

DUNGEONS
DRAGONS®

AN ADVENTURE FOR 7TH-LEVEL CHARACTERS

Fortress of the Yuan-ti™



Ari Marmell



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Adventure

Ari Marmell



FORTRESS OF THE YUAN-TI™

C R E D I T S

DESIGNER**Ari Marmell****DEVELOPMENT AND EDITING****Scott Fitzgerald Gray****FREELANCE MANAGER****Gwendolyn F. M. Kestrel****EDITING MANAGER****Kim Mohan****DESIGN MANAGER****Christopher Perkins****DEVELOPMENT MANAGER****Jesse Decker****DIRECTOR OF RPG R&D****Bill Slavicsek****PRODUCTION MANAGERS****Josh Fischer, Randall Crews****ART DIRECTOR****Karin Powell****COVER ARTIST****Steve Prescott****INTERIOR ARTIST****David Griffith****GRAPHIC DESIGNER****Karin Powell****CARTOGRAPHER****Jason Engle****GRAPHIC PRODUCTION****SPECIALIST****Angelika Lokotz****IMAGE TECHNICIAN****Allison Shinkle**

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**U.S., CANADA, ASIA, PACIFIC,
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Wizards of the Coast, Inc.
P.O. Box 707
Renton, WA 98057-0707
Questions? 1-800-324-6496

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EUROPEAN HEADQUARTERS
Hasbro UK Ltd
Caswell Way
Newport, Gwent NP9 0YH
GREAT BRITAIN
Please keep this address for your records

**WIZARDS OF THE COAST,
BELGIUM**
't Hofveld 6D
1702 Groot-Bijgaarden
Belgium
+32 2 467 3360

Visit our website www.wizards.com/dnd

Introduction

"Who else knows?" The sibilant voice carried a foul taint, like the first wisp of breeze catching the rising smoke of a crematorium.

Shiuahn wanted to look away, to blink the sweat from her eyes, but she was unable to break the Master's gaze. "No one, Lord."

"WHO KNOWS?!"

Shiuahn fell to her knees. Like all her kin, all her neighbors, she had been pressed into service years ago by the new occupants of the strange castle recessed into the face of Cettrux Hill. However, where many of the humans suffered beneath the lash of the overseer's minions or the crushing weight of starvation, Shiuahn had maintained the favor of the serpent-folk through eager cooperation.

If only her curiosity had not gotten the better of her . . .

"No one, Lord, I swear! I meant no trespass! But I saw the gate active when it should not have been. I feared intrusion. . . ." The torturer's words ran over one another in her haste. Blood dripped from her lips where her teeth, chattering with fear, had torn them.

The Master looked not to Shiuahn but to the foul creature behind her. Long-fingered hands were clenched on the human's shoulders, tentacles writhing around her head. The mind flayer's answer came not in words, but as raw thought.

She speaks truth. None of the others saw what she saw.

"Good." The Master reached out, gently cradling Shiuahn's head in a bloated, scaly hand. "You might have caused us much trouble, Shiuahn. The willing sacrifice you witnessed was the first of a series of great rites, the most important ever conducted in this world. For now, they must progress in secret. What good fortune that the only one to learn of them was a human so loyal as you."

Shiuahn stood a little straighter. "I live to serve, Lord. If I might be of any service to the ritual, you need but demand it of me."

The Master's gaze flicked from Shiuahn's eyes to the blood drying at the corner of her mouth. "Why, Shiuahn, we could not perform it without you. . . ."

Fortress of the Yuan-Ti is a DUNGEONS & DRAGONS® adventure designed for four 7th-level player characters. PCs who complete this quest should advance to 8th level or higher, depending on how successful they are in defeating the challenges presented herein. It can be played as a stand-alone adventure or as the conclusion of a series that began with *Barrow of the Forgotten King* and *The Sinister Spire*.

WHAT YOU NEED TO PLAY

Fortress of the Yuan-Ti is intended for use with the core rulebooks of the DUNGEONS & DRAGONS game. You need the *Player's Handbook* and *Dungeon Master's Guide* to play, and even though this book includes statistics for all the monsters in the tactical encounters, the *Monster Manual* remains a helpful resource. The tactical encounters draw from various sources, including the various *Monster Manual* supplements (MM2, MM3, MM4, and so on), but all the information needed to run the adventure is provided in these pages.

