealous Red Wizards hunt him to this day.





The streets of the Port

A version of this tale is true. Dwarnid can inscribe magical scrolls as tattoos using his magical tattoo needles with the help of either the spellcaster to be tattooed or a friendly mage he pays on the sly. Almost any 1st- to 5th-level wizard spell can be inscribed on the skin as if it were a scroll, with one difference: Anyone, regardless of class, can make use of the magical energies stored within the tattoo.

The process takes 1 hour plus another per level of the spell and results in a symbolic representation of the spell being inscribed somewhere on the bearer. The size of this magical tattoo is about 1 inch square per level of the spell. To prevent discovery, the tattoo is usually placed somewhere within easy reach that is not often searched, such as the palm of the hand, behind the knee, or among other tattoos.

The user activates the spell without verbal or material components by touching the tattoo and directing the spell toward its target. The spell has a casting time of 1 when the tattoo is used, regardless of the original spell description. The bearer sustains 1 point of damage equal to the spell level when the spell discharges, after which the form of a smeary and indistinct nonmagical tattoo remains on the bearer's skin. This tattoo can be retattooed magically by Dwarnid, but it cannot otherwise be reused or even removed except by magical spells that erase or obliterate glyphs and such.

The cost to be magically tattooed is exorbitant: 2,000 gp plus an additional 1,500 gp per spell level and the cost of any material components that would have been required to cast

the original spell. If Dwarnid must call on the services of a mage (because the tattoo-bearer-to-be is not a wizard), the services of the mage must also be paid for at the rate of 1,500 gp per spell level. (The mage has a limited selection of spells, and DMs should determine which ones are reasonably available in their campaigns.) The bearer may not have more than one magical tattoo at a time. Attempts to inscribe additional tattoos automatically fail.

Dwarnid has yet to teach his apprentices the special techniques of magical tattooing. He is limited to creating a maximum of 10 levels of magical spell tattoos per tenday.

LP3. Leech's Quick Cures (Business)

1-story

Poor condition
The nervous human known as Leech (LE male human T5) sutures wounds, sets broken bones, and even removes poisons for a nominal fee. He specializes in getting folks back on their feet in an hour or less using a combination of surgery, herbal remedies, and the liberal application of bloodletting. The cost for minor healing and remedies varies.

Chirurgery (a special ability Leech acquired studying at the feet of a crackpot Calishite physician offloaded here after he killed one too many people by trying to cure them) takes 1 hour and restores 1d6 hit points in addition to any that could normally be restored by magical and mundane means such as curative spells, potions, and the healing nonweapon proficiency. After being operated on, the patient must rest for a full



24 hours; otherwise, all natural healing is suspended for the rest of the day (no natural healing of lost hit points) and the wounds may turn septic (50% chance of the patient catching a blood disease). Simple conversation is possible, as is light travel, but any form of physical exertion or injury suspends all healing for the day. The cost for surgery is 10 gp per hit point healed.

Leech has developed a method of removing poisons by applying giant leeches to a victim. In the case of injected poisons, the leech is applied to the site of the injection, and the process takes 1d6 rounds. During this time, the effects of the poison are halted while the leech extracts the venom, but the leech itself inflicts 1d4 points of damage to the patient per round. In the case of ingested poisons, the leech is placed on the patient's torso, and the same leech damage as for injected poison applies. After the 1d6 rounds, the victim of the poison is entitled to an additional saving throw vs. poison with a +3 bonus. The cost of the treatment is usually 20 gp. This is the cost of replacing the leech, which is killed by the poison.

Leech also sells herbal balms, salves, and other mildly effective medicinal materials, such as bandages, splints, and herbal mixtures used with the herbalism nonweapon proficiency, for rates are around 5 sp to 10 gp per use.

Those that die on Leech's operating table are piled in a wheelbarrow and transported to Mhaug's (LP1). Mhaug pays Leech 25-35 gp per body, depending upon the condition of the corpse.

LP4. Spider's Fleet o' Feet (Business)

1-story Fair condition
The (apparently) half-elven foundling known only as Spider (CG male tiefling F3/T4; see the Rogues' Gallery chapter) commands a gaggle of fleet-footed couriers from this small one-story shack. The couriers race to and fro, delivering messages and small packages to persons throughout the Port of Shadows.

To insure delivery and prevent losses to his crew, Spider always sends two more runners than needed to complete a delivery so that they can act as decoys or unseen escorts for the real courier. All the couriers are fighters and rogues (F1-F3 and T1-T3) who dress in leather armor or wear no armor at all. They are armed with short swords and daggers. Several of the couriers have purchased or stolen magical items, such as *gauntlets of climbing*, *bracers of brachiation*, or *rings of free action*, to aid them in their job.

The owner was given the name Spider years ago after it was discovered that, like a spider, he is capable of adhering to and climbing on nearly any surface. How he accomplishes this is a mystery.

The cost for a delivery is 1 cp per word for verbal messages (limit 50-100 words), 5 sp to 5 gp for letters and personal missives, and 1-10 gp for small packages. The cost doubles or even triples if Spider believes that his couriers are placed in any danger by making a delivery.

LP5. Skullport Island Registry (Business)

2-story and basement Fair condition
A pack of overworked clerks and administrators in this building busy themselves with keeping tabs on the comings and


goings of ships, cargoes, and persons within the Port of Shadow. The clerks pile and file mountains of ledgers, scrolls, and bills of sale (mostly for slaves) that begin the day piled on two counters in a haphazard fashion and end the day neatly filed in chests, cabinets, and bookshelves according to an arcane filing and accounting system. The on-site manager of the operation is a wrinkle-faced human by the name of Lister (N male human M2). If asked who runs the Registry, he asserts that the Skulls do.

In fact, the Skulls are barely aware of the Registry's existence. The Iron Ring maintains the Skullport Island Registry as a front. It uses the Registry and its bills of sale to enable it to better handle the slave trade through Skullport. The members of the Iron Ring discovered, quite astutely, that some form of paperwork recording a transaction lessens the number of disagreements over that transaction that might occur. Keeping nasty arguments between slavers from flaring up into fights, murders, lynchings, and outright semimilitary actions between rival operations is an important consideration in Skullport, where the Skulls swoop in to end with indiscriminate force any large commotion that occurs (and would therefore apply that force sometimes to the members of the Iron Ring and their concerns). The Registry collects docking fees and issues docking permits (settling arguments about who can dock and unload what where) and writes and issues bills of sale (settling arguments about who paid what for what to whom when). Records sealed with the Registry seal are considered official and respected by the Iron Ring (on their surface), and since the Registry is supposedly independent of the Iron Ring, others feel it to be impartial and, for the most part, also respect it. The Ring keeps emotions calm with the Registry and, as a tidy bonus, gets to keep the fees and the bribes it collects.

For the right price, the Skullport Island Registry clerks give out information on shipping records, predicted arrival and departure schedules, bills of sale, and cargo manifests, although the bribes they request for such information go as high as the clerks think a briber can afford. (Of course, since the clerks are actually employees of the Iron Ring, the information they give out will be the information the Iron Ring would want given out if the clerks are warned in advance that someone is snooping.) All parties that trade regularly in Skullport know that the Registry can be bought, so they all feel it to be impartially corrupt since it sells its services to the highest bidder. It can, in fact, be bought only by those the Iron Ring allows to "buy" it, but it sure makes all those argumentative slavers feel better to think otherwise.

LP6. The Black Tankard (Tavern)

1-story Squidid condition
One word comes to mind when one first sets eyes on the ominous black stone and rotting wood of this structure: *dive*. Hanging over the door is a huge fire-blackened mug overflowing with bones—presumably of those who died inside. Over hushed tones and the slurping of bitter muddy ales, dark plans are discussed and put into motion within this tavern. Those not familiar to the regulars and the barkeep, an overweight, toothless, bald human by the name of "Silent" Clant Pitchmaw (NE male human F2), are unwelcome here



and had better be willing to kill to get and keep a table. The barmaids number three and bear a striking resemblance to the barkeep. All of them are very old, ugly, and prone to fits of rage. The drink is strong, the smell of the company even more so. Prices are reflective of the quality of the fare (cheap prices, poor quality).

According to many who frequent this establishment, a shallow well leads from the Black Tankard's basement to the sewers and from there to the dungeons beneath Skullport. Devious traps and lethal watch monsters are said to guard these passages against intruders.

Ahmaergo (LE male shield dwarf F9; see the Rogues' Gallery chapter), the infamous Homed Dwarf, can be reached from this tavern through runners and his "mouths." Many assume that he is actually the owner and that he merely pays Silent Clant to manage the operation and tend bar.

LP7. Madame Iyvdanya's Fortunes Revealed (Business)

1-story

Fair condition

A half-deaf diviner out of Cormyr calling herself Madame Iyvdanya (LN human female P5 of Savras) currently rents out this boxy two-story apartment. Many folks come here to have Madame Iyvdanya read their palms, consult the tea leaves, or perform a card reading for them. She does good business, as sailors and pirates are notoriously superstitious where such things as fate and omens are concerned. After a quick assessment of a client's wealth, for 10 sp to 5 gp she will read the cards, a person's palm, tea leaves, oracle sticks, or the patterns dropped by the wax of a jiggled burning candle. (Madame Iyvdanya also has the wild talent psionic abilities of *aura sight*, *object reading*, and *precognition*, though DMs not using psionics may choose to simply have her rely on her abilities as a priest of Savras, god of diviners.)

When she sees bad fortune ahead for her clients, which is more often than not, she prescribes a folk remedy, such as wearing one's clothes inside out for a tenday, to try to ward it off. In extreme cases she sends clients to the Sisters Three Waxworks to buy a good luck charm or sells them one herself (inscribed with the symbol of Tymora) for 10 gp. (She has a deal to obtain the good luck charms from Ramora's Guile Shipping through sources in Waterdeep.)

LP8. The Drowned Buoy (Inn)

1-story

Poor condition

The Drowned Buoy is merely a large common room suitable for sailors on a tight budget to sling a hammock or park a bedroll in (cheap prices, poor quality). A stay costs 1 cp a night; food and drink are available at Findlewulf's (LP10) and the Burning Troll (LP9) but not here. No security is provided save that which the customer provides. The management is not responsible for lost and/or stolen belongings or companions.

It is rumored that the proprietor, Wallid "Wally" Gumluk (LE male human F0) supplements his income by opening his doors to Zstulkk's jailers (bands of yuan-ti slavers working for Zstulkk Ssarmn) and to press gangs intent on filling out the rowing decks and crews of ships bound for other parts.

LP9. The Burning Troll (Inn)

3-story and wine cellar

Good condition

All manner of adventurers, freebooters, and rakes flock to the Burning Troll to hear tales, sing bawdy songs, and engage in a little spirited tavern sport. The owners were once adventurers who rooted out and destroyed a tribe of trolls who were responsible for harassing caravans north of Skullport. The adventuring band drove the monsters from their lairs and chased them into Skullport. There they cornered the trolls and hacked them into bits. The adventurers then found themselves in a dilemma without a way to completely destroy their enemies. Thinking quickly, they soaked the troll pieces with expensive Sembian brandy and set them alight. When the fire died down, the surviving adventurers sat down amid the ashes and finished the brandy. Others who witnessed the skirmish joined them in their toast: "To the Trollsing Vanguard." With the money they had recovered from their adventures in Undermountain, they built a hall over the remains of the trolls, hired a staff to run the new inn, and retired from the dangers of Undermountain.

Since that time the member of the Vanguard have added a dance floor, built a second and third story, and even hired a kitchen staff to prepare decent meals for guests. After years of quiet retirement, only two of the original Trollsing Vanguard members remain. Their fellows succumbed long ago to boredom and old age, Skullport intrigues, or the lure of the Underhalls. Ilyana Wyrmmruff (CG female human T12) and Eulagad the Maul (LN male human F10) are all that remain of the Vanguard. (See the Rogues' Gallery chapter for entries on these two.) And with Ilyana's rapidly failing health, soon there will be only one.

Prices are high here, usually double that of the Lands Above, but the stock of alcohol is wide-ranging, excellent, and near limitless (high to exorbitant prices for all services, excellent quality). Irusyl Eraneth, the information broker, spends about an equal amount of time here and at the Deepfires (LH7).

LP10. Findlewulf's Galley (Tavern)

1-story

Fair condition

Hearty meals and bench-style seating are what this tavern has to offer. The meals consist of rothé meat, grilled or sauteed mushrooms and fungi, turnips and potatoes from the surface, and plenty of relatively fresh bread and cheese. The cost is about 3 sp per plate and includes a tankard of the house beer, although other drinks are available upon request (average prices, average quality). A second, smaller hall ensures that nobody with coin is turned away unless they linger, since the proprietors prefer that the folks take long conversations elsewhere and make room for the constant influx of new customers that arrive hourly.

Findlewulf (N male human F2), a burly human with a wicked sneer and rough demeanor who lost his leg to a shark attack years ago, is not afraid of a little hard work. He hobbles about at all hours refilling glasses, bringing fresh grub, and making sure that customers settle their tab before departing. Do not let the wooden leg fool you; he is more spry than a man half his age (some 50 winters to most people's estimation). His wife, Petra (NG female human F0), and his six children all work at the Galley. Naphim (CG male human F1), the eldest of



Findlewulf's brood, hopes to someday make a name for himself as an adventurer in the Lands Above. Little does his father know that Naphim has already been recruited as a Harper agent.

LP11. Wugg's Necessities (Business)

1-story and basement Poor condition
Wherever there is a need, there is someone nearby willing to profit from it. Thesophus Wugg (NE male human Tra5) makes a fine living by providing adventurers who want to explore the Underhalls with the lowest salable quality of lanterns, rope, pitons, and other gear for the highest price the market will bear (poor quality, high to exorbitant prices). His shop is cluttered with every imaginable trapping for the intrepid dungeoneer, and he maintains a very strict "You touch it, you've bought it" policy.

Recently, after several unsatisfied adventurers returned to his shop complaining that the ropes he sold them were of horrible quality and prone to breakage, Wugg hired S'nogg Mudmane (LE male minotaur F3) to protect him and his shop. Unbeknownst to the wizard, S'nogg is a narcoleptic and often falls asleep behind a curtain of material hung in an alcove at the back of the shop. (The curtain was originally hung to increase the deterrent value of having a guard by preventing people from immediately knowing exactly when and if they are being watched; they cannot tell that the guard is looking at another customer, for instance.) The cowardly Wugg has yet to marshal the courage to sack the easily riled 500-pound humanoid armed with a great axe.

Wugg also purchases adventuring gear from overloaded adventurers returning from the Underhalls. He pays no more than 15% of the actual value of items.

LP12. Thimblewine's Pawnshop (Business)

2-story Fair condition
Anything lost in Skullport eventually makes its way to this cluttered little shop belonging to the shrunken gnome Thimblewine (CN male rock gnome T4). This most notorious of fences is renowned for his ability to rapidly assess the real value of an item and then haggle with a prospective client until he pays out less than 10% of the item's value. Thimblewine relies upon an almost preternatural ability to read the gestures and intents of a customer and on his quick mouth to drive the price down as far as it will go.

Many times before they are even aware of it, customers walk away from the shop having sold things to the diminutive little cheapskate with only a handful of silver and copper to show for it. His secret? The gnome long ago acquired two potent magical items, a *medallion of ESP* and a *ring of human influence*, which he quietly and ruthlessly uses to manipulate those who enter his shop.

In addition to fencing stolen goods, the gnome carries an eclectic assortment of weapons, armor, bags, and such that have been pawned here or sold to Thimblewine at a discount by merchants (usually ship's captains) who could not move them at full price. The items available change frequently, sometimes daily, as old stock is shipped topside and sold by contacts based there. Sometimes an odd magical item or two manages to slip past Thimblewine's notice and gets mixed in with the mundane gear.

LP13. Shatterblade's (Festhall)

1-story Fair condition
More than a festhall, Shatterblade's is the business and frequent hangout of Rhaunaguth (LE male human F14; see the Rogues' Gallery chapter), a buccaneer turned mercenary leader. Named for the mithral shield Rhaunaguth is known to bear into battle, this establishment is little more than a raucous meeting place for the ex-pirate's sellsword associates. There are always at least 10 of Rhaunaguth's goons lounging here, all of whom are chain-mail-clad fighters (F3 and higher) armed with a variety of weapons, they favor long swords, light crossbows, and daggers. The decor is gaudy and bright, and the main taproom features at least three chandeliers to swing from when one is swashbuckling.

The food and drink here are always good if one does not mind risking a brawl (high prices, good quality), and pleasant companionship is always available from one of many professional escorts. After working here only a tenday, staff members seem to develop an instinct for a brewing fight and magically disappear to the small private rooms at the back of the festhall a minute or two beforehand.

LP14. The Troll's Guffaw (Theater)

1-story Good condition
This entire structure is little more than a wooden stage bounded on both sides with a stylized proscenium arch and a moldering patchwork curtain. The stage consists of planks salvaged from shipwrecks. The entire troupe of entertainers who perform here are doppelgangers (and several are members of the Unseen). They perform mainly adaptations of dramas that little resemble the originals, having been twisted to suit the low taste of the audience into little more than a series of vignettes involving the most gruesome deaths imaginable. Performers regularly really impale themselves and skewer each other with little or no actual harm done because of their shapeshifter natures. Other popular performances here are bawdy satires and comedies driven by audience participation.


When the mood takes them, the performers do put on true dramas and tragedies, but these affairs are not for the easily startled or the faint of heart. These performances often involve horrific illusions conjured by the mysterious Lady Mirage (NE female human Ill12). The phantasms conjured by the illusionist have been so convincing in the past that some audience members have been said to die at the sight of them. The prospect of possibly seeing someone die of fright alone guarantees a full house every night.

Prices are usually 5 sp per person per performance. Two performances are typically given each day, with each lasting roughly an hour, since inhabitants of the Port of Shadow have notoriously short attention spans.

LP15. Gyudd's Distillery (Business)

3-story Fair condition
Gyudd's Distillery is a popular landmark of Skullport. It operates night and day providing the finest homebrew outside of a dwarven holding to the many dry throats of Skullport (average prices, high quality). It markets the many tasty brews and distillations of the owner and operator, Gyudd (CG male shield dwarf F1; see the Rogues' Gallery chapter), under the names "Amberjack," "Goat's Head Ale," and the ever popular "Wyrmwizz."





A gaggle of foul-mouthed mountain dwarves make this brewery their home. The floor of the interior is soaked with spilled beer and liquor, as are the dwarves who work and live here. The three stories of the building are connected with wooden and stone stairs that connect to catwalks and bridges suspended over massive metal vats.

Gyudd is a jovial drunken dwarf who is literally constantly drunk. He is known for his large teeth and foul breath. Rumor has it that he once made a harpy gag from 10 feet away with a small belch. He is often seen delivering barrels of brew while belching every letter in the Dethek alphabet in a deep baritone.

LP16. The Hobbled Lamia (Festhall)

2-story Poor condition
The Hobbled Lamia is among the worst of Skullport's festhalls. Low-class sailors, laborers, humanoids, and those who are not too picky about what their surroundings look like while they are enjoying themselves frequent it. Everyone knows the place is a dive, but for all that it never seems to be empty. All folks are welcome here, however, so long as their purses are full and they are not rough with the help.

The interior is a hodgepodge mix of tacky trappings recovered from shipwrecks, brass statues of cherubs, moldering red carpeting, and gaudy tapestries embroidered with lurid scenes. The proprietor is a robust human woman in her mid-forties who calls herself Alysae (LE female human P3 of Shar). Her accent is difficult to make out, but most believe her to be from the east.

The wine selection is excellent but costly. A single goblet of the house vintage costs 5 gp. Company, rented by the hour or by the night, costs extra. The house offers mud-wrestling matches featuring beings of all sorts of races and genders twice nightly. Betting is obligatory and the minimum bet is 5 cp.

LP17. Hired Horrors (Business)

2-story Good condition
From this large and sturdy stone building a quartet of powerful wizards runs a lucrative business breeding and transporting deepspawn to caverns, dungeons, and the cellars of many households across the face of Abeir-Toril. The ability of a deepspawn to populate a dungeon with any manner of monster fed to it is in high demand by nobles and would-be despots alike. The magicians secretly breed these horrid monstrosities in one of the lost levels beneath the streets of Skullport and then use teleportation spells and devices and *gates* to deliver their sinister cargo to the locations their upscale clients designate. The cost of each delivery is specially negotiated; suffice it to say that deepspawn are very expensive (in excess of 10,000 gp).

From the exterior, the building looks not unlike any other warehouse in the Port. However, the inside is divided into five apartments and five tasteful studies and offices for the wizards. The building also has a viewing room that contains a movable *glassteel* wall behind which is a *gate* leading to one of the breeding pits. While potential clients watch through the *glassteel* wall, bold mercenaries and professional deepspawn handlers manipulate the foul-tempered beasts into sight for viewing. The beast handlers are all fighters (F3-F6) armed with military forks and dressed in plate armor.

The current leader of this unique circle of entrepreneurs is a conjurer known as Aurin the Generous (N male human

Con 17). The others in this deadly league are Chantos Graybeard (LE male human M14), Ysele the Cat (NE female half-elf M15), and the ex-Cormyrean War Wizard Lord Ithvar Wordkiller (CN male human M18). There was a fifth member briefly some years ago, but he was killed by Iljrene Ahbrun, a drow priest of Eilistraee from the Promenade, a nearby temple complex to the good drow goddess, after he tried to assault her.

LP18. Haffa's Flatbacks (Business)

1-story Fair condition
Huge quantities of goods are loaded, unloaded, and moved around in the Port of Shadow daily, and zombie creators like Mhaug cannot animate enough zombies to keep up with the demand for unskilled labor. Haffa (N half-ogre male F5/T6) found a way to answer the need for strong backs. A virtual genius among his own kind, Haffa purchased a horde of goblins taken by Malakuth Tabuirr's slavers and trained them to carry and transport burdens. In an almost unheard of act of generosity for a half-ogre, he freed all of them under the provision that they stay on and continue to work for him for a decent wage. Remarkably, few declined the offer. (Those that did or later tried to run off Haffa stomped into paste.)

Now Haffa's goblins and kobolds are considered fixtures of the Lower Port and Trade Lanes. They carry parcels and haul freight everywhere for anyone who pays Haffa for the service. They use primitive wheelbarrows to assist them in carrying anything in excess of 100 lbs. The cost for their services is roughly 1 sp per working goblin or kobold per quarter hour (high prices, good quality service). To assist the workers in accurately measuring time, each is provided with small hourglass that runs out in exactly 15 minutes.

Haffa is notoriously protective. Those who do unjust harm to any of his teamsters had better be prepared to defend themselves against an army of over 100 enraged goblins and kobolds. In the past, Haffa has marshaled an impromptu army in less than an hour's time.

Occasionally one of Haffa's workers gets wise and attempts to supplement his income with a little pilfering or by holding back some of his fares. The broken remains of these unfortunates are displayed hanging from the eaves in front of the shop as a reminder of the half-ogre's limited patience.

LP19. The Northern Wharves Fishery (Business)

1-story Poor condition
The Fishery does sell and buy fish (average prices, average quality), but this seemingly legitimate business is actually a front for its real business, that of rumormongering. Character assassinations, misinformation, and even the occasional truth can be spread rapidly and semiaccurately about the city in a matter of hours by the employees of the Northern Wharves Fishery. All one needs to do is pay a nominal fee based upon the nature of the rumor and the person or people involved (usually 1-100 gp) and discreetly mention the rumor to one of the many fishcutters at the market. Within hours, the rumor is then spread by word of mouth to just about every point in Skullport.

Of course the fishmongers themselves take no responsibility for the consequences of spreading hearsay. For the right price they can even be persuaded to divulge the name of the person



or persons who started the rumor in the first place. The fishmongers are also good sources for hearing rumors, but one must take care not to put much stock in them—after all, someone may have paid to start them, too.

The actual owners are a mystery (presumably for their own safety). A mongrelman manager by the name of Plunkwuurp (N male mongrelman) is always on hand, though, ready to bend an ear to hear a new rumor and pass along three.

LP20. Ramora's Guile Shipping and Freight (Business)

1-story and basement Fair condition
This one-story establishment (with basement) never seems to take freight from walk-in customers, claiming to be all booked up if asked. The small-time smugglers that run Ramora's specialize in transporting contraband attached to the undersides of vessels in specialized watertight containers. So far the owner, Sheila Kells (LE female human T6), has managed to elude Misker's attempts to acquire the business, but it is only a matter of time before the Pirate Tyrant's underlings persuade her to either join his organization—or else.

Sheila stores the smuggled goods on the premises and guards them and herself at night with four well trained war dogs and some magical and mechanical traps. Lately Ramora's has dealt mainly in transporting smoke powder for the Brigadier (see CH6). He has given Sheila a *dagger* +3 to protect herself with and a small magical crystal globe that she wears on a fine chain on her neck. If it is smashed, the Brigadier will come to Ramora's armed to the teeth to defend his goods.

LP21. Fourwinds Shipping (Business)

1-story Fair condition
Takkee (N male human T2), the owner of this freight business, is barely competent at legitimate shipping and even worse at smuggling. Though his employees know more than he does about running the business, they are too overworked and underpaid to care about saving him from himself. Any shipment that goes through Fourwinds is 50% likely to become hopelessly lost somewhere between its origin and destination through Takkee's ineptitude (though he blames his staff every time). Takkee's rates are based on weight, distance the freight has to be shipped, delicacy of the item or special preparations required for it, and whether it is considered contraband at its destination or anywhere along its route. Most items start at 1 cp/lb. Takkee does not ship living cargo.

LP22. Misker's Warehouse (Business)

2-story Poor condition
This building, like its counterparts below, lacks any visible guards or other means of protection, and yet remains completely unmolested by thieves or the curious. Its security is due entirely to the reputation of its owner, the infamous Misker, the Pirate Tyrant (see LT1 and the Misker entry in the Rogues' Gallery chapter). Though he seldom visits his warehouses in person these days, fear of the beholder and his numerous minions serve to protect his possessions far better than any obvious security ever could. This particular warehouse holds a variety of legitimate goods involved in Misker's labyrinthine trading schemes. There is only one protective device here, a large pit

trap that contains a thick layer of green slime that Misker has cultivated carefully for many decades.

LP23. Misker's Warehouse (Business)

3-story Fair condition
The largest of Misker's storehouses, this building appears as unprotected as the others, but it is in fact guarded by several deadly traps and at least one very convincing illusion. (The exact nature of these protections are left to the ingenuity of the DM.) Misker keeps an array of smuggled goods in this place, most concealed in the hidden compartments of containers such as crates, barrels and sacks that all appear to contain mundane and uninteresting trade goods and items.

LP24. Misker's Warehouse (Business)

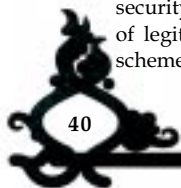
2-story Fair condition
This edifice is the most unimpressive of Misker's three warehouses, but its nondescript appearance belies the treasures it holds. It is here that Misker stores his most valuable contraband: stolen gold coins, gems, jewelry, art objects, and sometimes even people. The first story of the place appears completely empty, save for a stairway leading to the upper level, but it is actually a single gigantic trap involving an ingenious system of weights, counterweights, ropes, pulleys and various objects of exceeding sharpness. Those who are unaware of its existence are almost certainly doomed to suffer excruciating and painful injuries that may well prove fatal. The treasures of the house are all on the second story, contained in locked and trapped iron strongboxes. Sometimes (25% chance) Misker lets a basilisk loose on this floor or hires a medusa as a guardian. He has reportedly sold quite a few realistic statues to collectors of works depicting fighters in midswing.

LP25. Transtra's Warehouse (Business)

3-story Poor condition
Few people remark on or look twice at this rundown timber-and-stone building that rises one to two stories above its neighbors, but they might if they realized that it is owned by Transtra (CE female lamia noble M9; see the Rogues' Gallery chapter), the owner of the Long Slow Kiss festhall (LH14). The warehouse usually contains those goods and products that supply the festhall (liquor, linens, foodstuffs, dishes, cheap tableware that looks nice, crates of tankards and tallglasses, etc.) and any goods she is currently smuggling. It has also served, on occasion, as a temporary resting place for the corpses of those who cross its vicious and vindictive owner.

LP26. Morgan's Warehouse (Business)

2-story Fair condition
The owner of this business, Thorpe "Bloody Morgan" Soreheel (NG male halfling F0), once dreamed of becoming a gallant privateer until he discovered that merely setting foot on a boat caused him to become violently ill. Owning this warehouse is as close as he has managed to get to his adventurous dream, but he never loses an opportunity to regale a client with his (manufactured) tales of derring-do on the high seas. Those patrons who see through his tall tales seldom dispute him, as Thorpe runs as secure and reliable a depot for goods passing through town as Skullport has.





LP27. Keir's Warehouse (Business)

2-story Poor condition
Kerr Halfhand (N male human F1) won this decrepit old place in a game of chance about five years ago, and he has neglected it ever since. Only the poorest—or cheapest—clients store their goods in this decrepit, leaking, moldy, rat-infested place, and those who do are likely to regret it. Goods stored here have a 10% cumulative chance per tenday of becoming spoiled by exposure to a foul mold, mildew, or fungus or being eaten by rats.

LP28. The Broken Pike (Tavern)

1-story Poor condition
Visitors to the Broken Pike would be well advised to keep their wits out of their ale tankards and their swordarms clear for action. This dismal establishment (average prices, poor quality) is frequented by a tight clique of pirates, buccaneers, smugglers, and fences who view strangers as prey. Worse yet, the Broken Pike serves as a meeting place for Skullport's Unseen (see the Unseen entry in the Overview of Skullport chapter). Not every regular is a doppelganger, but there are a small number of shapeshifters who frequent the place. The proprietor is a short, mousy man who calls himself Marks (NE male human T8). Marks is known for looking the other way while his favorites plot murder, robbery, and worse. He sometimes works as a fence for the Xanathar Thieves' Guild. He is also one of the very few humans in Skullport who might have a notion of how to reach the Unseen.

Thurn Blackskull (LE male duergar F7/Psi7), an aged duergar from Gracklstugh (a duergar city who is one of Marks's cronies and a friend of Thaglar (see LH 11 and the Duergar entry in the Overview of Skullport chapter), is found holding up a tankard in the Broken Pike most afternoons. Thurn makes his living as a fence specializing in the acquisition of rare and magical weapons. (Marks is unaware that Thurn Blackskull's identity has been assumed by Ptola [NE greater doppelganger], the head of the Unseen in Skullport.)

Lower Trade Lanes

Skullport is like any port in the Realms in that commerce is at the root of all activity here. Anything and everything can be found here from legitimate cargoes brought in from the Sword Coast and beyond to the most illegal of contraband.

From hundreds of temporary stalls and open doorways, hawkers shout out their wares to passersby in this ward. Metal goods, leather, bits of bone, and poisons are all clearly labeled and laid out for prospective customers to view and in some cases sample.

Wandering about the ward are local toughs looking for easy marks. Lowly goblins lug around heavy burdens for illithid masters, slaves toil to repair buildings and the flagstones, and snatch bands of the Iron Ring scout around for likely acquisitions.

Those that live in the Port of Shadow learn to keep to themselves and ignore events that do not concern them. Thievery, muggings, kidnappings, and even a little honest trade go on here at all times of the day and night.

Few beings make their homes here, and those that do are merchants or tradesman who usually live in cramped apartments above their shops.

Amongst the din of haggling and scheming, anyone who peers upward can see the waterclock high overhead between the Lower and Central Trade Lanes.

Skull Square (Landmark)

This square serves as Skullport's arena for justice, such as it is in this city. Troublemakers, brawlers, and petty thieves are placed here in stocks and crow's cages to be pelted with trash, rotten fish, and other close-at-hand debris. Those that truly displease the residents of Skullport or those the Skulls deem offensive are put on trial for their crimes against the peaceful trade of the Port. The Skulls officiate over such affairs, acting as parodies of judges, and the proceedings resemble a spirited version of the courts of the Lands Above, complete with witnesses providing testimony and the crowd acting as jury and sometimes executioner.

For minor offenses, the guilty (which they almost always are) are sentenced to hang in crow's cages or the stocks for a period of hours or days. Those that really displease the Skulls are sentenced to rot for a time or forever in the dungeons below the Trade Lanes (see the Dungeons section of the What Lurks Below chapter) or sold into a lifetime of slavery.

A tribe of dedicated hobgoblins and bugbears share absolute authority within the dungeons. The inmates are delivered via a grate-covered well in the square. A skull labeled with the name, crimes and sentence is chucked in after the offender. The well leads to a sloped passageway slick with algae and mold that deposits the inmate in the dungeons.

The Tradeway (Street)

The fastest and most direct route to the deeper environs of the Port of Shadow is by way of the Tradeway. This roadway is the widest in the Port of Shadow and is paved thanks to the many slaves and zombie laborers who toil constantly replacing broken and dislodged cobbles. Lining the street are many permanent businesses and services catering to every desire and taste to be found in the Port of Shadow. Merchants sell additional goods from numerous temporary stalls, carts, and piles of crates or carry them about on their persons. The competition sometimes gets dirty when one vendor takes cutthroat pricing too far and a fight breaks out, giving bystanders the chance to take cover or help themselves to either vendor's stock.

Unfortunately, wherever there is money, there are panhandlers, and the Tradeway is no exception, especially the closer one gets to the Lower Port. All along the road unfortunate wretches moan and wail at passersby, displaying injuries, illnesses, and marks of ill treatment at the hands of their fellow Skullers and rattling bowls and buckets for copper coins while pleading for alms. Sadly, many are legitimate beggars, forced into this sorry state due to ill fortune, but others are merely charlatans looking to score a few coppers to support their habits and appetites. A great many are pickpockets or brigands who follow likely marks, waiting until the time is right to strike from the shadows. Many of these blackguards work in pairs or trios, so folk who do not naturally intimidate others with their size or demeanor often travel in groups along the Tradeway for safety.



LT1. Misker's Manse (Residence)

3-story Good condition
This mansion is the personal demesne of Misker (LE beholder; see the Rogues' Gallery chapter) the Pirate Tyrant, who is noted for being one of the most successful smugglers in the Port of Shadow. Through a combination of guile and raw unabashed brutality, he and his organization are responsible for moving over 100,000 gp of contraband every tenday or so.

His mansion is a three-story affair of carefully worked purple and green stone that is shaped to look as if it were grown, not built. The few beings that have been guests of the beholder say that the structure is full of unusual examples of art pleasing to the beholder's alien sensibilities and that its levels and various rooms lack ramps and stairwells, making them difficult to access if one cannot fly or levitate.

Misker, a giant amongst his own kind, is a massive, wart-covered globe, his outer plates cracked and scarred from many lifetimes of warfare and conflict. Two of his eyes have patches over them, but they were not lost to battle. Rather, each possesses unique abilities; one of them is said to be a highly destructive beam capable of rending dragon hide as if it were lace.

Unofficially, the beholder has withdrawn from his operations and seldom leaves his mansion. His subordinates, several subservient beholders and many humans and demihumans, now run the majority of the business, consulting with the eye tyrant in matters too important to risk leaving to underlings.

LT2. Cryptkey Facilitations (Business)

2-story and basement Fair condition
The hearty band of thieves and necromancers headquartered at Cryptkey Facilitations make a fine living by robbing crypts and graves from the City of the Dead in Waterdeep. Their stock in trade is corpses, which they stitch up and fix when necessary to provide the finest bodies available for reanimation. To assist them in this gory task, they use spells such as *Nulathoe's nine-men* and *preserve dead*. They work closely with Mhaug (LP1) and Dalagor the Cold (see the Rogue's Gallery chapter).

One of their other services is the exhumation of particular corpses. The ghoulish task of grave theft is accomplished through a series of hidden passages and *gates* leading to the City of the Dead in Waterdeep, but the service is very costly and the demand for cheap labor in the Port high, so they seldom are called on in this fashion. Retrieving the body of a hero or celebrity can cost from hundreds to thousands of gold pieces, depending upon the circumstances surrounding his or her death and burial.

The members of the Cryptkey Facilitations organization number around a dozen at any one time, and they all wear stylized masks to conceal their features. They rarely speak. The leader of the tomb robbers is currently a somber and withdrawn woman named Jasmari'n Shadewidow (N female human dual-classed TS/Nec11; see the Rogue's Gallery chapter). Her understanding of anatomy easily rivals that of the most educated Waterdhavian physician or battle cleric.

Many undead creatures, including an impressive skull-headed ettin (a monster zombie) and a scuttling applause of crawling claws, protect this grim shop. To better store corpses while they are waiting to be reanimated, a cool basement and subbasement supplement its two-story facade.

LT3. The Crowing Cockatrice (Inn)

2-story Squalid condition
There are those in the Port of Shadow that through hard work, cunning, and determination manage to carve out a niche for themselves—and then there are those like "Slop" Gallowshawk (LE male human F2). The sole survivor of a shipwreck some 15 years ago, Slop, as everyone in Skullport knows him, was swept down the channels and locks from the South Seacaves. Miraculously, he survived the descent into the Underhalls and managed to recover a chest of the captain's private treasure.

Once a lowly scullery cook, Slop was now a rich man with prospects. With some of the money, Slop set out to make the Crowing Cockatrice one of the finest restaurant/inns in all the Port of Shadow. Unfortunately, Slop was gifted with all the business sense the gods gave a barnacle. Within 10 years, he had squandered most of the treasure on poor business decisions and risky ventures.

Now Slop makes do with whatever scraps he can scavenge from the Fish Market, the ubiquitous Underdark fungi so common in Skullport, and some suspicious tubers, and throws them in a massive cauldron. The fare is palatable (barely) and inexpensive: 1 cp for a cup and 2 cp for a bowl. The beer and ale selections are good, with drinks averaging about 2 sp per tankard.

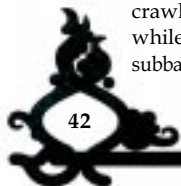
Rooms are always available but are tiny and unfurnished save for a sea chest and a straw-filled mattress. The cost of a room is negotiable, but a private room usually goes for 4 sp a night. The bedbugs are, of course, free.

The most interesting feature of the taproom is the presence of a watchghost barmaid named Setana (LG watchghost). To the startlement of newcomers, a heavily laden tray sometimes whisks by apparently without support or someone's empty tankard disappears and returns filled later due to her efforts. Although she is little more than an apparition, she is an efficient server and apparently likes the clientele. What binds the unfortunate waif to the dank tavern is anyone's guess. When asked about her origin, Slop merely says she sort of came with the place.

Setana is a Harper agent, though Slop is clueless about that. She is bound to a golden hair comb entrusted to her decades ago by her mistress. She dearly loved the woman, and when Setana drowned at sea, she took the comb with her into the grave. The treasure was later found and recovered by a sea elf, who traded the object to the captain of the ill-fated ship that stranded Slop in Skullport years ago. The hair comb is the only object of art not pawned by Slop over the years—and that's because he lost it behind his dresser.

Shaun Taunador (LE illithid), the potion seller, sometimes stays here for short periods of time. (See the Murkspan Bridge entry in the Lower Port section above for more on Shaun.)

Setana (Watchghost): AC 1; MV 9, Fl 9 (C); HD 7+2; THAC0 13; #AT 1; Dmg 2d8 (chilling touch); SA chill ray (see below; up to 12 times/day); SD immune to mind-related spells (*charm* spells, *hold* spells, and *sleep*), poison, petrification, polymorph, cold-based, and death magic attacks; unaffected by priest turning, holy water, and holy symbols; can become insubstantial





(see below); MR 25%; SZ M (6' tall); ML fearless (19-20); INT exceptional (15); AL LG; XP 4,000.

Notes: Watchghosts are undead (normally created by a special spell) who appear as graceful, beautiful humans that drift or walk about. Their limbs sometimes retain chalk-white flesh, but their torsos and lower bodies are usually skeletal and their eyes dark pits. Watchghosts can attack with a chill ray once per round (up to 12 times a day) rather than their chilling touch. This ray of cold light shoots from one of their fingers toward a single being. It can penetrate any magical protections and spell barriers of less than 4th level and strikes with a THACO of 6 to a maximum range of 90'. A struck target must save vs. death magic or suffer 2d12 points of energy-draining damage. The victim must also save vs. petrification or be slowed for 2d12 rounds minus the character's level or creature's Hit Dice. The slow effect can be prematurely ended by a *dispel magic* or a *haste* spell.

Watchghosts can cause all magical items within 60' to glow with a cold white radiance. This can be dispelled by *dispel magic*, but otherwise lasts 2d4 turns.

Watchghosts can become wholly or partially insubstantial at will. In this state, they deal no damage but suffer none from purely physical attacks, though magical weapons passing through their insubstantial forms inflict damage equal to twice their magical bonuses. (A *long sword* +2 inflicts 4 points of damage.) When insubstantial, they can fly and pass through solid stone or earth without effort and can attack or defend during a round they enter or exit the earth.

LT4. Clockwork Wonders (Business)

1-story

Fair condition

This crowded dwelling is the home and workshop of two creative rock gnomes known as Tykkyl Burrwarden (CN male rock gnome T8/II17) and Tohkkal Burrwarden (LN female rock gnome F6/II16) who specialize in designing and building remarkably complex clockworks of all sizes and functions. The two gnomes have recently worked with some local Gondar to complete a project of interest to any resident or visitor to the Port of Shadow: the massive waterclock that hangs above the Trade Lanes ward. Tykkyl and Tohkkal designed the device based loosely upon a mechanism from Neverwinter. It was constructed in hopes of that it would improve trade if there were an accurate method of keeping track of the passage of time and the seasons.

The most unusual device the gnomes are capable of building is a clockwork prosthetic limb. These devices are fantastically expensive, costing at least 10,000 gp for a functional leg or 20,000 for an arm. Though smaller, hands still have many small moving parts and cost around 7,500 to manufacture. A prosthetic limb takes a full month to design and an additional one to three months to build and perfect.

Clockwork limbs, although functional, do suffer some design flaws. First, they need regular oiling to prevent their gears and mechanisms from jamming and corroding. Second, they need to be wound up several times daily. Each time they are wound enables 1d6 hours of operation, and they cannot be



Outside Cryptkey Facilitations (LT2)



wound all at once for a day. Third, the effectiveness of the limb is less than that of the original. Prosthetic legs reduce movement rates by one-third per each leg that is prosthetic, reduce Dexterity by 3 points for purposes of defensive adjustment (AC bonus) determination, and inflict a per-leg -15% climb walls roll penalty. Prosthetic arms and hands reduce Dexterity by 3 for missile attack adjustment purposes and inflict a -15% penalty to pick pockets, open locks, and remove traps rolls. All prosthetics inflict a -10% to move silently rolls due to the periodic whirring sounds the innards of the prosthetic emit. On any attack roll of 1 in which the limb made the attack (by itself or holding a weapon), a prosthetic limb locks up for 2d4 rounds.

On the plus side, the limbs are durable replacements for missing appendages and grant their possessor an additional 3 points of damage if used to punch with (in the case of hands and arms) or a kick attack for 1d8+1 points of damage that may be used in place of one normal attack (in the case of a leg). Hands can sustain 15 points of specifically targeted damage before they break; arms, 25 points; and legs, 40 points. When specifically targeted, they are AC 3. They cannot be additionally armored. They make item saving throws as metal with a +2 bonus to their rolls.

For an additional fee, the gnomes can build additional features and extras into the limbs such as added durability (more hit points) or hidden spring-loaded weapons, but such adaptations usually more than double the cost of the prosthetic.

LT5. The Dizzy Drake (Tavern)

1-story and cellars

Fair condition

The Dizzy Drake tavern has seen better days: Most of its regular clients avoid the place, and rumors are spreading about patrons who have disappeared in the vicinity after slaking their thirst at the tavern. The proprietor, Choren Lendoren (N male human F3), has recently taken to drinking with his patrons, an unprofessional practice he never used to follow. He has been forgetting orders and even arguing with his customers. For those patrons who do still come, the drink and bar snacks are tasty and the pricing has recently been slashed (average quality, cheap prices).

Choren finds himself in the unenviable position of watching his life's work slowly fail and being powerless to save it, for he knows the source of his problems: Nhyris D'Hotheck, the yuan-ti lich, is hiding in tunnels below his cellars. (A secret door behind some casks opens into them.) The undead creature terrifies Choren, and he does the thing's bidding—luring unsuspecting patrons down into the cellars for Nhyris's amusement—purely out of fear. He has contemplated hauling up stakes and fleeing, but he has seen Nhyris's shadowraths and is afraid that Nhyris would track him down and make him one of them—or destroy him in some other gruesomely inventive fashion.

LT6. Hall of the Voice (Business)

1-story

Good condition

The law of Skullport is swift and brutal, and public opinion often determines the outcome of the Skull-judged proceedings. The silver-tongued orators of the Hall of the Voice will represent the accused for a fee through a combination of practiced

rhetoric and providing witnesses in the accused's defense. The cost for the service depends upon the seriousness of the accusations, but averages 50 gp per hour plus the cost of witnesses.

The leader of the hall is a Mulhorandi by the name of Amet'ned-thoth (LN male human M5/P6 of Thoth; see the Rogues' Gallery chapter). Amet works for 20-500 gp per hour, depending on the wealth of the defendant and the crime she or he is accused of. He personally selects the cases he pleads. His flat refusal to represent those he sees as deserving of their fates has put him at odds with certain power groups in the Port of Shadow, especially the Iron Ring and the agents of the Eye.

LT7. The Draglines (Business)

2-story

Fair condition

Every year, dozens of rich merchant vessels meet their doom at the hands of pirates operating from Skullport and its vicinity. Usually, these ships vanish without a trace; the pirates typically murder or enslave the crew while sailing their ill-gotten prize to some distant port for sale. However, it is not unusual for ships to sustain significant damage in fighting off (or failing to fight off) determined pirates, and these prizes require extensive repairs to be made seaworthy again (good quality work). Helgar Hoaraxe (LE male human F5) has made a living for almost 30 years in just this trade. An old sea wolf himself, Helgar refits and repairs damaged prizes in exchange for a share in the loot (average prices when no loot is involved). When business is slow, he hires his five-man crew out as ship's carpenters and sailmasters to any captain that needs an extra hand or two.

LT8. The Mizzen Mast (Business)

3-story

Good condition

"No boat too large or small" is the motto of Zulthir 'Spyglass' Hestern (N male human F0), the grizzled owner of this establishment. His business will undertake the construction of nearly any floating vessel, from a raft to a galleon, and the end product will be worth the money spent (average prices, good quality). Smugglers favor the Mizzen Mast because of Zulthir's skill at building ingeniously concealed storage compartments into his vessels.

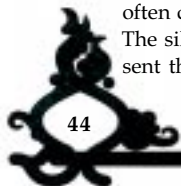
LT9. Noose's Knots (Business)

1-story

Fair condition

A seasoned sailor of the Sword Coast has turned his extensive knowledge of rope, nets, and knots into a flourishing business. Noose (NG male human F2) and at least two others are always on hand tying and braiding hemp and other fibers into rope (above-average prices, good quality) and casually discussing the claptrop of the Port.

Noose is famous not just for his knotwork, but also for having survived multiple attempted hangings at the hands of disgruntled ship's captains. His thick neck is crisscrossed with old scars from these unsuccessful attempts. To show off the quality of his goods (and the strength of his neck muscles), he sometimes briefly suspends himself from one of his nooses. Passing Skulkers find this to be high entertainment, and Noose in a sales spiel often attracts quite a crowd.





LT10. The Fatted Bookworm (Business)

2-story Fair to poor condition
When in town, Amryyr Yauntyrr (LE male drow M10/T11; see the Rogues' Gallery chapter) works out of the Fatted Bookworm procuring rare books and scrolls, trading in information, and couriering some items between Skullport and other Underdark locales. The owner, Velara Lillianyth (LN female human M4), feigns disinterest in her on-again, off-again shop clerk, who she allows to work and conduct business in her shop because she owes a favor to his friend, Malakuth Tabuirr, the drow slaver. Velara does a good business in books, tomes, bookbinding, and paper, vellum, and parchment sales whether Amryyr is working or not (good quality, high prices). When he is there, the shop sometimes buys or sells rare volumes of magical lore, scrolls, or even (very rarely) spellbooks.

LT11. Zstulkk Ssarmn's Private Residence (Residence)

2-story Good condition
The slaver Zstulkk Ssarmn (CE male abomination yuan-ti; see the Rogues' Gallery chapter) makes his home here among the stone columns of the lower Trade Lanes. Called "the Snake Pit" by residents (but not within earshot of the inhabitants), the edifice has been meticulously carved with reptilian images. It has scaled walls, serpent supports, and columns resembling monstrous reptiles. Two powerfully muscled, snake-tailed half-breed yuan-ti guard the front gates. They are armed with polearms and short bows, the arrows of which are coated with a deadly poison (Type F).

Disturbing sounds creep from within the structure, and passersby may detect odd spicy odors emitted from it along with the subtle sounds of scaled bodies moving across flagstones. During the hours between midnight and dawn, hypnotic rhythms and melodies eerily waft from deep within the foreboding structure, as do muffled cries for help.

Only the yuan-ti's brood are admitted freely through the gates; others are brought forward in chains, never to be seen again. All Zstulkk's yuan-ti jailers (most of whom are related to him in some fashion) live within this structure and its basements. It is a commonly held belief that the Zstulkk keeps huge reptiles within as pets and guardians and that the dark gods of the yuan-ti are worshiped by the residents.

The truth is far worse than the rumors. Zstulkk and his servants have secretly erected a small temple dedicated to Sseth, the dreaded serpent god of Chult, in the bowels of the mansion. The yuan-ti have built a diminutive step pyramid decorated with reptilian imagery. Surrounding this temple lie magically heated pools and miniature geysers that maintain the hot swampy environment preferred by the yuan-ti and their servants.

A body of pureblood and halfbreed yuan-ti are always on hand to deal with intruders, as are a host of charmed reptiles, such as subterranean and minotaur lizards, giant cobras, and constrictors. The corridors of the residence are heavily trafficked by these guardians and trapped with concealed pits lined with poisonous snakes and chutes leading directly to the outside of the temple of Sseth.

LT12. The Sea Chest (Business)

1-story Good condition
Tor Grayfell (N male shield dwarf F2) came to Skullport to forget about his unhappy past, and so far he has managed to do just that. Tor is a highly skilled woodworker and carver who produces wooden storage containers of surpassing quality, including sea chests, strongboxes and coffers (excellent quality, very high prices). Tor says little, and customers get the distinct impression that he would prefer to keep it that way.

Lower Heart

The Heart is home to most of Skullport's permanent residents. Here, amongst the oldest structures in the Port of Shadow, the most unusual and alien races inhabiting Skullport live and do business. Many drow, illithids, and duergar have chosen the Heart to dwell in because it is closer to a natural cave in appearance than the Trade Lanes due to the presence of hundreds of large stalactites overhead.

The Lower Heart is host to many unusual structures and landmarks, many of which predate the founding of Skullport. Some them appear to be dwarven in origin, while others hint at an ancient civilization of humans.

There are few street names (Illithid Way being the one exception), and the twisting alleyways are rarely referred to in a consistent fashion. Most Skulkers are either unwilling or unable to agree on the name of a particular alleyway or path, relying instead upon landmarks and businesses to navigate.

The ground here is well paved with cobblestones and large slabs of stone embedded in the hard-packed earth. Most of the buildings here are in much better condition than elsewhere in the Port of Shadow.

Beggar's Rest Pass (Passage)

Beggar's Rest Pass is named for the unfortunate events that took place here during the Time of Troubles in 1358 DR when the walls, ceiling, and floors of the pass spontaneously liquefied, turning the entire area into a muddy whirlpool. Since the founding of the port city, the pass had been the lair of tramps of all kinds. When the pass liquefied, roughly 300 panhandlers and beggars tumbled from their catwalk perches to the muddy ground below. Skulkers watched in horror as the unfortunates were sucked down into the muck. Within minutes the ground hardened to stone once again. This left many of the completely buried beggars to suffocate beneath the stone, while others died partially entrapped within the floor, their limbs still clawing upward for help that would never arrive.

Since that time, no structures have been built near the pass, partially out of respect, but mostly out of fear. Sounds are unnaturally muted here, and the walls and floor seem to absorb the persistent din of the Heart. Worse still, those that loiter too long swear that they hear clawing sounds and muffled sobs rising from beneath the floor.

Strangely, the tragedy has limited violence in the pass due to a commonly held belief that any blood spilled in it awakens those that sleep below, causing zombies to claw their way to the surface in search of those that would spill innocent blood. Others avoid the area for fear of joining the unfortunate tramps imprisoned below.

The legend is true. Should any blood be spilled within 30 feet of the pass, 2d3 zombies rise from the earth and attack. The



undead remain until they are killed, turned, or 1d4 turns have elapsed, in which case they climb back into the ground. Anyone killed is dragged beneath the earth to join those buried there.

Dark Harvest Market (Landmark)

A settlement of any size cannot subsist on contraband and slaves; the many residents and visitors must eat. The Dark Harvest Market is Skullport's answer to a food market. Most food is shipped in via boat or barge, while some is harvested from the Underdark. Regardless of the source, if it is food, Skulker merchants display it here for purchase.

Any foodstuff indigenous to the Underdark is available in this open-air market: edible fungi, lichen and moss, strangely tasty beetle larvae, and pickled monster bits. Even the odd piece of beef, poultry, or pork manages to make it here by ship. Other less appetizing items are available as well, as Skullport is home to many of the Underdark's more bizarre races who have odd tastes. Merchants who stock unusual food items abound, and their strange and gory sundries are casually displayed for inspection.

The items most in demand are those from the surface, though, not the Underdark. Prices for these goods are an example of unadulterated mercantile extortion (average prices, average quality for Underdark foods; exorbitant prices, average quality for food imported from the surface).

Illithid Way (Street)

Illithid Way, the most prominent pathway within the Lower Heart, received its name shortly after the city was founded. Mind flayers, being sensitive to light of any intensity, tended to cluster in the Heart due to its many shadowy recesses and low-hanging columns and stalactites. The air in the region is also more agreeable to the mind flayers, who prefer warmer, more humid environments. The mauve-skinned illithids took up residence along this street, and to this day they can be found here in greater quantities than anywhere else in Skullport. Many businesses and shops on either side of this street and up to even the central level of Skullport cater to the needs of illithids and, to a lesser degree, beholders and their kin. Here one can see mind flayers silently bartering over pickled brains, rare gaseous essences, and scented oils that they apparently apply to their sensitive skins.

Rumbleclef Pass (Landmark)

A century after the Skullport was colonized, a series of earthquakes rocked the Underhalls, and a fissure opened along the south wall of the main cavern in the Lower Heart. It released a deadly gas, killing many of the residents of the Heart. The gas was quickly vented away from the Port of Shadow, but not before several hundred residents died. Strangely, the gas also reanimated the corpses of those slain by it into zombies. These zombies terrorized the lower regions of the city briefly before Shradin Mulophor magically gained control of all the undead. Some believe that the earthquake was merely a diversion, a means by which the Lord of Bones could divert suspicion away from himself while at the same time replenishing his stock of undead laborers.

Rumbleclef Pass is the fissure opened by that earthquake. It connects to a system of fairly narrow natural tunnels that wind back and forth and cross themselves numerous times, finally connecting to the River Sargauth and other locations in Under-

mountain. See the Skullport Overview Map at the beginning of this chapter for an indication of the configuration of the tunnels in the immediate vicinity of Skullport.

Steamfall Pass (Landmark)

Thaglar's Foundry (LH 11) emits a continuous billowing cloud of ash and steam that collects on the overhanging ledges and ceiling stalactites in this pass. The resultant cloud condenses into ashen muddy droplets, which then fall to the ground. Steamfall Pass is lined with odd rock formations from nearly two centuries of this mucky precipitation. The floor of the pass is muddy, and in some places the mud is well over 1 foot in depth.

Between the hours of dawn and midnight, the Foundry emits huge clouds of steam and scalding water into the pass and the tunnel system it connects to. The unwary must be watchful or risk serious injury from the superheated steam. (Anyone passing beside the foundry has a 10% chance of being caught in a cloud of blistering, super-heated steam that inflicts 2d6 points of damage. Those who succeed at a saving throw vs. breath weapon sustain only half damage.) It is this hazard that keeps many predators from Undermountain from entering Skullport through this tunnel connection to other parts of the Underdark.

The sound of the bellows from the foundry can be heard for up to 100 yards from the foundry. This sound often provides a useful directional guide for those with keen ears who easily become lost or turned around in the adjoining tunnel systems.

Taglath's Gap (Landmark)

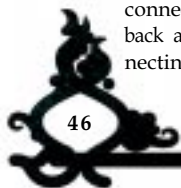
The lonely, narrow stretch of cavern between Beggar's Rest and Steamfall Pass is called Taglath's Gap. Named for a victim of a particularly brutal murder decades past, it is now the haunt of a powerful ghost known only as Taglath. Once a popular poet, explorer, and romantic, Taglath courted the most beautiful women Skullport had to offer, many of whom were the consorts of powerful and influential people. One night, after a tryst with a wealthy Calishite merchant's mistress, he was beset by an invisible foe that pursued and slashed him relentlessly until he collapsed at the threshold of the cavern that now bears his name.


His ghost manifests as a green sheet of vapor inside of which dance motes of sinister purple light. Strangely, the spook is always preceded by the sound of sweetly whispered bits of prose that emanate from within the pass.

LH1. The Flagon and the Dragon (Tavern)

1-story Good condition
The Flagon and the Dragon is an easily overlooked one-story tavern known for its wide selection of potent brews and noisy atmosphere. The interior is crowded, like any tavern in the Port of Shadow, but the acoustics of the place make any conversation below a shout difficult if not impossible. It is this quality that prompts many Skulkers in need of a public yet secure place to meet and plan their next caper to come here, as those who know the place can seat themselves so as to be unheard by others above the din but yet still be able to converse.

The owner, Silas Broom (LN male human F3), briefly took up the sword as a mercenary but disagreed with Dalagor the Cold's use of the undead to fill holes in the ranks of the unit he worked for. Fearing an eternity as an unthinking zombie, Silas resigned his commission, collected his pay, and set up shop in Skullport.





The tavern he runs got its name from the ex-mercenary's long-time reptilian companion. On one of many campaigns in the south, Silas befriended a pseudodragon and named him Weeshrike. On more than one occasion, the sharp-eyed Weeshrike has saved Silas's life by warning his master of danger. The temperamental pseudodragon can often be seen pretending to snooze on Silas's shoulders, ever watchful of any of Dalagor's goons who might be intent on making trouble for his friend.

LH2. Mama Rutterkin's Preserves (Business)

1-story Fair condition
Gwylleth "Mama" Rutterkin (CG female human F0) preserves and pickles items of all kinds. The business smells strongly of vinegar, as does the street outside (a cause of constant complaint by her neighbors). Jars of pickled goods run from 5 cp to 5 sp (cheap prices, good quality).

LH3. The Sanguine Hall (Business)

3-story Poor condition
The abattoir known as the Sanguine Hall supplies Skullport's less discriminating businesses and ships with butchered meats, bones, and meat products (average prices, poor to average quality goods). The owner, Rutterkin Cleaveham (N male human F1), is known around town for providing his more-than-competent butchering services with no questions asked, a policy that has provides him with a steady stream of clients from the most unsavory strata of Skullport society. These secret services are lucrative, and the folk who know of them wonder why the Sanguine Hall is in such poor condition and speculate as to what Rutterkin might be doing with his ill-gotten gains.

LH4. Shradin's Excellent Zombies (Business)

1-story and basement Squalid condition
Prior to his apparent demise, the archnecromancer Shradin Mulophor made his living from this location by renting out claws of zombies for loading, carrying, and guarding. A claw consisted of four zombies and a ju-ju zombie to lead them. Each leader zombie was magically bound serve the possessor of a curious scepter topped with a mummified human hand. The cost of rental included the use of one scepter for each claw rented, though Shradin was rumored to have a master skull staff that overrode all the scepters. (Such a staff has never been found.)

With Shradin's destruction, the ju-ju zombies were freed. Many ran amuck and had to be destroyed, while others returned to Shradin's shop to stand watch until his return. All of those that returned have either been appropriated by Dalagor the Cold for use in his mercenary forces or destroyed by sword or spell. The shop is unguarded and silent save for the occasional scream from within uttered by a would-be treasure hunter or trespassing footpad.

Since his demise, curious folk have discovered that Shradin made his lair into a virtual palace beneath the streets of Skullport. Many have entered the lair *in* an attempt to steal away the necromancer's hidden treasures or at least recover some of the many wands he was known to possess. Those who have done so have returned broken and shaken by what they have found, if they have come out at all.

LH5. The Thrown Gauntlet (Tavern)

1-story Fair condition
Famed as the dirtiest and most despicable of Skullport's pit-fighting establishments, the Thrown Gauntlet offers shockingly violent spectacles of armed and unarmed combat at least once a tenday. Under the watchful eye of Skuerren Skargettian (LE male duergar F6/T7), current owner of the Thrown Gauntlet, a dozen or more scheduled matches proceed one after another in a cramped, sand-floor fighting pit set in the center of the tavern's common room. Fight night brings hundreds of Skullport's denizens to the Thrown Gauntlet tavern, and the wagers can reach fantastic sums. A hulking trollkin bouncer named Stonebreaker (CE giant troll) settles matters when bettors temporarily forget the extent of their wagers. Skuerren often hires press gangs to scour Skullport's streets for potential combatants, but on occasion, adventurers down on their luck voluntarily enter the ring. Typically, a pit fighter keeps 20% of the house's take if he wins and 10% if he loses. Of course, most losers do not ever get around to collecting their cut. Surprisingly, the Gauntlet's ales and beers are passable and priced reasonably (average quality and average prices).

LH6. Bindle's Blade (Inn)

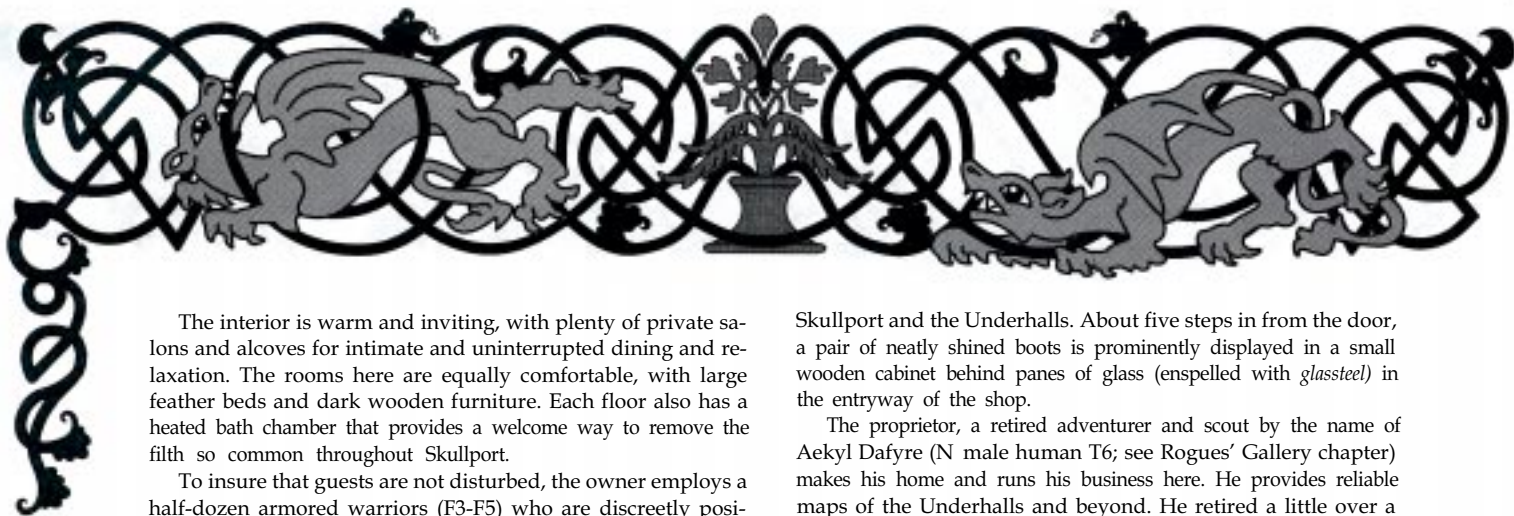
2-story Good condition
The miniscule hairfoot halfling Basil Willowbrook (CN male halfling F7/T9) operates this inn, offering visitors fine meals and warm beds for high prices (good quality, high prices). The inn is named for the titanic two-handed sword used as a support beam inside. The gigantic sword belonged to a rapacious cloud giant by the name of Bindle who was supposedly killed by the halfling on one of his many adventures in the Shining South.

The other noteworthy feature of the Blade is a long, walled, sand-floored courtyard attached to the back of the two-story inn. Here the enterprising halfling schedules regular fistfights and duels for the entertainment of his guests. Anything goes during these bouts, but armed guards are always on hand to limit audience participation. The halfling only hires experienced guards with reputations for loyalty and prudence (N, LN, LG, and NG F2-F5). To warm up the crowd before a fight, the halfling uses a *wand of illusion* to create flashy effects, sounds, and explosions.

Interestingly, the unflappable Basil recently hired a sea elf lass named Oel'yvia Reefglider (CG female elf T2/M2) to act as barmaid. Oel'yvia is most noted for her lyrical ability to sing in the tongue used by whales, dolphins, and other cetaceans. On rare occasions, Basil has a large *glassteel* aquarium brought in so that the entrancing aquatic elf can entertain guests with her unusual choral abilities. (The aquarium is also enchanted to amplify her singing to better allow her to be heard.)

LH7. The Deepfires (Inn)

3-story Good condition
The Deepfires is a quiet, tastefully decorated, luxurious inn three stories in height. The staff is accommodating and courteous and the food and drink excellent, especially the soups and broths. Prices are understandably high, meals and drinks costing about 10 gp per meal, but the subdued atmosphere is well worth the cost to a weary adventurer looking for peace and security (excellent quality, exorbitant prices).



The interior is warm and inviting, with plenty of private salons and alcoves for intimate and uninterrupted dining and relaxation. The rooms here are equally comfortable, with large feather beds and dark wooden furniture. Each floor also has a heated bath chamber that provides a welcome way to remove the filth so common throughout Skullport.

To insure that guests are not disturbed, the owner employs a half-dozen armored warriors (F3-F5) who are discreetly positioned among the actual guests. All wear chain mail and are armed with clubs, broad swords, and darts coated with a poison that renders those who fail a saving throw vs. poison immediately unconscious for 1d6 rounds.

The owner, Vhondryl (LE female human Psil3), is a powerful worker of what she calls "the Invisible Art," a mentalist without equal within Skullport. She can supply any potion, philter, or poison known on Toril within a day's time. She sells and buys through intermediaries and underlings and does not meet customers or suppliers unless something rare or unusual is at stake. Her partner, Raella Hiess (LN female human M10), is on hand at all times. She acts as barmaid, takes care of the needs of guests, and schedules meetings when need be between Vhondryl and customers.

The infamous information broker Irusyl Eraneth is often found at the Deepfires with her back against the wall and a hand resting on her wand case. When not here, she spends a great deal of time at the Burning Troll (LP9).

The Deepfires is most readily located by the roars of the Raging Bull, a local landmark that hangs just outside the doors of the inn. The Raging Bull is a minotaur who has been imprisoned high above the street in a nigh-unbreakable cage for over two decades since he was abandoned by some long-forgotten slave trader. Kept alive by a single *ring of sustenance*, ensuring that he is starved of nourishment for seven days every other seven days, and the depraved ministrations of Quinan Vamaed, who views the beast's extended torture as an offering to his goddess, the Raging Bull's roars echo throughout Skullport with disturbing regularity. After years of deprivation, the minotaur is consumed with madness. He attacks anyone who dares approach his cage. Newcomers to the Port of Shadow are often approached by swindlers seeking to sell the Raging Bull as a prized slave, and expressions such as "If you believe that, I've got a minotaur to sell you" are frequently heard in the streets of Skullport. Nyk and Nok, a pair of enterprising goblin twins, grow mushrooms in dungpiles swept from beneath the Raging Bull, and for a copper they spin a tale or two about fools who have attempted to free the beast from its cage.

LH8. Sword and Sextant (Business)

2-story

Good condition

The upper story of this two-story structure of stone and wood is made of the salvaged aft captain's quarters of two long-forgotten sailing ships, complete with stained glass windows, small balconies, and the remainders of the ships' keels. The interior of the shop is decorated like the navigator's or captain's quarters on most modern vessels plying the Sword Coast. Maps of every size cover every table, desk, and wall. A globe of Toril dominates the center of the room and cartography tools—compasses, straightedges, pens, brushes, charcoal, jars of ink, and sheaves of vellum—line every table, along with many half-finished maps of

Skullport and the Underhalls. About five steps in from the door, a pair of neatly shined boots is prominently displayed in a small wooden cabinet behind panes of glass (enspelled with *glassteel*) in the entryway of the shop.

The proprietor, a retired adventurer and scout by the name of Aekyl Dafyre (N male human T6; see Rogues' Gallery chapter) makes his home and runs his business here. He provides reliable maps of the Underhalls and beyond. He retired a little over a year ago after narrowly avoiding being incinerated by a fleeing blue dragon's lightning bolt during Halaster's Highharvestide. Since that time he has set aside his adventuring career, taken a wife from one of the nearby festhalls, and is making a decent living selling copies of his older maps (and a few new ones) to adventurers and explorers.

LH9. Malakuth Tabuirr's Townhouse (Residence)

4-story

Good condition

The infamous drow smuggler and slaver, Malakuth Tabuirr (CE male drow F8/T10; see the Rogues' Gallery chapter), makes his home here. Strangely, the resourceful drow's most prominent business ventures are with his own kind, trading human and elven females for drow goods such as wine, weapons, and armor. He has amassed a substantial body of followers and warriors that he rents out as nocturnal hit squads, assassins, and killers in the Lands Above. Most of these mercenaries are drow males (F1-F4 and F1/T1-F4/T4) who dress in drow chain mail +1 (or greater) and wield scimitars, whips, and hand crossbows, most of which are envenomed as per the dictates of the contract. These emotionless killing machines strike from the shadows in great numbers, often supplementing their already considerable martial skills with magical spells cast by male drow mages (M4+M8). Wizards in Malakuth's employ are always equipped with magical wands and staves (*wands of fire* and *staves of striking*).

With the vast fortune he has earned through smuggling and bloodshed, the exterior of Malakuth's home has slowly been transformed over the years to appeal to the drow aesthetic. It has high domed towers, sweeping stone parapets, and pockets of permanent *faerie fire* highlighting its alien architecture. Several dozen drow, all male (F1-F5 and F1/T1-F5/T5), act as house guards. They are armed with scimitars, hand crossbows with poisoned darts, and whips, many of which are magical.

The upper reaches of the townhouse are reserved for religious services to Vhaeraun, the dark elven god of thievery and intrigue. These affairs are conducted in secret to avoid attracting the notice of the Skulls or the Tanor'Thal drow family.


Amryyr Yauntyrr (LE male drow M10/T11; see the Rogues' Gallery chapter), Malakuth's long-time companion, lives in the townhouse along with Malakuth when he is not out on a courier mission. Amryyr works at the Fatted Bookworm (LT10) when he is in town.

LH10. The Crock and the Helm (Inn)

3-story

Poor condition

The air is acrid with the salty odors of unwashed buccaneers and spilled brew in this inn. Here a sailor in from the sea can do away with his sea legs, stow his duffel, and drink away his meager earnings. The interior is dimly lit, and what little light there is comes from battered lanterns and foul-smelling candles. Meals consist



of salt pork or other unrecognizable meats, sauteed mushrooms and fungi, biscuits, fatty porridge, and (sometimes) tough root vegetables, peas, beans, and sorry-looking greens. Cost is nominal, averaging about 5 cp per meal plus the cost of drinks.

The accommodations are simple and lack any form of furniture. Most rooms do not even come with a bed, just a pair of iron hooks for a sailor's hammock. Single rooms are available for 3 sp a night, and doubles and triples cost for 2 sp per occupant. Guests are expected to clear out by highsun the following morning, or they are charged for another night's stay. The cost for the nightly rental of a hammock is 2 cp per foot of height.

The owner and bartender is Drusella (N female human F1), a foul-mouthed, amply proportioned woman from Yartar. She has a fondness for hard drink, rough company, and off-color jokes about elves.

LH11. Thaglar's Foundry (Business)

4-story Poor condition
Thaglar Xundorn (LE male duergar F7) runs the only foundry in Skullport. This ugly stone edifice rises four stories above the stone floor below. Anyone passing beside the foundry has a 10% chance of being caught in a cloud of blistering, superheated steam that inflicts 2d6 points of damage. (Those who succeed at a saving throw vs. breath weapon sustain only half damage.) With the assistance of several dozen of his kin, Thaglar rules the foundry as if he were a dwarven monarch. His word is law and those that question his authority or methods are shown the door or the business end of an axe. (Those in the know believe that his imperious demeanor stems from his status as Laird of Sargauthan Hold; see the Power Groups section of the Overview of Skullport chapter.)

The interior of the foundry is cramped and uncomfortable. Poor ventilation and the intense heat of smelting often raises the temperatures well beyond tolerable levels. Many gray dwarves (F4-F6) walk determinedly about inside wearing little more than iron helmets to shield their eyes, loincloths to guard their vitals, and leather aprons to store tools. To discourage escape attempts and rebellions from the foundry's slaves, all the duergar sport lethal-looking cudgels, maces, and mattocks.

Supplementing the efforts of the duergar are at least 30 chained slaves (mostly able-bodied humans and dwarves) working several huge bellows and guiding the sluices of molten iron to the molds. Several of the slaves die each ten-day, but the profits of the only foundry in the Port of Shadow allow for the regular replenishing of this expendable labor force.

The most commonly produced materials are metal ingots and weapons and armor; the latter two commodities are manufactured by the sinister duergar themselves at small personal forges. Weapons manufactured in Thaglar's Foundry have a sinister look to them and are studded with metal hooks and often feature concealed blades and hidden poison reservoirs. The cost for weapons and armor from the foundry is high, and particular types of items are only available about 75% of the time. For the truly wealthy, the duergar can even smelt and forge special weapons and armor of mithral and other more unusual alloys. Prices for such items at least ten times the normal cost and require twice the usual construction time.

LH12. Rhaunaguth's Keep (Residence)

3-story Fair condition
Rhaunaguth (LE male human F14; see the Rogues' Gallery chapter), one of Skullport's mercenary lords, makes his home in this ugly fortress of stone and iron, which is a stark contrast to the gentleman warrior who lairs here. Within the keep are stationed 30 or more mercenaries (F2-F4). They are all armed with broad swords, shields, and a thrown weapon—usually a javelin or hand axe. Rhaunaguth's soldiers train night and day within the keep's courtyard, and their shouts and the ringing of blades on mail in this place are as common as the thunderous whumps that come from Thaglar's Foundry (LH11).

Rhaunaguth, one of the three mercenary lords in Skullport, deliberately took up residence and constructed his keep in the Heart to irritate his primary competitor Dalagor the Cold, who lives near him but above him in the Upper Heart (CH3). Rhaunaguth often holds elaborate parties and feasts from within his palatial estate, hiring numerous bards to sing throughout the night.

Rhaunaguth hires soldiers from all walks of life, classes, and experience levels to work as hired personal and caravan guards and soldiers. He pays 10 gp per level per month plus a percentage of any booty taken while on assignment or campaign. His troops work primarily in Skullport, Undermountain, the Underdark, and in the Lands Above of the North.

LH13. The Feathered Rat (Business)

1-story Fair condition
This one-story structure caters to the needs of the discriminating animal lover. A pair of ex-adventurers, Salmarin Bearfriend (NG male human R3) and Ulvira Snowveins (CG female half-elf R3), make their home here, raising and taming animals for sale. Giant rats, cats, toads, frogs, ferrets, owls, ravens, and even the odd pseudodragon or more exotic creature is available here. Costs for purchasing any of them must be negotiated with the owners. A pair of faithful pet blink dogs, Yuff and Yapp, are always on hand to protect the couple, who are circumspect members of the Harpers.

Cages of every size line the walls on shelves, and the smell of animal spoor fills the interior. The floor is covered in an inch or more of sawdust and wood shavings to keep the floor dry and cut down on odors.

A completely enclosed cubic *glassteel* aquarium measuring 7 feet on a side occupies the center of the shop. A furious water weird swims within, unable to be seen due to its nature. Occasionally it throws itself against the walls in a futile attempt to escape its enclosure, rocking the aquarium and startling visitors.

LH14. House of the Long Slow Kiss (Festhall)

4-story Good condition
The Kiss is the most infamous festhall in all of Skullport. It is a towering four-story structure with whitewashed walls and balconies on every level upon which loiter lovely professional escorts of all kinds and dispositions. It has numerous entrances and exits on all its levels, providing for ready entry and rapid escapes. The interior is cramped but richly decorated with warm wall hangings and suggestive sculptures from distant parts of Faerûn.

The festhall is run by the notorious lamia turned entrepreneur Transtra (CE female lamia noble M9; see the Rogues'

Gallery chapter) who took possession of the festhall from the previous owners after their unfortunate encounter with her *wand of polymorphing*. She acquired the adjoining properties soon after and expanded the festhall both upward and outward. Wealthy from living the equivalent of several human lifetimes, Transtra now hires adventurers and explorers to investigate the mysteries of the Underhalls (to what end only she knows.)

For security, Transtra has riddled her lair with secret alcoves, hidden entryways, and invisible screens behind which are stationed charmed men-at-arms (mostly human men and able-bodied humanoids such as half-orcs and hobgoblins) ready to protect her and act against intruders. She also uses the many secret passages to keeping tabs on patrons and performers alike; theft is always a problem here, as are occasional assassinations.

Adding to the lamia noble's magical abilities, body of charmed guards, and natural abilities, Transtra also holds sway over the behir Uliiss. The behir succumbed to her charms long ago and has proven to be a very potent ally. The beast lairs below the festhall in a subbasement linked to Transtra's private bed-chambers by way of a tiled well. The bones of those who have displeased the mistress rest all around the multilegged beast in its lair, along with a small fortune in treasure the lamia has given him as reward for loyal service.

Prices at the Kiss are fabulously high, with meals averaging 10 gp or more and drinks equal to that (excellent quality, exorbitant prices). For company while one dines, the cost, as always, is extra. Tips are strongly recommended.



Transtra and Uliiss of the House of the Long Slow Kiss

LH15. The Hell Hound's Muzzle (Tavern)

1-story
 Poor to squalid condition
 This squalid little shack has little to offer the visitor besides extremely potent drink and a dagger in the kidney planted there by one of the regulars. If someone has a desire to see one's rival done away with, no questions asked, this is the place to come to, but not with a full purse. Here cutthroats and black-hearted assassins congregate around upturned barrels, drink away their blood money, and practice their craft.

The owner is a gaunt yellow-skinned humanoid, a githzerai by the name of Grimmold (CE male githzerai F5/T5), whose dislike for the Port of Shadow is obvious whenever he speaks. His three associates are the cestus-wearing Jom Bovine (LE male half-ogre F4), Esten (CE male rock gnome II14/T4), and the gnome's imp familiar, Estryxx.

The three of them are all that remain of a small cell of Zhen-tarim agents (15 members in all) sent to Skullport in the Year of the Gauntlet (1369 DR) following the return of Halaster to Undermountain. They were ordered to investigate the circumstances of the archmage's abduction and the connection he had with the Underhalls, Skullport, and Waterdeep. Following a reasonable period of surveillance, they were to seek out the archmage's lair and eliminate him, claiming the Underhalls in the name of the Black Network. In short, they were sent on a suicide mission; some were killed while exploring Undermountain, others by Skulkers, and the majority by one another.


Grimbold realized the futility of the situation some time ago and stopped sending reports back to Darkhold. The Zhen-tarim figured that the cell had been wiped out and suspended the investigation indefinitely. Grimmold continues his investigations sporadically, supplementing the information he gathers at the bar with that he purchases from the Northern Wharves Fishery (LP19) and from Irusyl Eraneth. He makes more money and spends most of his time running a guild of assassins that he has established out of the Muzzle.

LH16. Amet'ned-thoth's Residence (Residence)

2-story and cellar
 Fair condition
 This manor house is a picture of restrained wealth. Amet'ned-thoth (LN male human M5/P6 of Thoth; see the Rogues' Gallery chapter), who argues cases defending folk before the Skulls in Skull Square (see the Lower Trade Lanes section) and has offices at the Hall of the Voice (LT6), favors intense gemlike hues in his carpets and tapestries to offset the dim lighting of the surrounding cavern. The entry and sitting room of his home are sparsely but elegantly appointed. Discerning eyes will note numerous protections from thievery, both magical and nonmagical in nature. Amet'ned-thoth is said to collect games of skill, and fine sets of pieces and boards for games of chess, jackals and hounds, and table dice are on display in a glass-faced cabinet in his study.