PREPARATION

This adventure takes place mostly within Castle Serastis, headquarters of the Vanguard of Sertrous. If the players have just

completed *The Sinister Spire*, they enter this adventure by stepping through the electric gate in Fadheela's lair, hidden within the Necromancer's Spike. If you have not played *The Sinister Spire* as a precursor to this adventure, the party can be led to the area by campaign hooks of your own devising.

The PCs begin the adventure atop a small rise, looking out over a valley dotted with buildings and farms. The ominous Castle Serastis stands within a hollow in the cliff that marks the south side of Cettrux Hill.

Read through the adventure to gain familiarity with the material. Though this scenario has been designed specifically for lower- and mid-level characters, it is by no means an introductory adventure. It is assumed that you have at least some experience as a DM. However, you are likely to run this adventure over the course of several game sessions. For your initial sessions, you can pay more attention to the early encounters than the later ones. In a typical 4-hour game session, you should anticipate getting through three to five encounter areas.

USING THE FORMAT

The encounter format used in this adventure uses keyed entries similar to other published adventures. However, tactical encounters are separate from story information.

Tactical Encounters: Numbered, or keyed, areas are described in the initial section of this text. Use the keyed entries as both a summary of the adventure and a flowchart. If a keyed entry involves combat or other action that places importance on position and movement, that entry refers you to a tactical encounter.

A tactical encounter's page or pages include a map of the area in which the encounter takes place, notes on setting up the encounter, monster statistics blocks, and text descriptions of how the terrain and features of the encounter affect play. Every aspect of an encounter need not be used—the players might not be interested in all the details of an area. Indeed, the characters might avoid whole encounters, either intentionally or unwittingly.

The combat encounters in this adventure are designed for use with D&D Miniatures. If you don't have the exact miniature to represent a monster, or you aren't using D&D Miniatures, just use whatever substitute you choose to run the tactical encounters.

ADVENTURE BACKGROUND

An organization known as the Vanguard of Sertrous recently sent a tomb-robber named Xeron to the town of Kingsholm. North of the town stands the tomb of the forgotten king, an ancient sovereign prophesied to return from death to defend the land against terrible evil. Within the sarcophagi of the forgotten king and the faithful companions who had served him in life were hidden magic items of great power. With those relics, the Vanguard of Sertrous planned to wreak untold havoc. Possessing the remains of the king himself would allow them to prevent the prophecy from ever being fulfilled—or worse yet, to corrupt it for their own ends.

Xeron and his allies broke into the tomb and made off not only with the magic items, but also with the bones of the forgotten king. Although Xeron was defeated (either by the PCs or another group of adventurers), his allies met up with other operatives

of the Vanguard who transported the bones and relics through the depths of the Underdark. The adventurers pursued them through the subterranean city of Pedestal and to the lair of an ancient drow necromancer.

There, they recovered one of the relics and slew a Vanguard operative, only to discover that the others—and the bones—had disappeared through a mystic portal. It now takes one more plunge into the unknown to wrest unspeakable power from the grip of the Vanguard, and to return the forgotten king to his rightful resting place.

WHAT THE PCS KNOW

The PCs know all the information provided in the Adventure Background, above. (If they played through DD1 and DD2, they know the specific details of those adventures, of course.) They also know, or can at least surmise, that the bizarre fortress is the final destination of those they pursue. Whatever the fate of the stolen bones and ancient relics, it unfolds here.

WHAT THE PCS DON'T KNOW

Before history was even a notion, a demon prince named Sertrous ruled brutally over one of the Infinite Layers of the Abyss. Hateful and predatory even by Abyssal standards, Sertrous was among the first demons to take an interest in the developing races of the mortal world. Hoping to use their worship to ascend to true divinity, he planned to overthrow and consume even the gods.

Fortunately for the world, it was not to be. Even as Sertrous began his ascent to divinity, he and a number of other ancient demons faced an uprising of their Abyssal servitors. Those conspirators not banished to the depths of the plane were destroyed outright. However, Sertrous (along with a few of his minions) fled directly into the mortal world.