LH17. Guts & Garters (Inn)

2-story
 Fair condition
 Guts & Garters is better known as a meeting place for those who wish to conduct their business quietly and privately than for its beds or hospitality (poor quality). The innkeeper, Bolton Brimwell (LE human male F0), rents his rooms by the hour to anyone with ready coin (5 sp/hour or 5 gp for a



10-hour night). In return, he guarantees his patrons' privacy. For an extra 1 gp, he allows patrons the use of the secret entrance in his wine cellar that leads to the alley near the Feathered Rat (LH13). A further 1 gp gains the services of a burly guard (N male human F3) who, stationed outside a room, will prevent anyone from disturbing a meeting in progress.

Central Level

The Port, Trade Lanes, and Heart wards all have a central level. The most distinctive feature of the central level is the catwalks, which vary in quality through the different wards and are discussed in the introduction to this chapter. This level also features elements of the natural cavern structure of Skullport as stalactites hanging from the ceiling are often threaded around with catwalks. Structures sometimes are carved from or secured on to stalactites and the rock ledges of the cavern, as well.

Central Port

The Central Port is home to Skullport's poorest and most desperate citizens. The structures here reflect this grim fact. Many of them sit upon crumbling ledges, and area's slippery catwalks make travel perilous for the clumsy or accident-prone. The air here is especially moist, and it seems as though it were raining most days as the seepage from the ceiling overhead constantly pelts passersby with rank water.

Stalactite Forest (Landmark)

High over the squalid structures of the Central Port hangs a forest of stalactites like the teeth of a huge monster's maw. Hidden among these massive formations of stone are vertical tunnels used by races that are not limited to horizontal movement, such as drow and beholders,

Skulkers, desperate for building space, have constructed their homes and businesses between and sometimes within these stone columns. Although rare, buildings do occasionally collapse, sending tons of stone and wood to the ground below.

Unfortunately, monsters from the Underhalls attracted to the noise and lights of the Port of Shadow sometimes lie in wait to swoop down on the unsuspecting. Monsters like cloak-ers, lurkers above, mobats, and spiders of every variety lurk here. Often the remains of the unwary are left to dangle from the stalactites, the catwalks or the rigging, a warning to those who pass to stay alert for trouble.

CP1. Gentleman's Groggery (Tavern)

1-story Fair condition, apart from the guano
Located atop a flattened stone column reachable only by way of the catwalks, the Double G, as most call it, is truly a remarkable tavern. It is not unusual for its fare, which is good but not unique, and certainly not for its atmosphere, since a colony of 3,000 bats clings overhead and under the eaves. The thing that makes the Double G unique is the fact that magic does not function anywhere within 20 feet of the structure. This dead magic zone appeared during the Time of Troubles and has remained ever since.

The operator, Wurlitzer (N male half-orc F1) pays up to 100 gp for unique recipes brought from the surface or just about anywhere else for that matter. He is always experimenting with new and unusual dishes to satisfy his customers. His

most recent attempt at culinary greatness is deep-fried stirges in a light herb sauce. These overcooked crunchy morsels cost 3 sp for a pair.

Wurlitzer's rivalry with the halfling cook Smallfry (see CH2) is the stuff of legends in Skullport, at least in the half-orc's eyes. He openly resents the halfling's success as Skullport's premier gourmet and skill as a businessman. In the past, Wurlitzer has even resorted to spying on the halfling's operations, a tactic that did not escape the keen-eyed halfling's notice. Wurlitzer was escorted from Smallfry's Pantry by a pair of half-ogres and told not to return unless he wished to learn firsthand how the dishes were prepared.

Costs are reasonable and the quality of the fare likewise (average cost, good quality for food). Unfortunately, due to a disagreement he has with the dwarf Gyudd (see LP15), the selection of ales and beers is limited to what Wurlitzer can purchase from visiting merchants from other ports (high cost, low quality for drinks).

Oslo (LN male human F0), Wurlitzer's perpetually morose assistant, constantly has to take broom in hand to drive bats out of the taproom and scrape the eaves and walks outside to prevent the accumulation of guano from the colony above.

CP2. The Bat's Roost (Tavern)

2-story

Fair condition

This two-story structure of molded stone and warped, damp wood serves no food and only poor quality drinks (poor quality, cheap prices). It reeks of the telltale smell of bat guano. The most interesting about the place is the trained bat fights. The chamber adjoining the main taproom is dedicated to roosting bats. Participants are selected from the roost based on their size and ferocity and then turned loose on one another in a large, obstacle-filled wire arena cage in the taproom. Onlookers bet on the outcome of the aerial engagement, staking money on which bat draws first blood, which will be forced to the ground first, etc. The owner is a pale-skinned wizard by the name of Schiropts (CN male human M3) whose bat familiar retired from active participation after he won Schiropts the bar from the previous owner nearly four years ago.

CP3. Traitor Picks (Tavern)

1-story

Poor condition

Traitor Picks is one of Skullport's grimmer and grimmer grog-and-grub spots. It is owned by a well-to-do Waterdhavian restaurateur by the name of Denver Gilliam (LE male human F3; see the Rogues' Gallery chapter) who also owns the Worm's Gullet (UH1). Traitor Picks is typical of the eateries in Skullport: It is crowded, overpriced, and the food barely edible (poor quality, above-average prices).

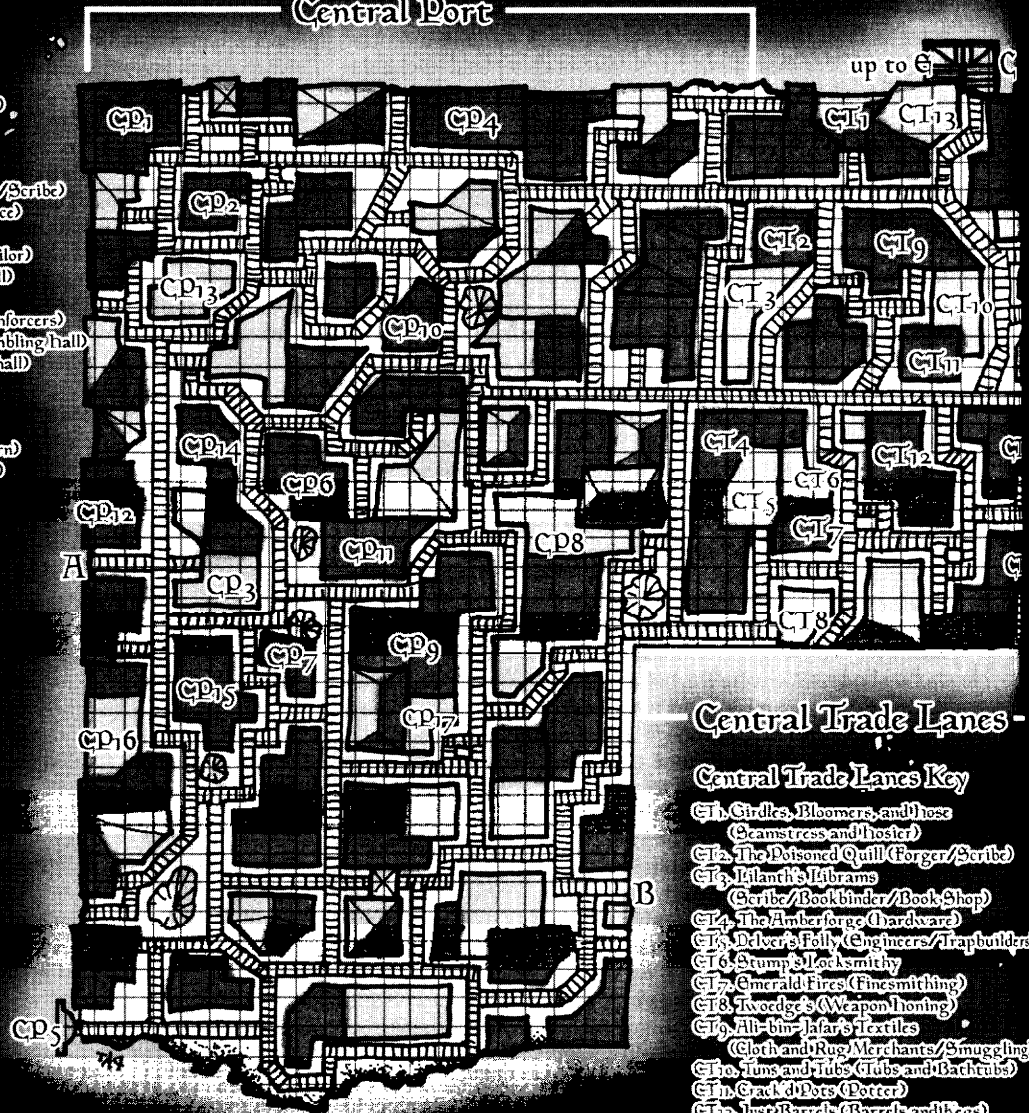
Traitor Picks did briefly enjoy some notoriety when a respected gourmet chef from the City of Splendors was enticed by Denver to work in the kitchen. The cook's real name was Percival Gallard Woodehouse (NG male human F0), but he was given the nickname "Pig" for his close-set eyes shortly after arriving in Skullport. After an unplanned trip into the depths of the Underdark with the infamous Volothamp Geddarm, Pig returned to find himself without work. Denver had canceled his contract and sold his few belongings to pay for the cost of hiring a new cook.

Central Skullport

Central Port

Central Port Key

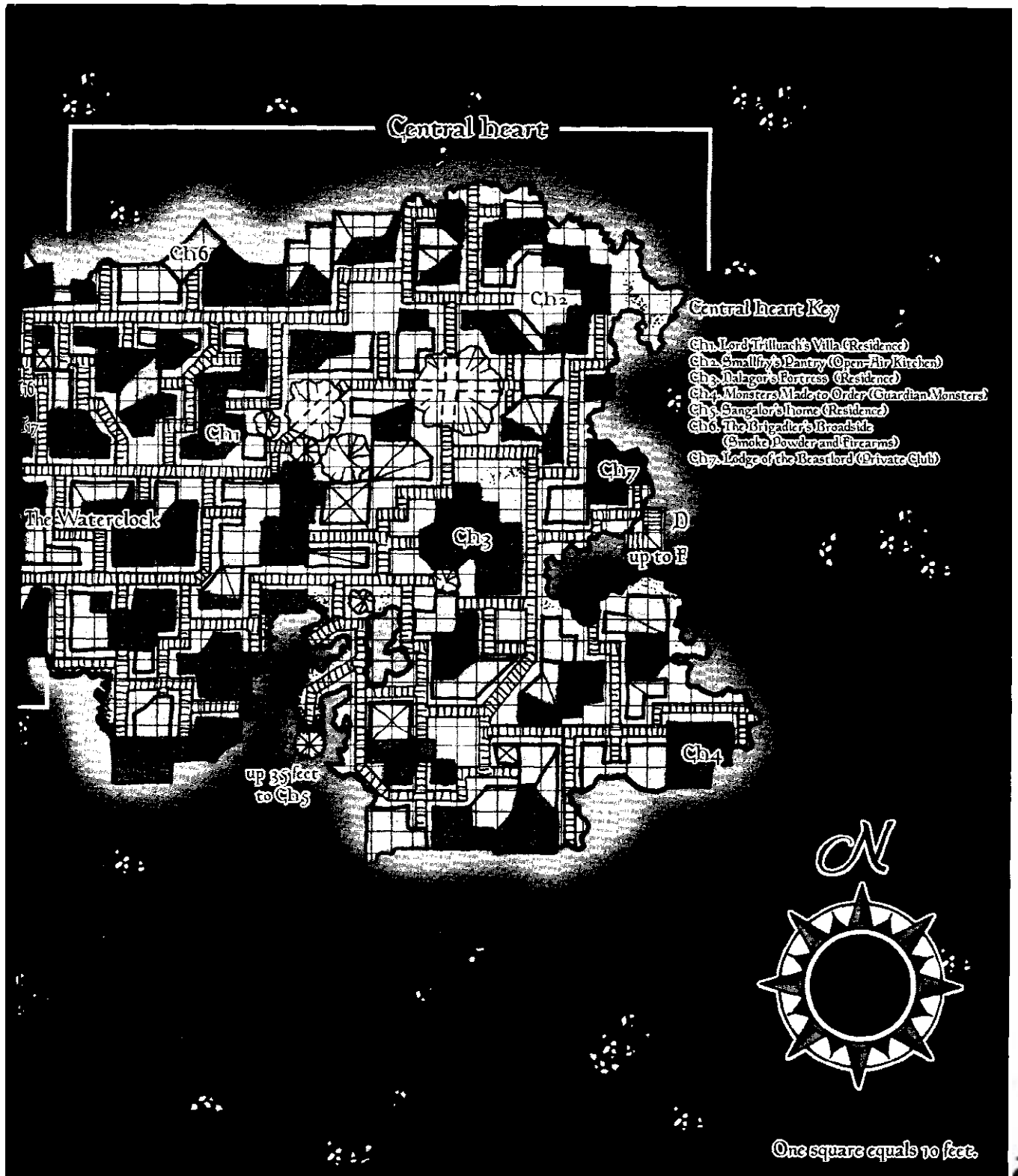
- CP1. Gentleman's Groggery (Tavern)
- CP2. The Bat's Roost (Tavern)
- CP3. Traitor Dick's (Tavern)
- CP4. The Mortar and Pestle
(Spell Components / Alchemist / Scribe)
- CP5. Roonsundry's Warren (Residence)
- CP6. Crossed Swords (Tavern)
- CP7. Buttons, Boots, and Rags (Tailor)
- CP8. The Wheelhall (Gambling hall)
- CP9. The Kettlehall (Festhall)
- CP10. Axe Grinders (Mercenaries / Enforcers)
- CP11. Band's Mistress (Festhall / Gambling hall)
- CP12. The Wandering Dervish (Festhall)
- CP13. The Pierced Navel
(Tattoos and Body Art)
- CP14. The Narwhal (Tavern)
- CP15. The Lumbering Bugbear (Tavern)
- CP16. The Laundry Nymph (Festhall)
- CP17. The Jawbox (Tavern)




Central Trade Lanes

Central Trade Lanes Key

- CT1. Girdles, Bloomers, and hose
(Seamstress and Hostler)
- CT2. The Poisoned Quill (Forger / Scribe)
- CT3. Kilanth's Librams
(Scribe / Book binder / Book Shop)
- CT4. The Amberforge (Hardware)
- CT5. Delver's Folly (Engineers / Trap builder)
- CT6. Stump & Locksmithy
- CT7. Emerald Fires (Finesmithing)
- CT8. Ivodged's (Weapon honing)
- CT9. All-bin-Jafar's Textiles
(Cloth and Rug Merchants / Smuggling)
- CT10. Tins and Tubes (Tubs and Bath tubs)
- CT11. Crack 'n' Pots (Potter)
- CT12. Just Barrels (Barrels and Kegs)
- CT13. Rigord's Fabrics (Weaver / Ball maker)
- CT14. Sargaut's Bounty (Salvage)
- CT15. Bloodyknuckles
(Carpentry / Woodworking)
- CT16. The Lanternlighter's (Lanterns and Oil)
- CT17. The Sisters' Three Waxworks (Chandlery)





"Pig" Woodehouse subsequently returned to the Lands Above and is rumored to be managing a tavern somewhere in the City of Splendors. Since Pig's return to the surface, Traitor Picks has gone through at least five cooks, prompting Gilliam to personally look into the management of the tavern.

CP4. The Mortar and Pestle (Business)

1-story Fair condition
The Mortar and Pestle is by far one of the most reliable sources for spell components and potion reagents within the Port of Shadow. Not only are they likely to have the necessary material components, they also scribe protection scrolls (absolute minimum delivery time three days), brew common remedies and elixirs (potions magical and nonmagical), and purchase items that might be useful to others in spellcasting. A posting outside the front door lists the odd items currently wanted by the shop along with the bounty paid for them upon delivery. All prices are negotiable, and the clerks that staff the shop have been known to swap potions for potions, scrolls for scrolls, and some items on the bounty list to render services (high prices, good quality). The head apothecary, who is also a Harper agent, is a willowy human wizard by the name of Ruuth (NG female human M9).

The most often requested service is the identification of items recovered from the Underhalls. This service costs 150 gp per item in addition to the purchase of the 100 gp pearl necessary for the spell's casting, and it comes with no guarantees and no refunds under any circumstances. Items discovered to be cursed require that the client pay a reliable priest or wizard to have the curse removed if it binds to the identifying wizard.

CP5. Roonsundyr's Warren (Residence)

This ornately sculpted balcony is the doorstep to the personal demesne one of Skullport's most reclusive residents. The eccentric archmage Othur Roonsundyr (CN male human M19; see the Rogues' Gallery chapter) makes his home in the caverns beyond the permanent *prismatic wall* hanging within the archway on this balcony. The warren beyond is rumored to be lined with mechanical and magical traps of such deviousness as to challenge a grandmaster thief.

The archmage does not see visitors under any circumstances, and he only leaves his sanctum once or twice a month. When he chooses to go out, he usually visits the Trade Lanes and purchases goods with jewels. Once his business is concluded, he returns home with his purchases drifting lazily in midair behind him.

To date, no adventurer, monster, or other resident of the Port of Shadow has entered the domain of Othur Roonsundyr and returned. Many have managed to breach the opaque magical multicolored front door, but all have apparently subsequently fallen prey to the traps and magical abilities of the archmage.

CP6. Crossed Swords (Tavern)

1-story Fair condition
The professional duelists who own this tavern pick a fight with just about anyone or anything for a price. Whether it is a matter of honor, a vendetta, or just to satisfy a mild annoyance, these swaggering sellswords will gladly draw their blades for another in the name of gold and silver.

The leader of the gang, a swaggering, glib-tongued rake named Kenth (LE male human F7) is the primary duelist. His

skill with the rapier and poisoned main-gauche is well known, as is his willingness to cheat to win. (Most commonly he uses Type C or Type O poison.)

The fees the swordsmen charge are directly proportional to the danger involved, but there are some beings they do not accost under any circumstances. Dragons, beholders, and illithids are off limits, as are the Skulls and the recognized authorities in the Skullport, such as high-ranking members of the Iron Ring, prominent smugglers, powerful wizards, and drow members of House Tanor'Thal.

Alcohol is sold in this establishment merely to satisfy the thirsts of the duelists and ease the conclusion of contracts to duel. Prices for drinks are high, but the selection of foreign wines is exceptional (high prices, excellent quality).

CP7. Buttons, Boots, and Rags (Business)

1-story Poor condition
A morose, overworked moon elven tailor named Kestin (N male elf F0) scrapes out a living repairing and selling used clothing in this shop. The clothing for sale ranges in quality from the haute couture of Waterdeep to the rags worn by the average dockhand Mhaug hog (see LP1). Much of it he obtains cheaply from the Iron Ring administrators on Skull Island, who sell him choice items of good clothing and bulk loads of common items of apparel taken from slaves.

Kestin's skills as a tailor often go unappreciated and unnoticed in the Port of Shadow. For the right price, he can make alterations to existing clothing, hem dresses and pants, and let out garments for the portly. He works quickly, with most alterations taking less than a two hours to make, and his prices are reasonable; alterations cost only 10% of the original price of a garment. The used garments he sells are also reasonably priced (average prices, average quality).

If he feels threatened, he is harmed or offended, or a client refuses to pay, the enterprising Kestin has been known to dispose of troublesome clients by accidentally pricking them with a sewing needle or pin coated with a drug that paralyzes victims and renders them unconscious (Type O poison). They are then sold off to the slavers on Skull Isle.

CP8. The Wheel Hall (Gambling Hall)

3-story Good condition
This impressive three-story building is dedicated to gambling and games of chance of every kind. It is named for the prominently displayed wheel located between the first and third floors. The massive wheel measures 13 feet in diameter and is set vertically so as to spin freely.

Lovely maids and festhall escorts attend to those brave or foolhardy enough to spin the wheel in a bizarre game wherein onlookers lay out odds as to the fate of the spinner. The wheel is divided into 13 individual slices of varying widths, three of which have entirely negative results, three of which have neutral results but are usually entertaining to onlookers, and three of which are positive. One slice, the thinnest sliver on the disk, is a mystery. In the past, those who have chanced a spin at the wheel and gotten the mystery slot have earned a lifetime in slavery, a duel to the death with a monster of the crowd's selection, and a fortune in gold and gemstones. (The results change each time to keep things interesting.)



The drink selection is broad, but prices are outrageous (good quality, exorbitant prices.) The owner, a rich man from Arabel named Trenton "the Adder" Bartlowes (CN male human B4), has recently completed a walkway connecting the second floor of the Wheel Hall to the upper floor of the Keel Hall, which he also owns and manages.

CP9. The Keel Hall (Festhall)

2-story Good condition
This festhall features a nautical décor but spruces up the polished brass, ships' wheels, and rigging with lots of gilt mirrors and overstuffed tasseled velvet pillows in somber shades. The furniture of the common rooms is damp, however, and the interior is musty. Clients here are treated well by the rather plain escorts, and any one who causes trouble is thrown out by the bouncers, Ike (N ogre male) and Tesk (NE half-orc female F5). The hall contains numerous escape routes through concealed passages and trapdoors that are perfect for hasty escapes. A recently completed covered walkway connects the top floor with the Wheel Hall across the way.

For privacy, small rooms can be rented for clandestine meetings for about 3 gp per hour or 10 gp per night. The furnishings in these private rooms are actually quite cozy, and the rooms are soundproofed for the guests' security. All doors are fitted with excellent quality locks (-15% to pick locks attempts), and the windows are shuttered both from within and without.

CP10. Axe Grinders (Business)

1-story Poor condition
Axe Grinders lists itself as bodyguard service, but it is really little more than a front for leg-breakers, hired swords, and out-of-work mercenaries. The quality of both the warriors found here and their equipment is below average. Most of the talent available is composed of fighters (LE or NE male or female human and demihuman F1-F3) armed with axes or long swords, and most own their own chain mail. The business is run by Alonyius Tackpun, (LE male human F4), a hideous veteran whose face is little more than a mass of scar tissue. Bodyguards can be hired here for at least 3 gp a day plus meals for in-town work. Anything that actually sounds dangerous, involves leaving town, or requires someone to enter the Underhalls starts at triple that price and is negotiated specially.

CP11. Bane's Mistress (Festhall and Gambling Hall)

2-story Fair to poor condition
A female former priest of the Lord of Strife supposedly built Bane's Mistress after the Time of Troubles, but it has passed through so many hands since then that its true origins are lost. Its present owner is Mirabon (NE female human F0), who wears the garb of a priestess of Bane while working but has no abilities. The festhall's gambling is copper-ante, and its other services are marginal at best (poor quality, average prices).

CP12. The Wandering Dervish (Festhall)

1-story Fair condition
The Wandering Dervish is an average-quality festhall with an Zakharan theme that extends primarily to the faded desert scenes on the wallpaper and the maids, who speak in a lilting

foreign language, do not understand Undercommon or Common (or claim not to), and dance for the customers' coins. The Master of the House is Nicamar Turtlebuck (N male halfling T5), but the establishment is said to be owned by someone from outside of Skullport.

CP13. The Pierced Navel (Business)

1-story Squalid condition
Without a doubt the worst establishment of its type in Skullport, this plague-ridden cesspool is run by the Scabaras sisters, "Stabbem" and "Doodles" (both CE female human F0). Doodles is known for adding unasked-for details to her tattoo work, while Stabbem is trying to generate interest in a new form of piercing using large nails. Doodles charges 1 gp per square inch, double that for fine detail, while Stabbem charges 1 gp per hole punched in the flesh.

CP14. The Narwhal (Tavern)

1-story Poor condition
The Narwhal is a seedy dive with little to recommend it. The ale is watered, the food is infested with small black beetles, and the service, under the drunken eye of the proprietor Hugo Littlestaff (N male human F0), is almost nonexistent (cheap prices, low quality). It does have a odd horn mounted over the mantelpiece. Hugo says it belongs to a creature from the Shining sea, but it is really a unicorn's horn.

CP15. The Tumbling Bugbear (Tavern)

1-story Fair condition
The Tumbling Bugbear is a modest little tavern run by Orthon Calliar (NG male human F0) and his wife, Thoma (N female human F0). The Bugbear is the closest thing in the area to a neighborhood bar where the locals hang out (cheap prices, average quality). It is best known for the soft mushroom bread baked daily by Orthon, which is locally very popular. The bread is always fresh, as Orthon sells his day-olds to Hugo Littlestaff at the Narwhal (CP14).

CP16. The Tawdry Nymph (Festhall)

1-story Fair condition
Run by a former festhall entertainer whose professional name was Goodmorning Starshine (LN female human F0), the Nymph is an inexpensive festhall, remarkable only for the bas reliefs cut into its interior and exterior stone walls. The incised stonework is the work of a dwarven patron who had to pay off a rather large bill. He paid by carving the walls and used many of the festhall's regulars as models for his work, which depicts various local notables in rather amusing and occasionally objectionable scenes. Some of the locals are insulted by their inclusion, others by their absence. The dwarf has one wall yet to finish.

The festhall is a fairly cheery and straightforward place, and its professional escorts offer their varied services for 1 gp and up. Many patrons simply come to talk, drink, and play copper-ante card games.

CP17. The Jawbox (Tavern)

1-story Poor condition
This run-down establishment is said to be a hotbed of gossip for Skullport. Very little of it is useful or true, but the master of the



business, Rhomas Brison (CN male human F0) loves a good tale and gladly spreads any rumor dropped on his table. Many a scurrilous report, later proved untrue, had its origin among the cheap beer and hard bread of the Jawbox (poor quality, cheap prices).

Central Trade Lanes

The Central Trade Lanes lack much of the hustle and bustle of the Lower Trade Lanes. Most of the structures are precariously built on the underside of large ledges along the cavern walls or on the perimeter of large stone stalactites and columns, though some are stacked or partially perched on lower structures or suspended by ropes and chains from other structures or the main cavern. The catwalks here are in decent repair and transit routes among them more permanent than not.

Most residents who choose to live here do so to be close to their businesses and wares. Most live either next door to or on top of their businesses.

Security here is actually quite good. Many of the shop owners have hired mercenaries and sellswords to supplement their other defenses. Violent crimes are less common here than in the Port, but break-ins and muggings are still common. The illumination level here is roughly equal to that of the Lower Trade Lanes, but there are many pools of shadow on the lee sides of stalactites and columns of stone.

The Waterclock (Landmark)

This landmark was recently completed following the turmoil of Halaster's Higharvestide. Three Gondmen (specialty priests of Gond) worked in conjunction with the gnomes Tykkyl and Tohkkal Burrwarden to develop an accurate means of keeping track of days, tendays, and months in the Underdark. The massive mechanism is housed within a huge stalactite suspended from the main cavern ceiling. The clock mechanism and display is located between the Central and Lower Trade Lanes. The device keep the time in relation to highsun, midnight, dawn, and dusk, and also charts the months, the three tendays in each month, and the holidays.

The clock requires constant attention to continue functioning properly. Springs stretch and wear, the reservoirs need to be filled, and delicate parts and balances need to be oiled, adjusted, or replaced frequently due to Skullport's moisture-rich air and generally poor local conditions. There are always priests of Gond (C1-C5 or P1-P5) on hand, watching over their creation. (The priests take rotating shifts.) The head of the project is Master Karl Gustavis Gearwizen (N male human P12 of Gond), a bespectacled stooping human in his mid-seventies. Karl and the clergy maintain quarters in a rotating selection of local inns; eventually they will set up residence somewhere in the Central Trade Lanes or Upper Heart.

The gnomes and the Gondar saw to it that the waterclock could protect itself with all manner of built-in defenses. In the past, attempts to physically or magically damage or interfere with its mechanisms have resulted in severed digits and limbs, electrocutions, and even volleys of darts being launched at tamperers. Hostile spells cast at it reflect back upon their casters 20% of the time, and the clock saves as metal with a +4 bonus its item saving throw. Through the grace of Gond, it seems to be immune to disintegrate. Of course, anyone creating a ruckus around it will undoubtedly attract one or more of the Skulls, too.

CT1. Girdles, Bloomers, and Hose (Business)

1-story Fair condition
With a modest storefront and private consulting booths, the intimate apparel shop Girdles, Bloomers, and Hose was once one of the finest undergarment shops in the city. It has since lost its reputation for personal-touch service, although it still has pricey, finest quality goods (high prices, high quality). The change began when 19-year-old Marni Sobor (NG human female M1) inherited the shop after her mother was killed in a street robbery. She now runs it to support her two younger siblings, 13-year-old Allain (NG human male F0) and eight-year-old Desile (NG human female F0), both of whom help her run it. Cheerful by nature, she longs to sell the shop or simply make a large enough profit to abandon the shop, start again elsewhere, and return to her studies as an apprentice wizard. However, caring for her brother and sister takes a lot of her energy and most of her money, so the sale or the profit would have to be large enough to support them all for at least a year, and hopefully the three years until her training could be finished. The likelihood of that happening in Skullport without illegal doings or high interest rate loans being involved is slim to none.

CT2. The Poisoned Quill (Business)

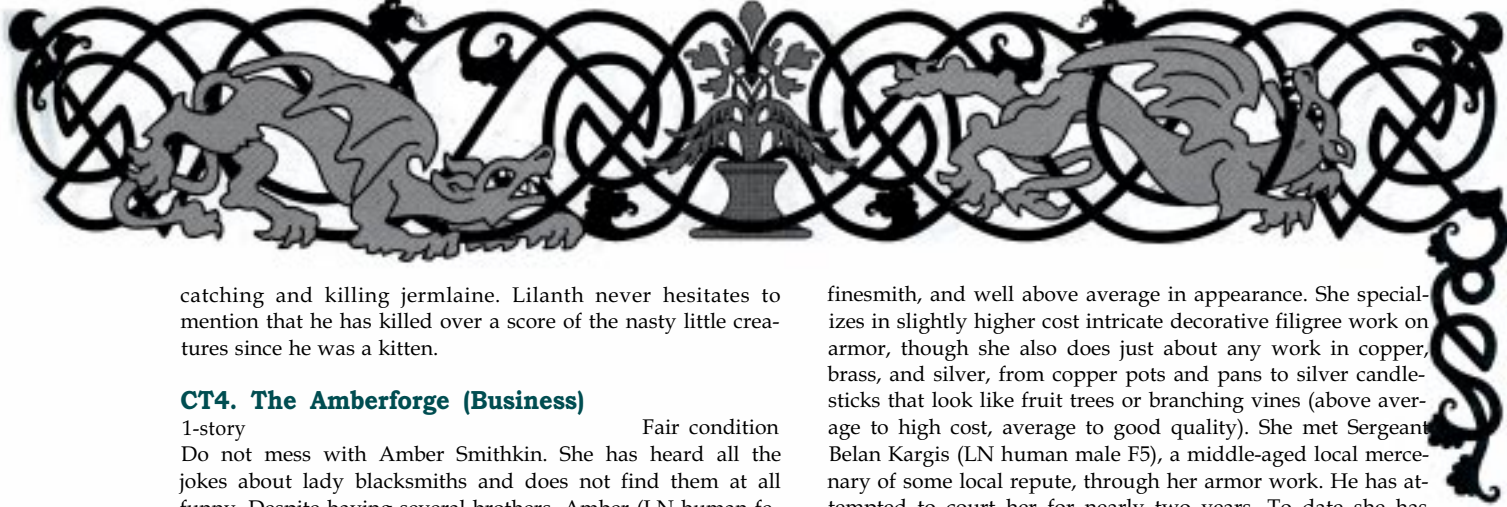
1-story Squalid condition
Within the dark confines of this one-story shack, the Port of Shadow's most infamous forger, "Blind" Issayk (NE male human T14), can produce nearly any document or writ. With his impressive web of contacts throughout the civilized lands of the Realms, he is well informed of any changes experienced in the bureaucratic arenas that would make one of his documents out-dated, and therefore his forgeries work well if used promptly. Through bribes and other less savory means of coercion, Issayk has acquired wax pressings of important governmental seals from Calimport north to Luskan and from Waterdeep east to Cormyr and Sembia. His skills command fantastically high prices. Minor travel writs from local nobles cost a few hundred gold pieces, while an engraved invitation to attend a ball sponsored by a Calishite noble or a signed license for a Cormyrean adventuring company could cost 2,000 or more gold pieces. What he does with all his money is a mystery; numerous burglaries have turned up only petty cash and several nasty and fatal traps on the premises.

CT3. Lilanth's Librams (Business)

2-story Fair condition
A laconic wizard by the name of Lilanth Shytongue (NG female human M4) operates the closest thing to Skullport has to a library or bookstore. She stocks hundreds of books covering nearly any topic imaginable from Cormyrean gardening to hedge magic. The cheapest book costs as little as 20 gp, while truly rare finds could cost a hundred times that amount or more. She supplements her business by selling scrivener supplies such as parchment, ink, and quills (average prices, average quality). She also rebinds books, having achieved some praise for her highly imaginative leather book covers and metal clasps.

A small army of cats patrols the interior of the shop for mice, rats, and other destructive vermin. One of the cats, an aging tom by the name of Captain M'horest has a talent for





catching and killing jermlaine. Lilanth never hesitates to mention that he has killed over a score of the nasty little creatures since he was a kitten.

CT4. The Amberforge (Business)

1-story Fair condition
Do not mess with Amber Smithkin. She has heard all the jokes about lady blacksmiths and does not find them at all funny. Despite having several brothers, Amber (LN human female F2) is the one who took over the family business (formerly known as the Ringing Stone) when her father died. She is big, strong, and carries a 10-foot pole of a chip on her shoulder. Show proper respect for her craft, though, and she will do good by you. Working with iron has always been her passion, and it shows in the quality of her products: quality metal goods such as nails, horseshoes, pots and cauldrons, and ironworking tools (average prices, good quality).

CT5. Delver's Folly (Business)

1-story Good condition
The engineers that reside in this simple one-story structure of wood and plaster build traps of every variety, size, and lethality level. Concealed pits, flaming oil jets, and self-rearming spring-loaded scythe blades are all available for a price. With all the rogues that frequent the Port of Shadow, providing reliable security for residents and other interested parties is not surprisingly a booming business.

Costs are high, especially for unique and complex mechanisms, many of which can cost in excess of 5,000 gp (high cost, excellent quality). The engineers are all accomplished thieves and rogues (T3-T6) experienced with detecting and circumventing any and all traps and locks. The leader of the engineers, Lystand the Pick (N female human T9), is an accomplished adventurer from Waterdeep who specializes in constructing complicated poison gas and dart traps that require several steps to properly disarm (-15% to remove traps rolls).

CT6. Stump's Locksmithy (Business)

1-story Poor condition
A one-handed, nearsighted human by the name of Stump (N male human T8) manufactures devious locks and lock traps from this tiny one-story shop. His mechanisms display an unusually high degree of cunning and complexity and are not cheap (good to excellent quality, average to high prices). They start at 150 gp for the simplest good lock he sells, and prices go up from there for adding traps and complexity. Thieves and footpads find his locks unusually difficult to pick and disarm (-20% to both pick locks and remove traps skills). Stump loves to play chess, and if someone can beat him at a game, he knocks 20% off of the cost of his wares once for that person.

CT7. Emerald Fires (Business)

1-story Fair condition
From this modest stone-and-wood shop friendly, middle-aged Selantha (LN human female F0) has run the Emerald Fires since the disappearance of her husband on a trading mission over six years ago. She is intelligent, of average ability as a

finesmith, and well above average in appearance. She specializes in slightly higher cost intricate decorative filigree work on armor, though she also does just about any work in copper, brass, and silver, from copper pots and pans to silver candlesticks that look like fruit trees or branching vines (above average to high cost, average to good quality). She met Sergeant Belan Kargis (LN human male F5), a middle-aged local mercenary of some local repute, through her armor work. He has attempted to court her for nearly two years. To date she has avoided commitment, but there are signs that her unwillingness to marry without knowing the fate of her long-lost husband is coming to an end.

CT8. Twoedge's (Business)

1-story Fair condition
Twoedge (N male human F1) makes a fine living sharpening and repairing blades of all kinds. Typical weapon repairs cost about 25-40% of the original cost of the weapon. Weapons destroyed with magic or the effects of rust monsters are beyond the skills of Twoedge.

Sharpening costs a number of silver pieces proportionate to the size of the weapon: 2 sp for small weapons, 4 for medium, and 6 for large. Twoedge also offers sharpening with a magical *whetstone of sharpening* that he recovered from Undermountain during his youth. Any magical or nonmagical bladed weapon sharpened with the *whetstone* receives a nonmagical +1 bonus to hit and damage for 1d4 successful strikes. The cost for the service is 50 gp, but for folk looking for an edge in combat, it is well worth the price.

Sometimes Twoedge can be persuaded to sell the weapons of those that either refused to pay for his services or failed to reclaim their weapons. He sells them for about 75% of the original cost listed in the Player's Handbook. In the past, a couple of lucky folk have happened upon an enchanted weapon for sale in the care of Twoedge. The cost of such a weapon must specially negotiated with him.

CT9. Ali-bin-Jafar's Textiles (Business)

2-story Fair condition
A colorful patterned curtain marks the entrance to Ali-bin-Jafar's Textiles, a veritable warehouse for fabrics and thread of every sort, as well as the city's finest assortment of rare carpets from Kara-Tur, Calimshan, Zakhara, and the Hordelands. The owner (NE human male T5) is actually a Skullport local named Bertrem Thinwick who adopted the exotic-sounding name adorning the shop to further his business. "Ali" is a genial host and a shrewd bargainer. Even canny shoppers have trouble resisting his haggling technique; many a customer has paid far more than an item is worth while thinking she or he has made a steal (average quality, high prices). The only real steal here is Ali's brisk business in contraband, which Ali's network of smugglers, working for the Xanathar Thieves' Guild and Misker, move in and out of Skullport bundled in the shabbier bolts of cloth. There is a 25% chance of 1-3 thieves (N, NE, or LE male or female T1-T3) being in the shop at any given time, though they pretend to be browsing the merchandise.



CT10. Tuns and Tubs (Business)

1-story Fair condition
Marcus Vinlander (LN male human F0) always wanted to run a distillery. It had been his family's trade for generations. But try as he might, he never got a single batch of liquor to come out properly. After a disastrous explosion took off his left arm, Marcus turned his attention to producing a fermentation vat that could stand up to intense pressure. That is when he found his true talent: design. Now the one-armed craftsman oversees the production of durable containers of every sort: basins, tubs, pitchers, and even bathtubs. But his tuns and vats are what bring brewers, vintners, and distillers from across the North—none finer can be found, despite the unassuming appearance of the storefront (excellent quality, high prices).

CT11. Crack'd Pots (Business)

1-story Poor condition
The name of this business accurately reflects the condition of its wares: ill-formed ceramic and clay vessels, basins, and urns thrown with little regard for their shape. All are reasonably (and surprisingly) serviceable, however, despite their unattractive appearance (poor quality, cheap prices). The proprietor, old Estellia Vizen (N human female T0) claims to have been born in Skullport nearly a century ago, and given her withered, clay-encrusted appearance, she might well be telling the truth. She attributes her longevity to the qualities of the clay she works in, which she recovers from certain clay banks along the River Sargauth. Since others use the clay to no special effect, most folk think she is dotty.

CT12. Just Barrels (Business)

1-story Fair condition
True to its name, this one-story workshop is used by the barrel-shaped halfling "Lucky" Shrubfoot (CG male halfling F0) to craft barrels and kegs of all sizes. Small barrels cost 2 gp, and large ones cost 3 gp. Lucky specializes in manufacturing "security" barrels with hidden recesses and false bottoms for smugglers and the paranoid. Security barrels cost at least double the price of regular barrels.

CT13. Rigor's Fabrics (Business)

2-story Fair condition
This modest little shop (average prices, good quality) selling burlap, canvas, and other durable fabrics is owned and operated by Sharia Oriest (NG female human F0) and her lovely daughter, Villianne (CN female human T1). Sharia has connections who ship most of the fabric in for her to resell, but she does weave some special orders on site for double normal rates.