Sertrous manifested as a serpentine entity with an insatiable appetite for living creatures. A cult of yuan-ti and feral humanoids formed around the demon, drawn to his strength and inevitably consumed in the name of his hunger. However, Sertrous granted a tiny measure of his own power to a handful of these mortals, using them to explore this strange new plane.

As the world grew civilized and worship of its deities spread, Sertrous's own power waned. Eventually, he fell into a seemingly endless slumber. So potent had the demon become, however, that even asleep he observed the mortal world. His hate-filled dreams drove Sertrous to an unearthly transformation—a manifest evil of the Abyss and the Material Plane, equally bound to both.

The cult that had formed around Sertrous (known also as the Slumbering Serpent) split in two. One faction continued to worship the fallen demon lord as a demigod, while the other was driven by those Sertrous touched in dreams—infected

DEMONIC HISTORY

If you use *Fiendish Codex I: Hordes of the Abyss* in your campaign, you know that Sertrous was one of the greatest of the obyriths, and that the revolt of the tanar'ri cast him from power. Whether or not you are using that book, this information is not necessary to run the adventure.

by the demon lord's desire to see the world thrown down and consumed.

The Vanguard of Sertrous

This new cult of Sertrous survived the millennia, though it never grew particularly large or potent. In recent years, however, one of its leaders—a yuan-ti blackguard named Sulvaugren—found his dreams touched by a dark madness. Sertrous was ready to wake, and Sulvaugren would be the one to make it happen. Sulvaugren recast the demon's cult as the Vanguard of Sertrous and, with his followers, took over the sect's ancestral home in Castle Serastis. There, he uncovered dark lore describing the Sacrament of the Risen Abyss—the means by which Sertrous would again walk the world.

The majority of the Vanguard's members believe that they labor to raise Sertrous as a deity, who will then reward them in the new order to come. Only the leaders of the Vanguard know that the cult's true goal is not ascension, but the destruction of all that is.

The Sacrament of the Risen Abyss

This great ritual is the central element to Sulvaugren's plan. Through a combination of blood sacrifice and dark rites, the sacrament forges a bond between the Abyss and the mortal world. Creating that bond requires the remains of a mortal creature with great mystical power. Steeped in prophecy, the bones of the forgotten king best serve the Vanguard's plan. When complete, the sacrament will allow the Vanguard to channel a fragment of Sertrous's dream-self into a creature risen from the remains: a corrupt amalgamation of fiendish and undead essence.

Most of the Vanguard believes that the sacrament is intended to place the spirit of Sertrous into the body of the risen king. After converting his own people to the worship of Sertrous, the king will march at the head of an army of the living and the undead, converting other nations by the sword. In the end, an empire of Sertrous worshipers will elevate the Slumbering Serpent to godhood.

The leaders of the Vanguard know the darker truth. By implanting fragments of Sertrous's dream-self in the risen king, the demon will be able to directly experience and influence the world for the first time since falling into slumber. The forgotten king will indeed use the prophecy to rule the kingdom, but not for the sake of converting neighboring lands. Rather, as Sertrous's influence expands, his vessels and minions will seek additional remains having enough power to repeat the Sacrament of the Risen Abyss. Eventually, enough of Sertrous's dream-self will become active for the demon lord to truly awaken from his millennial slumber. His strength returned to him, the demon lord will rise as an unstoppable being of pure nihilistic hate and godlike power.

ADVENTURE SYNOPSIS

The unnatural architecture of Castle Serastis presents as much of a challenge to the PCs as the creatures that dwell within. The castle features mystical portals, towers that do not connect to the main fortress, and a force of fanatics whose leaders are bent on the unraveling of all creation.

The adventure is divided into several sections.

The Surrounding Fields (Area F): When the PCs first approach Cettrux Hill, they notice a collection of outbuildings and farmhouses. The slaves who serve the Vanguard of Sertrous dwell here, and can provide valuable information and refuge for adventurers who free them from the oversight of the yuan-ti.

The Central Keep (Area K): Here, the PCs make their initial foray into Castle Serastis. An encounter with Vanguard zealots leads to the rescue of a number of prisoners bound for torture and sacrifice, and the discovery of dissent in the enemy's ranks.