Rumor has it that Sharia was once a servant in the household of a wealthy noblewoman in the Lands Above but had to flee because she witnessed a grisly murder. She feared the killer would slay her because she could identify him. Sharia does not speak about her past, preferring to concentrate on her trade and raising her daughter. To almost no avail, she has tried to instill within Villianne the more refined sensibilities of the world above Skullport, but Villianne is as rough-and-tumble as any youth raised in Skullport's hard streets. Sharia fears her daughter will one day come to a bad end through her association with the young rogues and miscreants she calls her friends.

CT14. Sargauth's Bounty (Business)

2-story Poor condition
Visitors to this location are often surprised to learn that there is indeed a business office hidden somewhere under this veritable mountain of junk. The brothers Duram and Darum Ghaz (LN male shield dwarves F2/T2) make their living by pulling salvage from the River Sargauth and piling it and pegging or tying it in a maze-like arrangement on and around the two-story ramshackle structure that serves both as their home and office. Patrons in the market for rusting swords and barrel hoops, waterlogged timber, stained clothing, swollen chests, wagon wheels, mostly complete carts, or less identifiable bits of flotsam and jetsam need look no further than here for their needs (poor quality, cheap prices).

CT15. Bloodyknuckles (Business)

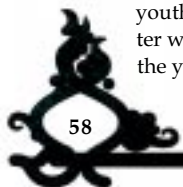
2-story Good condition
Griggen Ekmiran (N male human F0) chose the picturesque name of his business as a means of ingratiating himself with the rough-and-tumble clients he knew he would require to keep this carpentry and woodworking establishment afloat. (It is also a sly quip on the bashed knuckles of the less skilled carpenters he sometimes employs.) Most of his customers are various taverns and watering holes that seem to be in frequent need of repairs as a result of the hot tempers and prodigious thirst of their patrons. A rumor started circulating around Skullport about three years ago that Griggen was employing a gang of rowdies to start bar fights and thus drum up more business. After one of the rumormongers turned up with a ten-copper nail driven through his forehead, no more was heard of this allegation. Griggen's work is solid, though not fancy, and reasonably priced (average quality, average price).

CT16. The Lanternlighter's (Business)

1-story Good condition
The secret of Anderian Dusk's success is his observation of one of the basic facts of life in Skullport: The town is under the ground, and so it is dark. The pervasive darkness is his ticket to profit, for most of the denizens of Skullport, not to mention the numerous Underdark travelers for whom the town is a destination, require light at some time or another. Anderian (LE male half-elf T4) offers these folk light sources in a bewildering array of sizes and styles, from the simplest hooded lantern (10 gp) utilized by Underdark travelers, to the gem-encrusted, gilt-edged beacon lantern (250 gp) favored by those with more ostentatious tastes (above average to high prices, average to good quality). He also sells wicks and lamp oil (8 cp per flask), but not the more volatile Greek fire.

CT17. The Sisters Three Waxworks (Business)

1-story Fair to poor condition
The Sisters Three Waxworks is named for the identical triplets who run who run the business of manufacturing candles of every size, color, and scent: Kaitlynn (CG female human Mys7 of the Earthmother), Briglynn (CN female human Mys7 of the Earthmother), and Anithlynn (CN female human Mys7 of the Earthmother). Those new to the shop are often surprised that not one woman runs the shop but rather three, each with her own distinct personality and approach to their unusual trade.





(see the Rogues' Gallery chapter). Their prices are average for plain, unscented tapers, but those in colors or with scents other than those of beeswax or rendered fat cost extra (average to high prices, excellent quality). They also manufacture wax likenesses of individuals, animals, and arcane symbols for artistic and arcane purposes and sell cures, tonics, balms, and many other folk remedies that utilize herbs, crystals, fungi, etc.

Candles standing on every surface dominate the front of the shop. Lifelike statues of women and men often stare blankly from shelves and their pedestals, and rumor has it that these are a unique form of wax golems, capable of animating should the sisters be threatened or injured by a patron. The rear of the shop, which is accessed by a doorway curtained by an ornate beaded partition, contains a stove for baking and melting wax, iron cauldrons and pans (sometimes containing melted wax), wax blocks and chips, bottles of scents and extracts, herb bundles and powders, braided wicks and drying racks, and other accoutrements of their craft.

Because of the special bond they share, the three sisters can pool their respective levels when casting spells and making special mystic items if all three cooperate to achieve a desired effect. In the rare instances when they work together, they effectively become one 21st-level mystic. They only benefit from this special link so long as they are within 12 feet of one another. If they are separated by more than this distance for more than 3 rounds, they must operate at their own levels and may not join in such a way until the next month.

Central Heart

This primarily residential level features the homes of some of the more influential and wealthy inhabitants of Skullport. On this level and high above it hang many stone archways and bridges, miraculously preserved for centuries or restored by the efforts of the citizenry. The skyline here is also no less cluttered with catwalks and rope bridges than in other central level wards. These fixtures here, though, are much sturdier than those in other wards. Many of these catwalks are constructed out of the masts and keels of ships, allowing all but the heaviest or bulkiest of races free access to the uppermost reaches of Skullport.

CH1. Lord Trilluach's Villa (Residence)

3-story Good condition
Lord Byronae Trilluach (LN male half-elf F9/M10/T11), one of the three mercenary "lords" of Skullport, secretly made his home here among the stalactites and catwalks two years ago. The construction of the villa cost tens of thousands of gold pieces and took nearly a year. Competent masons and carpenters are in short supply in the Port of Shadow, and this prompted Lord Trilluach to import craftsfolk in order to construct his home. When it was completed, the palatial estate, supported on stilts like stone buttresses and suspended from chains attached to overhead stalactites, rivaled that of a Cormyrean noble. It has multiple wings, handsome woodwork, and a fashionable walled rock garden. Strangely, shortly after its completion, the small army of carpenters and stonemasons imported from Waterdeep to build it vanished overnight.

Within three short years of coming to Skullport, Lord Trilluach has secured many highly profitable contracts once held by his competitors, Rhaunaguth and Dalagor (see the Rogues'

Gallery chapter). His mercenary legions can now be found throughout Waterdeep and Undermountain as guards and shock troops, and he has begun taking contracts elsewhere in the North. His success has enraged both Dalagor and Rhaunaguth, who have made numerous attempts upon his life. These have decreased since the construction of Byronae's villa, where he now strikes deals with clients in assured privacy.

At least 30 seasoned soldiers and myrmidons (F3-F5) walk the halls and battlements of the villa, each wearing ring mail or better armor and armed with a variety of missile and melee weapons. Supplementing the body of men-at-arms is a veritable gauntlet of traps both magical and mundane that protect the villa.

CH2. Smallfry's Pantry (Business)

This large open-air kitchen is comprised of three huge firepits, three hunched ovens, three massive cauldrons, and enough seating to accommodate a hundred diners. The pantry is run by Smallfry (CE male halfling F2; see the Rogues' Gallery chapter), a gregarious halfling of stout descent who has a reputation for being one of the most daring explorers in culinary circles.

Smallfry delights in putting on lavish dining experiences for those with sufficient money and an adventurous palate. His sumptuous feasts are held the last two days of Ches, Kythorn, Eleint, and Nightal and on Midsummer and Midwinter. They cost 700 gp to attend. The meals consist of seven courses of the most exotic dishes imaginable. In past years, the first course consisted of poached cockatrice chick encased in an immature gelatinous cube served with a vegepygmy salad dusted with myconid spores. On other days of the year, he serves whatever strikes his fancy and is available during the 12 hours he is open each day (above-average prices, excellent quality for everyday meals). He also offers a mobile catering service, preparing and serving unusual fare at special functions and events in the private residences of Skullport's wealthiest and most influential denizens.

Smallfry's other claim to fame is his willingness to cook anything and everything brought to him so long as it does not represent an immediate threat to himself or his quartet of half-ogre assistants (all F1-F2 and dressed in leather armor). In the past, he has boiled whole hook horrors and cave fishers, the outer hides of which turn a purplish hue when cooked for the requisite time. His assistants, armed with mauls, then split open the outer shells, revealing the steaming meat inside.

Smallfry has even developed several methods by which dangerous slimes, molds, and jellies can be rendered harmless and safely eaten. The taste of these subterranean delicacies is subtle but highly pleasing. The process of denaturing these hazardous creatures is one of the halfling's most closely guarded secrets. Considering his paranoid nature, it will likely be taken to the grave with him.

CH3. Dalagor's Fortress (Residence)

3-story Good condition
Dalagor the Cold (CE male human F11; see the Rogues' Gallery chapter) is a cruel, calculating man more at home amongst zombies and other animated dead than with the living. He plots and plans for the day when he alone will be the leader of the top mercenary band in Skullport. To minimize costs, he has been employing the services of Mhaug (see LP1) to fill the ranks of his mercenary companies. (Up until a year

ago when Shradin Mulophor disappeared, he also called upon him to a lesser extent.) The undead require little or no upkeep, never revolt, do not desert, and are fearless. It is no wonder that the fortress is patrolled by scores of the rotting husks that were once soldiers.

Recently Dalagor has taken to scavenging battlefields and transporting the corpses back to the Port of Shadow for reanimation. Morale among the living troops under Dalagor's control is at an all-time low, as the soldiers know that should they fall in battle, Mhaug will reanimate their remains.

The interior of Dalagor's fortress is sparsely furnished and dreary, mirroring the decaying nature of many of its occupants. Dalagor has little need for creature comforts and useless trappings, but he has gotten rich on the blood and iron of his mercenaries. Hidden deep within the fortress lies a vault filled with the riches and spoils of a hundred battles. Over 30 undead (zombies, skeleton, ju-ju zombies, and curst) man the fortress, along with approximately 10 living lieutenants (F2-F4).

At least two human male vampires subservient to their creator guard the deeper recesses of the keep at all times. Their mistress, Ezira Gloomdelve (CE female human vampire Nec14) was once an experienced adventurer who ran afoul of a vampire while recuperating in Skullport after delving into the lower levels of the Underhalls. The vampire that created her was later betrayed by his vengeful bride, freeing her to act on her own. She now serves Dalagor as his majordomo and advisor. Her cooperation is guaranteed by his possession of her only spellbook, which

he controls her access to and threatens to destroy when she proves insolent or obstinate—which is often.

Dalagor allows Ezira only to drain the vigor and health of slaves and sellswords that fail in their duties. He refuses to allow her to create any more of her own kind than the two she controls already, so she is never allowed to drain them to death.

CH4. Monsters Made to Order (Business)

2-story

Fair condition

The need for reliable guardians and watch beasts in the Port of Shadow and in the Lands Above is high. Most are either unwilling or unable to afford the high cost of a deepspawn from the Hired Horrors. Nestor Podgin (NG male human Tra13; see the Rogues' Gallery chapter) capitalizes upon this demand. A Waterdhavian by birth, Nestor employs powerful spells and magical items to hybridize monsters and creatures for sale. Out of principle, he refuses to fuse sentients of any kind. He negotiates each order specially, and his prices are steep (in excess of 1,500 gp).

So far his most successful experiment is the russet owlmonster, a hybrid of the dreaded owlbear and the rust monster. It resembles the owlbear in stance and size but features the armored hide of the rust monster around its head, shoulders, and back. It also possesses stubbier versions of the antennae of a rust monster on its shoulders.

Nestor has managed to craft three of these beasts, one of which he believes will soon bear young. If it does give birth, the offspring may also be capable of breeding, and a new species will be born. Thus far, owing to the owlmonster breed's unstable and aggressive nature, the creatures have resisted being tamed and must be charmed into obedience.

Russet Owlmonster: AC 4; MV 12; HD 5; THAC0 15; #AT 5 (or as former self); Dmg 1d6 (claw)/1db (claw)/2d6 (bite)/special (antenna)/special (antenna); SA hug on a claw hit of 18 or better for 3d8 per round or until victim or owlmonster slain (similar to owlbear); antenna hit rusts metal that does not successfully save vs. breath weapon (magical metal items receive their bonus as magical weapons or armor or a +2 bonus if neither); SZ L (8' tall); ML average (8-10); INT semi (2-4); AL N; XP 650.

CH5. Sangalor's Home (Residence)

2-story

Good condition

Sangalor of the Secrets (LN illithid P12 of Oghma; see the Rogues' Gallery chapter) lives here when "he" is not visiting the Font of Knowledge, the temple of Oghma in Waterdeep. He has owned the property for several decades. The exterior of his home resembles a huge nautilus shell that is adorned with stained glass windows. A winding staircase leads to its entrance. Each room within is richly appointed with expensive and sometimes alien-looking furniture. Endless stacks of books and tomes rest on every available surface, and ceramic bathing pools tucked into bowers and cozy rooms magically fill with warm, scented water.

When he is home, he enjoys the company of others, and he often invites scholars and those of a learned bent to his home, including Amet'ned-thoth (see the Rogues' Gallery chapter). Prior to his departure to visit the temple, he lays powerful protective spells over the entrances to his home and within it, to protect it from intruders. Some of the spells are merely intended to drive off or temporarily incapacitate, but others, especially the ward employed over his private study, are intended to kill trespassers.



A russet owlmonster



CH6. The Brigadier's Broadside (Business)

2-story Good condition
 In the Lands Above the magical substance known as smoke powder is a rare thing. Not many know how to make it, it is volatile, and wizards often feel that those who possess it present a threat to them; therefore, they lobby to prevent its use and distribution. In many lands, it has been outlawed. The owner of this shop, one of Skullport's most unusual denizens, has grown very wealthy supplying folk with smoke powder and the means by which to use it. The Brigadier (LE male giff F9) of the shop's name is a barrel-chested, gray-skinned offworlder. He is a giff, a member of a race not indigenous to Abeir-Toril. He arrived nearly five years ago on board a spelljammer, a flying vessel capable of travel between worlds. He is unusual, but not unique, as giff and other races that travel in such vessels are seen from time to time on Faerûn, and some settle here.

Brigadier is a title of respect among the giff's kind, not his name, but he prefers to be called by the title and takes pride in it, a fact substantiated by the many rows of medals, ribbons, and awards he wears pinned to his massive chest. The Brigadier always wears an imperial purple military jacket with a tight collar, gold epaulets, and cuffs decorated with gold braid, and cleanly pressed breeches tucked into mirror-polished calf-high hard boots.

The Brigadier arranges transport of quantities of smoke powder to the Port of Shadow from such lands as Lantan and

Thay. The contraband arrives at Ramora's Guile Shipping and Freight (LP20) in metal-lined and lead-sealed barrels to prevent its direct exposure to damp, heat, or flame. When it reaches Skullport, it is stored briefly at Ramora's Guile and then shipped to points all around the Realms, though the Brigadier also keeps some stock at the Broadside for demonstration purposes. The cost for the smoke powder is 50 gp per charge, with a barrel holding around 300 charges.

The giff is also an accomplished gunsmith, capable of designing and building any smoke powder weapons. Each weapon is a unique work of art, individually crafted to the specifications of the buyer's height, weight, build, and strength. Each detail is carefully scrutinized by the giff to determine the perfect balance, the perfect weight for a prospective buyer, and then the weapon is carefully carved, fitted, and decorated and the barrel engraved and chased. The cost for such custom firearms is double that listed in the Smoke Powder Weaponry sidebar.

His most innovative weapons are those that incorporate melee weapons into their design, such as axes, swords, and even hammers. Smoke powder weapons are notoriously slow to reload. Once a combined firearm/melee weapon is discharged, the wielder can rely upon the integrated melee weapon to defend himself from attackers as opposed to discarding the firearm after discharge. The cost for these items is astronomical, thrice that listed in the Smoke Powder Weaponry sidebar plus

Smoke Power Weaponry

Smoke powder is an alchemical substance, a coarse, dark gray powder that can explode when exposed to fire or heat. Known for centuries, its destructive potential caused most of the nations of Faerûn to ban its production and trade (Lantan being the major exception). A handful of alchemists, wizards, and priests know the components and spells that create smoke powder, but the process is difficult and dangerous, often ending in an unplanned explosion that destroys the unfortunate manufacturer's workshop. Even properly prepared smokepowder is volatile; simply exposing the dust to the air, dampness, or heat can cause it to explode.

Firearms all utilize the same basic method of operation. A smoke powder charge is placed in the barrel of the weapon. An iron or lead ball or slug is rammed on top of the charge, which is then ignited using a flint set into the barrel. If it does not misfire (which results in an explosion that can destroy the weapon, its users, and anything in the vicinity), the weapon hurls the shot from the barrel and creates a loud noise and a cloud of thick smoke. Some firearms seen occasionally and sometimes offered for sale in Skullport include the arquebus, the blunderbus, the musket, and the starwheel. The arquebus is a primitive musket with a metal barrel and a wood stock. The blunderbus, or Gondgun, is a wide-bore arquebus with a flaring barrel. Larger and heavier than the arquebus, the musket requires a support to keep the barrel aimed when firing. The starwheel is a one-handed weapon with good short-range accuracy.

Despite certain resemblances, smoke powder is not gunpowder and does not work as gunpowder does. Smoke powder is a magical substance, so it does not work in dead magic areas or within range of operating antimagic spells, fields, and similar enchantments. Allowing smoke powder and firearms may have a profound effect on a FORGOTTEN REALMS campaign, and the DM is advised to use caution in making it available to PCs.

Smoke Powder Weapons

Name	Cost	Weight	Size	Type	Speed	Base Dam.	Add'l	ROF	S	M	L	Charge	Backfire	Dam.
Arquebus	500gp	10lbs.	M	P	15	1d10 / 1d10	10	1/3	5	15	21	1	1-2	1d6
Blunderbus	500gp	12lbs.	M	P	15	1d4 / 1d4	—	1/3	1	2	3	1	1-2	1d6
Musket	800gp	20lbs.	M	P	17	1d12 / 1d12	12	1/4	6	18	24	2	1-3	1d8
Starwheel	1,000gp	5lbs.	S	P	10	1d4/1d4	4	1/3	3	6	9	1	1-2	1d6

Size: Relative size of weapon *Type:* All firearms are piercing weapons. *Base Damage:* Normal damage roll. *Add'l (Additional):* If this number is rolled, score this much damage and roll again. *ROF (Rate of Fire):* 1/3 = 1 shot per 3 rounds; 1/4 = 1 shot per 4 rounds. *Range:* Short, medium, or long, in tens of yards. *Charge:* Number of smokepowder charges required for 1 shot. *Backfire:* Weapon backfires if these numbers are rolled on the attack roll. *Backfire Damage:* Damage to user(s) in the event of backfire.



twice the cost of the weapon to be incorporated. Firearms incorporating broad and short swords, hand axes, maces, and hammers are the only weapons the Brigadier has been able to design thus far.

The interior of the shop is stuffy and very neat, and glass cases display the various arms on pillows of satin and velvet. A huge suit of lamellar armor inlaid with ivory stands guard from a raised dais in the middle of the shop. The clever Brigadier has installed a multibarreled arquebus behind the chest plates of the armor. When a lever is thrown behind the counter, the armor swivels in the pedestal to face where the Brigadier desires, the chest opens, and the weapon discharges.

CH7. Lodge of the Beastlord (Club)

3-story Good condition
This expansive hall rivals many nobles' villas in Waterdeep. The Lodge of the Beast Lord is not so much a residence as it is an exclusive club catering to hunters, adventurers, and bounty hunters of all kinds. The hall is part tavern and part inn. The interior is elegant and dimly lit, and the walls are lined with rich walnut paneling. The floors are made of wood and marble parquet covered in thick, expensive carpets from Kara-Tur and Zakhara. Each room has a large stone fireplace (taller than a human male) over which is hung trophies of expeditions into the wilds of Faerûn and Undermountain.

A comfortable drawing room and tavern are located on the lower level. The middle floor is only open to members and guests and consists of an elegant dining room, a lounge, and a library. The upper floor is off limits to all but members. Here, behind massive doors of thick bronze lies a cold stone-lined chamber and a shrine to Malar.

Membership is by invitation only. The senior huntsman, Asheford Dockscourge (CE male greater seawolf F11), carefully screens applicants. A dashing nobleman, Asheford's devotion to Malar is only matched by his thirst for blood spilled on the hunt.

Likely candidates are put through a series of trials to test their cunning and resolve. Prospective members must prove their willingness to take lives in the name of sport. After a period of observation, candidates are granted initiate status and afforded many of the perks of membership. This period lasts a number of tendays or months. Assuming they stand up to the scrutiny of the other members, candidates are then given one opportunity to prove their loyalty: They must track and hunt a close friend or family member. If they refuse or fail, they become the prey.

Membership costs 100 gp per month. Occasionally, the members arrange special hunts wherein a dangerous monster or person is caged, transported into Undermountain, and released to be hunted. Sometimes the club purchases, tags, and then releases whole cargoes of unarmed slaves into the Underhalls to be chased down. Members give the captives a few minutes' head start before beginning pursuit. Slaves are each given 100 gp, and if they escape, they are free to keep the purse. Few escape.

Upper Levels

Two of Skullport's wards, the Trade Lanes and the Heart, have upper levels, but the two upper levels do not abut. Because of the higher ceiling in the Heart, the upper level of the Heart is higher in elevation than that of the Trade Lanes.

Upper Trade Lanes

The Upper Trade Lanes are very dimly lit and shadowy. Here the ceiling brushes the top of the tallest buildings and stalactites protrude downward, blocking light and creating deep pools of shadow. It is in the relative security and quiet of this level that many folk choose to clandestinely meet and strike deals without interruption. The businesses found here are likewise of a shadowy nature. Customers can rub elbows with crafty illithids, drow, and other light-sensitive races. Questions beyond "How much does this cost?" are unwelcome here.

Lair of the Rag Mage (Landmark)

The residents of Skullport know better than to investigate matters that do not concern them. Since the first appearance of the sinister raggamoffyns (living scraps of garments and armor; see the Rag Mage entry in the Rogues' Gallery chapter for information on them), Skulkers have learned to avoid any quantity of discarded clothing or armor. However, the Upper Trade Lanes are literally alive with scraps of moldering clothing, discarded pieces of armor (metal and leather), and scraps of paper and whatnot. In spite of the clean-up efforts of the locals, the scraps always return within a few days in larger quantities than before.

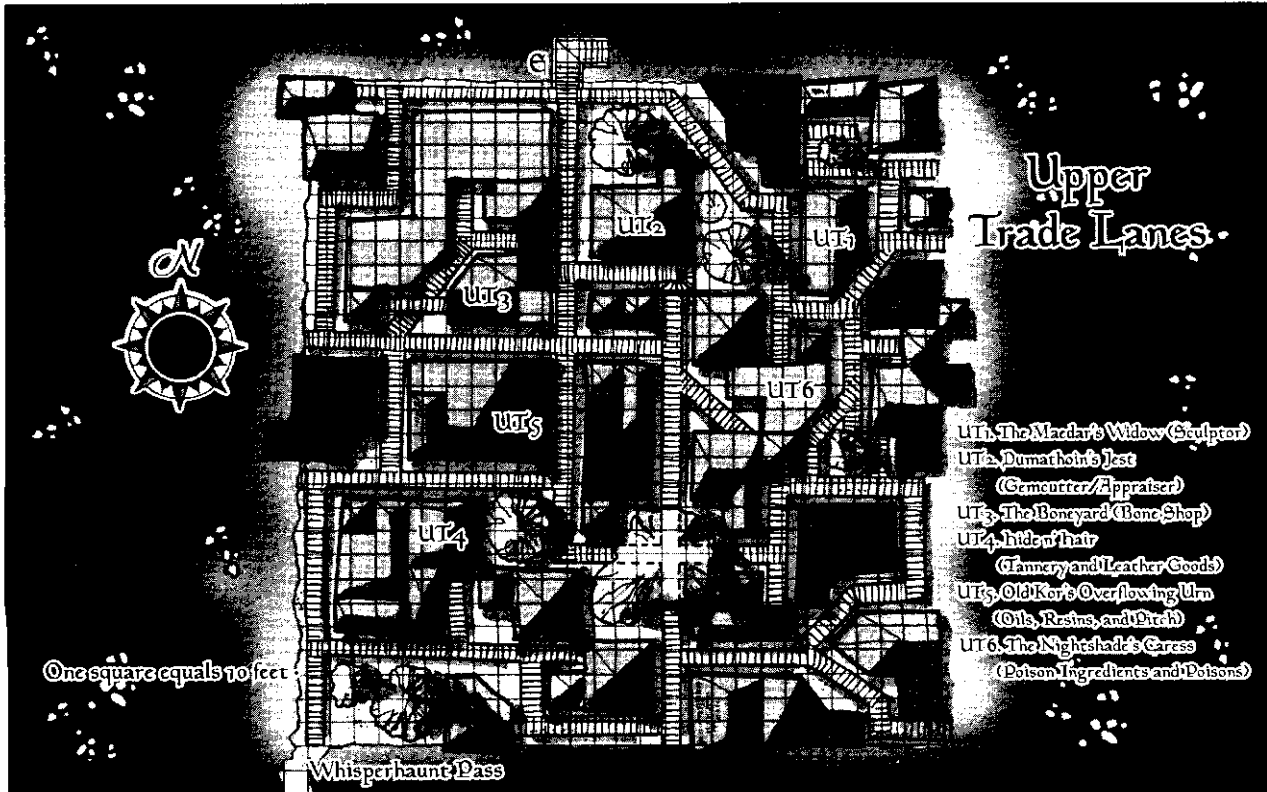
The wizard known only as the Rag Mage (CN male? drow? M19) apparently makes his lair amongst the trash of the Upper Trade Lanes. When he appears, all the clothing scraps and street refuse in an area surge together, and he rises up from the pile. Aside from his deep voice and two dark shadows where his eyes must be, no real clue as to his race or gender is apparent from his form. Dressed completely in scraps and rags, he does not appear to have a home. He wanders amid the shadows, rarely speaking. He has a cruel demeanor, and when he deigns to speak, he does so in a whisper. He is always attended by a whirling swarm of raggamoffyns of various types, but he otherwise goes about apparently unarmed.

Those that he speaks to often meet with misfortune within days after the meeting. Others he gifts with an odd magical item or treasure in gemstones in exchange for a favor. There is no predicting the actions of the Rag Mage.

Whisperhaunt Pass (Passage)

This narrow, winding pass has wind-smoothed walls. It slopes downward toward the Upper Trade Lanes of Skullport, where it opens out into the southern wall about 20 feet above the level of most of the buildings. The walls of the passage echo with a persistent droning sound like distant whispering. A mighty blast of wind issues forth from the pass once every so often (every 1d10 rounds), the force of which is easily capable of taking a grown human male off his feet or sending a halfling or gnome spinning into the air. The blast of air persists for 1d4 rounds, after which it reverts to a steady gust capable of extinguishing candles or unprotected lantern flames if they are held at its entrance. Those who have investigated the tunnel have returned beaten up and flustered and refused to speak of what they encountered.





The air current stems from a permanent one-way *gate* to the Elemental Plane of Air at the end of the tunnel 270 feet away. (The portal is one of the ones that supply fresh air to Skullport discussed in the Necessities of Life section of the Overview of Skullport chapter.) To reach the portal requires excellent timing and climbing gear; flying is fruitless without some method of negating the extremely strong winds further up the pass.

The force of the blast increases as one delves deeper into the tunnel, and after 100 feet of travel even the loudest voices are drowned out by the wind. Those wishing to venture into the interior must pass a series of progressively more difficult Strength rolls. The first Strength check is made after 45 feet. For every 45 feet further down the tunnel an adventurer progresses, a cumulative -2 penalty is imposed on the Strength check. When rolling to keep their footing, large creatures may add 1 to their respective Strength scores, while those of small size must subtract an additional 1. Those that succeed at a roll may move forward; those that fail are blown back 1d6x10 feet, and sustain 1d4 points of damage per 10 feet of distance they are blown. Characters with the mountaineering nonweapon proficiency may take a +1 bonus to their scores for the roll, and characters with the climbing ability may take an additional +1 bonus.

Should someone manage to make the trip to the portal, they will be sorely disappointed at the lack of anything of note aside from wind. The portal only opens into Skullport, not from Skullport into the Elemental Plane of Air. Merciful DMs may wish to have a few items of treasure snagged on climbing spikes left by previous curious adventurers (DM's choice as to what items).

Upper Trade Lanes

- UT1. The Maedar's Widow (Sculptor)
- UT2. Dumathoin's Jest (Gemcutter/Appraiser)
- UT3. The Boneyard (Bone Shop)
- UT4. Hide of Hair (Tannery and Leather Goods)
- UT5. Old Kor's Overflowing Urn (Oils, Resins, and Pitch)
- UT6. The Nightshade's Carass (Poison Ingredients and Poisons)

UT1. The Maedar's Widow (Business)

2-story Good condition
Skullport has its share of unusual merchants, but this one in particular is unique. Only the Port of Shadow would allow such an artisan to operate. The proprietor is the medusa Morganis Andropoea (CE medusa), and the shop is named in memory of her late husband, Holmyrr, who died nearly three decades ago at the hands of an adventuring party, prompting the medusa's emigration to the Port of Shadow. She supplies the port city and the Lands Above with lifelike, unique images captured in stone—captured being the operable word. She buys able-bodied slaves from the Slavers' Market in the Lower Port, costumes and equips them in proper garments and uniforms, poses them as needed, and then submits them to her petrifying gaze (exorbitant prices, excellent quality).

Once frozen in stone, the new statue is carefully boxed up and shipped to the halls and villas of the rich and decadent Her unique "sculptures" command fabulous fees in the City of Splendors. Some nobles have even taken to displaying their collections in hidden gardens and atriums in their villas.

UT2. Dumathoin's Jest (Business)

1-story Good condition
Dumathoin seems only remotely related to this gem-cutting and appraisal business. Nora Ketterling (N female half-elf F0) has a sharp eye and is known for her fair appraisals and discreet work. Customers can expect to pay handsomely for these services, as Nora charges a flat fee of 20% of a gem's value. If anyone asks about the shop's name, Nora simply smiles (high prices, excellent quality).





UT3. The Boneyard (Business)

1-story Fair to poor condition
Dethyn Hurl (NE male shield dwarf T1) runs a surprisingly brisk trade in bones. Bones of every variety, age, and size rest on crude wooden shelves from floor to ceiling. Single normal demihuman bones can cost as little as 5 sp, while an entire skeleton in good shape starts around 30 gp (average prices, good quality). A bulette skull hangs over the front door to the shop. Dethyn claims it attacks shoplifters.

UT4. Hide n' Hair (Business)

1-story Fair condition
A different shopkeeper seems to run this tannery every time a person comes in. The current one's name is Norm Flendur (N male human F2). None of them appear to find anything amiss in this, and each one seems to only barely recall his or her predecessor if asked. Hides are tanned and worked here regardless of race or species, and the variety of work displayed on the walls gives the shop an eerie quality. Prices vary depending on the size, quality, and time needed to finish a hide, but they start at 1 gp for a medium animal pelt (above average prices, good quality).

UT5. Old Kor's Overflowing Urn (Business)

1-story Fair condition
The walls of Old Kor's (N male human F2) one-story shop are blackened, and the interior smells of burning things. Old Kor sells oil, pitch, tar, and resin of all kinds by the barrel for 10 gp and up (above average prices, average quality). Kor's memory is not what it used to be. He sometimes mixes up orders, so his regular customers know to open barrels and check the contents before they buy.

UT6. The Nightshade's Caress (Business)

2-story Poor condition
The Nightshade's Caress is a rickety, patchwork structure owned and operated by the gravel-voiced crone calling herself Nightshade (CE female human Mys5 of Shar). She deals in plants, herbs, and fungi that have paralytic, narcotic, or lethal applications. She possesses an extensive selection of toxins and even trades in the venom of poisonous animals such as

giant centipedes, wyverns, and giant toads (high prices, excellent quality).

She looks very much like the crone of many children's tales, complete with jagged black nails, wart-covered skin, wiry chin hairs, and a mouth full of decay-blackened teeth. Her eyes glow a malevolent green color when she is angered or greatly amused. She revels in corrupting others and leading them down self-destructive paths.

She is a great friend of Mhaug (see LP1). There is a 20% chance that the hag is visiting her friend when the PCs come calling.

Upper Heart

In the Upper Heart, the gloom is thickest. Because of the extremely dim lighting, the largest numbers of beings of darkness-loving races in Skullport live and sometimes do business here. Here an occasional patch of glowing fungus only periodically disrupts the pitch darkness. The very pale *continual faerie fire* decorations of the Tanor'Thal refuge are considered bright here.

Bonewatch Pass (Passage)

In the ceiling roughly 40 feet south of the northernmost bend of the Worm's Gullet (UH1), directly above the Crock and Helm inn (LH10), Bonewatch Pass opens down into Skullport. It is named for the giant one-eyed skull that occupies the center of the tunnel at its Skullport terminus. The skull weighs hundreds of pounds and has resisted being moved for centuries. Those who have attempted to disturb or destroy the fixture have found themselves surrounded by a horde of enraged monsters summoned from somewhere in the Underhalls, driven off by lightning or fire, or even teleported into a random location in Undermountain. Oddly, the skull periodically shifts its position when no one is looking, turning to face one direction or another.

The passage is lined with many concealed 20- to 60-foot pits lined with cruel spikes in which rest the bones of the unwary and several springing spear traps. Carrion crawlers, stirges, and the occasional large or huge spider also frequent the pass. In years past, a band of two dozen or so kobolds made this tunnel their home, but half of them were recently wiped out by a sword-wielding interloper whose identity is unknown.

The pass extends for miles with few side passages. One of the rare side passages leads to a secret door in one of the wine cellars of the Yawning Portal inn in Waterdeep and another to the sewers under Waterdeep.

UH1. The Worm's Gullet (Restaurant and Casino)

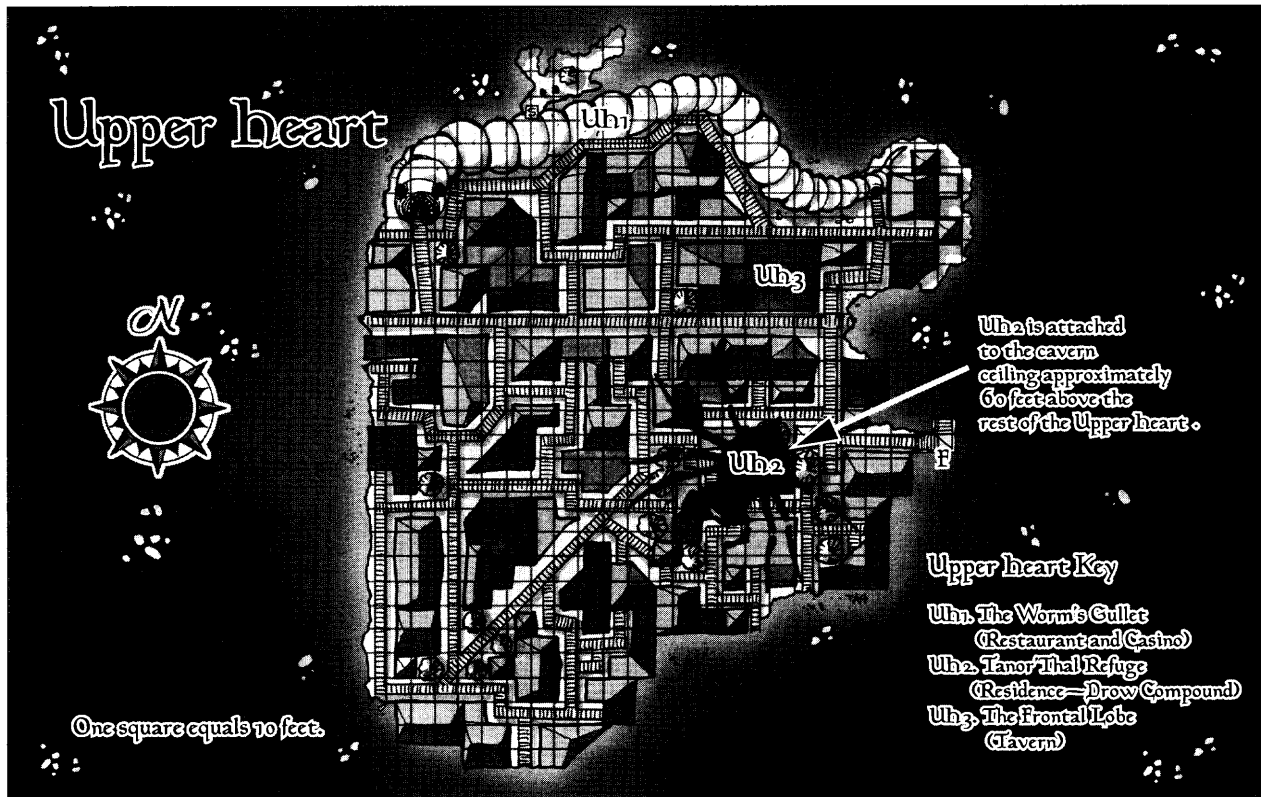
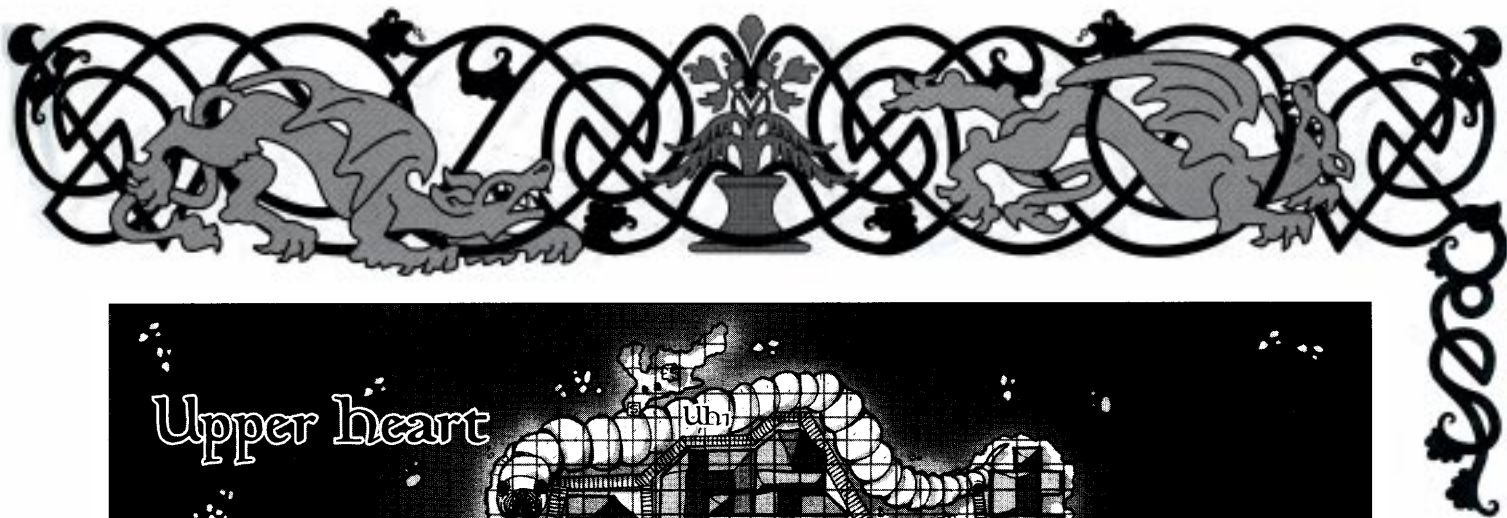
1-story Good condition
The Worm's Gullet is one of Skullport's more unusual sites. It is named for the giant purple worm that was hollowed out and petrified to make it nearly a decade ago. The process took months to complete, and many additional months were spent to fully equip its kitchen, dining room, taproom, and gambling hall. The structure is lashed and secured by stone shape spells to the walls and ceiling of the northern wall of the Upper Heart.

The Worm's Gullet is one of the finest eateries in the Port of Shadow (exorbitant prices, excellent quality). Denver



R.R.





Gilliam (see the Rogues' Gallery chapter), the wealthy restaurateur, owns it. No expense was spared in its construction and decoration. To cut down on noise, sound-dampening magical fields are emplaced between the various major rooms within the Worm. Imported wall hangings and carpets, diffuse magical lighting, and handsome metal sculptures make dining in the Worm's Gullet a truly gracious experience.

Dining is by reservation only, and even then patrons often have to wait an hour or more for a table, although those of means or influence can persuade the headwaiters to hasten the process. Guests enter through the gaping maw and descend a flight of steps into the dining room, where they are seated. The tables are neatly ordered and covered in clean linens, the dishes and cutlery are spotless, and the fine wines and brews served here are drunk from long-stemmed crystal glasses and porcelain mugs.

The servers, hosts and hostesses, cooks, and cleaning people are courteous and professional. Waitstaff are on hand at all times to tend to a guest's every imaginable need, from refilling water glasses to refreshing fingerbowls between courses. During the evening hours between dusk and midnight (as counted by the waterclock; see the Central Trade Lanes section), talented trios and quartets of musicians provide soft musical entertainment for guests. The kitchen opens off of a secret door (to make it unobtrusive to guests) leading to some natural caves behind the worm.

Farther along the worm's coils lies the casino, which caters to those who wish to enjoy upscale games of chance. Elegantly

uniformed mages employed by the house casually wander about periodically detecting for attempts at magical chicanery (2d4 LN female and male human M7s). Those caught cheating forfeit their winnings and are shown the way out by thick-necked, but well bathed and nattily dressed, ogres. Repeat offenders are pitched unceremoniously out the nearest window to whatever fate awaits them below.

The establishment's exit is in the rear of the worm, much to the amusement of the ribald Skulkers.

UH2. Tanor'Thal Refuge (Residence)

3-story

Good condition

The emissaries of the Tanor'Thal drow family make their home here high above the rest of Skullport. This sinister dark elven stronghold is shaped like an unmoving obese spider clinging to the ceiling of the cavern. Through drow engineering and magical craft, the ceiling of the Upper Heart has been crafted to form this stronghold. A low point in the cavern ceiling was hollowed out for living space and sculpted to resemble the body and jointed limbs of an arachnid.

About 30 feet of space lies above the underside of the spider's belly and the cavern ceiling. The majority of the living space occupied by the dark elves is on top of and partially built into the underside of the spider's thorax and abdomen. The estate is surrounded by a smooth cobblestoned courtyard, which in turn is surrounded by a reinforced stone palisade rising to a height of 15 feet. Large and huge spiders lair within and about the structure and have spun an elaborate





Malakuth Tabuirr greets Kesra Tanor'Thal of House Tanor'Thal

multihued tapestry of spider silk between the towers and ceiling of the chamber, sheltering it from spying eyes and harmful light. House Tanor'Thal alchemists and wizards have treated the precious spider silk to render it immune to fire and flame attacks. Pale, multicolored *continual faerie fire* designs decorate the back and head of the sculptural fortress.

Several companies of male drow soldiers of House Tanor'Thal walk the parapets at all times, wary of attackers and spies. Each warrior (CE male drow F5-F7) is armed with long and short swords of at least +2 enchantment and dressed in drow chain mail +2. (Drow chain mail is described in *Demi-human Deities* in the Lolth entry and in *Drow of the Underdark*.) Some of them (at least one at any time) are also mages armed with *wands of magic missiles* (CE male drow F5/M5).

The household is distinctively drow, fiercely matriarchal, and currently headed by Kesra Tanor'Thal (CE female drow P8/F8; see the Rogues' Gallery chapter), the youngest daughter of Matron Haelra Tanor'Thal, ruler of the drow city of Karsoluthiyl. Kesra was afforded the opportunity to establish a drow presence in Skullport as an acting matron mother in Skullport, a de facto ruler in place of her mother. She represents her mother's concerns in the Port of Shadow.

UH3. The Frontal Lobe (Tavern)

Fair condition

Only illithids and their servants are welcome inside this apparently completely dark structure. Those who are uninvited or

without illithid escort are telepathically politely encouraged to leave, as the management cannot guarantee their safety.

The interior of this somber two-story tavern and eatery has been carefully worked with magic so as to appeal to mind flayers. It has bulbous windows of dark-tinted crystal, highly polished walls, and valvelike doors on concealed hinges. High stone arches resembling bones and cartilage support the ceiling. Odd, deep rhythms seem to emanate from the very walls and floors, a music apparently pleasing to illithids.

Inside robed mind flayers lounge comfortably around ornate glass hookas, partaking of strange gasses and vapors, while others engage in games of telepathic skill. Dominated slaves in immaculate white tunics cater to the mind flayers' every want and need.

The second floor is reserved for illithids intent on dining. The decadent mind flayers select their meals from the available stock housed in a pen attached to the back of the structure. The larder is stocked daily from the Slavers' Market in the Lower Port. Once an illithid makes its selection, the unfortunate victim is then brought directly to the mind flayer's table. The table rests high off of the ground and integrates a cage and restraints. The illithid is then free to enjoy its meal in peace. For illithid gourmets, slaves can be "seasoned" to taste with various drugs or psionic effects, effectively flavoring the victim's mind to taste. Bon appetit!

The owner of the Frontal Lobe is at present a mystery. Many believe that it is the Skum Lord (see the Skum Lord entry in the What Lurks Below chapter).



What Lurks Below

Below the streets of Skullport's lower level two underground systems of tunnels exist: the sewers and the dungeons. The sewers are, to a large extent, a mystery. They are a network of flooded and partially flooded tunnels and rooms that connect to the city streets through the sewer grates of the city's streets and the Port beach (below the low tide mark). The dungeons are a relatively small set of originally Netherese-made stone chambers that are clustered under Skull Square and connect to the square via a large grate through which prisoners sentenced to them are dumped or lowered. Both are miserable places, and both are dangerous in their own ways.

Sewers

The Netherese responsible for first colonizing the area of the Underdark that would someday be Skullport built an extensive system of aqueducts and sewers to accommodate their waste disposal needs. When their enclave collapsed, the weight of their structures falling partially destroyed these waterways. When the Melairkyn dwarves arrived, they reopened and, in some ways, improved on the sluices and channels to deal with the waste generated by smelting ores.

At the time of Shradin's arrival, the sewers in the region of Skullport had once again collapsed under the weight of the rubble brought down when the Netherese magic went wild. After reestablishing the port, Shradin recognized the need to reopen the sewers to provide for waste disposal and convinced a troupe of dwarves to reopen the channels. Many of the original tunnels had to be reexcavated or redirected. A large quantity of the removed debris was incorporated into Skullport's burgeoning skyline. Odd bits of sculpture, statuary, and even whole walls were excavated and relocated to the surface.

As the dwarves worked, they reopened old vertical shafts leading to lost levels between the third and fourth levels of Undermountain. These levels were inhabited with all manner of subterranean horrors that sought out the sewers in search of prey. Huge numbers of slimes, jellies, and voracious otyughs rushed the newly opened portals, attempting to gain access to new hunting grounds. This response prompted the dwarves to seal off the levels in such a way as to prevent the passage of Underdark beasts while at the same time allowing waste and refuse to drain away from the Port. They built refuse wells and drains, isolated them from much of the original sewer system, and capped them off with iron bars. Smaller shafts were then dug into the stone connecting the vertical shafts indirectly with the streets, thus providing the Skulkers with a convenient method of solid waste and rubbish removal.

As huge amounts of trash flowed into the refuse shafts, the attacks by scavenging monsters lessened, eventually stopping altogether. Investigations revealed that the otyughs and other scavengers had established their lairs under the shafts to take advantage of the continuous discharge of trash. They also discovered that the monsters had grown to titanic proportions. One neo-otyugh had grown to over 20 feet tall. Because of its titanic bulk, it was unable to move about with any speed. It just lay under a refuse chute with its mouth agape, waiting for its next meal of offal to arrive. Further stonework was subsequently erected around such monsters to contain them and prevent their migration back into the Underhalls.

The sewers were designed to slope downward from the Heart gradually toward the Trade Lanes and the Port. The standard sewer opening is ovoid, measuring roughly 6 feet in width and 5 feet in height. As the tunnels slope toward the Port ward, the circumference of the tunnels decreases, increasing the rate of discharge and preventing the larger denizens of the River Sargauth from gaining admittance to the sewers. A channel measuring 2 feet on a side has been cut into the middle of the floor of every tunnel, preventing the accumulation of solid matter by increasing the rate of the flow. A narrow ledge is built along the tunnel walls about 1 foot above the watermark. It allows workers to move about the sewers without necessarily having to tromp about in the previous night's bathwater.

On the lower level of Skullport, sturdy iron drains have been emplaced on the cobbled walks and muddy paths between buildings and sometimes within them (providing a primitive form of





interior privy). Larger accesses to the sewers take the form of poorly fitted iron and wooden manhole covers leading to three- and four-way sewer junctions connected to the surface by a ladder or set of rungs imbedded in the shaft wall. (These manholes are not shown on the map, since mud and dirt frequently cover them to a depth of at least an inch.)

The sewers are home to just about any filth-loving monstrosity capable of squeezing itself through the tunnels. Giant spiders; sewerms; immature otyughs; every slime, mold or jelly; gelatinous cubes; rats of immense size; giant centipedes; and even the occasional stray zombie that wandered a little too close to an open sewer drain and fell in stalk the murky, claustrophobic tunnels.

The Skum Lord (Resident)

A powerful aboleth that calls itself the Skum Lord (LE savant aboleth P11 of Piscaethces the Blood Queen/M13) lairs somewhere within the sewers beneath the Lower Heart of Skullport attended by a host of skum servitors it has bred over the centuries from escaped slaves who stumbled into its clutches. (Skum are described in the **MONSTROUS COMPENDIUM** sheets found in the revised **FORGOTTEN REALMS Campaign Setting** box and in the **MONSTROUS COMPENDIUM Annual Volume One**.) The Skum Lord is the primary agent of the Kraken Society in Skullport. It is also rumored to own as many as 40% of Skullport's residences and shops. Its pale, translucent-skinned servitors are spotted every month collecting payments from tenants and shopkeepers throughout the Port of Shadow. These folk have always later refused or been unable to speak of such transactions. The servitors extract a terrible price from those unwilling or unable to pay the rent. They drag off persistent deadbeats to the monster's lair for purposes only the Skum Lord knows.

The Dungeons

When the dwarves Shradin's employ were mucking about in the remains of the Netherese sewers, they chanced upon a relatively intact set of cells and laboratories set to one side and beneath the outpost's sewer system. The chambers and cells had been sealed by falling rubble during the magical cataclysm that destroyed the Netherese wizards. The experiments and test subjects in the laboratories during the collapse of the Netherese enclave found themselves trapped under tons of rock without food, air, or any chance of escape. They perished within days, and the labs and their corridors became a mass grave.

When the dwarves breached the walls of the labs, what they found shocked them. The skeletal remains of hundreds of captives were found, many still in chains and shackles. The furnishings and equipment of the chambers were also undisturbed. Netherese artifacts of all kinds were recovered, but they were quickly and quietly handed over to Shradin to prevent every resident in Skullport from tearing up the streets and digging up their basements in search of Netherese artifacts. What little debris had fallen was removed, and the cells were repaired and readied for immediate occupancy by troublemakers and malcontents consumed with more ambition than good sense.

The Skullport Dungeons

The entire dungeon area reeks of old sweat, moldering cloth, and worse. The interiors of the cells are damp from the sewers above, cramped, and drafty. Aside from wooden benches and piles of filthy moldering rags, most cells are unfurnished. The doors leading into the cells are constructed of moisture-swollen wood reinforced with iron bands. A sliding peephole at head height allows the guards to look in without being attacked. Metal spikes and nails have been driven into the doors and then sharpened into points facing the insides of the cells. These have proven to be very effective deterrents against prisoners rushing the doors to escape.

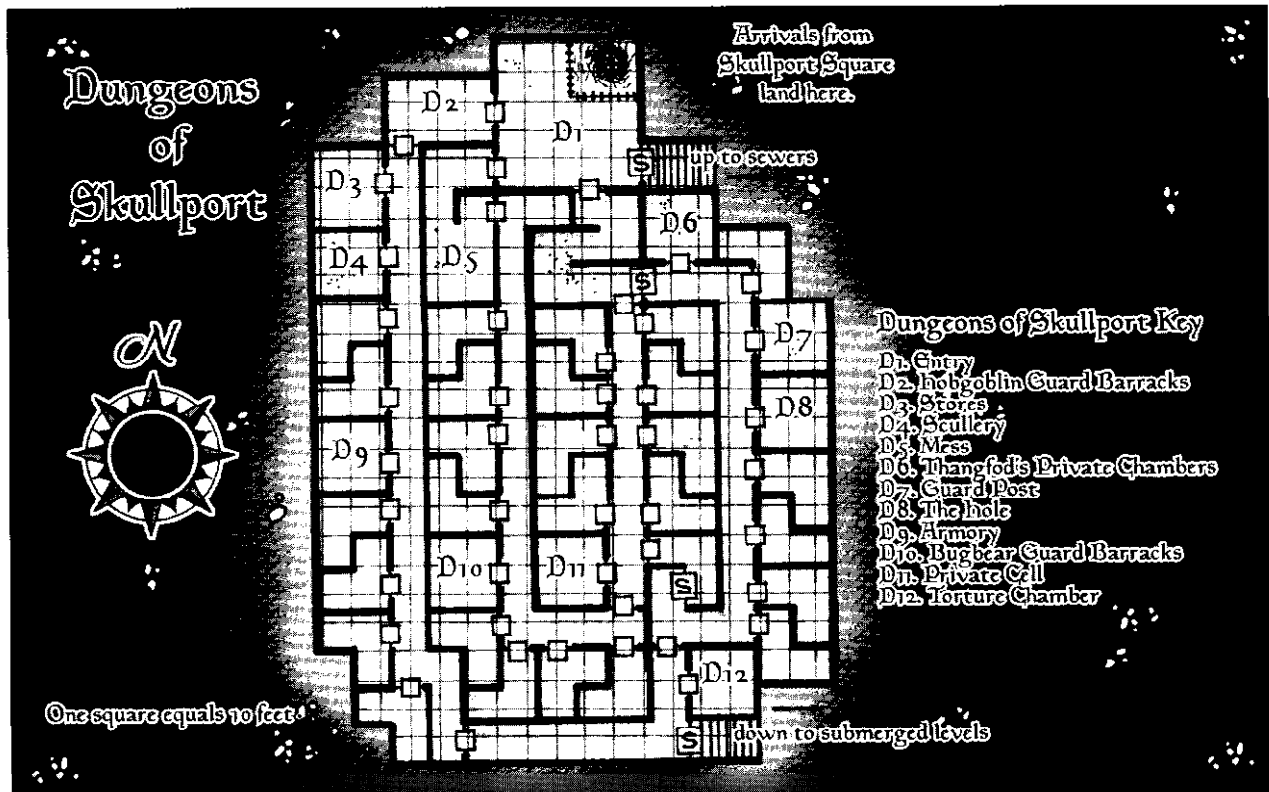
Guards: A dedicated band of hobgoblins and bugbears has been given responsibility for maintaining the dungeons and taking care of the prisoners. Usually humanoids make poor jailers, but these fellows take their jobs seriously, regularly patrolling the corridors and passageways, looking in on guests, and seeing to it that the corpses of the dead are removed in a timely manner. Still, the humanoids do occasionally torment their charges by flooding individual cells with sewer water, throwing bags of hungry rats into the cells, or withholding food and water rations for a day or more.

The leader of the group is a brutish, pot-bellied hobgoblin by the name of Thangfod the Mighty (LE male hobgoblin F7). He is known for his liberal use of threats and a huge mace to get his point across. He has no trouble controlling the other hobgoblins, but every now and again, one of the bugbears gets mouthy, and Thangfod has to "make an attitude adjustment." The body of the dead bugbear is then searched for any valuables, pitched unceremoniously into the sewers, and left for the rats and other scavengers. Thangfod reports to the Skulls, technically, but takes his routine orders from the Iron Ring, usually from a lieutenant sent by Quinan Varnaed. Thangfod has his guards work in two 12-hour shifts, though he is thinking of recruiting more hobgoblins and changing that to three eight-hour shifts.

The hobgoblin guards (LE male hobgoblins F1-F3) are armed with maces and clubs and wear ring or banded mail. If prisoners act up en masse or intruders are discovered, the guards resort to bastard swords and battle axes brought from the armory (D9). They dress in military fashion, sporting tabards with embroidered skulls, and march about the halls in tight formation with a peculiarly hobgoblin esprit de corps. There are roughly 16 hobgoblins in the dungeon at any one time (some are always out on leave), not counting the cook, his two assistants, and Thangfod.

The bugbear guards conform to the statistics presented in the **MONSTROUS MANUAL** tome. There are approximately 12 of them in the dungeon at all times. All are armed with hand axes, short spears, and flails. The bugbears resent Thangfod's authority but fear his martial skills. They quietly conspire to one day overthrow Thangfod and his lackeys and run things in the dungeons their way.

Traps: The Netherese, being as paranoid as they were power mad, had emplaced powerful wards and magical traps upon their laboratories to prevent escapes and espionage by rival wizards. After the dungeons were rediscovered, some traps were repaired and rearmed, and others seemingly reset themselves. The traps vary in effect, but all are cunningly



concealed behind walls or under floors. All are deadly or at least intended to permanently handicap anyone unlucky enough to set one off. Some are invisible blades of force that spring out from between joints in the walls, shearing off limbs; others are webs of magical energy that snare the unwary, sapping their strength and vitality; and some are disintegration fields that reduce bodies to dust. DMs should place traps in the dungeon to suit their fancies and the levels of lethality appropriate their campaigns. Obviously, rooms occupied by the guards are not trapped.

Ghosts: The halls are still haunted by the previous occupants, who have been dead for centuries. These restless souls long for release, and their muffled moans and cries can still be heard if one listens for long enough. Some prisoners have been driven mad by these sounds, and others have been found dead from fear.

Most of these phantasms are harmless, mundane ethereal echoes; others are not. The guards know not to patrol the halls in the few moments before dawn because a ghost in the guise of a winsome woman in tattered robes wanders the halls at that time, listening at each door as if searching for something. In the past, prisoners have escaped their cells only to find themselves staring into the hollow eye sockets of this deadly ghost.

Prisoners: No prisoners are detailed below. Any room not specially keyed below is a normal cell and can hold prisoners. DMs should populate the place with a large percentage of street scum prisoners who have offended the Skulls, an upper class Skulker or two, and any special folk appropriate to their campaigns.

D1. Entry

Prisoners arrive here from Skull Square (see the Skull Square entry in the Lower Trades section of the Skullport chapter) via a narrow chute in the northeastern wall. They fall about 6 feet onto a bed of rotten straw and scraps of cloth into a barred cell open on two sides. Attendant hobgoblin and bugbear guards remove the already-manacled prisoners from the cell, frisk them for weapons and magical surprises or valuable goods overlooked by the crowds in Skull Square above, and then transport them to cells. Should a prisoner struggle or put up any resistance, he or she is knocked unconscious and dragged off to a cell.

The prisoner's name, crime, and the duration of his or her stay is clearly marked on a skull that is thrown after him or her down to the dungeons from Skull Square. The skull is hung on a peg outside the cell door the prisoner is assigned along with a slate upon which are marked the passage of the days of the sentence in white chalk.

At least two hobgoblins and bugbears are here at all times. They are usually lounging around a small table imported from another room, playing cards, and slapping each other about "fer cheatin'."

D2. Hobgoblin Guard Barracks

Eight sleeping pallets made of knotted wood frames covered with filthy rags are pushed against the walls of this room, along with several untrapped strongboxes containing personal effects, scraps of hide, carved bones, good luck charms, dice, and such. There are 1d6 hobgoblins here at any time.





They are sleeping, rolling dice, or performing minor repairs on their weapons and armor. Any who are asleep do not awaken for any unusual noises unless they are very loud, such as the sounds of fighting.

D3. Stores

This room is kept locked at all times. The only two keys hang from the necks of the head cook Zeejill and from Thangfod. Barrels containing brine and salted pork fill every corner, and half-full bags of weevil-infested flour and grain are stacked on the floor. Wheels of pungent green cheese hang from ropes dangling from the ceiling, and odd-looking cured meat and even less appetizing ingredients are stored on shelves along the walls. The only supplies that look perfectly unspoiled are the numerous ubiquitous barrels of assorted shapes and sizes of dried Underdark fungi.

An undiscovered secret door lies behind a pile of empty barrels in the southern 10 feet of the western wall. It leads upward to a narrow ventilation shaft and then to the sewers beyond. In the past, several creatures have entered this room through the secret door and briefly enjoyed hunting both the guards and the prisoners before being killed or driven off.

D4. Scullery

This smoke-filled kitchen is piled high with unwashed pots, pans, and crockery. A handful of knives and cleavers are embedded in a stained and warped tabletop that is supported by four barrels. A hearth with a tiled chimney coated with years of accumulated soot is built into the back wall of the room. Its floor is lined with glowing coals.

The head cook, Zeejill, a half-blind rheumatic goblin with greenish-yellow skin, hobbles about preparing meals for the guards and prisoners. He is usually attended by two hobgoblins armed only with kitchen implements (treat these as daggers).

D5. Mess

The mess is furnished with two long, pitted, stained tables surrounded by crude stools. The floor is covered with the shattered remains of dishes, odd bits of hide, and small bones. A handful of goblins (1d4+1) and bugbears (1d4) are usually off duty dining here or arguing loudly about one thing or another.

D6. Thangfod's Private Chambers

This room is locked at all times with a very good quality lock (-10% to pick lock rolls). It is sparsely furnished with a wooden cot with a clean bedroll on it, several small barrels of pickled eggs, several barrels of Amberjack liquor (carrying the seal of Gyudd's Distillery), and a locked sea chest. The chest is trapped to release a foul-smelling cloud of vapor. Those who release it must succeed at a saving throw vs. paralyzation to resist being paralyzed for 1d4 turns. Inside the chest rest several canvas bags contain 1,550 sp and 7,000 cp. The chest has a false bottom in which Thangfod has hidden a small trove of three *potions of healing*, two *potions of extra-healing*, one potion of stone giant strength, one elixir of health, and 3,000 gp in gemstones. Additional valuables are often stored here as well (usually jewelry from prisoners).

D7. Guard Post

Hobgoblin and bugbear guards wait here until needed, venturing out every hour or so to patrol the halls and see to the needs of the prisoners. A large hourglass filled with grains of sand (or perhaps bone) keeps the guards on a set schedule.

D8. The Hole

When a prisoner assaults the guards or makes too much noise, she or he is relocated to this room. The room is partially under water, and a set of crumbling stone steps lead out to four iron cages half suspended in the water. Each cage is hung from the ceiling by a chain and pulley attached to a winch, allowing the guards to raise and lower the prisoner into or out of the frothy brown water below. Giant rats and other less savory things swim about in the murky water, loitering on top of the cages and waiting for weak captives to flounder and sink below the surface. The guards sometimes forget about prisoners who perish, decompose, and fall between the cage bars, so the remains of many victims lie scattered in the muck below the water.

D9. Armory

Extra weapons, armor, shields and other sundries are neatly stored here. Racks bristle with battle and hand axes, maces, flails, clubs, short spears, and hammers, along with several bastard swords. Fine-spouted cans of weapon oil and sharpening stones for use in honing the edged weapons are tucked under one rack. Extra sets of studded, ring, and banded mail hang from hooks, and small and medium shields lean neatly against the walls beneath them.

D10. Bugbear Guard Barracks

The bugbears tend to squabble with the hobgoblins when forced to bunk with them. To solve the problem, the two races of humanoids are segregated whenever possible. Within lie a half dozen sleeping pallets covered with ratty, flea-infested bedding and 1d4 bugbears itching for a fight. Those of the bugbears' personal possessions that are not able to be comfortably worn asleep are stacked next to their pallets or used as pillows.

D11. Private Cell

Wealthy and influential residents of Skullport do occasionally run afoul of the Skulls and find themselves sentenced to the dungeons for a brief period of time. Often these individuals are assigned a private cell, such as this one, that offers them more space, crude but serviceable furniture, and the privilege of regular meals. Provided one has the means and sufficient clout, the guards can be paid to provide additional services and comforts.

D12. Torture Chamber

This room holds the implements of forceful persuasion, including an iron maiden, a rack, and even less readily identifiable mechanical devices of cruelty. Several whips and a scourge lie on a shelf, and a set of pincers and tongs rest next to an unlit brazier. The walls and floor have mortared into them several sets of iron rings suitable for running chains through, and a pile of manacles and chains sits rusting in the southeast corner.





News and Rumors



The following events provide the DM with some possibilities for occurrences taking place in and around Skullport in the Year of the Tankard (1370 DR). Dungeon Masters are free to adjust these to fit the timelines and natures of their own campaigns and to insert events that better suit the abilities and interests of the player characters involved in those campaigns.

Hammer

- Following a particularly bitter winter, icebergs become a danger for ships coming and going from the Port of Shadow. In a matter of days, Skull Pool is clogged with small ones and pieces of large ones, and they threaten to slow trade by limiting the movement of goods. The Keepers take action to clear the waterways, using fire magic spells. Trapped within the largest iceberg is a longboat complete with a full crew of dead northman raiders, all of whom are still at the oars. Within days of the craft being melted free of the ice, the ghosts of the northmen begin harassing dock workers until such time as their remains and the longship are burnt in a proper burial rite.
- A cell of agents of the Lords of Waterdeep is discovered and driven out of Skullport into Undermountain. The agents had been secretly planning the release of every slave incarcerated on Skull Island. A fleet-footed group made up of Zstulkk Ssarmn's jailers and Ahmaergo's hands pursues the agents for several days until they lose them in the upper levels of Undermountain. The agents were led by the elusive Jerichu "Cave Bear" (CG male human R10), a ranger who specializes in subterranean environs and knows much about the flora and fauna of Undermountain. However, Jerichu has neither returned to Skullport nor reported to his superiors in the City of Splendors above.

ALTuriaK

- Two linked barges are found adrift in the River Sargauth with their crews and pilots missing. Their cargoes appear to have been picked over but otherwise have been left intact. Stranger still, a single egg measuring 3 feet across is found on board one barge stored on a bed of ice and frost. The Skullport Island Registry impounds the cargo and sells the egg, obviously that of a white dragon, at a sealed-bid auction. Although the person or people who buy the egg never come forward publicly, rumors spread that Chantos Graybeard and Aurin the Generous of the Hired Horrors were seen leaving the Registry shortly after the auction closed. Speculation runs rampant that the Hired Horrors may be planning to mass produce white dragons with the assistance of their deepspawn. Two questions remain unanswered: Is there a dragon's hoard lying hidden somewhere along the course of the river unguarded (perhaps off of one of the many *gates*)? And what if the unborn dragon's parents are not dead and come looking for their young?
- A silver-finned, black-scaled monster continues to prey upon lone vessels on the River Sargauth between the lair of the Eye and Skullport. The monster has so far eluded all attempts to capture or destroy it. Most believe that it lives in a cave just below the river's waterline, but investigations into this have resulted in more casualties than answers. What *is* known is that the monster lurks among wreckage and debris until a boat is close. Then it launches itself against the underside of the ship, using its 3-foot dorsal fin like a blade to gut the vessel. The monster then pursues fleeing crew members and drags them beneath the water's surface to be eaten.

Ches

- An early thaw brings the first of the ocean-going traders en masse, clogging Skull Pool with their many longboats, barges, and caravels. Soon, the docks and warehouses are packed to capacity, and many captains must resort to storing their goods on their ships until space is cleared. Armed guards and mercenaries are everywhere, and the captains are forced into keeping their





crews on board or hiring sellswords to defend their cargoes. The leads to some mutinies and near-mutinies of buccaneer crews who have not had leave for months. Thieving is at an all-time high as cutpurses and burglars risk their lives to line their pockets with pilfered gold and goods. Innkeepers, small businessmen, and even private citizens open their doors to the traders, exchanging what little extra space they possess for coin.

- The Crowing Cockatrice is host to a most unusual competition. A drunken Calashite wine trader by the name of Alajafi Anwar yn Mahmud el Synabbat (N male human F2) boasts that he will fill the gullet of every citizen of the Port with his finest wine if one of them can beat his best guardsman—a hulking hill giant by the name of Gwatt—in a wrestling match. Arrikett Uruth (CC male halfling F9), a bristling, brawling, snarling subcommander of the Promenade of Eilistraee's temple guard, is on hand to not only accept the wager but also to soundly thrash the oafish giant. Many of the trappings of the Crowing Cockatrice are smashed into kindling, forcing the Calashite to not just make good on his wager but also pay for the damages. It is estimated that 15,000 gp of the trader's finest wine is consumed before morning the following day. The trader is forced to obtain a loan from Transtra, the owner of the House of the Long Slow Kiss, so that he can return home and recuperate from the loss without a similar loss in face.

Tarsakh

- Armed conflict between Zstulkk Ssarmn's forces and Nhyris D'Hotheck's shadowraths turns the streets of Skullport into a battlefield. The Skulls have so far elected not to intercede as both "generals" have not caused widespread destruction or affected trade in the port. Nhyris's creations have been prowling the streets of Skullport for months, dragging those they overcome back to his lair for conversion into shadowraths. Zstulkk recently confirmed Nhyris's complicity in the attacks on Zstulkk's holdings in Skullport, prompting him to take a direct action against his ex-protégé.
- Skullport is plagued by a mysterious predator the likes of which its residents have never been seen before. Delvers in Undermountain have reported seeing a reddish mist prowling the chambers and corridors nearest Skullport. The most recent sighting occurred in the first ride of the month and was reported by Alastard Boarshund (LG male human Pa16 of Torm) while he and his adventuring party were exploring north of the Port of Shadow. He and his wife, Shaella the Dove (LG female human Pa15 of Sune), were resting from a recent encounter with a dracolisk. Three of their party members had been left petrified by the dracolisk's gaze, and the party's thief, Qarwill the Stoat (N male shield dwarf F2/T3), had disappeared into a concealed pit. As the paladins rested against the wall of the chamber, a red mist drifted noiselessly over Shaella's dozing form. She awoke screaming, startling her fatigued mate. He watched helplessly as she was consumed entirely. When the mist lifted, naught remained behind to mark her passing save her polished skull. It rose up, turned toward the terrified paladin, and said: "Farewell my love, a greater destiny now guides me. I beg you not to pursue

this." Since this unfortunate event, the fallen paladin has frequented every tavern in Skullport, squandering his remaining wealth on alcohol and lamenting the loss of his beloved.

Mirtul

- Zstulkk Ssarmn and Nhyris D'Hotheck finally duel face-to-face after many tendays of uneasy silence between their forces. The battle takes place on Illithid Way in the Lower Heart. As the city's denizens watch, Nhyris throws aside his ever-present cowl so that all onlookers can see his undead visage. In the ensuing chaos, Nhyris unleashes the power of the *Crown of Horns*, killing those unlucky enough to be caught in the path of its black flames. The Skulls drift high overhead, out of range of the destruction, silently observing without interfering. The battle rages on for many minutes, and many buildings are damaged, some beyond repair. Finally Zstulkk scores a telling wound on the overconfident Nhyris. Nhyris and the *Crown* disappear in a fiery explosion of black flames. It is unknown whether Nhyris was destroyed or merely injured, but neither Nhyris's body nor the *Crown* is found at the scene.
- An adventuring party known as the Hunt has successfully penetrated and returned from Shradin Mulophor's dwelling. The members of the party are Shasslan Timtrane (CG female human F12), Crommlar Muirel (CN male human C10 of Tempus), and Tanagost Arletoll (CG male human M8). The Hunt's members reported finding a vast subterranean palace far beneath the streets of Skullport. Lethal traps ranging from rune-warded archways to statues that spat fire and acid heavily guarded the palace. Worse still, horrid monsters and undead constructs—including what appeared to be a miniature dragon of bone—greeted them at every juncture and chamber. They only delved into the first of three levels, finding storerooms, guestrooms, and what appeared to be a throne chamber befitting the home of a Calishite pasha. The members of the Hunt refuse to go into too much detail describing the place, since they plan to return as soon as their wounds heal.

Kythorn

- Skullport is shaken by the very sudden and unexpected return of Shradin Mulophor, the Lord of Bones. Although this Shradin appears to be in his late thirties, based upon his mannerisms and appearance, there is no questioning that he is the real Shradin. The question is, of course, where did he come from and why is he many decades younger than when he disappeared last year during High-vestide? Not surprisingly, he is tight-lipped on the subject. When asked, he merely scowls at the questioner and mutters a warning not to press the issue. Unlike Shradin senior, as his previous incarnation has come to be called, the youthful Shradin appears to be more stable, but he is no less competent with necromantic magic, and those who have pressed the wizard for answers or demands have been blasted to ash. Most unusual is the young Shradin's apparent disinterest in reassuming his previous role as the Lord of Bones.



(This Shradin [NE male human Nec18] is actually a clone of the former Lord of Bones that was manufactured decades ago and forgotten in a little-used storeroom under Shradin's Excellent Zombies (LH4) in the Lower Heart. Subsequent spells cast on the clone placed it indefinitely in stasis until the members of the Hunt accidentally decanted it. Since his release, Shradin has attempted to reclaim his former trappings and magical items. He has regained several of his old spellbooks and a handful of his wands. His next priority is gaining access to his old lair and the items he stored there. This Shradin cannot cast spells above 6th level, as the books containing those spells remain in a hidden library under his shop.)

- Within a tenday of his return, the youthful Shradin announces his interest in hiring a band of adventurers to enter his old lair and return certain items and objects to him. (Unbeknownst to the adventurers one of the items is a *libram of ineffable damnation*.) Apparently, upon his return to his old haunt, various traps and guardians failed to recognize him for who he was, and he barely escaped with his life. He is offering a small fortune in gemstones and magical treasures for the return of several wands, rings, and spellbooks, among other things. He is also willing to provide any adventurers who accept with as detailed an accounting of the traps and guardians of his home as he can recollect. (His memory is, of course, incomplete, since many of the lair's defenses were added after his creation.)

Flamerule

- An alarmingly high number of ships are breaking up while making the trip down from the South Seacaves. Although the Keepers claim that they are doing all they can to at least limit the damage, some ships are disappearing outright. Investigations into the phenomenon reveal one of two things is occurring: Certain ships are failing to return to their original size upon entering Skull Pool, and other ships are apparently returning to their original size prematurely while in transit to the Port of Shadow. The ships originally thought to have disappeared are actually still in Skull Pool in shrunken form. Many of these vessels have met with misfortune by way of predators, waves, or other hazards. The cause of the phenomena cannot be determined, but some claim that a hakeashar has somehow gained admittance to Skullport, possibly on board a visiting vessel. The Keepers are understandably disturbed by the prospect of having a magic-eating menace in their midst and have taken steps to find and destroy the creature before it can cause further harm to Skullport's magical locks.
- A colony of nyth have begun haunting the Upper Trade Lanes and the Heart. The clever monsters masquerade as *driftglobes*, striking without warning at unsuspecting Skulkers. In a show of solidarity, Rhaunaguth has ordered about two dozen of his troops to act as guards in areas frequented by the nyth. The Skullport Island Registry is offering a bounty of 100 gp for each nyth destroyed—provided the claimant can provide physical evidence of the monster's demise.

ELeasias

- Over the years, various frightened people have been found drifting in the River Sargauth, fished out just before they died. Their stories have begun to overlap and set people to wondering exactly what lurks beneath the Sargauth. Reports, gasped out in desperation by the dying, have included: "Gold awash with blood, and thousands of eyes—horrible green eyes!"; "Silver-edged water and waves with teeth!"; and "Beware the gibbering torrent! It hungers for metal and blood!" Skulkers begin speculating again on this topic when the bodies of two sailors who disappeared off their vessels the night before wash up in the Lower Port. Both them have been neatly bitten off at the waist.
- Sammereza Sulphontis, a far-traveling Calishite merchant who has long been based in Waterdeep, has appeared in Skullport and taken rooms at the Deepfires. Sammereza, who professes to have never before visited the Port of Shadow, is believed to be negotiating trade alliances with the drow of House Tanor'Thal and Vhondryl, the noted purveyor of potions and proprietor of the Deepfires inn. Within three nights of his arrival, Sammereza is attacked by Calishite thugs and beaten to within an inch of his life. Rumors spread that a prominent Calishite merchant family, el Synabbat, is behind the attack for reasons unknown. Sammereza is later overheard to vow to both Vhondryl and Irusyl Eraneth that the absolute control of the upriver Sargauth gate that leads to sea caves near Calimport exercised by the Synabbat family will not long persist.



The mysterious lady ghost of Skullport's dungeon



Eleint

- At midnight before the festival of Highharvestide, the Skulls make their annual sojourn to destinations unknown, abandoning Skullport until midnight the following day. The entire port breaks out in song, celebrating its temporary release from the unwavering gaze of the Skulls. During this time old scores are settled by blade and spell, Skulkers are free to do as they please, and chaos reigns. Moments before midnight the following day, the Skulls sweep into view high over the flaming buildings and catwalks and survey the damage. Crafty Skulkers know better than to be caught on the streets immediately following the Skulls' return.
- A small earthquake in the depths of Undermountain triggers a month-long sequence of aftershocks. The damage from the quakes is superficial: No lives are lost, and the property damage is easily repaired. During one of the many quakes, the cobblestones in Skull Square collapse as the ceiling supports in the dungeon give way, releasing some prisoners and burying others alive. Magic and the efforts of several resident stonecutters repair the damage by the end of the month. In the meantime, those who would normally be sentenced to the dungeons are instead sentenced to slavery.

Marpenth

- The trade season begins to wind down for the year as the ocean's currents make their seasonal shifts, bringing mountains of ice to the Sword Coast from the north. In the remaining month before winter closes its jaws, trade doubles, gold changes hands, and fortunes are made and lost. Competition among the merchants is brutal, and mercenaries and assassins are much in demand. The Skulls are always on hand to oversee that unfettered trade continues in spite of the ensuing mayhem.
- A slave caravan from Ched Nasad has been ambushed north and east three days' travel outside of Undermountain in the wilds of the Underdark. At least one slave, a scrawny goblin with somewhat addled wits, survived the assault and was rescued by a duergar caravan from Gracklstugh. The goblin slave has been turned over to Thaglar, and the imperious gray dwarven smith is going to auction him off to the highest bidder. The bidding is expected to be intense, for the lost caravan is believed to have been secretly ferrying at least a half-dozen



Netherese *blast scepters* in addition to several tons of hides and smoked rothé meat, and the goblin is the only surviving witness to the assault.

Uktar

- Though the snows have locked the Lands Above in the season of death, traders from the south arrive in quantity by way of the many *gates* along the Sargauth. They bring in much-needed supplies of food and other necessities. A trader from the south, in an effort to minimize costs and maximize profits, has imported spoiled food and then used illusions and spices to cover up the taint. A citywide epidemic erupts seemingly overnight. The trader responsible flees for his life, but not before angry mobs of furious Skulkers bum his barges while they are docked at the Lower Port and hang his bodyguards. The mob justice prompts citywide riots, forcing the Skulls to take action and summon wizshades to put down the rebellion.
- A handful of sects, including followers of Ilmater, Shar, and Talona, have dispatched small bands of priests to minister to the people of Skullport and combat the epidemic. Although Skulkers are glad for the presence of the additional healers, some grouse that the various religious factions are simply intent on gaining a foothold in the Port of Shadow. Curiously, the Skulls seem strangely tolerant of the open displays of faith, although long-time residents predict that the Skulls will enforce their traditional prohibition on public displays of religious activity once the epidemic is contained.

Nightal

- After decades of uninterrupted sleep in a ruin nestled into Skullport's cavern wall, Vulharindauloth, a gigantic elder black dragon, was awoken several years ago during a slow day in Skullport by a battle between the late, unlamented eye tyrant Xuzoun and its agents (on one hand) and Duman, Mirt the Moneylender, and Asper (on the other). After a murderous rampage through the streets of Skullport, the wyrm was finally driven off by the concerted actions of three Skulls and their attendant wizshades and vassal skulls. Now the Lower Port is abuzz with rumors that Vulharindauloth has been seen again, this time in the Skull Pool. The wyrm has apparently returned and taken up residence in an extensive network of flooded caverns that link to the bottom of the Skull Pool basin in the waters just offshore from the Keeper Enclave (SI10). The Iron Ring is said to have dispatched at least three emissaries in the hope of forestalling regular attacks on its slave pens by the wyrm, but none of its envoys have yet returned.
- The predatory reddish mist that has been plaguing Skulkers for months has been seen again, but this time it seemed to flow forth from the eyes of one of the ruling Skulls before attacking its latest victim, a low-ranking yuan-ti pureblood named Kessynsans in Zstulkk Ssarmin's employ. Kessynsans's skull is now one of the vassal skulls, notable for its cobra-like fangs. The talk throughout Skullport is that the Skulls seek to expel all of Skullport's inhabitants now that the pact the Skulls made with the Lord of Bones has been voided.