The Tower of the Way (Area Y): This tower is the nexus of the Vanguard's operation. Through its many magic portals, the followers of the Slumbering Serpent travel across the world seeking components for their foul ritual. The PCs can also learn how to use these portals and possibly hinder the Vanguard's plans.

The Tower of the Word (Area D): As the Vanguard's main repository of knowledge and magic, this tower provides the PCs with an arsenal of tools and information. Here, they discover the means by which they can disrupt the Sacrament of the Risen Abyss and use the portals in the Tower of the Way. The PCs also have a chance to turn a deadly enemy into a powerful ally—if they are willing to listen before they fight.

The Tower of Worship (Area P): This center for the worship of Sertrous as a deity is, in fact, a front designed to deceive the Vanguard's own members. In this winding warren, the PCs have the opportunity to save more innocents bound for the sacrificial altar.

The Tower of Worlds (Area S): This hidden tower exists out of phase with the rest of castle (and, indeed, the Material Plane). Here, the PCs confront the true leaders of the Vanguard and must face the forgotten king himself—now a hideous undead animated by the power of the Slumbering Serpent.

Side Treks

By traveling through the portals in the Tower of the Way, the PCs can prevent the Vanguard from acquiring vital elements of the sacrament at four far-flung locations (see the Appendix, beginning on page 54):

The Bloody Grotto: This wellspring of natural beauty has been corrupted by the actions of the Vanguard but still has power for those who would avenge its destruction.

The Wretched Swamp: This stifling marsh holds a prize the Vanguard desperately seeks—as well as its vile green hag guardian.

The Caves of Horror: The lair of a lesser beholder holds another of the Vanguard's objectives.

The Blasted Land: A horrific, twisted region of nightmare, this alien landscape is the outskirts of Sertrous's resting place.

ADVENTURE HOOKS

PCs can become involved in this adventure in a number of ways.

The Sinister Spire: If your group has completed DD2: *The Sinister Spire*, this adventure picks up immediately where that one left off. The PCs arrive through the electric gate in Fadheela's lair.

Missing Villagers: People have gone missing from far-flung towns in the area. Their disappearances have been traced to a band of serpent-folk said to live in the vicinity of Cettrux Hill. One group of villagers has put out a call for help, seeking

adventurers capable of locating their missing loved ones and stopping the attacks.

The Castle Awakens: Something stirs in the halls of Castle Serastis, a foreboding and alien edifice that has stood silent for years. Rumors or an old adventurer's map might bring the PCs here. Alternatively, they could be contacted by Ian Turbrand, a prominent citizen of Kingsholm. Powerful relics and the remains of a great and ancient king were recently stolen from the Kingsholm cemetery. Turbrand has learned that they were taken to Castle Serastis, and he offers the PCs 500 gp each for the return of the remains.

DEFATING THE RISEN KING

Though the forgotten king who rises from the bier in the adventure's climax is not the undead monstrosity the Vanguard intended to create, he remains a formidable challenge. Like any other adventure, *Fortress of the Yuan-Ti* is designed so that the experience and treasure the PCs gain in the early stages can tip the balance of the final battle in their favor. However, because the bulk of the adventure turns on the party taking action to disrupt the Sacrament of the Risen Abyss, the PCs can gain an even more tangible benefit for use against the risen king.

ACTION POINTS

Action points (introduced in the *Unearthed Arcana* supplement and an integral part of the *EBERRON Campaign Setting*) give characters the means to affect game play in significant ways. Using action points, the PCs can improve important rolls or unlock special abilities.

Under normal circumstances, each character has a limited number of action points that are replenished only upon attaining a new level. This adventure uses a special system for accumulating and using action points. As the PCs progress through the adventure, they build up a pool of special action points that any of them can draw from during the final encounter with the risen king (encounter S4-A, page 52). This action point pool is usable only against the risen king. If you already use action points in your campaign, do not add these special action points to those of individual PCs (though any action points the PCs already possess can be used during the final battle as normal). Any special action points remaining after the risen king is defeated are lost.