Rogues' Gallery



This chapter provides details on some of Skullport's more interesting denizens. The places where the inhabitants of Skullport described below are most commonly encountered are given in their entries, identified with their map key numbers in the headers in parentheses and by name in the text of the entry. Ability scores are only noted in the headers if they are 16 or higher or 8 or lower. The NPCs are all presented here in alphabetical order by first name (not including titles) for unified reference. The first name is used since many folk have no second or family name, and those who do have them use them in an inconsistent fashion. For information on the abbreviations used in the headers, see the Format Notes section in the Introduction chapter.

Aekyl Dafyre

N male human T6; DEX 17, HA 16 (LH8)

Aekyl Dafyre is a short, dour human with thin, gray-streaked brown hair pulled back into a ponytail, a pencil-thin moustache, and a dark complexion. His mood is almost always bad, and most folk only hear grunts and grumbles when they speak to him. Thirty-odd years ago, Aekyl was the premier cartographer and guide through Undermountain's uppermost levels, guiding thrill-seeking nobles and guard patrols through the twisting tunnels of Halaster's lair. His sense of direction and skill at map-making were legend until the corridors, and his luck, took a wrong turn.

While he was escorting a trio of nobles through the northwestern passages of Undermountain's second level, Aekyl took an unfamiliar path (thanks to Halaster's teleport *gates*), and he failed to recognize the warning signs of monster activity. Soon after, the party was ambushed by two owlbears. Aekyl and one of the nobles escaped with their lives, but Aekyl lost the use of his left arm due to a severe clawing by one of the owlbears. Once safe again in the Yawning Portal inn in Waterdeep (which contains the entry into Undermountain the party used), the remaining noble ordered Aekyl arrested for the murder of the two dead nobles. In a panic, Aekyl fled back into Undermountain and made his way to Skullport.

Aekyl's injured arm prevented him from safely adventuring, and his map-drawing career subsequently ground to a halt. With his meager savings, he secured rooms at the Deepfires and began drowning his sorrows in drink for days and nights on end. The Skulls took notice of him there and sent him into the caverns east of Skullport to find a "dragon's tooth" and report with it back to them. Aekyl returned to Skullport unharmed with a magical *short sword of dancing* (with "Dragon's Tooth" carved into the blade in Dethek runes), a pouch full of emeralds, and a pair of magical *boots of guiding*. The Skulls simply nodded and let him keep his spoils.

The *boots of guiding* are apparently unique. All Aekyl has to do is walk through a dungeon with slow, careful steps. After traversing the areas required by his contracts, he returns to his shop, removes the boots and, on a command word, they shrink to the size of rice grains and retrace the previous day's steps in permanent marks on parchment or vellum. His maps are well known as "Aekyl's bootprints" for their unique style (a direct result of the boots of guiding). The accuracy of his work on a map for the Lords of Waterdeep (and a brief interview) eventually earned him a dismissal of the charges against him.

After a brush with a *lightning bolt* from a fleeing blue dragon (Aragauthos), Aekyl decided to enter semiretirement. He can most often be encountered in the cartography shop he still operates, the Sword and Sextant, near the Deepfires. His rate of production of new maps has slowed, though he still sells many copies of older maps. Many of his adventuring mementos, including his magical boots of *guiding* and Dragon's Tooth, are prominently displayed behind panes of glass (en-spelled with *glassteel*) in the entryway of his shop.

Ahmaergo

LE male shield dwarf F₃; STR 18/10, CON\; 19 (Contacted at LP6; the Slavers' Market in the Lower Port, work; SI6, work; main office and residence in unmapped complex connected to Skullport's sewers at LP6)

Ahmaergo operates under the jurisdiction of the Eye/the Xanathar (see the Eye, below) and represents the Eye's slave trading interests and the Xanathar's thieves' guild within the boundaries of the





Port of Shadow (and north of it exclusive of the Eye's Lair). He is also a prominent member of the Iron Ring. He can be contacted through the Black Tankard tavern (LP6) by runners and "mouths" (see below), sometimes works at the Halls of the Iron Ring (SI6), often attends auctions at the Slavers' Market, and occasionally visits the Eye's Lair (room 68 of the third level of Undermountain), which lies approximately 450 feet north of Skullport off the Skullport Overview map through the winding tunnels north of the city. He is most commonly found in his own main office and residence, which lies below the streets of Skullport and is accessed through its sewers. One entrance to his lair is through the well in the basement of the Black Tankard.

Ahmaergo is known throughout Skullport as the Horned Dwarf for his distinctive "homed" black iron plate mail and his cold-hearted approach to his trade. The armor appears to be unique and is known to conceal many magical and mundane weapons (some even built into the armor). Aside from providing protection equal to *plate mail* +3, it also acts as a *ring of warmth* and a *ring of spell turning*. Due to the spiky embellishments on the armor, any successful overbearing, wrestling, or grappling attack made by the dwarf or on him results in 1d4 piercing attacks that deal 1d3 points of damage each to the dwarf's opponent. The origin of the armor is unknown, but many believe that the gray dwarves (duergar) of Thaglar's Foundry devised and constructed it. The dwarf is also known to carry a *rod of lordly might*, a *hammer of thunderbolts*, and a *crossbow of speed*.

A highly organized slaver, Ahmaergo commands three distinct groups in his operation: hands, mouths, and runners. Hands are bands of a number of 2nd- through 4th-level fighters who are responsible for acquiring and transporting slaves to and from the Eye's operations north of Skullport as well as the Lands Above. Mouths act as informants, providing much-needed information on the activities of competitors. Runners carry messages and other important news between the Eye and the dwarf.

Ahmaergo maintains a sparsely furnished office (which has a cot for emergencies) at the Halls of the Iron Ring, but makes his primary office and home within a secure area of Skullport's sewers guarded by several undead beholders (death tyrants). Behind this impressive defense lie many corridors and chambers lined with devilish traps and ever-hungry watch beasts, along with many loyal heavily armed fighters and a few thieves. To trespass in the Homed Dwarf's lair is to court death or worse.

Recently, Ahmaergo has been chafing under the Eye's continual close supervision, which he sees as interference in his business. Others say that it is a reflection of the dwarf's growing ambition and greed. Should the dwarf attempt to secede from the Eye's organization, the resulting war would engulf the Port of Shadow and surely attract the interference of the Skulls.

Alysae

NE female human P₃ of Shar; CHA 17 (LP16)

Alysae is the owner and proprietor of the Hobbled Lamia Festhall (LP16) in the Lower Port. Originally from somewhere far south of Waterdeep and Skullport, she found her way to the Port of Shadows after a run-in with the Waterdhavian Watch several summers past. Presumably, she is still wanted.

Shortly after her arrival in the Port of Shadow, she purchased the Hobbled Lamia for cash with a large sum of coin,

gems, jewelry, and some choice miscellaneous magical items. She hired the staff necessary to run the festhall and now tends to the wants and needs of anyone who can meet her price.

Within her abode, she is the unquestioned authority. Her temper is well known to the unsavory elements that frequent the establishment. Underneath a mask of regal placidity, she is a ruthless soul who is quick to answer any challenge to her authority with harsh words, subtle spells of forgetfulness or ensnarement, or, failing all else, contracted violence. She rarely lifts a finger herself, but is not at all reluctant to purchase the services of others to do her dirty work. She pays those who work as escorts for her a salary, room, and board; customers are supposed to pay her and escorts to turn over all tips and moneys they receive for her to distribute as she sees fit. Woe betide anyone she discovers has been holding out on her.

Alysae has long, jet-black hair, marking her as one of Shar's favored to others of her faith, and greenish turquoise eyes. She wears black and purple gowns that emphasize her ample bosom often, but also favors outrageous costumes suitable for reinforcing her role as the manager of the festhall.

Amet'ned-Thoth

LN male human M5/P6 of Thoth; INT 17, WIS 16, CHA 16 (Skull Square in the Lower Trade Lanes; LT6, business; LHI6, residence; LHI, hangout)

Amet'ned-thoth is a dusky-skinned Mulhorandi of middle years noted for his eloquent and stiff demeanor as well as his prowess as a wizard and priest. He is always immaculately dressed in the kalasiris (a tight-fitting linen skirt stretching from the waist to the knees) of his homeland, over which he wears cotton and wool tunics and tabards to keep away the chills of the Underhalls. He has exchanged his native reed sandals, however, for boots more practical to the rough streets and damp of Skullport. He is fond of gold and lapis lazuli jewelry, often sporting elaborate enamelwork, worn as pectorals, bracelets, circlets, and finger rings. Most unusual is the stylized magical circlet sporting an ibis head crest that he wears at all times. It grants its wearer the ability to *comprehend languages* and to *read magic* (as the spells), aiding him in representing foreign clients and those who cannot speak Common.

Although he never wears weapons openly and his faith prohibits the wearing of armor, he possesses and often uses many other magical items from his homeland, including a *ring of protection* +2, *bracers of defense* AC 5, a *wand of lightning*, a *scarab of protection*, and an *amulet of life protection*. He also wears a *ring of sustenance*, partially out of distaste for the local cuisine, but also due to a fear that he might be poisoned. He has been known to carry an assortment of scrolls and potions to supplement his already-considerable magical arsenal.

A powerful and well-respected orator, Amet argues cases before the Skulls in Skull Square, charging 20-500 gp per hour for the service, depending on the wealth of the defendant and the crime she or he is accused of. He chooses his cases very carefully, scrutinizing every detail and angle before agreeing to represent a prospective client. His scruples have at times placed him at odds with some of Skullport's most powerful denizens—namely Zs-tulkk Ssarmn and other members of the Iron Ring. Amet refuses to aid to any yuan-ti or member of other snakelike reptilian





ances due to their perceived relationship to Set in his faith. He is reluctant to aid other reptiles, but can be convinced to after interviewing them by the willingness to pay a stiff fee, a straightforward manner, and no apparent direct connection between the prospective client and Set or Sseth. He maintains an office with a few other intrepid defense orators in the Hall of the Voice (LT6), and he lives in the Lower Heart (LH 16).

Few know the reserved Mulhorandi well. Among those that do are the ever-elusive Sangalor of the Secrets and Silas Broon, the owner of the Flagon and the Dragon (LH1), and Amet is frequently seen playing board games with Silas until the wee hours of the morning.

Adding to Amer's impressive list of skills is his affinity for languages. He speaks over a dozen human and nonhuman tongues even without his cirlet, writes at least half a dozen scripts, and enjoys complex word games and puzzles.

Amryyr Yauntyrr

LE male drow M10/T11; DEX 17, CON 16, INT 19, WIS 16, CHA 18 (LT10, work; LH9, residence)

Amryyr Yauntyrr is a copper-haired, amber-eyed drow scholar/courier who spends most of his time traveling on extended trips between Skullport and other Underdark locales, including Menzoberranzan. He is rather reserved, but he is sentimental about his long-time companion, Malakuth Tabuirr, whose townhouse (LH9) he lives in when he is in Skullport. He is a member of the Dark Dagger (see the Power Groups section of the Overview of Skullport chapter) mainly because Malakuth is the leader of the local chapter. When in town between trips, he works out of the Fatted Bookworm (LT10) procuring rare books and scrolls and trading in information.

Amryyr is loosely affiliated with Xalyth's company in Menzoberranzan, sometimes procuring rare tomes for Xalyth (CE female drow F7). (See the *Menzoberranzan* boxed set for more information on Xalyth.) He worships Vhaeraun, just as Malakuth does, and has little love for all Lolth worshipers—especially high-strung noble female drow priests of Lolth, since they have ambushed him more than once out of suspicion and overzealous pursuit of their faith. The only female drow he seems to trust is Xalyth of Menzoberranzan, whose solid, humble upbringing, calm demeanor, and obvious intelligence and business savvy he respects.

Amryyr usually wears the traditional drow *piwafwi* (a magical shielding cloak) with a neck purse under its collar containing his black metal *house insignia* (that of House Druu'giir); however, he is estranged from his house. He prefers to wear smooth, supple black, purple, or deep green leather garments and high black boots. He often wears quite elegant mithral jewelry sporting an assortment of gems and is fond of wearing multiple earrings in each ear, some of which are magical. He carries several enchanted daggers (of unknown quality), at least one wand, and wears a magical and a nonmagical ring on each hand.

Anithlynn

CN female human Mys₇ of the Earthmother; DEX 16, WIS 16, CHA 17 (CT17)

Anithlynn is one of a trio of mystics that own and operate the Sisters Three Waxworks (CT17) in the Central Trade Lane.

Anithlynn's Ffolk ancestry is betrayed by her appearance. She is a fair-skinned beauty with chestnut hair worn long; thin, rose-hued lips; and arched eyebrows that give her face a feline cast in certain lighting.

Anithlynn, Briglynn (see below), and Kaitlynn (see below) are triplets who were born aboard a caravel bound from the Moonshaes to Skullport to a mother, Celya Wellhearken (CG female human Mys₁₁ of the Earthmother), sworn to serve the Earthmother, an aspect of Chauntea. Practically from birth, the triplets were initiated and trained in the old ways, ancient mysteries known to the wise women of the Moonshaes. Sadly, giving birth to the triplets took much of Celya's strength, and her health waned with each passing year. When her three daughters reached their thirteenth winter, their mother passed on after a prolonged bout with a fever.

In sharp contrast to her sisters, Anithlynn is selfish, cunning, and has a spiteful streak, though she is fiercely loyal to her sisters. Her passions run fierce and deep but chill quickly. Those that upset her suffer her quick wrath, but those who please her feel the sun of her happiness shine brightly upon them. The words "fickle" and "moody" have been used to describe her more than a few times. Those who seriously betray her trust find they have earned an enemy for life, however long that is. Not surprisingly, she has few lasting friends, and her lovers do not linger long. Most are discarded or leave the region of Skullport after a short-lived assignation of a tenday or two. She also has a slightly skewed sense of humor, often with cruel undertones, that not many appreciate. For example, one former beau who tried to break up Anithlynn's bond with her sisters by fabricating lies in order to induce Anithlynn to run off with him turned up lumbering about the docks as a Mhaug hog (a zombie laborer created by Mhaug the annis of Mhaug's LP1]).

Anithlynn is a master of poisons, antidotes, and love potions (nonmagical, but working as *philters of love*), along with their methods of delivery. She also is a master of the beneficial and ill effects of many of the odd fungi and spores known to grow beneath and above the ground. Due to her fungi expertise, she is one of the few folk in and about Skullport, Waterdeep, and even much of the Sword Coast North with knowledge of an effective recipe for an *elixir of longevity*, though she has not yet attempted to make one.

Anithlynn is the least predictable of the triplets and always acts primarily to satisfy her own selfish ends. At times, she manipulates her sisters shamelessly, and her ambitions have few limits. However, she genuinely loves her sisters; it just manifests itself sometimes in odd behaviors to which Kaitlynn, especially, often objects (such as the zombie former lover).

However, she takes steps to ensure a unique appearance separate from her sisters by wearing elegant cosmetics, intricately decorated clothes, and an elaborate hairstyle worthy of a Waterdhavian noblewoman about to attend a ball. She prefers dresses and robes with complex embroidered or decorated cuffs, cowls, and hemlines, and overstated rings and other pieces of jewelry, some of which sport small compartments and concealed needles for the clandestine delivery of drugs, venoms, powders, and philters. Her appearance seems to change almost hourly, and she supplements frequent wardrobe and cosmetic adjustments with the use of a magical *hat of disguise*.





In accordance with her faith, she does not wear armor, preferring well tailored magical and mundane vestments. She currently wears a fur-trimmed vermilion *cloak of protection +1*, a *ring of protection +1*, and carries a *staff of the serpent* (python). She usually also carries several home-brewed potions and poisons and a scroll or two.

Aurin The Generous

N male human Con17; CON 16, INT 18 (LP17)

Aurin is one of a quartet of powerful wizards who operate the Hired Horrors (LP17), a business in the Lower Port responsible for breeding and transporting deepspawn to the dungeons and lairs of wealthy clients throughout the Realms. Aurin is known to hail from the lands north of the Sea of Fallen Stars somewhere near the Earthspur Mountains, possibly from Impiltur or Damara. He rarely speaks of his homeland, but when he does so, it is obvious his relocation was against his will, as his face clouds over and his voice becomes sad. He is in his seventies, though he looks to be only about 50 years of age.

Aurin arrived in Skullport over two decades ago with only a bag of platinum and a pair of caged immature deepspawn. He had acquired the monsters on one of his many adventures prior to his arrival in the Port of Shadow. Soon after his arrival, he joined fortunes with his business partners, Chantos Graybeard, Ysele the Cat, and Lord Ithvar Wordkiller. The four formed a compact, invested heavily in the enterprise, and immediately began breeding the monsters.

Aurin assumed control of the company, much to the annoyance of his primary rival, Lord Ithvar, who believed his contribution entitled him to a controlling share in the company's dealings. The arrogant Cornyrean ex-War Wizard challenged Aurin to a sorcerous duel to settle the issue. Aurin won the duel. Though Lord Ithvar cheated and his life was hanging by a thread, Aurin felt compelled to save Ithvar's life, earning him the appellation "the Generous."

The wizards hired many adventurers to explore the levels of Undermountain above and below Skullport for the locations of permanent *gates* to the Lands Above. (That some existed was already an established fact.) Once these were located and secured, the Hired Horrors company could safely and rapidly transport the deepspawn to their clients. The enterprise has been extremely successful after the shakedown and initial investment period of the first years of operation, and each of the four partners has become fabulously wealthy.

Aurin is typical of powerful magicians. He is moody, secretive, and understandably suspicious of others, but not overly so. He despises Ithvar and mistrusts the elusive Ysele, but he respects and honors his long-time friend, Chantos, who he looks to for support against the confrontational and predatory ex-War Wizard.

Recently, Aurin has become increasingly reclusive in reaction to repeated assassination attempts upon him. Aurin believes one or more of his business partners ordered these attacks, most probably the vindictive Lord Ithvar. However, he presently has no evidence to support his suspicions. The previous assassination attempt does not look to be the final one, and if Ithvar is behind these attacks, Aurin will not be so generous with him this time.

Aurin carries a *staff of power*, *bracers of defense AC 3*, a *robe of blending*, a *ring of protection +2* and a *cloak of protection +2*, and bears a figurine of wondrous power (serpentine owl) that he uses to move quickly and quietly about the port. He also usually has several expendable items, such as scrolls and potions, stashed about him.

Briglynn

CN female human Mys₇ of the Earthmother; DEX 16, INT 17, WIS 16, CHA 16 (CT17)

Briglynn and her two sisters, Anithlynn and Kaitlynn, operate the Sisters Three Waxworks (CT17). Briglynn shares her identical triplet sisters' basic features. Her Ffolk (Moonshae) ancestry gives her pale skin, chestnut hair, and bewitching eyes. She favors somber honey- and wine-colored garments and gold and silver jewelry begemmed with amber, citrine, garnet, rubies, and other stones of a golden or ruddy hue.

A sharp contrast to her sister Anithlynn, Briglynn is passionate but serious and almost completely introverted in her self-centeredness. She is free-willed but quiet and often startles folk other than her sisters by suddenly making a rather pointed observation after seemingly ignoring a speaker or listening for hours with a bland expression on her face. She stays with her sisters because it is easier than leaving, but she has moments of self-doubt about whether she has chosen the best course or just the one of least resistance. Although she loves her sisters, she slightly resents the bond they share and her reliance upon the others to work the higher mysteries of magic. Were it not for a her lingering concern for Kaitlynn's safety keeping her firmly rooted in Skullport, she would probably have moved on long ago.

She takes a relaxed approach to the business aspects of the shop and is more concerned with her own private projects than cooperative efforts with her sisters. She is not easily distracted from her work, but her work space is, in direct contrast to her appearance, a tumbled mess of piles of ingredients, bottles of brews, pots of unguents, blocks of fresh and partially shaped wax and wax chips, and candles, herbs, and powders of every description. Still, she is a crafty practitioner of ancient magic, schooled in utilizing her powers to maximum effect and possessing a sage's knowledge of herbs and other remedies.

Like her sisters, she goes about unarmored, but she carries a *sling +1* with her at all times. She is quite good with it, having developed proficiency with the sling at an early age while defending herself and her sisters from the dangers of Skullport. To supplement her magical skills, she also carries a *ring of feather falling*, a *wand of magic detection*, and a small silk purse containing a handful of *sling stones +1* and 2d4 *beads of force*.

LORD BYRONAE TRILLUACH

LN male half-elf F₉/M₁₀/T₁₁; DEX 17, CON 18 (CH1)

Skullport's newest contender for mercenary king is the self-styled lord, Byronae Trilluach. He was born in the Ardeep Forest to a moon elven mother, but never knew his father while growing up. He later learned that his father was a mercenary captain bound for Waterdeep from south of Baldur's Gate.



Mercenary leaders of Skullport: Dalagor the Cold, Rhaunaguth, and Lord Byronae Trilluach

Lord Trilluach came to the Port of Shadow only three years ago, but he wasted no time in building and solidifying his status as one of the three most prominent leaders of mercenary groups in Skullport (the other two being Dalagor the Cold and Rhaunaguth): His business grew rapidly due to the large number of contacts he has outside Skullport. He immediately began underbidding his chief rivals and stealing away many of their contracts to supply mercenary forces to Waterdeep and Undermountain and setting up contracts outside of the Waterdeep region. He felt that a noble bearing and title would help make some of his clients more comfortable in dealing with him and others respect him more, so he adopted the title of “lord” upon reaching Skullport. He affects annoyance if pressed about what, exactly, he is lord of or makes the inquirer feel ignorant that she or he does not already know—a tactic that works well with society snobs.

Shortly after his arrival, Lord Trilluach found himself under persistent attacks by assassins hired by his competitors. The attacks increased in frequency and ferocity each day, Byronae has been left with few alternatives but to operate in secret from his villa, away from the prying eyes of his competitors and out of reach of their hired assassins.

Although now far from Ardeep Forest, Lord Trilluach still dresses in bright forest tones, soft deerskin breeches, and starched white blouses. His coloring and features reflect his mother’s moon elven heritage. He disdains cloaks and cowls, preferring to wear a leather poncho, which conceals his weapons, and *elven chain mail* +4, which also acts as a *ring of warmth*. He also wears a

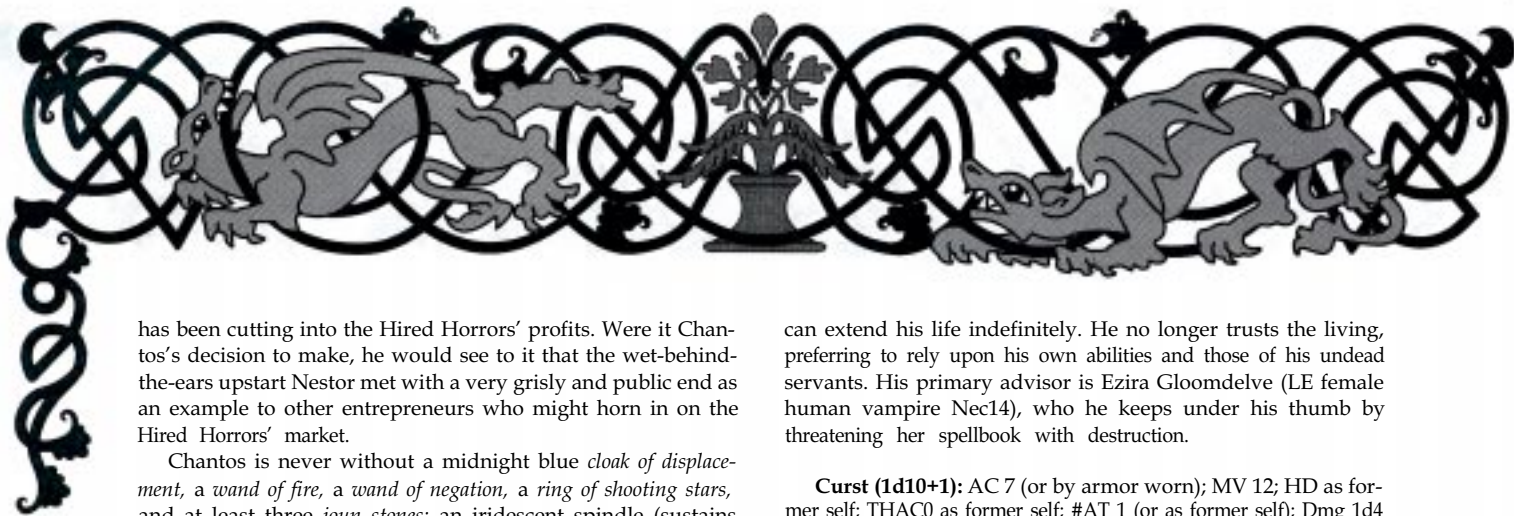
ring permanently enchanted with a protection from *normal missiles* spell on his right hand and a *ring of protection* +2 on his left. Strapped to his thigh is a *short sword* +2, *dragon slayer* (green dragons), an heirloom that once belonged to one of his ancestors. He lives in a villa in the Central Heart (CH1).

Chantos Graybeard

LE male human MI4; STR 16, INT 16, WIS 17 (LP17)

Chantos is a well-mannered gentleman mage of some 70 summers who is famous for his quick wit and complex, but deft, hand gestures during spellcasting. Aurin the Generous (see above) and Chantos have been friends and companions since long before founding the Hired Horrors (LP17). In their youth, they explored the High Forest, battled dragons, uncovered long-forgotten lore, and solved ancient mysteries buried under centuries-old ruins. A bond of mutual respect between the two wizards that has prevented conflict and unfriendly competition between them has held fast for over five decades—until recently.

Chantos has begun questioning his friend’s leadership ability. Aurin appears to be satisfied with the operation of the Hired Horrors, but the other partners (Ysele the Cat and Lord Ithvar Wordkiller) are growing restless. They are hungry for greater success and more wealth. Also, the competition posed by Monsters Made to Order (CH4) since Nestor Podgin’s arrival in Skullport



has been cutting into the Hired Horrors' profits. Were it Chantos's decision to make, he would see to it that the wet-behind-the-ears upstart Nestor met with a very grisly and public end as an example to other entrepreneurs who might horn in on the Hired Horrors' market.

Chantos is never without a midnight blue *cloak of displacement*, a *wand of fire*, a *wand of negation*, a *ring of shooting stars*, and at least three *ioun stones*: an iridescent spindle (sustains without air), a dusty rose prism (grants +1 protection), and a pearly white spindle (regenerates 1 point of damage per turn). For protection, Chantos also carries a *dagger of throwing* +2/+4 vs. lower planar creatures that he recovered from a ruin in the High Forest long ago.

Dalagor The Cold

CE male human FII; STR 17, DEX 16, INT 18 (CH3)

Dalagor the Cold is the leader of one of the three most powerful mercenary bands in the Port of Shadow. He is neither flamboyant, like his rival Rhaunaguth, nor compassionate, like his competitor Lord Byronae Trilluach. Dalagor earned his nickname from his cruel, calculating, and emotionless approach to his trade. In his eyes, those in service to him are little more than resources to be utilized efficiently to fulfill contracts and duties and make him a profit.

Dalagor is barely human, having traded his humanity long ago for ruthless, cold-blooded cunning. He is far wealthier than some monarchs and resides in a fortress in the Central Heart (CH3). He has dark brown hair just starting to gray in a distinguished manner at his temples, a brown moustache, and eye so dark a brown that they seem black. He has an athletic build and carries himself proudly.

Where his competitors hire sellswords from the four corners of the Realms and ensure their loyalty with gold and plunder, Dalagor recruits his troops from crypts and battlefields, and the necromantic arts ensure their loyalty. To Dalagor, undead soldiers are superior to the living in that they are fearless, do not complain or rout, and require little or no upkeep aside from periodic mending. Since Shradin Mulophor's assassination (which Dalagor feels was a long time coming), Dalagor has spirited away many of the necromancer's ju-ju zombies, adding them as lieutenants in his undead legions, which are composed mainly of many other ju-ju zombies, zombies, skeletons, and a few reckless curst (see below). Still, the need for thinking troop leaders demands that Dalagor continue to employ some living warriors, a fact that irritates the mercenary leader to no end.

Dalagor is known to possess a wealth of protective magical items including *full plate* +3, an *amulet of proof against detection and location* and a *brooch of shielding*. He is also never without *Doomthirster*, a *battle axe* +3 covered in white enamel that acts as a *defender* and a *life stealer* sword. Its life-stealing abilities work such that on a successful hit of a natural 20, it drains two life levels instead of one. It can also be thrown as a hand axe without range penalties, but when used like this it cannot life drain. He also reputedly possesses some magical item or ability that allows him to command the loyalty of unintelligent and low intelligence undead creatures as if he were an evil cleric of his own level.

A robust northerner of about 40 winters, Dalagor fears his own mortality and is currently researching a means by which he

can extend his life indefinitely. He no longer trusts the living, preferring to rely upon his own abilities and those of his undead servants. His primary advisor is Ezira Gloomdelve (LE female human vampire Nec14), who he keeps under his thumb by threatening her spellbook with destruction.

Curst (1d10+1): AC 7 (or by armor worn); MV 12; HD as former self; THAC0 as former self; #AT 1 (or as former self); Dmg 1d4 or by weapon; SA rot groups (15%); SD immune to mind-related spells (*charm* spells, *ESP*, *hold* spells, and *sleep*), cold- or fire-based attacks, and energy draining; unaffected by priest turning or holy water; 90-foot infravision; SW killed by a remove curse spell; MR 85%; SZ as former self, but mostly M (5'-6'); ML average (8); INT average (8) or (11%) as former self; AL CN; XP Varies (as before minus spellcasting abilities, plus new curst status).

Notes: Curst appear as they did in life, but their skin is an unearthly white and their eyes are black. They retain all abilities except spellcasting abilities and their sense of smell. They are created by a curse. If reduced to 0 hit points, they do not die. They fall to the ground until whole again, regenerating 1 hp per day. They can regenerate lost organs and limbs. A decapitated curst body dissolves into dust, and a new body regrows from the head, taking twice as many days to regrow as the curst has hit points. Regenerating curst remain paralyzed until at full strength. They can be healed by curative magic. If destroyed with a *remove curse*, they cannot be resurrected, and their bodies crumble into dust. They have a 5% chance per turn in battle of breaking off to act irrationally for 1d6 rounds; during this time, they cannot be distracted from their peculiar behavior by anything except a *remove curse* spell, which destroys them. They are thankful to be destroyed. They are not controlled by their creators and rarely serve them, often instead attacking them.

Denver Gilliam

LE male human F3; CON 16, INT 16 (CP3, works on-site temporarily; UHi, owner, sometimes visits)

Denver Gilliam is an outcast noble of Waterdhavian birth who, after a very brief career as an adventurer, hung up his weapons belt and took up the role as a restaurateur. He has become wealthy from his gustatory ventures, and he owns at least a dozen taverns and ale houses in the City of Splendors and nearly as many in the Port of Shadow, most of which are of low to average quality, including Traitor Picks (CP3). The exception to this in Skullport is the Worm's Gullet (UH1), a high-class restaurant and casino on the highest level of the most exclusive part of Skullport, on which Denver has spared no expense in decor, patron comforts, or food quality.

Denver is hard-nosed and devious and requires anyone who works for him to sign a contract guaranteeing a term of service and specifying the penalties to be incurred should the contract be broken. These documents are purposefully complicated and wordy, full of ambiguities and legalese to confuse their signers and encourage them to remain on staff for as long as possible and make few demands for raises.

Due to a high turnover in replacement chefs after a featured chef was fired at Traitor Picks (CP3), Denver has been forced to personally oversee the tavern's operations until such time as he can find a suitable new head cook and headwaiter. He is not happy about the situation, which he considers beneath his talents.

Denver is in his thirties and is of average height and weight for a human male. He has salt-and-pepper hair and his features



are chunky, as if chiseled poorly from a stone block. His nose is crooked, betraying that it has been broken at some time and badly set, and he tends to get red-faced and to sputter and yell when angered (not an infrequent occurrence). However, those employees he feels do a good job, he pays well—as specified in their contracts.

Dwarnid Inkpeddler

N male shield dwarf **F₃**; **STR 16, CON 17 (LP2)**

Skullport has its fair share of artisans, but the dwarf owner of Skin-Deep Tattoos (LP2), Dwarnid Inkpeddler, is the uncontested master of body art. Tall for a dwarf, and powerfully muscled, Dwarnid is readily identifiable in any crowd because his entire body is covered with brightly colored tattoos and body piercings. To accentuate his handiwork, Dwarnid keeps his beard neatly trimmed and goes about without a shirt, preferring to wear padded leather vests, sturdy trousers, and sandals.

Dwarnid spent his adolescence far from other dwarves. He was a Thayan slave, the personal property of Zulkir Druxus Rhym, the powerful transmuter and head of the School of Alteration. The zulkir recognized the dwarf's steady hands and gift for illustration and encouraged Dwarnid's developing talent, providing him with instructors and arranging decent quarters and food, so that his abilities flourished. In time, Druxus saw to it that Dwarnid received instruction in the fundamentals of enchantment magics and gifted the dwarf with a set of tattoo needles.

Dwarnid astounded his master with his ability to execute gorgeous and elaborate tattoos composed to fit individuals on which they were placed and with his comprehension of magical enchantment theory and its application in the creation of magical body art. The mundane tattoos favored by Thay's elite now had the potential to be transformed into magical items akin to scrolls. Spell magic could, through the cooperation of Dwarnid and a spellcasting being, be imbedded under a person's skin through the use of magical needles and exotic inks in the form of a tattoo, lying dormant until needed and then discharged for effect.

Dwarnid, who longed for a life outside the zulkir's palace, escaped one night while his master was away. Wherever he went, however, the zulkir's agents were not far behind. He eventually found his way to Skullport. He has remained in the relative safety of the Port of Shadow, where agents of the Red Wizards are rare and easily spotted, ever since.

Eulagad The Maul

LN male human **F10**; **STR 18/31 (LP9)**

Eulagad the Maul is one of the two still-living owners of the Burning Troll inn (LP9), along with his former adventuring companion, Ilyana Wyrmmruff (CG female human T12). He is one of the last surviving members of the Trollsing Vanguard, a troupe of bold adventurers credited with eliminating a marauding tribe of trolls. Eulagad led the assault, matching the roars of the furious trolls with his own, wading into the humanoids swinging his namesake, a pair of cold-wrought iron war hammers.

Eulagad has since retired from active adventuring. He has not worn his armor in years, and his hammers hang in an honored

place above the mantle. To honor his companions who fell in the attack and to commemorate the destruction of the trolls, the flame in the hearth is never allowed to die.

A northerner in his eighties, Eulagad has watched the Port of Shadow grow and change from a bustling outpost into a center of trade. He lives perpetually in the past, regaling anyone who will listen with tales of bloodthirsty giants, duels with vile sorcerers, and how he and his companions plumbed the depths of Halaster's Underhalls. Eulagad is haunted by his own memories and the knowledge that he has no children and therefore leaves no legacy at his passing.

Although Eulagad has little need for them, he possesses a suit of *ring mail* +3, a *medium shield* +1, paired *war hammers* +2/+3 *vs. golems, constructs, and artificial beings*, and a pair of *boots of the north*.

The Eye

LE elder orb beholder

The Eye (also now known as the Xanathar amongst the underworld of Waterdeep, the City of Splendors) is an ancient, wrinkled, and extremely paranoid beholder. He lives in the southern half of the third level of Undermountain (in room 68 in the *Ruins of Undermountain* boxed set) in a fortified complex. His lair lies approximately 450 feet north of Skullport off the Skullport Overview map through the winding tunnels north of the city.

Some time ago, the Eye displaced and killed the true Xanathar, the former beholder leader of the extremely covert thieves' guild of Waterdeep. The Eye tricked a beholder named Uthh into attacking Xanathar in the sewers below Waterdeep. Once Xanathar defeated Uthh, the Eye moved in, destroyed the weakened Xanathar, and absorbed his operations. The Eye kept the original's name, only altering it slightly to the title of the "the Xanathar."

Adding the Xanathar's operations and contacts to the Eye's slave trade in and around Skullport consolidated much of the region's black market power in the person of the Xanathar/the Eye. The Xanathar kept most of the original's policies and practices in place in his underworld Waterdeep operations; the few who do know of the Xanathar are unaware of the switch in beholders. To further consolidate his smuggling and thieves' guild activities in Skullport, the Eye also eliminated Seirtych Xantaun, a beholder smuggler and underworld figure in Skullport. With this move, the Eye, through intermediaries, has now begun to compete with Misker (see below) in smuggling enterprises in Skullport.

The Eye splits his time between his Undermountain lair and the lair of the first Xanathar far beneath the sewers of Waterdeep. He always deals through intermediaries and never enters Skullport, instead working through Ahmaergo, his agent there.

The Eye has lost the use of his *disintegration* and *flesh to stone* eye powers, but has full elder orb powers. (See the **MONSTROUS MANUAL** tome for information on elder orbs.) He can cast one spell each of 1st through 8th level (eight total spells) once per day. He wears a *ring of proof against detection and location* on a functional eyestalk and nonmagical rings that bear *Nystul's magical aura* spells on them on the others. (Further information on the Eye can be found in the *Ruins of Undermountain* boxed set.)



Grimmbold The Gith

CE male githzerai F5/T5; STR 17, DEX 16 (LH15)

What remains of a Zhentarim presence in Skullport is led by Grimmbold the Gith, a foul-tempered, yellow-skinned githzerai whose hatred of Skullport and that fact that he is stuck in it is obvious with every word out of his mouth. The Gith came to Faerûn as a result of a botched exploration of a portal in Sigil, the City of Doors. He sought aid from the nearest settlement, which turned out to be the Citadel of the Raven, where he struck a bargain with the Zhentarim. He agreed to join the Black Network on the condition that after he performed a major mission he would be returned to the Outlands.

He and a small cell of Zhentarim arrived in the Port of Shadow by ship a few months later tasked with discovering all that they could about Undermountain, Halaster, and Skullport. They were then to seek out the Lord of the Underhalls, slay him, and assume control of them in the name of the Zhentarim.

Grimmbold and those under him were poorly prepared for the task before them. The information they unearthed was vague or filled with errors. The Skulkers, although fundamentally selfish and corrupt, resisted recruitment by the Zhentarim, who found the residents of Skullport untrustworthy, unreliable, and disloyal, and fundamentally incapable of following a chain of command.

It became evident to Grimmbold that his was a suicide mission. He watched as most of the other members of the cell were slaughtered, devoured, incinerated, and disappeared without a trace. The Port of Shadow had swallowed up nearly the entire cell, and with it, Grimmbold's way home. The only remaining members are Grimmbold (CE male githzerai F5/T5), Jom Bovine (LE male half-ogre F4), and Esten (CE male rock gnome I14/T4) and his imp familiar, Estryxx.

The Gith has since made the best of his incarceration on the Prime Material Plane by establishing an assassin's guild run out of the Hell Hound's Muzzle tavern (LH15), the members of which (including Grimmbold, Jom, and Esten) rent out their services to the highest bidder. The guild has grown in the last year, and its members have taken to periodically staking out a cavern or corridor in the parts of Undermountain surrounding Skullport and exacting tolls from those who pass.

The Gith possesses several items that the Black Network gave him, including *boots of speed*, a *bastard sword +1/+3 vs. lawful creatures*, and a *cloak of protection +2*.

Gyudd

NG male shield dwarf F2; Str 16, DEX 8, CON 16 (LP15)

Gyudd is a drunken dwarf known for his foul mouth, bad breath, and perpetually soused state. Anyone who has tipped a mug in the Port of Shadow knows the dwarf by name as a drinking companion or, more than likely, because Gyudd's



Zhentarim of Skullport: Grimmbold the Gith, Jom Bovine, Esten, and his familiar, Estryxx



name is on the label of the brew being drunk, since he runs Gyudd's Distillery (LP15).

The dwarf arrived in the Port of Shadow six decades ago with a cart loaded with barrels filled with dried yeasts, cultures, supplements, and special malts, along with the sacks of grains and hops needed for brewing. Gyudd's fierce brews were quickly heralded as the best in Skullport. Gyudd reinvested his earnings into his business, and other dwarves began to gravitate toward the master brewer.