USING ACTION POINTS

You can spend 1 action point to gain a bonus on a single d20 roll, to take a special action, or to improve the use of a feat. Only 1 action point can be spent in a round. A character who spends a point to use a special action or to improve a feat (see below) cannot spend another action point in the same round to add to a die roll, and vice versa.

Add to a Roll

When you spend an action point, add the result of a roll of 1d6 to a d20 roll made against a target number (typically a skill check, an ability check, an attack roll, or a saving throw). You can declare that you are spending an action point after you have already rolled the d20, but you must do so before you know

whether the result of the roll is a success or failure. Action points cannot be used to alter the result of a d20 roll when taking 10 or taking 20.

Depending on character level (see the table below), you might be able to roll more than one d6 when spending 1 action point. If so, apply the highest result and disregard the other rolls. For example, the player of an 8th-level character gets to roll 2d6 and take the better result. After rolls of 2 and 4, he would add 4 to his d20 roll.

Character Level	Action Point Dice Rolled
1st–7th	1d6
8th–14th	2d6
15th–20th	3d6

Special Actions

Instead of altering the result of a d20 roll, you can use action points to perform one of the special actions below. *Unearthed Arcana* describes more special actions that can be performed using action points.

Activate Class Feature: By spending 2 action points, you can gain another use of one of the following class features that has a limited number of uses per day: bardic music, rage, smite evil, Stunning Fist, turn or rebuke undead, or wild shape.

Extra Attack: During any round in which you take a full attack action, you can spend 1 action point to make an extra attack at your highest attack bonus. Action points can be used in this way with both melee and ranged attacks.

Spell Boost: You can spend 1 action point as a free action to increase the effective caster level of one of your spells by 2. You must decide whether or not to spend an action point in this manner before casting the spell.

Stabilize: You can spend 1 action point to stabilize a dying character at his or her current hit point total. Spending an action point does nothing if a character is already dead.

Improving Feats

Characters can improve existing feats using action points. Unless otherwise noted, each effect requires a free action to activate and lasts 1 round. *Unearthed Arcana* describes more ways to improve feats using action points.

Blind-Fight: You can spend 1 action point to negate your miss chance for a single attack.

Combat Expertise: You can spend 1 action point to double the bonus to Armor Class granted by the feat. For example, if you take a penalty of –3 on your attack roll, you gain a +6 dodge bonus to AC.

Dodge: You can spend 1 action point to increase the dodge bonus granted by the feat to +2. This effect lasts for the entire encounter.

Power Attack: You can spend 1 action point to double the bonus on damage rolls granted by the feat. For example, if you take a penalty of –3 on your attack roll, you add 6 to your damage roll.

Spell Focus: You can spend 1 action point to double the increase to save DCs granted by the feat, from +1 to +2.

Spell Penetration: You can spend 1 action point to double the bonus on caster level checks granted by the feat, from +2 to +4. This effect lasts for the entire encounter.

Collecting Action Points

Throughout the adventure, the PCs have numerous opportunities to interfere with the sacrament. They can acquire or destroy its components, slay the Vanguard's leaders, and save prisoners who are destined to be sacrificed to Sertrous. Each such action adds to the special action point pool, as indicated in the encounter text.

In game terms, the special action points gained by the PCs are a reflection of the true spirit of the forgotten king (the apparition the PCs spoke to if they played through *Barrow of the Forgotten King*). Though this spirit does not have the strength to oppose the Vanguard's debased plans, it can aid those who seek to disrupt the Sacrament of the Risen Abyss. Just as the king's spirit imparts knowledge to the PCs, it grants them the power to turn possible failure into heroic success. The more the PCs disrupt the sacrament, the stronger the true king's spirit is during the final battle.

Although each objective that earns action points is marked where it appears in the adventure, a consolidated list is presented here.

ACTION POINTS CHECKLIST

PC Objective	Area	Action Points
Prevent yuan-ti from seizing new victims	F	1
Rescue prisoners from the dungeon	K10	1
Acquire or destroy the purple powder	D2	1
Kill Tolvul	D5	4
Ally with Zoldathra	D7	2
Kill Vsolt	P3	3
Rescue the prisoners from the sacrificial altar	P4	2
Acquire or destroy the phylactery	Wretched Swamp	2
Acquire or destroy the Sertrous-touched stone	Blasted Land	2

Fortress of the Yuan-Ti

If the PCs are continuing from *The Sinister Spire*, they begin this adventure by passing through the electric gate in Fadheela's lair. Otherwise, they arrive at the end of whatever route they followed to reach Cettrux Hill or Castle Serastis.