Gyudd, who had always been haunted by dreams of his ancestors, whose identities were a mystery to him, started being visited at night by the spectres of the long-extinct Melairkyn dwarves. From these hauntings, Gyudd learned that he was the direct descendant of King Melair IV and inheritor of the lands, titles, and wealth of the extinct clan of dwarves. The truth left Gyudd shaken and overwhelmed by the burden of responsibility this implied. In an attempt to deal with his confusion and drive off the ghosts, Gyudd resorted to drinking heavily. To facilitate this, he added distilling liquor to his brewing efforts.

The ghosts still haunt Gyudd, but their voices are drowned out by his drinking. He has been drunk nearly all the time for the last 30 or so years, a testimony to the vitality of the dwarven race and his own iron constitution.

Gyudd is a dwarf of middle age with a strong back, wide shoulders, and a substantial paunch. A poor diet and carrying heavy casks up and down stairs have left him slightly bowlegged. His fingers are stubby and rather flat as a result of his pinching and mashing them regularly under heavy containers.

Gyudd dresses poorly in a soiled leather apron over a stained short-sleeved tunic and rough breeches. He wears hob-nailed boots, since it gets mighty slippery in the distillery with all the spills and leaky pipes. He rarely goes about heavily armed and never carries money. He carries a knife or dagger tucked into his belt for emergencies.

Gyudd's only magical item is the pair of ancient hob-nailed boots of correction left him by his great-grandfather on his deathbed. The boots act as *boots of the north*, but also convey a potent boot (kicking or stomping) attack to the wearer. Boot attacks by the wearer require no proficiency in boot use. The boots inflict damage as a *war hammer +1/+3 vs. goblins, orcs, and hobgoblins*. They give their wearer two boot attacks per round if she or he makes no other attacks, or one boot attack in addition to his or her normal attacks. The wearer of the *boots of correction* must be adjacent to a target creature, of course, to make any boot attacks. Unlike most magical footwear, the boots only shrink and grow to fit the feet of dwarves, although duergar or derro could use them. Beings other than dwarves who attempt to wear the *boots of correction* find that they are actually encumber them, reducing their movement rates to half and eliminating any Dexterity bonuses they normally have to Armor Class.

Haffa

N male half-ogre **F₃/T6**; **STR** 18/00, **CON** 17 (LP18)

The half-ogre known only as Haffa is typical of his race in appearance. His powerful, knotty muscles bulge from under his warty, gray skin; his jaw protrudes from under a piglike snout, and his beady yellow eyes gaze out from under a pronounced supraorbital ridge. A set of fangs protrudes irregularly from his jaw; and a

distinctive musky odor proceeds him wherever he goes. While his personal appeal and magnetism are negligible to detrimental to most demihumans (CHA 9), among other humanoids he is seen as fairly charismatic (CHA 15). Beyond his physical appearance, Haffa shares few similarities with others of his race. He is clever (brilliant when compared to other half-ogres), intuitive, and soft-spoken until angered or frustrated.

Haffa is the sole owner of Haffa's Flatbacks (LP18) in the Lower Port, a venture supplying porters and delivery service to individuals and businesses throughout the Port of Shadow. Although Haffa prefers to hire goblinkin over other lazier races, he hires any beings with strong backs and a willingness to work, provided they do not cause trouble. He expects his employees to be honest and industrious. Laziness is not tolerated; it is bad for business. He prefers to rule more by example than with force, but he has had to make an example before of lazy and unscrupulous laborers. The broken corpses of those unfortunates who did not leave fast enough when he set out to make them an example are left to hang outside Haffa's Flatbacks for the crows and scavengers to pick clean.

Haffa is concerned with what he terms the "bottom line," a business principle he states as meaning that he is in business to provide a service for which he and his workers will be paid a fair and reasonable wage. Any serious threat to the bottom line is met with direct and deadly force if necessary. While most of Haffa's employees are goblins and similar creatures, they number over a hundred and can be rallied in under an hour. Haffa has shown that he lives up to his beliefs in the past by convincing his workers to lay down their burdens and refuse to transport any goods. The Port of Shadow relies upon commerce to survive, and if cargoes remain unloaded and untransported, there is no commerce. Even the most unscrupulous merchant has caved in to Haffa's demands and paid up or paid restitution for abusing one of Haffa's workers rather than invite the Skulls "benevolent interference" for obstructing trade.

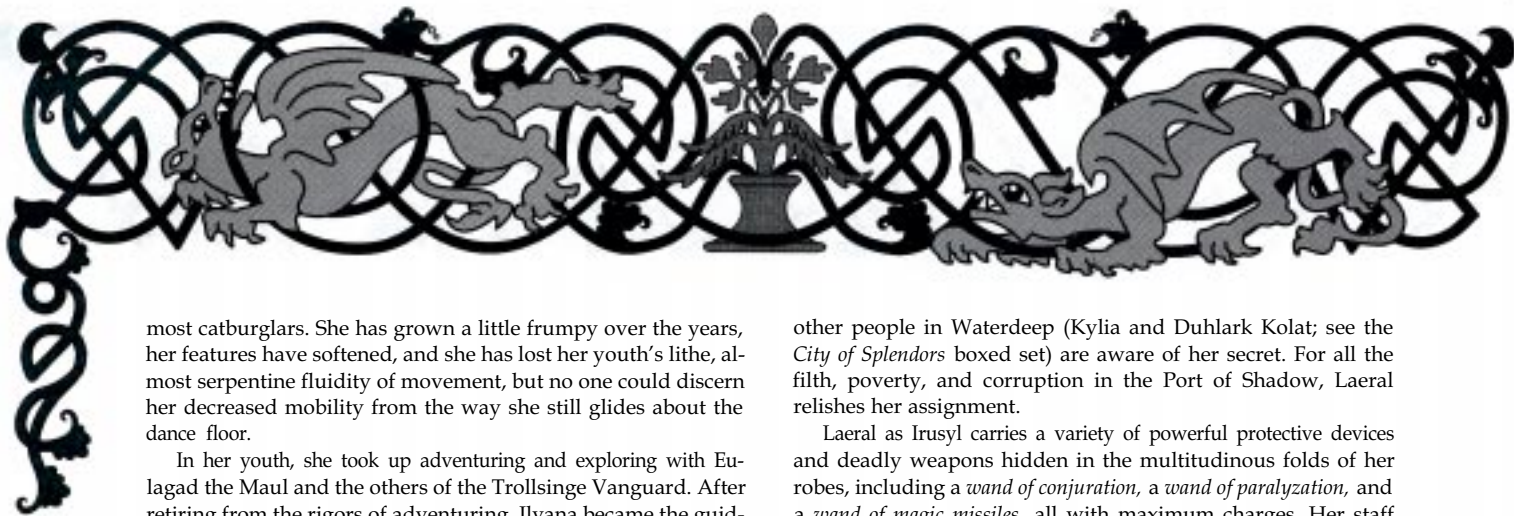
Haffa dresses well in tailored, durable cloth outfits, disdaining armor of any kind. He rarely goes about armed, preferring to pummel and wrestle those unwise enough to mug or assault him. (Consider him specialized in both punching and wrestling.) When circumstances require him to, he has been known to bear a heavy-bladed *bastard sword +1* that sheds amber light when drawn from its sheath and dispels abjuration magics upon successful attacks. He also wears a pair of battered *bracers of the blinding strike*. These work as *bracers of defense* (AC 4)) give him a +1 bonus to initiative, and (up to three times a day by mental command) allow him to double his number of attacks in a round. (These last two powers of the *bracers* work only for fighters.)

Ilyana Wyrmmruff

CG female human **T12**; **DEX** 16 (LP₉)

Ilyana is a woman in her late sixties. She always seems to have a warm smile plastered to her round, ruddy face, which has deep laugh lines and crow's feet. She dresses simply but comfortably in floor-length dresses, dark cotton hose, and brightly embroidered vests of padded velvet and suede. One would never guess by looking at her now that Ilyana was once one of Waterdeep's fore-





most catburglars. She has grown a little frumpy over the years, her features have softened, and she has lost her youth's lithe, almost serpentine fluidity of movement, but no one could discern her decreased mobility from the way she still glides about the dance floor.

In her youth, she took up adventuring and exploring with Eulagad the Maul and the others of the Trollsing Vanguard. After retiring from the rigors of adventuring, Ilyana became the guiding force behind the Burning Troll inn (LP9). It was her vision and the reputation of the Trollsing Vanguard that made the inn the success it is today. It has been her organizational skills that have kept the larders full, the wine cellar well stocked, and the rooms spotless and spider free. (Her fear of arachnids is well known to any regular patron of the Burning Troll.) She is comfortable with her fate, but part of her yearns for the days when she could scale an eight-story tower to gain entrance to a closely guarded treasure, steal in under the blanket of night, and escape without so much as a whisper to betray her passage.

Ilyana's health is failing with the passing of the years, and each winter leaves her weaker than the last. She knows she will soon join her departed friends of the Vanguard in eternal slumber. She, like Eulagad, feels them beckoning her to the afterlife and longs for their companionship once again.

For protection, Ilyana carries a *dagger +1/+2 vs. spiders and arachnids*, a *ring of blinking*, and a tiny satin purse containing several inches of *dust of appearance* around her neck.

Irusyl Eraneth

CG female human M25 (formerly R9); DEX 17, CON 25 (16), INT 18, Wis 18, CHA 17 (LP9 and LH7)

This mysterious black-robed archmage buys and sells information from and to anyone for the right price. She maintains contacts in nearly every business in Skullport and the City of Splendors above it. No rumor large or small escapes her attention, for to her knowing about everything is a matter of pride.

She can be found throughout the taverns of Skullport where wits are numbed by alcohol and tongues are likely to wag freely, but her favorite locales are the Deepfires (LH7) and the Burning Troll (LP9) where she is as much a fixture as their tables and hearths. Never one to act incautiously, she always sits facing the door amid the shadows at the rear of the taproom with her back to the wall and one hand under the table.

Her long, black hair and arched eyebrows are all anyone can make out of her features most of time. Heavy black robes and a hood obscure the rest. Most assume she is scarred, ugly, plain, or a wanted person in disguise. She prefers to dress simply, and her robes are free of ornamentation. Hidden from view in their many folds are numerous charms, talismans, and wands.

She is never without a tall staff of polished cherry and walnut twined together into a solid shaft. Obviously magical, the staff is never out of her reach, magically standing upright beside her while she dines or conducts business.

Irusyl is in fact a carefully crafted persona and magical disguise used by Laeral Silverhand, the Lady Mage of Waterdeep and Chosen of Mystra. This alter ego allows Laeral to quietly gather information in Skullport without attracting attention to herself. Secrecy is the key to her role as Irusyl the spy. Only for the Lords of Waterdeep, Khelben Arunsun, and a couple

other people in Waterdeep (Kylia and Duhlark Kolat; see the *City of Splendors* boxed set) are aware of her secret. For all the filth, poverty, and corruption in the Port of Shadow, Laeral relishes her assignment.

Laeral as Irusyl carries a variety of powerful protective devices and deadly weapons hidden in the multitudinous folds of her robes, including a *wand of conjuration*, a *wand of paralyzation*, and a *wand of magic missiles*, all with maximum charges. Her staff (which in her Irusyl disguise she calls *Morgan's staff*, refusing to reveal who Morgan was or is) functions as a fully charged *staff of thunder and lightning* and a *rod of alertness*, though its weapon statistics are as a quarter staff, not a footman's mace. She wears a pair of *bracers of defense* (AC 2), a *ring of mind shielding* and *ring of free action*, all hidden from normal sight with invisibility magic. Her robes act as a *cloak of protection* +3, a *robe of eyes*, and incorporate three hidden bugs of holding of the smallest size. To protect her from being detected in her disguise, she also wears an invisible *amulet of proof against detection and location*.

Lord Ithvar Wordkiller

CN male human M18; INT 18, Wis 17, CHA 16 (LP17)

This one-eyed ex-Cormyrean War Wizard is famous for his command of power word spells and his formidable arsenal of offensive spells. He was born to a life of power and privilege, reared to be an ambitious, brilliant tactician, and tutored in the Art from an early age. He exceeded all the expectations of both his family and instructors except for one: controlling his temper.

It was his uncontrollable rage that had him brought up on murder charges when he killed a superior officer over a dispute. Due to his family's considerable influence, he was acquitted of the murder by a thin margin of evidence showing that his actions might have been in self-defense. His family then arranged for his early discharge and relocation outside of Cormyr.

He wandered for a number of years, eventually migrating to the Sword Coast North. The chaotic, unstable atmosphere of the Port of Shadow appealed to him. He sought out Aurin the Generous, who had recently come to Skullport, and joined him and to others, Chantos Graybeard and Ysele the Cat, in founding the Hired Horrors (LP17). He invested much of his own personal wealth in the Horrors, believing that his substantial contribution would entitle him to chief control of the business.

Aurin, who had brought the deepspawn on which the business was to be founded to Skullport, contested Ithvar's leadership. Thinking himself best suited to lead the group, Lord Ithvar challenged Aurin to a spell duel, agreeing not to use lethal magics against his opponent. Lord Ithvar loosed his most powerful magics, finishing his initial flurry with a *fireball* in an attempt to quickly eradicate his foe and achieve his desires.

The more experienced Aurin soundly defeated Lord Ithvar. Aurin realized Ithvar's treachery but nevertheless spared his life. Since his humiliating defeat, Ithvar has patiently waited for Aurin to lose favor with the other two members of the Hired Horrors before he acts. Recently, Ysele the Cat has proven to be an invaluable ally against his nemesis. She has also been quietly manipulating Aurin's longtime crony, Chantos Graybeard, but so far the aged Chantos remains ever loyal to his friend.



Lord Ithvar is not a fool, but he is headstrong, ambitious, and not given to trusting other wizards. He suspects duplicity on Ysele's part, but for the time being needs her support for his plans to eliminate Aurin and seize control of the Hired Horrors.

Ithvar is known to carry an assortment of lethal magical devices including a *staff of power*, *iron bands of Bilarro*, numerous wands and rods, and a *ring of spell turning*, and has at his disposal a *sphere of annihilation* recently recovered from Undermountain by Ysele and himself. (They have agreed to share its use, but Ithvar plans to convince her to let him have it or buy out her interest in it later.) Aurin and Chantos are ignorant of this recent acquisition and would likely feel quite threatened were they to learn about it.

Jasmar'n Shadewidow

N female human dual-classed T5/Nec11;
DEX 15, INT 17, WIS 17 (LT2)

Jasmar'n is the current leader of the organized gang of graverobbers who operate out of Cryptkey Facilitations (LT2) in the Lower Trade Lanes. This cold, emotionless woman oversees every element of the operation, seeing to it that bodies are brought promptly back to the shop, repaired, and shipped to their respective destinations.

Once a talented surgeon's apprentice in the Lands Above, Jasmar'n gave up a promising career when she was discovered performing necromantic research in Waterdeep's City of the Dead at night and thrown out by her master. Jasmar'n continued her necromantic research in secret and continued to sneak into the private tombs of the nobility in the City of the Dead and cemeteries in the small outlying towns surrounding the City of Splendors. On one such excursion, she accidentally discovered a *gate* leading to a narrow, little-used passage not far from Skullport.

By this time, Cryptkey Facilitations was already a highly profitable business but it lacked ready access to nearby tombs in the Lands Above. Jasmar'n willingly traded her knowledge of secret and little-used access routes into many nearby tombs and the location of the *gate* to Skullport for training in necromancy from the facilitators of Cryptkey Facilitations. Her knowledge of anatomy proved invaluable, and she ascended within the ranks of the facilitators quickly, rising from lowly grave robber to senior anatomist and necromancer.

She rarely ventures out of the shop, preferring to manage the operation through underlings and go-betweens. When she is forced to leave Cryptkey Facilitations, a pair of charmed ghouls and her vulture familiar, Gakk, always accompany her.

She, like every other facilitator, wears a mask when dealing with outsiders. Hers covers the upper half of her face, but is encorcelled to provide 30-foot infravision and to detect magic within 10 feet in a 90-degree arc of the mask. She has very dark hair streaked with gray, dark purple eyes, and what can be seen of her flesh is extremely pale. She is armed with a *staff of striking* and her serrated *short sword of sharpness* +3. Her prized possession is a *cloak of the bat* given to her by the previous head facilitator upon his passing.

Kaitlynn

CG female human Myst7 of the Earthmother;
INT 17, WIS 16, CHA 17 (CT17)

Kaitlynn and her two sisters, Anithlyn and Briglynn, run the Sisters Three Waxworks (CT17). Kaitlynn has the same basic Ffolk (Moonshae) coloring and features as her identical triplet sisters, with fair skin, chestnut hair, and twinkling eyes emphasized by well arched brows. However, she differs greatly from her sisters in temperament, possessing the qualities of kindness, charity, and constancy otherwise lacking in both her sisters. Kaitlynn is the most responsible of the sisters and often acts as mediator between the capricious Anithlynn and the sometimes-sullen Briglynn. Of the three sisters, Kaitlynn is most like her deceased mother, Celya: She is both fundamentally compassionate and utterly devoted to the Earthmother (Chauntea).

Kaitlynn is the sister most visibly devoted to her family and the shop. (She dotes on her sisters and often cooks and bakes for them.) She encourages her siblings to work with each other for the family's common good. She overlooks her sisters' failings, looking beyond their petty squabbles and self-centered and shortsighted approach to life. She honestly and truly loves both her sisters and tries to believe the best of anyone she meets (until it is proven otherwise). This good-hearted regard for all worries the more cynical Briglynn, especially, who sees her sister as more likely to be assaulted by Skulker ruffians than helped by an unrecognized philanthropist.

Kaitlynn is also the sister most often seen tending the shop, hand-dipping candles, hanging herbs above the windows, tidying up, or sitting at a spinning wheel or working on a handloom while waiting for customers to stop in. She happily shows prospective customers the sisters' wares and describes the available services they can perform. She specializes in love charms and is very adept at brewing love potions (which are nonmagical, but function just like *philters of love*).

Kaitlynn does not wear armor and never carries a weapon, relying upon her spells and magical items for defense against Skullport's predators. She usually wears clothing in deep greens, golds, and rich browns and burgundies, as if she were wearing autumn folded around her and tucked in her girdle. She carries a *staff of curing* carved out of oak, wears a *ring of protection* +2, and carries an ivory rod of beguiling. She never leaves the shop without several potions, oils, or philters (usually *potions of healing* and *extra-healing*).

Kesra Tanor'Thal

CE female drow F8/P8 of Lolth;
STR 17, DEX 17, WIS 16 (UH2)

A young drow of a mere 50 winters, Kesra Tanor'Thal is the niece of Matron Mother Haelra Tanor'Thal, ruler of the Underdark drow city of Karsoluthiyl. She lives in the Tanor'Thal Refuge (UH2) at the top of the Heart. She possesses a haunting alien beauty, smooth black skin, a muscular frame, and orange eyes with flecks of gold, a characteristic the superstitious drow consider an omen signifying Lolth's favor. She also bears a small, white, spider-shaped birthmark on the back of her hand, another symbol of the dire Spider Queen's favor.





The youthful Kesra was given the responsibility of establishing House Tanor'Thal's influence in Skullport as a reward for exemplary service to her matron mother, her household, and Lolth. She had been a highly successful slaver, and she personally oversaw the capture and transfer of hundreds of goblinkin to fill the need for manual laborers and household servants in Karsoluthiyl. Her ambitious approach to her duties impressed her aunt and infuriated her older cousins, Ilmra and Olorae, who saw the upstart as a threat and planned for her eventual and permanent removal.

Matron Haelra had for a long time been dealing in Skullport with Malakuth Tabuirr, whom she was suspicious of. She was troubled by his tendency toward irreverent behavior and his disrespectful demeanor. She ordered the youthful Kesra to relocate to the Port of Shadow and personally represent House Tanor'Thal's interests there.

In the few short years since her arrival, Kesra has accomplished much to solidify the influence of the Tanor'Thals in Skullport. In so doing, she has threatened Malakuth Tabuirr's operations, and the tension between the two continues to grow.

Kesra is a free spirit, given to dramatic displays of her skill in arms and priest magic. She is haughty, headstrong, and believes that she is truly favored by Lolth and destined for greatness.

Kesra is well equipped for her position as the head of the household. She possesses drow chain mail +4 (and a suit of conventional *chain mail* +3 hidden away in her rooms in the Tanor'Thal Refuge), a *shield* +3, *winged boots* (MV 18, FI [B]), and was given a five-headed *whip of fangs* by her mother. (The *whip of fangs* and drow chain mail are described in *Demihuman Deities* in the Lolth entry and in *Drow of the Underdark*.)

Laeral Silverhand

See Irusyl Eraneth for notes about the Lady Mage of Waterdeep's connections in Skullport.

Malakuth Tabuirr

CE male drow F8/T10; STR 17, DEX 17, INT 16, CHA 16 (LH9, residence; the Slavers' Market in the Lower Port, work; SI6, work)

The drow calling himself Malakuth Tabuirr is a skilled trader, cunning opportunist, smuggler, mercenary leader, and slaver. His past is a well-guarded secret, the details of which are known only by his closest allies and his long-time companion, Amryyr Yauntyr (see above). He lives in a townhouse in the Lower Heart (LH9), often visits the Slavers' Market in the Lower Port, and has an office in the Halls of the Iron Ring (SI6).

Malakuth was the first-born son of a wealthy drow merchant house that backed the winning side of a house war only to be betrayed and subsequently have all the members of the household condemned to death. The survivors of the bloody war took what they could and fled into the wilds of the Underdark. As luck would have it, Malakuth was leading a caravan to Skullport when the first house of Karsoluthiyl wiped out his entire household. He adopted the surname "Tabuirr" after his permanent relocation to Skullport.

Like other drow, the smuggler has smooth, inky-black skin (much like the carapace of a black widow spider), spindly limbs, sharp features, and bone-white hair. His narrow, almond-shaped

eyes are a greenish brown that shifts to amber when his patience is at an end. He has a devious mind that allows him to formulate complex multilevel schemes and a keen eye for details.

Malakuth despises drow women for their schemes and machinations, their all-consuming passionate political ambitions, and their short-sighted fanaticism to a deity who turns them against one another and half of their race (drow men). Malakuth surrounds himself with other stout-bodied drow loyal to his cause, including a growing handful of priests of Vhaeraun, the drow god of intrigue and thievery. He has turned the upper levels of his townhouse into a shadowy temple venerating Vhaeraun and has recently scheduled several special ceremonies dedicated to the god. In keeping with his feelings about female drow and his reverence for Vhaeraun, he is the leader of the local chapter of the Dark Dagger (see the Power Groups section of the Overview of Skullport chapter).

Malakuth is on good terms with Lord Byronae Trilluach, but he is at odds with both Rhaunaguth and Dalagor, although open hostilities are kept at bay so long as the drow's interests do not directly conflict with theirs. When dealing with House Tanor'Thal, Malakuth prefers to keep his distance, especially since the household sent the haughty Kesra Tanor'Thal as its emissary to Skullport. He would like nothing more than to pay back House Tanor'Thal for its betrayal, but he realizes that the Skulls have a low tolerance for large-scale conflicts. For now Malakuth is content to harry the Tanor'Thals by covertly raiding their caravans, killing their guards, and stealing their property.

Malakuth is not completely eaten up by his desire for revenge, though, and would never do anything to endanger his companion, Amryyr, whom Malakuth met long ago in when he used to run caravans into Menzoberranzan. Amryyr and he share a great many private in-jokes accumulated through their escapades together over the years, and others who walk in on their conversations are often lost to what is going on between the two due to their numerous references to those experiences.

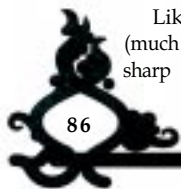
Malakuth wears drow chain mail +3, a well-worn *piwafwi*, and a weapon belt bristling with swords, daggers, and poison-coated *darts* +2. He wears *slippers of spider climbing* on his feet and a *ring of protection* +2 on his left hand. Although proficient in many other weapons, Malakuth often uses a matched pair of *rapiers* +2.

Misker The Pirate Tyrant

LE beholder (LT 1, residence; LP22, LP23, LP24, work)

For a beholder, Misker is ancient, having lived long beyond the normal life expectancy of his kind. His outer hide has dulled over the years, and its plates are cracked, warty, pitted from age, and scarred from countless battles. Even his eyes look old and milky from age. His central eye perpetually waters and is astigmatic, prompting the beholder to wear a single lens when he uses it to read. He lives in a mansion in the Lower Trade Lanes (LT1) and occasionally visits his large warehouses (LP22, LP23, and LP24) on business.

Misker derives his nickname (folk never call him the Pirate Tyrant to his face) from the two black eyepatches he wears over two of his eyestalks, underneath which lie eyes with unique





abilities. (They take the place of the *charm person* and the *cause serious wounds* eyestalks.) These eyes are the topic of rumor. One is said to emit a beam of highly destructive magic capable of rending even dragon hide. (It inflicts 6d6+6 points of damage per attack on one target within 50 yards; save vs. rod for half damage. Creatures with magic resistance have it halved against this attack.) One story alleges that the beam projected from the other eye inflicts acid damage as if it were the breath weapon of a venerable black dragon. (It inflicts 10d4+ 10 points of acid damage on one creature within 60 feet of the eye; save vs. breath weapon for half damage. Items struck by the acid must succeed at item saving throws vs. acid or be destroyed.) Misker rarely uses either of his unique eyes, preferring to keep his abilities mysterious and his enemies ignorant and off balance, a tactic that is responsible for the eye tyrant's longevity. (DMs can use the two unique abilities described above or invent ones more suitable for their own campaigns.)

Misker is, without a doubt, Skullport's most successful and influential smuggler. His schemes and the creative use of distractions, illusions, and containers with false bottoms or secret compartments have made him fabulously wealthy. Misker minimizes expenses by creating complex, self-perpetuating trade chains where one product is traded for another, which is in turn traded again, and so forth. At each step, the beholder makes more money with minimal investment of time and effort; he only has to obtain the goods to start the chain.

The eye tyrant's long memory is only matched by his need to revenge himself any who cheat him. Needless to say, those who attempt to cheat the Pirate Tyrant are not afforded the opportunity to do so again.

Misker has recently retreated from direct involvement in most of his smuggling operations and claims to have entered semiretirement, seldom leaving his mansion. He has told several friends that the acquisition of wealth holds little further interest him as his he already fabulously wealthy. He has turned over the majority of his operations to his most trusted underlings. He still acts as an advisor, but only steps in to act himself when there is a serious threat, such as unfriendly competition or espionage on the part of the Lords of Waterdeep. (Misker's retirement may be a ploy to allow him to work out a strategy for competing with the Eye/the Xanathar, who recently eliminated Misker's only former beholder competition in Skullport, Seirtych Xantaun.)

Nestor Podgin

NG male human *Tra*13; *DEX* 16, *INT* 16 (CH4)

The sole owner and operator of Monsters Made to Order (CH4) in Skullport's Central Heart is Nestor Podgin. Nestor came to Skullport only a year ago after his experiments in his quarters in Waterdeep took a wrong turn. One of his subjects escaped and had to be destroyed by the combined efforts of the Watch Wizards and the Red Sashes of that city. Although no formal charges were filed against him, he was still required to pay stiff fines for the proper&damage the creature caused and ordered to suspend all future experiments within the city's walls. Faced with few alternatives, Nestor moved to Skullport, constructed a secure laboratory in the Heart Ward, and hired mercenaries and bands of adventurers to hunt and capture monsters and beasts in Halaster's Underhalls.

The results of his first experiments were less than favorable, but his familiarity with the spell *Duhlark's animerge*, which he bought just before he left Waterdeep from a supposedly reputable source as the spell "join animal," grew with each attempt he made to use it. (Little did he know it was obtained by the source from Hlanta Melshimber of Waterdeep after she arranged for a theft of a number of secrets from Duhlark Kolat's tower.) He eventually refined the process necessary to successfully merge two different species of beast to a reliable enough degree that he can take orders and fill them—for a tidy sum.

Professionally, Nestor is driven to discover all he can about the creation of life. His research is directed toward discovering if magic was used in ages past to create such monsters as chimerae, owlbears, and perytons. He notes that these supposedly naturally occurring hybrids are highly aggressive and unpredictable, characteristics he often sees in his own creations.

Nestor's other fields of knowledge include an intimate knowledge of ancient civilizations. He also has a passing familiarity with Netherese script (enough to translate about 25% of its meaning without magical recourse) and suspects that Skullport was at one time at least influenced by faded Netheril. When not in his laboratory or negotiating the sale of one of his creations, he is often seen at the Flagon and the Dragon (LH1) sipping sweet meads and poring over a scroll or tome of forgotten lore.

Nestor comes off as a simple, unassuming scholar in his late twenties. He is soft-spoken, introspective, and given to bouts of sudden seriousness and silent contemplation. He has an average physique but is balding prematurely, prompting him to wear a metal skullcap to cover his rapidly thinning hairline.

Nestor prefers to rely upon his own spellcasting to protect himself, but he does carry an assortment of magical devices, most of which he acquired prior to his arrival in Skullport. He wears a *ring of wizardry* (doubling his 1st-level spells), and a *ring of shocking grasp*. For defense, he carries a *quarterstaff* +2, a *dagger* +1, and a *wand of polymorphing*. His most prized magical items, a robe of *useful item* and a *helm of teleportation*, were recovered from a venture into a long-abandoned a burial mound somewhere on the High Moor.

Nhyris D'HotheK

CE male pureblood yuan-ti lich (LT5)

Nhyris D'HotheK is a nephew of Zstulkk Ssarmn. He was one Zstulkk's slavers (known as "jailers" in Zstulkk's organization) before his transformation into his present undead state by the *Crown of Horns*. The *Crown* contains the last remnants of the dead god Myrkuul's essence (see below). After possessing and wearing the artifact for over a year, Nhyris has been transformed by the corruptive magic contained within it into a sort of lich.

Nhyris's undead state is unique. Although he was never a wizard in life, Nhyris's contact with the *Crown of Horns* has given him the majority of the abilities possessed by a lich. He enjoys a lich's Armor Class, Hit Dice, THAC0, spell immunities, ability to be hit only by +1 or better weapons, fear aura, chilling touch, and paralysis ability. He does not have any spellcasting abilities aside from those granted by the *Crown*. He retains his innate yuan-ti magical abilities, which have been amplified by the *Crown*. All the abilities have maximum duration and effect, and inflict a -2 penalty to the saving throw of any target they are used against.





Nhyris also retains his innate yuan-ti psionic abilities and may now use any magical items usable by wizards, such as *crystal balls*.

His superiors and his uncle had overlooked the initial stages of the metamorphosis, as the power of the artifact manifested itself by subtly and slowly corrupting the already immoral yuan-ti. It made him even more secretive, brooding, and power-hungry than he was before. His appetite for bloodshed intensified, and he became more brutal and tyrannical with each passing day.

As Myrkul's personality gained greater influence over the yuan-ti's thoughts and deeds, Nhyris began openly questioning the authority of Zstulkk Ssarmn, and he was publicly rebuked for his insolent behavior. Fearing that his superiors would learn of the *Crown* and attempt to take it from him, he slunk away to a lair he has prepared in some tunnels beneath the cellars of the Dizzy Drake tavern (LT5). (One secret entrance to the tunnels is hidden in the cellars.) His mind was awash with conspiracies he saw being laid against him and a thirst for vengeance. When he got to his lair, he flew into a murderous rage and unleashed the powers of Myrkul's might on his few remaining loyal servants, transforming them into shadowraths.

In the wake of his secession from Zstulkk's organization, he has remained in seclusion testing his powers on those he abducts from the streets of Skullport. His newfound lich powers and his growing legion of shadowraths have allowed the cunning yuan-ti to strike out against Zstulkk Ssarmn in secret with the eventual goal of taking over his slaving operation.

Nhyris is no longer recognizable as his former self. Much of his original flesh has rotted into a putrid soupy mass clinging weakly to the bones and organs underneath. His red, slit-pupilled eyes, his only reptilian characteristic, have dulled, and they threaten to fall from their sockets whenever Nhyris moves suddenly. His hands and feet have become bony claws terminating in wicked black nails like polished onyx. To call as little attention as possible to his rapidly deteriorating form when he travels in public, Nhyris employs powerful perfumes and immerses himself regularly in alchemical reagents to cut down on the odors of decomposition. He wears a heavy cowl over thick robes to obscure the ravages of undeath and prevent others from seeing that he wears the *Crown*.

Nhyris, in addition to the *Crown of Horns*, has accumulated a substantial collection of potent magical devices: a *crystal ball* with *clairaudience*, a *rod of absorption*, and a *ring of telekinesis*. Around his neck hangs a *necklace of missiles* (two 6-dice, one 4-dice, four 2-dice).

Crown of Horns

The *Crown of Horns* is a major artifact of the Realms, and legends give it a prominent role in Netheril's downfall. The *Crown of Horns* has thus far existed in two forms. Its current form is an electrum circlet with four bone horns mounted around its edge and one large black diamond centered over the wearer's brow. While black as obsidian, the stone is translucent, and weird energy dances within the faceted gem. The *Crown of Horns* is fully detailed in the *Campaign Guide* of the *City of Splendors* boxed set, the MONSTROUS COMPENDIUM® *Annual Volume Four*, and *Volo's Guide to All Things Magical*. An abbreviated accounting of its powers is presented here.

- The *Crown of Horns* surrounds the wearer with an aura similar to the magical aura of a lich; as such, creatures of fewer than 5 Hit Dice (or 5th level) who view the *Crown's* wearer make a successful saving throw vs. spell or flee in terror for 5d4 rounds.
- The *Crown's* wearer is immune to necromantic and necromancy spells and death magic, automatically ignoring any ill effects of such spells and being affected by beneficial effects only when desired.
- The *Crown's* wearer commands undead as a 6th-level priest or at six levels higher than his or her current level, if already a priest.
- The *Crown's* wearer can *teleport without error* once every 10 days. This power affects only the *Crown*-wearer, not other creatures in contact with him or her.
- The *Crown's* first major power is its *ray of undeath*, a dark energy ray that erupts from the black diamond (maximum of one *ray/turn*) to cover a conical area 40-feet long and 10-feet wide at the base. Any creatures in this area of effect must make a successful saving throws vs. death magic or die; successful saving throws prevent immediate death, but beings still suffer 4d12 points of damage from the necromantic energy. If slain by the *ray of undeath*, any characters rise from the dead as lesser shadowraths under the total control of the *Crown*-wearer.
- The second major power of the *Crown* is *Myrkul's Hand*. Similar to the power granted to his specialty priests, *Myrkul's Hand* surround the wearer's hands with black flames for four rounds and can only be summoned once per day. If *Myrkul's Hand* touches any living being, that being must make a successful saving throw vs. death magic. If successful, the being resists and only takes 1d12 points of damage; if the saving throw fails, the character dies, consumed by black flames. After 1d4 rounds, the being's skin and possessions rise up as a greater shadowrath at the *Crown*-wearer's command. (Condensed statistics for lesser and greater shadowraths are given below; a complete description is given in the MONSTROUS COMPENDIUM *Annual Volume Four*.)
- The *Crown* is the host for the last vestiges of the Realms' fallen god of the dead, Myrkul. The *Crown* allows Myrkul to control the wearer with suggestions, and it can (for 20 rounds/day) possess its wearer; a possessed wearer has an Intelligence and Wisdom of 20.
- Donning the *Crown of Horns* automatically changes the wearer's alignment to neutral evil. If the *Crown* is later removed, the character's original alignment returns.
- Once donned, the *Crown* makes its possessor paranoid and jealous about the artifact; the bearer does anything to keep others away from the *Crown*. To a lesser extent, the *Crown* also affects those in a 100-foot radius, instilling in them a desire to possess the artifact. This often forces a conflict with the current bearer of the *Crown*, but it also ensures that the most capable and powerful people wear it.
- The *Crown* slowly turns its wearer into a lich. The process takes two years of constant contact with the artifact, but the alteration is hastened by use of the major invoked powers (using the *ray of undeath* or *Myrkul's Hand* reduces the time by 1d4 months). Once the wearer of the *Crown* becomes a lich, the lich state is irreversible, and the *Crown* itself acts as the lich's phylactery.





- Once donned, the *Crown* cannot be removed unless Myrkul wishes to have a new host; then the *Crown* teleports elsewhere without the wearer. If the wearer has become a lich while wearing the artifact, she or he crumbles to dust instantly upon the *Crown's* departure (1% chance per level of surviving as a demilich with the character's original alignment).

Lesser Shadowraths (2d6): AC 4; MV 9; HD 4+4; THACO 17; #AT 1; Dmg 1d6; SA Strength drain (on successful attack save vs. death magic or lose 1 point of Strength); SD hit only by +1 or better magical weapons; SW turned as ghastrs; MR 10%; SZ as former self; ML fearless (20); INT as former self; AL NE; XP 1,400.

Notes: Beings completely drained of Strength die a death irreversible by even a *wish*. Strength points drained otherwise return at the rate of 1 point per hour. Lesser shadowraths look like totally black skeletons with eye sockets that glow red. Lesser shadowraths lose any magical or psionic abilities they had in life.

Greater Shadowraths (1d10): AC 5 (or as former self); MV 12; HD 5+5; THACO 15; #AT As former self; Dmg 2d4; SA energy drain (on successful attack save vs. death magic or lose one experience level); SD hit only by +1 or better magical weapons; SW turned as mummies; MR 25%; SZ as former self; ML fearless (20); INT as former self; AL NE; XP 2,000.

Notes: Beings completely drained of levels die a death irreversible by even a *wish*. Greater shadowraths look as they did in life but have no eyes, internal organs, or bones. Instead, they are filled with and animated by negative material energy, which is visible as cracking black energy in their eyes. They can use all their former possessions except any magical items now opposed to their new alignment. They lose any magical or psionic abilities they had in life. They often wear heavy cloaks to disguise their nature. They are mute.

Othur Roonsundyr

CN male human M19;
STR 17, DEX 16, CON 16, INT 19, WIS 17, CHA 16 (CP5)

This stone-faced wizard recluse is known for his stern demeanor and his no-nonsense approach to dealing with those who mean him harm. Othur Roonsundyr makes his lair high above the Central Port. The entrance is on a carefully sculpted balcony of stone, and tall pillars of imported marble that are carved with fantastic imagery surround the entryway itself. Blocking ingress to Roonsundyr's warren (CP5) stands a permanent *prismatic wall* through which Roonsundyr can pass freely as if it were not there. Previous attempts by rival wizards to eliminate the barrier have always had very—dramatic—consequences. While some folk have even gained entrance to Roonsundyr's residence, the fate of these individuals is only known by the mage himself.

A being will not find a more militant recluse in Skullport, Waterdeep, or the North than Othur Roonsundyr. The wizard does not like visitors and most are simply turned away by magical apparitions that appear at the door in response to inquiries. Others who apparently annoyed the reclusive wizard have been turned to stone or ash or something even less pleasant. In any case, the same person has never disturbed Othur twice.

Othur's age is unknown. From his appearance, most figure him to be in his forties, but considering the power he wields, it is more likely he utilizes arcane means to extend his life. He possesses a physique better suited to wielding a sword in battle than

puttering over dusty tomes: His shoulders are wider than most doorways, his hands are huge, and he stands fully a head taller than most men. His clothes never look the same twice, though he seems to prefer to wear garments of all shades of one color at a time. He has sandy blond hair, busy eyebrows, and eyes such a pale shade of gray that they seem almost without color.

Othur is a student of ancient rune, symbol, and ward magic. He is the resident authority in Skullport, Waterdeep, and the North on the theory and use of these potent magics. He has collected a vast library of information on these topics, and in truth he has the finest library on these subjects this side of Candlekeep. The chambers of his library are extensive, vaultlike rooms, that are meticulously catalogued (according to Othur's personal system) and magically protected from the ravages of time. Not surprisingly, these precious ties to the past are also guarded by powerful monsters summoned from the Outer Planes and lethal spells and traps of the mage's own devising.

In person, Othur comes off as tight-lipped, stern, impassive, and cold like a mountain peak. He seems to take little joy in anything he or anyone else creates. He is as unyielding as iron, but he has a fondness for Kara-Turan poetry and fancies himself an aficionado of the art form.

Othur employs his own spells before resorting to those in items. He wears a *robe of the archmagi*, carries a *staff of the magi*, bears at least a dozen wands (many of his own design and manufacture), and has a host of potions and scrolls tucked in pouches and pockets about him.