When the PCs arrive on the hilltop, read:

You stand atop a small rise. Before you lies a wide river valley nestled between a range of forested hills. A number of wooden buildings, mostly barns and storage sheds, are set in a rough semicircle on the floor of the vale. Carefully planted fields spread to all sides, while a shallow stream flows to the northwest. Though isolated, this place appears to be a typical farming community.

Looming over it all, however, is a sight that belies the mundane appearance of the vale. Recessed into a west-facing cliff is a massive fortress of dark stone, deeply shadowed by the hollow in which it stands. You can make out few details, but even from here, the citadel's arrangement of protrusions and towers is unlike any fortress you have ever seen.

If the PCs descend the hill, they enter the fields and farms that supply Castle Serastis (area F).

F. THE SURROUNDING FIELDS

The map depicting this area appears on the following page.

This open valley is home to a colony of humanoid slaves taken by the yuan-ti from isolated communities in nearby lands. Their labor keeps the Vanguard supplied with crops, cattle, wood, and water. The slaves are overseen by a vicious naga taskmaster and her pet dire snake.

The slaves are an equal mix of male and female, consisting primarily of humans, halflings, and a small number of dwarves. They are all low-level commoners, and they never participate in battle.

When the PCs approach, read:

The settlement's crops appear to be mostly wheat, tall stalks rippling in the breeze. You spot numerous humans and halflings working the fields, but as you approach, you can see that their torn clothes are as filthy as their faces. Their features are gaunt as they look up at you, eyes bereft of hope.

Describe each individual structure (below) as the PCs draw near, up to the point where the dark naga Lieth or her dire snake companion notice the party's approach with a Spot check. This triggers the tactical encounter.

Tactical Encounter: F. The Surrounding Fields, page 28.

Friends in Low Places: Once the PCs defeat Lieth and her pet, a group of slaves timidly approaches them. Their apparent leader, a middle-aged woman named Clora (NG female human commoner 4), speaks for the group.

Clora thanks the PCs for slaying or chasing off the taskmaster, but she is distrustful of their motives. She begins with an attitude of indifferent. If the PCs cannot improve her attitude, Clora and the other slaves return to their living quarters, waiting to see what comes of the party's intervention. If she can be made friendly or helpful, however, she is willing to speak with the PCs further.

If the PCs avoided putting the slaves in danger during combat, they gain a +4 bonus on Diplomacy checks with Clora. If they express concern for the slaves' well-being by offering water, food, or healing, they gain a +2 bonus.

Clora and the other slaves can give the party general information regarding the Vanguard and Castle Serastis, but they know nothing of the organization's true plans or the layout of the fortress. Read or paraphrase the following in response to the players' questions.

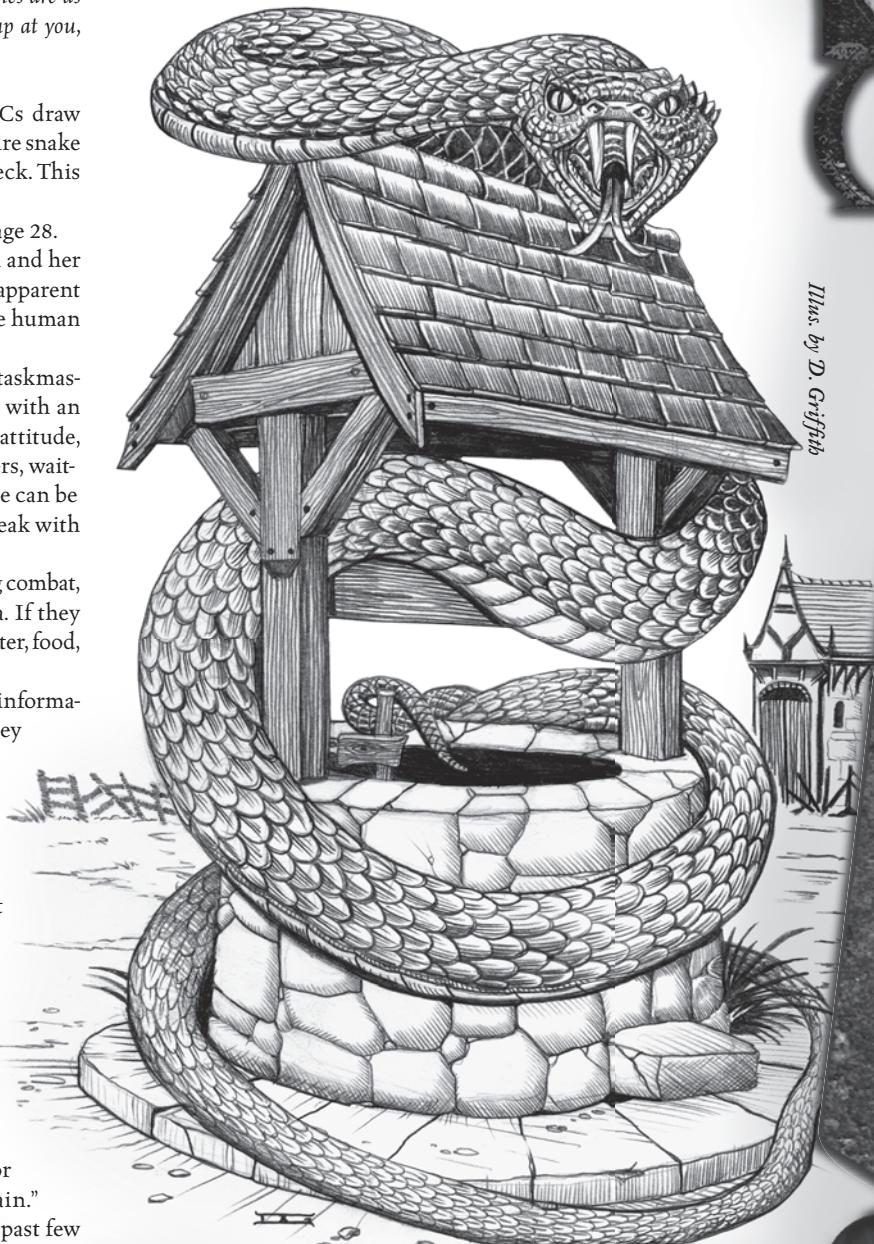
- "The castle is called Serastis—a horrible place inhabited by hideous snake-folk. Some are almost human, while others are like giant serpents with hands. Gods only know what they do in there."
- "Only a few of us are native to these lands, for the snake-folk are careful not too attract the attention of the closer villages. Most of our number were captured on the road or in distant settlements, brought here to serve the masters of the castle. We toil so that they might eat and keep warm. Those who take sick or become too weak for laboring are taken to the castle and never seen again."
- "There has been much activity in Serastis over the past few months. Many more groups of snake-folk go in and out than

in the past. Whatever horrors that place hides, they appear to be escalating."