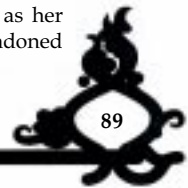
Quinan Varnaed

LE male human dual-class F4/P14 of Loviatar;
STR 17, CON 18, WIS 16 (SI8, residence, temple, and work; SI6, work; the Slavers' Market in the Lower Port, work [rarely])

Since his meteoric rise in power to lead the Iron Ring, Quinan Varnaed, once an undistinguished sellsword, has become one of the most hated men in the Port of Shadow. Were it not that he commands the grudging support of nearly every slaver in Skullport and the rest of the city's inhabitants are terrified at the prospect of torture in the Tower of Seven Woes if he should find out they are plotting against him, he would have been found floating face down in the River Sargauth long ago. He works and lives on Skull Island, splitting his time between the Halls of the Iron Ring (SI6) and his home and private temple, the Tower of Seven Woes (SI8). One or twice he has been spotted in the Slavers' Market in the Lower Port, usually to deal with a discipline problem.

Quinan hails from a small agricultural community in Sembia. The youngest son of a peasant farmer, he grew up knowing only hardship. His treatment by his family left him bereft of empathy for his fellow human beings, but he discovered at an early age how to unlock some feelings by causing harm to others. He became a warrior, and after leaving home, served with the Zhentilar.

While on a mission in the field, he was mortally wounded by a spear thrust. As he lay dying, the pain in him intensified tenfold but the wounds healed of their own accord. Loviatar, the Maiden of Pain, had spoken to him, choosing him as her messenger. He rose whole from the killing field and abandoned his Zhentarim allies to their fates.





Three slavers of the Iron Ring: Zstulkk Ssarrnn, Quinan Vaernad, and Ahmuergo the Horned Dwarf

He arrived in Waterdeep some time later and found his way to Skullport immediately thereafter. He assessed the status quo among the slavers and cutthroats of the city rapidly. Within a tenday, he offered his services to the slavers, who at the time (in his opinion) were poorly organized and lacked the means to properly restrain and care for their stock.

Quinan drew up the compact of the Iron Ring, a charter establishing the rights and privileges enjoyed by those who would join. Zstulkk Ssarrnn leapt at the opportunity to ease his administrative burden and turn over day-to-day responsibility for caring and guarding for the slaves to another. He joined readily, and the other major slavers of the city did soon after. With the funds collected as a percentage of profits from the member slavers' operations, the Skull Island prison fortress was rebuilt and the Tower of Seven Woes was completed in under two years. Slaves could now be carefully watched and properly prepared for their lives in chains, safe from the dangers of Skullport and Undermountain.

Since the establishment of the consortium, Quinan has kept the Zstulkk Ssarrnn at arm's length. Quinan is no fool and is all too aware of the reptile's penchant for deceit.

Quinan dresses in ceremonial *scale mail* +4 and *gauntlets of ogre power*. He wields *whip of entanglement* +2 (acts as a *rope of entanglement*) or a *rod of flailing* +3 in combat. His prized possession is a *ring of gargoyle control*, the means by which he exercises control over the gargoyles that guard the Tower of Seven Woes. The ring works like a ring of mammal control but has no Intelligence limits and works only on gargoyles and margoyles.

The Rag Mage

CN male drow M19; INT 19, but insane
(Upper Trade Lanes)

While Shradin Mulophor used to believe that he was the first entity to serve the Skulls by feeding the magical field in Skullport, he is not. In actuality, there has been at least one other, a drow mage whose name is lost. He is now known as the Rag Mage, and he apparently first appeared in his current form during the Fall of the Gods (the first day of the Time of Troubles), though most Skulkers did not notice him for some time. Where Shradin consumes both the physical and magical components of a target, the Rag Mage uses his raggamoffyns to slowly bleed the magical and life energies from a victim. The Rag Mage lives to this day because he field has gifted him with a semblance of immortality, but he is as tied to the magical field as Shradin and the Skulls. He is also utterly insane, though not psychotic. He only vaguely remembers his existence as a mortal being and does not really remember that he was ever a drow. His deep, whispering voice is really the only clue that he was once male.

He lives on the Upper Trade Lanes, though his lair moves, drifting about like the rags and bits of street flotsam it seems to be constructed of. He is always attended by flocks of raggamoffyns who do his every bidding, as he created them all. In fact, they are collective manifestations of his shattered psyche twisted through his bizarre lingering relationship with the magical field that sustains the Skulls. If one were able to observe him for a long, long



while, it would be possible to see threads of his old personality and memories mixed with echoes of what the Skulls are doing or thinking at the moment in his voiced comments and behavior. Because of his bizarre state of being and insanity, anyone who attempts to read his mind in any way must make a successful saving throw vs. spell or be feeble-minded (as if by a *feeblemind* spell, but the effect is not magical). Those who succeed at such a saving throw are merely struck unconscious for 1 turn. The Rag Mage cannot be affected by anything that his raggamoffyns are immune to and seems to have versions of all the raggamoffyns' special abilities, but he does not share their special weaknesses.

The Rag Mage behaves in a fashion that ranges from dotty to menacing. When he appears, rags, bits of metal, leather straps, and all the street refuse in an area seems to surge together. From them rises a short, roughly humanoid shape that seems to be enshrouded by all these bits and pieces (and is really completely composed of them). It has two dark shadows for eyes, nothing more. Often he gives folk odd assignments, has his raggamoffyns take possession of people to have them perform seemingly inexplicable tasks, begins singing songs in ancient tongues and then claims not to have been singing if asked what he was doing, consistently calls people by names other than their own, etc. He defends himself fiercely with the raggamoffyns and, occasionally, a powerful spell seemingly pulled from nowhere. He has a spellbook, but it is reformed of scraps of paper and cloth trash that have been written on whenever he needs it and essentially does not exist until he calls on it. Sometimes he shares spells with respectful folk; sometimes he seems offended and paranoid to even be asked. Attacks on him inflicting more than 100 hit points of any sort of damage except bludgeoning or piercing damage (which he seems to be immune to) cause him to disperse, though he never truly dies (and cannot unless somehow released by the Skulls). He can reform within 1 turn anywhere in Skullport, though he usually does not choose to immediately confront anyone who attacks him. He has any sort of object that could have been dropped or discarded as trash in Skullport at his disposal.

Tatterdemanimal (Raggamoffyn) (1d6): AC 10; MV 18, Fl 12 (E); HD 1; THAC0 20; #AT 1; Dmg 1d2; SA control host; SD immune to blunt weapons and mind-affecting spells (*charm* spells, *ESP*, *hold* spells, and *sleep*); SZ S; ML unsteady (6); INT low (5-7); AL N; XP 120.

Notes: All raggamoffyns prefer to fight by controlling their hosts. To do this, they wrap around their targets. A raggamoffyn must succeed at an attack roll against the target's Armor Class counting magical and Dexterity bonuses but not armor or shield bonuses. If it succeeds, it has wrapped around its host. Once a host is wrapped, a raggamoffyn forces the host body to do its bidding. Intelligent hosts can throw off this effect with a successful saving throw vs. spell. Successful saves usually cause a raggamoffyn to leave and fly to another host. Failed saving throws mean that a host is under its control, but the host may attempt another saving throw in 1 turn. (Each Intelligence point of the host over 15 allows the host to subtract 1 round from this time limit.) Raggamoffyns usually do not hurt their hosts directly; most often they control them to make them steal, kill, or cause mischief (including destroying magical items).

Saving throws against control are made as normal against tatterdemanimals. Tatterdemanimals can enwrap hosts of size T or S. They cannot control a host with more than 3 Hit Dice or lev-

els or an Intelligence of 4. Tatterdemanimals are made of small, dirty scraps of tattered cloth. They most often control rats, dogs, cats, birds, and pigs.

Common Raggamoffyn (Raggamoffyn) (1d4): AC 5; MV 12, Fl 8 (E); HD 3; THAC0 17; #AT 1; Dmg 1d6; SA control host, suffocation; SD immune to mind-related spells (*charm* spells, *ESP*, *hold* spells, and *sleep*); SZ M; ML steady (11); INT average (8-10); AL CN; XP 270.

Notes: A common raggamoffyn's ability to control a host works the same as described in the notes for tatterdemanimals given above. They can control size S or M creatures of up to 6 Hit Dice or levels or an Intelligence of 15. They gather in roving packs and are made of bits of burial shrouds, leather cloaks, gloves, and armor.

Common raggamoffyns whose hosts escape their control sometimes attack the ex-host in an attempt to smother him or her. To do this, they must make a successful attack roll against the victim's head (AC 10 without a full face helmet, AC 2 with a great helm. Dexterity bonuses and magical rings and bracers apply). If the attack succeeds, the strangling damage is automatic. As the raggamoffyn plugs up the nose and mouth and squeezes the throat, the victim must succeed at a Constitution check each round until the raggamoffyn or the victim is slain. Spell attacks affect both the victim and the raggamoffyn, but can remove the rags from the victim. The first Constitution check is made normally, but each successive one is at a -2 penalty. A failed check means the victim dies of suffocation.

Gutterspite (Raggamoffyn) (1d3): AC 0; MV 6, Fl 6 (E); HD 5; THAC0 15; #AT 1; Dmg 2d8; SA control host, blinding; SD immune to mind-affecting spells (*charm* spells, *ESP*, *hold* spells, and *sleep*) and to the effects of *color spray*, *darkness*, *light*, *rainbow*, and *continual light*; SZ M; ML elite (14); INT very (11-12); AL N; XP 1,400.

Notes: A gutterspite's ability to control a host works the same as described in the notes for tatterdemanimals given above, except that the saving throw to avoid being controlled is at a -2 penalty. They can control up to size S (about dwarf size, but not elves or humans) creatures of up to 4 Hit Dice or levels or an Intelligence of 10. They prefer small hosts like halflings, dwarves, and gnomes, and they are the only raggamoffyns that can control gnomes and duergar. They are composed of rope, string, leather straps, and strips of unraveling cloth holding together a small mass of gems, glass, and glitter. They often cooperate with their hosts rather than simply dominating them.

Once a day, they can create a sparkling burst of light that shines from their glitter and glass, blinding all opponents in a 20-foot radius who fail a saving throw vs. paralysis. This blindness lasts for 1d4 rounds. Blinded opponents gain no Dexterity bonus to their Armor Class, and the gutterspite gains a +2 bonus to attack foes blinded in this fashion, though it often uses the blindness to run away.

Shrapnyl (Raggamoffyn) (1d2): AC -5; MV 6, Fl 4 (E); HD 7; THAC0 13; #AT 1 or 5; Dmg 2d12 or 1d16 (5); SA control host, explode; SD immune to mind-affecting spells (*charm* spells, *ESP*, *hold* spells, and *sleep*); SW vulnerable to *crystalbrittle* (inflicts 3d6 points of damage), *shatter* (affected without the benefit of a saving throw), and *heat metal* (causes full normal damage); SZ L; ML champion (16); INT high (13-14); AL CE; XP 3,000.

Notes: A shrapnyl's ability to control a host works the same as described in the notes for tatterdemanimals given above, except that the saving throw to avoid being controlled is at a -4 penalty. They can control size L creatures of up to 9 Hit Dice or levels or an Intelligence of 18. They prefer ogres, mages, or (best) ogre mages as hosts. They consist of shards of metal of all sorts, including whole horseshoes, frying pans, swords, lanterns, knives, and tableware, and sometimes pieces of gold and platinum.

Shrapnyls act as a sort of armor to their host, absorbing melee damage that would normally accrue to them. Both a shrapnyl



and its host sustain spell or magical effect damage, and acid damage is split in half between the two. Once a day a shrapnyl can explode into a cloud of steel, inflicting 4d10 points of damage on any creatures within 10 feet (save vs. breath weapon for half damage). The shrapnyl's host is unaffected by this damage, but afterward the shrapnyl cannot control the host and must retreat, rest, and seek a new host.

Rhaunaguth

LE male human F14; DEX 18, INT 15, CHA 17
(LP13, work; LH12, residence)

Rhaunaguth is one of three mercenary leaders in Skullport. He is Dalagor the Cold's flamboyant counterpart and chief rival in the quest to become Skullport's mercenary king, though Lord Byronae Trilluach has provided competition for both of them in recent years. He is most often contacted at Shatterblade's (LP13), but lives in a keep in the Lower Heart (LH12). He is Dalagor's polar opposite. Courageous and passionate, he lives for the challenge, readily takes up arms, and often personally leads his troops in battle or raises his voice to toast those who fall in his service. It is his unflinching bravery in the face of danger and commitment to his jolly, pranksome troops that inspires their unwavering loyalty and trust on and off the battlefield.

Rhaunaguth was born in the walled city of Tantras. He began his career as a ranger of Silvanus. The tenor of his life changed drastically after encounter with hill giants in the mount&s near Ravens Bluff. He survived the attack, but the giants' hurled boulders and massive clubs killed all save two of his friends. Instead of feeling remorse, he cultivated a burning hatred for all giantkind. His fall from grace came about after the thirst for revenge led him into a voadkyn lair. Rhaunaguth's forces utterly destroyed the voadkyn and burned their settlement to the ground. Rhaunaguth escaped the inferno, but he had gone too far and lost his status as a ranger. Overnight the forest lost its appeal, and his knowledge of wood lore faded with the sunrise.

In the years that followed, Rhaunaguth served as a mercenary in Thesk, Sembia, and distant Turmish. He proved to be a cunning and resourceful leader. He became a mercenary captain, marching his troops across the Realms and joining any force willing to meet his price. Eventually his wanderings led him to Skullport where he is never reminded of the verdant forests that once held him rapt with their beauty.

Rhaunaguth is a swarthy man who looks to have a tan even though he has not seen sunlight in quite some time. He has a quick smile, and his eyes and hair are brown. He dresses in *field plate* +2, carries an assortment of daggers, darts, and knives (many of which bear at least a +1 enchantment), a *long sword* +2, *giant slayer* and the shield *Shatterblade*. Forged long ago, the small shield is enchanted to destroy any blade that strikes it in combat. Any attack that misses Rhaunaguth due to the shield not only misses but must make a saving throw vs. crushing blow at a -2 penalty (plus any magical adjustments) or be destroyed. Only weapons capable of causing slashing damage are effected. Tucked into his weapons belt are two ivory-handled starwheel pistols and several reloads.

Sangalor of The Secrets

LN illithid P12 of Oghma; INT 16, Wis 18
(CH5, residence (but most often out); temple of Oghma in Waterdeep)

Sangalor is a strange being indeed: an old, soft-spoken and gentlemanly sage who always wears dark red, purple, or black robes covered with glyphs and runes. His trade is finding out secrets for inquirers who pay well, though his clientele is kept small, and tends toward the desperate who cannot afford to bargain with Irusyl Eraneth. This vocation is in no way hampered by the fact that Sangalor is an illithid, his tentacles and hairless head mottled white with age. "He" (though illithids are sexless, Sangalor's deep voice and occasional interest in the company of human females leads most folk of Skullport to regard him as male) is a specialty priest of Oghma. The human females are sages and specialty priests of Oghma and Deneir that Sangalor is teaching lore to as a special service to Oghma's church. His home is in the Central Heart (CH5), but he also spends a great deal of time aboveground visiting the recently completed temple of Oghma in Waterdeep's Castle Ward, the Font of Knowledge.

Sangalor is a devout and energetic priest, and as such he enjoys the spells available to and all the abilities of a lorekeeper (a specialty priest of Oghma) as detailed in *Faiths & Avatars*. Over the years, this quiet but effective adventurer has amassed a large (and well hidden and guarded) collection of scrolls and magical items. He can use these to trade for more exotic magic, save his life by unleashing surprising power when threatened, aid friends and fellow Oghmanytes, or take action against foes and enemies.

Sangalor can be hired to question particularly recalcitrant (and valueless) prisoners by devouring their brains. Through spells he has developed, he thereby clearly gains 2d4 of their hidden thoughts. He is reluctant to indulge in this activity too often, as he feels it is part of the baser nature of illithids that he has risen above. He never performs this type of interrogation on good or neutral beings. This fatal questioning always focuses on a specific name, word, or site Sangalor is after. Thoughts can be gained despite magical safeguards; the first one sought is 77% likely to be found, the second 66% likely, and so on, down to a minimum chance of 22%.

Sangalor has amassed relevant spells and an expert technique for more prosaic interrogations and the means to make the questioned being forget all about the interview, afterward. He makes a living charging 10-100 gold pieces per answer required. The price varies with the time and danger involved, the information's importance, and the amount of discretion he must guarantee.

Sangalor most enjoys learning the secrets of others. He loves playing father confessor to citizens of Skullport and Waterdeep alike. He reserves his chief hatred for the arrogant behavior of most other mind flayers, his evil brethren. (Many of them, upon learning of his station and lifestyle, attack him on sight.) In the short term, Sangalor is interested in forming an alliance with a company of adventurers. He wants to be able to rely on their protection in occasional highly dangerous adventuring forays and to use them to seek out and slay all hostile illithids in the vicinity of Waterdeep, Skullport, and Undermountain. If he cannot do this through friendship and an ex-





change of aid and services, he will try to do it covertly through manipulation.

Irusyl Eraneth and Sangalor get along well for all that they compete in similar endeavors. Amet'ned-thoth is Sangalor's trusted friend and ally.

Shradin Mulophor

NE male human Nec2;

INT 19 (wanders Skullport; LH4 [rarely])

Little is known about Shradin Mulophor's life before he founded the Port of Shadow, but he is believed to have existed at least as far back as the Netherese Empire. The Lord of Bones arrived in Undermountain in the Year of the Angry Sea (1148 DR), and after discovering the ruins of the Sargauth Enclave, petitioned Halaster Blackcloak for the right to found a port on the banks of the Skull Pool. After forging a pact with the Mad Mage of Undermountain, Shradin approached the Skulls and entered into a similar compact (which the Skulls betrayed some 221 years later) with the remnants of the original inhabitants of the ruins.

In the decades that followed, Shradin's efforts transformed Skullport into a thriving subterranean port in which he and the Skulls were the only recognized authority. By the Year of the Howling Hourglass (1184 DR), Shradin (also known as the Lord of Bones) had taken to exploring the depths of the Underhalls, and eventually he returned a changed man, having apparently become unstable and unpredictable. In truth, the Lord of Bones faked his insanity and instability so as to promote his foes' underestimation of his abilities and to relieve him from the drudgery of administering the Port of Shadow on a daily basis. The necromancer continued to run Shradin's Excellent Zombies (LH4), a dingy, rundown shop in the Lower Heart of Skullport in which he sold or rented out "claws" of controllable zombies (see LH4 for more information).

The festival of Higharvestide in the Year of the Gauntlet (1369 DR) marked Shradin's apparent destruction by a circle of Skulls simultaneously employing shout spells. The Lord of Bones, including his personal effects, was instantly reduced to a red mist that then drifted away from the scene of carnage. In truth, the once-human necromancer was bound during the experience to Skullport's magical mantle just like the drow archmage who became the Rag Mage was over a decade earlier during the Fall of the Gods. However, while the Rag Mage assumes a vaguely humanoid form composed of bits of refuse, Shradin's new state resembles a cloud of pale red mist some 20 feet in diameter. It is a hybrid form combining aspects of a crimson death and a magic-eating hakeashar. Its color darkens to a deep crimson whenever it is sated with blood. While the Rag Mage uses his raggamoffyns to slowly bleed the magical and life energies from a victim, Shradin converts both the physical and magical essences of his victims into the essential energies required to sustain Skullport's mantle.

Like the Rag Mage, Shradin is inextricably bound to Skullport's mantle, providing him a measure of immortality, and he is incapable of wandering beyond the confines of Undermountain. At most two of the following group may be absent from the Port of Shadow or its immediate environs at any one time: Shradin, the Rag Mage, and the 13 Skulls. Although both Shradin and the Rag Mage retain separate identities, both are inextricably bound to the collective sentience of the Skulls and, over time, are likely to merge with the group mind.

Shradin Mulophor (unique creature): AC -3; MV Fl 21 (B); HD 21, hp 63; THACO 14; #AT 1; Dmg 3d10 (surround and dissolve); SA wizard spells (only in original form); SD cannot be turned (not undead), spell immunities (see below), +2 or better weapon to hit; MR 100%; SZ H 12'-25' in diameter; ML fearless (19); AL NE; INT 19 (supra-genius); XP 21,000.

Notes: When attacking, Shradin's cloudlike form settles over its prey and begins mystically dissolving it from within and without, as tendrils of clammy mist seep into the mouth, eye sockets, and ears. The process is excruciatingly painful, takes several minutes to complete, and is reversible only by a carefully worded wish once damage in excess of the victim's hit points plus 10 has been inflicted. When the process is complete, all that remains of a living, vertebrate creature is a vassal skull, as described under the Skulls entry in the Power Groups Section of the Overview of Skullport chapter. (Invertebrates are unaffected by this attack.) However, vassal skulls created by Shradin answer to the Skulls and not to the former Lord of Bones.

Shradin is immune to psionics and area of effect spells, and he wholly absorbs all spells directed specifically at his form; in fact, he heals damage or gains temporary extra hit points equal to any magical damage inflicted on him by spells. Nondamaging spells cast upon him do not affect him and heal or bestow him with hit points equal to the spell's level. He is immune to all mind-affecting spells and illusions. He physically absorbs magical items at the same rate as a black pudding, and all magical items are magically inert while in contact with his mistlike form. Item charges are absorbed at a rate of 1d4 charges per round, while permanent enchantments, spells, and spell-like effects are absorbed at a rate of one spell level per round.

Although Shradin can cast spells as before, he can only do so when he reforms himself into a semblance of his old appearance. In this form, he looks like a ruddy-skinned shadow of his former self. The necromancer can currently only hold this form for 1d8 rounds per 24-hour period, although, in time, he may learn to control the transformation for longer periods. He does not need to memorize spells, and he can cast any spell he knew before his transformation on Halaster's Higharvestide.

If destroyed, he reforms from the blood of a randomly chosen denizen of Skullport (a gruesome and final occurrence for the unfortunate being). Unlike the Skulls, however, Shradin can indeed be permanently destroyed. During the 3 rounds it takes him to reform, if the victim of Shradin's reformation can be identified, a holy word coupled with a *Mordenkainen's disjunction* cast on the victim in the same round are sufficient to permanently destroy what remains of the Lord of Bones.

Smallfry

CE male halfling F2; DEX 16 (CH2)

The halfling known only as Smallfry is a perfect example of the corruptive influence of the Port of Shadow. Once a well liked, courageous adventurer, Smallfry met with misfortune shortly after sacking a kuo-toan temple on one of the lost levels of Halaster's Underhalls. The quirky halfling fearlessly donned a jeweled helm recovered from the kuo-toans, discovering too late that it was a *helm of opposite alignment*. His companions recognized the change in his personality immediately and attempted to remove the curse. What happened next is anyone's guess. Smallfry refuses to speak of it, but when the halfling returned to Skullport days later, he did so all alone. His friends had apparently met with fatal misfortune along the way.

Now the erratic halfling is driven to explore every gourmet avenue available to him. He is the owner, manager, and chief cook at Smallfry's Pantry (CH2), an open-air kitchen/restaurant



in the Central Heart. In the name of culinary innovation, he goes to any length to achieve the perfect taste, aroma, and seasoning with the most unusual of ingredients. None too discriminating, he even prepares specialty meals for groups of gourmets with offbeat tastes, such as beholders, drow, and even mind flyers.

Smallfry is known to be irritable, short-tempered, and pushy. He takes offense at the smallest criticism of his cooking and readily orders his assistants to eject or dispose of anyone uncultured enough to find fault with one of his meals.

Spider

CG male tiefling F3/T4; DEX 19, CON 17 (LP4)

Upon first inspection, one might think Spider had elven blood in his veins. He has a lean, athletic frame, almond-shaped eyes, high cheekbones, and ears terminating in fine points. Further investigation, though, reveals a gray cast to his skin, unusual patterning at his hairline that runs down his neck and back, and the fusion of the first and second digits on his fingers and toes, which possess an additional knuckle and lack nails.

He was a foundling as a babe, and in his youth, for reasons unknown to him, he found he could cling to almost any surface to climb it. He adopted the name "Spider" and began delivering messages and small packages around Skullport. He soon acquired a reputation for speedy and reliable delivery. In a short while, he hired other disenfranchised foundlings and established Spider's Fleet o' Feet (LP4). He and his pack of couriers fearlessly scoot about the catwalks and alleyways at a breakneck pace getting their deliveries made.

Spider is overconfident, brash, and more than a little arrogant. He happily taunts his enemies into attacking him, relying upon his speed and natural agility to avoid injury.

The youth has yet to reach 20 years of age, but he has recently begun investigating the details of his origin. Spider is not actually a half-elf, but rather a tiefling, the descendant of a distant liaison between a human and a denizen of the Lower Planes. He is so far unaware of his connection to the Lower Planes. (Consult the PLANESCAPE® boxed set for more details on this race; for those who do not have it, combining the information presented here with the abilities of a standard half-elf is sufficient to run Spider.)

Spider wears *leather armor +1* boots of striding and springing, and carries a *short sword +1*. His unique ability functions as if he were the recipient of a permanent *spider climb* spell that does not impede his abilities to selectively manipulate objects. The ability is not magical and cannot be dispelled by magic. Grease or slickness on a surface Spider wants to climb can counter it.

Tohkkal Burrwarden

LN female rock gnome F6/II16; DEX 17, INT 17 (LT4)

Tohkkal Burrwarden is the older sister of Tykkyl, one of two gnomes responsible for Clockwork Wonders (LT4). Where Tykkyl is the dreamer, Tohkkal is the more practical businessperson. She sees that the bills are paid, the proper raw materials are delivered on time, and deadlines are met. Without her organizational skills, the Clockworks would have gone bankrupt and the twins forced to live on the streets years ago.

Like her brother, she possesses downy golden hair that drifts around a warm round face covered in smile wrinkles. She keeps her long hair tightly braided to keep it out of her face and the clockworks. Her hands are small and remarkably nimble; she handles small complex mechanisms with practiced ease.

Tohkkal cares for her brother deeply but worries about his fits of spontaneous inspiration. She hopes that his drive is a gift from Gond or Garl Glittergold and not the condition that some gnomes of her line have inherited that makes them into deeply disturbed, highly destructive inventors of deadly constructs with a need to test their creations.

Tohkkal wears a *ring of telekinesis* (400 lbs. max) and *bracers of protection* (AC 6). She also wears a *short sword +1/+2 vs. vermin* (rats, bats, snakes, insects, and arachnids) at her belt under her apron.

Transtra

CE female lamia noble M9 (LH14, work and residence; SI6, work [rarely]; the Slavers' Market in the Lower Port, work [rarely]; LP25, work [rarely])

In her true form, Transtra is an alluring but lethal-looking humanoid female with metallic bronze skin, long copper hair, and cruel golden serpent's eyes. Her abdomen and lower body are those of a giant bronze-scaled snake. She wears little save jewelry in the form of torcs, earrings, finger rings, and necklaces of precious metals and stones. Her most common attire is a thin, multistranded collar of gold thread beaded with ruby gemstones that reaches down to her ribcage but is hardly concealing.

Transtra rarely appears in her true form, that of a lamia noble, outside the House of the Long Slow Kiss festhall (LH14), preferring to use her disguises and alter egos when out and about. Her other identities are: Thrisada, a palmist; Adriana Fairson, a bard; and Curza, a street urchin. She adds to her repertoire each month, but while each of her alter egos possesses her own distinct personality, they are all very beautiful and exhibit her biting wit. When not at the House of the Long Slow Kiss, she sometimes tends to her slaving business at the Halls of the Iron Ring (SI6) or visits the one warehouse she is known to own (LP25). Most Skulkers are sure that she owns other warehouses covertly for use in servicing smuggling efforts she is less willing to be openly associated with.

Transtra has her fingers in nearly every dirty operation in the Port of Shadow: smuggling, gambling, thievery, slavery, etc. She readily makes alliances only to break them when it is no longer to her advantage to uphold her bargains. Her most recent interest is in moneylending. She has a quite head for business and dozens of dedicated and highly motivated followers willing to break legs and crack skulls to collect for their mistress.

Transtra has recently begun hiring adventurers to investigate rumors about Undermountain. In truth, the lamia is actually working with the mad archmage Halaster, who has begun constructing yet more levels in his Underhalls. In exchange for her assistance, Halaster has tutored Transtra in magic and provided her with a spellbook, a *wand of polymorphing* and a *ring of the ram*. He appears every month or so as a pair of cold black eyes on a wall in her sleeping chambers, providing whispered advice and guidance. Transtra has every reason to do as the Halaster suggests, since she is smart enough to know that her continued existence depends upon her listening and doing



as she is told. Halaster has placed a geas on the lamia noble that prevents her from revealing their relationship and any of their plans.

Transtra places little value on anything besides wealth and power. She has no true friends or confidants, only servants and slaves. Her most volatile minion is Uliss, her charmed behir servant. She encountered the multilegged monstrosity on the second level of Undermountain. She overwhelmed the creature with magic, held him fast, and charmed him into subservience. He has remained that way for years. Transtra knows that the evil beast is waiting for the opportunity to kill her, but she finds the lurking danger his imminent betrayal presents keeps her sharp and aware. (Uliss certainly does crave revenge for the many years of his captivity, but he also admires her capacity for cruelty.)

Tykkyl Burrwarden

CN male rock gnome T8/IL17; DEX 17, INT 16 (LT4)

Tykkyl Burrwarden, like his twin sister Tohkkal, is a worshiper of both Gond and Garl Glittergold. He is an inspired artisan of the Lantanna gnome tradition who specializes in intricate mechanisms, clockworks, animated figurines, and such that work and work well. He often decorates his creations with gemstones, which he is an expert at cutting. He runs Clockwork Wonders (LT4) with his sister.

Tykkyl is the more whimsy-minded of the pair. He is prone to bouts of inspirational ranting and activity. He drops whatever he is doing and begins sketching out a newly formulated idea on any nearby paper, napkin, or tablecloth. Tykkyl's ideas are more often than not less executable than his sister's, and most but not all of his devices are left on the drawing board of his mind. However, some of his moments of inspiration have truly led to more efficient designs of certain inner workings of his and his sister's creations, especially the principle of differential gears, which he has cleverly used in several of their projects.

Tykkyl is short, even for a gnome, standing less than 3 feet in height. Like most gnomes he possesses a large bulbous nose. A mane of golden hair frames his deeply wrinkled face and eyebrows of the same color protrude above his eyes like two large, golden caterpillars. He is perpetually tinkering, bustling, and fidgeting about, annoying his twin sister. He is high strung and easily hurt by harsh words.

Tykkyl is a peaceful soul and abhors violence in any form. He uses his spells to incapacitate or drive off opponents before resorting to his rod of smiting. To aid him in repairing devices, Tykkyl employs a *ring of x-ray vision*, giving him insight into any damage or innate design flaws a piece might have.

Vhondryl

LE female human Ps14; WIS 17, CHA 18 (LH7)

Vhondryl is one of the top potion dealers in the Port of Shadow, though she keeps a low profile by working through intermediaries. Those who have dealt with her directly describe her as possessing an alien or fey appearance, with chalk-white skin, knee-length blond hair, and straw-yellow eyes. Her features are otherwise plain and unappealing to most. Her reluctance to

speak, and her odd appearance add to her mystique, as does her mercenary approach to her trade.

Only buyers of truly rare or dangerous concoctions deal directly with Vhondryl. She counts those who merely want access to petty poisons as not worth her time away from managing the Deepfires. This quiet and cryptic lady can truly supply any drink, poison, or potion known on Toril, but commands fabulously high prices. Nevertheless, many find the prices reasonable given the rarity of some potions and elixirs. Never one to be cheated or threatened, Vhondryl has strong powers of the mind. (DMs are strongly encouraged to consult the *Complete Psionics Handbook* and the *PLAYER'S OPTION: Skills & Powers* tomes for further details. If your campaign does not include psionists, consider Vhondryl to be a 14th-level transmuter.)

Vhondryl maintains rooms at the Deepfires inn (LH7) as a secret gift from Raella Hiess, the behind-the-scenes actual proprietor of the Deepfires. Vhondryl lets people believe she owns and runs the establishment, while Raella, an accomplished mage (LN female human M10), acts as a simple barmaid. Raella and Vhondryl are quite fond of each other and have been companions for years. They have saved each other's lives numerous times.

Vhondryl knows that Irusyl Eraneth uses the inn as a place to collect information for the Lords of Waterdeep and for sale to others, but this is kept between the two of them. Raella and Irusyl are close acquaintances and exchange information often. Irusyl has been acidly known to describe Vhondryl to prying folk as "a powerful but vain and petty potion peddler."

Vhondryl typically wears a *ring of shooting stars* on her right hand. On her left she wears a nonmagical white gold band mounted with three exquisite gems: a citrine, a peridot, and a topaz. She usually wears a girdle of many pouches, in one pouch of which she keeps a trio of ivory goat figurines of wondrous power. In the other pouches she keeps numerous potions, poisons, and elixirs. She also wears *bracers of defense* (AC 3) and often uses a lavender and green ellipsoid *ioun stone*.

The Xanathar

See the entry on the Eye, above.

Ysele The Cat

NE female half-elf M15;

DEX 16, INT 17, CHA 18 (LP17)

Ysele the Cat gets her appellation from her sharp, feline features and the sex kitten act she puts on when she wants something from someone. She is a remarkably persuasive woman, confident in her magical abilities and her talent for manipulating others.

She, along with Aurin the Generous, Chantos Graybeard, and Lord Ithvar Wordkiller, runs the Hired Horrors (LP17). She loathes the deepspawn they breed, finding the creatures disgusting and dangerous, but loves the money that rolls in from their sales.

Ysele hails from Tethyr. From her human father, an accomplished wizard, she learned the Art. She exhausted her father's knowledge and patience by the time she reached adolescence. He apprenticed her to another wizard at great personal expense, but on the eve of her graduation to journeyman status, she was thrown out by the mage for stealing reference librams





and spellbooks from him. Ever trying to provide for his precious daughter, Ysele's father gave her a substantial stipend (all that he could manage) while he sought her another master, but she constantly complained of its paucity. While her father traveled, Ysele turned the house upside down looking for the deed to her family's land and the few coins her father had hidden away against hard times. When she found the deed, she quietly opened negotiations with one of her father's rivals to buy the family land.

Soon after, she met with a lower planar creature she had contacted with a spell found in one of the stolen grimoires. When her father returned, he was tom limb from limb by the creature before he could open his mouth. Ysele dumped his body at the edge of the modest family property and blamed his death on wild animals and brigands. She inherited the estate and the lands, sold them off as arranged, pocketed the money, and sailed north before her father's grave had begun growing grass.

She met Aurin the Generous and Chantos Graybeard while defending herself from a pack of thugs who she had hired to attack her to get their attention. After treacherously slaying her faux assailants, Ysele and her money were invited to join the wizards in forming the Hired Horrors.

She discovered that Aurin and Chantos were nearly impossible to manipulate due to the mutual trust formed by their lengthy association with each other, although Lord Ithvar Wordkiller was easily turned against his business partners. His long-standing feud with Aurin is finally proving to be the necessary tool she can use to drive a wedge between Aurin and Chantos, leaving them vulnerable to her machinations. Once Aurin and Chantos are divided and picked off separately, she plans on eliminating Lord Ithvar when he no longer has anything she wants.

Ysele is secretive, duplicitous, vicious, and utterly without scruples or remorse. She goes to any length to get what she wants. Lying, cheating, stealing, or killing are irrelevant; all that matters is her appetite for what she sees as her due.

Ysele possesses a *crystal ball with ESP and clairaudience*, wears a *ring of protection +3*, a *ring of invisibility*, a *ring of human influence* (usually kept on a silver neckchain), and *boots of elvenkind*. She possesses a *rod of passage* and a *wand of paralyzation*. She also is co-owner of a *sphere of annihilation* that Lord Ithvar and she recently retrieved from Undermountain. Lord Ithvar and she have agreed to share the item, but little does he know that she has already stacked the deck in her ultimate favor by acquiring a *talisman of the sphere*.

Zstulkk Ssarmn

CE male abomination yuan-ti
(LT11, residence; 3I6, work; the Slavers' Market in the Lower Port, work [rarely])

A slaver without peer, Zstulkk Ssarmn is one of the strongest members of the Iron Ring consortium in Skullport. His is packs of yuan-ti "jailers" (what he calls his thugs and overseers) can be seen throughout Skullport, stalking alleyways looking for easy marks or escorting chained slaves into the city in long caravans on foot or from off of crowded, smelly ships. His teams of jailers are pureblood and halfbreed yuan-ti armed

with whips, nets, short swords, saps, and clubs. Hanging at their belts are large rings of iron keys used to lock and unlock slave manacles that serve as a symbol of their power. Zstulkk can be found most days at the Halls of the Iron Ring (S16) on Skull Island, though he occasionally visits the Slavers' Market in the Lower Port. His residence in the Lower Trade Lanes (LT11) is a gated mansion decorated with snake-themed carvings. Zstulkk hails from the city of Hlondeth in the Villhon Reach, but his family has no noble blood and no ties to the ruling nobles, the Extaminos family.

When the human Quinan Varnaed arrived in Skullport, Zstulkk was experiencing difficulty in maintaining his stock. Escapes were common, and other slavers periodically stole his slaves and added them to their inventories. Zstulkk's profits were down as he had to spend more on guarding his slaves, on acquiring extras to fill orders already filled by now-stolen slaves, and on exacting retribution on those who stole from him. Quinan offered his services as a prison warden to Zstulkk when the Iron Ring consortium was organized, but guaranteed he would not interfere in the slaving operations. Zstulkk saw the Iron Ring compact as a method of regaining former detente that he and his fellow slavers had enjoyed (along with huge profits) before the recent period of poaching. He even provided gold to employ mercenaries to guard Skull Island and supplied some of his own jailers to oversee some of the slaves held on Skull Island.

Zstulkk is pleased with the status quo of the slave trade in Skullport. The slavers who banded together to form the Iron Ring now rarely have cause to war on each other (not that there are not occasional disagreements). Slaves rarely escape from the Skull Island stockades, and the unified guard system there centralizes boarding most of the slaves, making predation by subterranean monsters less of a factor in depleting the stock.

So far, Zstulkk's ambitions do not include the desire to control Skull Isle. He is too concerned with completing a subterranean temple to Sseth under his residence. Once this is done, he will begin breeding his jailers in an attempt to increase the yuan-ti population and bring the entire port under yuan-ti domination. He believes it is his destiny to rule Skullport and his right to do so.

Nhyris's defection and disappearance has left Zstulkk paranoid and short-tempered. He knows that there is a connection between his nephew's sudden independent notions and ambitions and the odd headpiece he has half-spotted him wearing for quite some time. He suspects that a recent sharp jump in the number of missing slaves among his stock is somehow tied to his nephew's rebellious behavior and disappearance.

Zstulkk is an abomination yuan-ti, and his true form looks like a 10-foot-long snake with a scale pattern of mottled grays and blacks that has a human head. To aid in his interactions with humans and humanoids, he usually wears a magical neckband that projects a permanent illusion of him as a pureblood yuan-ti who looks human in every way except for his sloping brow and the light layer of scales lying just below the surface of his tanned skin. The illusion is just under 6 feet in height and has an athletic frame and dark hair and eyes. The necklace also works like a combination of a *ring of protection +2* and a *brooch of shielding*.



FORGOTTEN REALMS

SKULLPORT

Joseph C. Wolf

Skullport, the Port of Shadow, is perhaps the best kept secret in all the Sword Coast North. A mile and a half beneath the orderly streets of Waterdeep squats the most wretched and lawless pit of thieves, buccaneers, slavers, and sellswords the Realms has to offer. Under a moldering tangle of catwalks threaded between the stalactites and stalagmites of the cavern city, illithids, drow, beholders, and others plot and trade with emissaries from the surface. Monsters prowl the dark recesses and alleyways, gangs of zombies shamble about performing menial labor, and anything and everything can be bought and sold: lethal poisons, foul tomes of forbidden magic, and slaves.

The only law is meted out by the enigmatic Skulls of Skullport, mysterious floating humanoid skulls whose capricious judgments and madness-induced destructiveness are the stuff of grisly travelers' tales. Gold rules the ever-present twilight, and only those with keen eyes and blades may keep it long.

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- Descriptions of over 100 notable sites in the wards.
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- Descriptions of notable NPCs and power groups of Skullport.

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