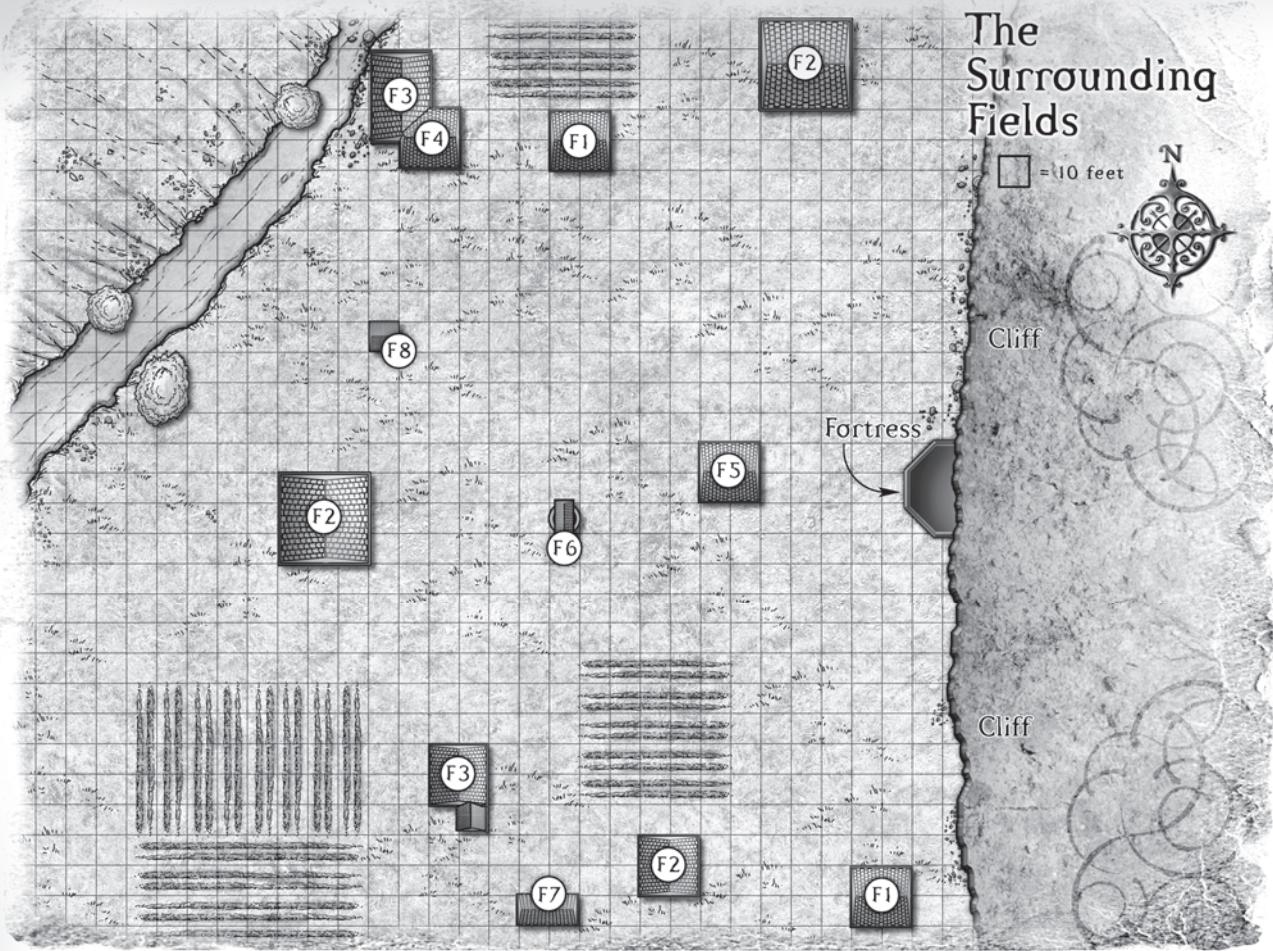
- "We thank you for your efforts, but I fear that few of us are strong enough to travel far. The snake-folk allow us little food or sleep. Even if we could leave, we would not get far enough to escape should they try to hunt us down. We will pray for your success, but as long as the snake-folk rule Castle Serastis, we remain slaves."

- "If you intend to enter Serastis, beware. A horrible skeletal lizard-creature appears there when the main door is open. We have also overheard guards whisper of strange magic controlling movement within the place."

If the PCs have made Clora helpful, she adds:



Even getting water is a hazard for slaves of the yuan-ti



- "The snake-folk have difficulty telling us 'mammals' apart. Should you need a place to hide, we might be able to pass you off as slaves for a time."

If the PCs take Clora up on this offer later, they can spend a night sleeping in the slaves' quarters, safe from interruption or attack.

A SECOND RESCUE

If the PCs succeed in rescuing the prisoners from the dungeon (area K9) or the reliquary (area P4), a Vanguard patrol enters the slave community in search of new sacrifices to power the sacrament. See the Taking Prisoners sidebar (page 28) for details. If the PCs defend the slaves against such kidnapping, Clora's attitude immediately shifts to helpful if it is not so already.

Ad Hoc XP Award: If the PCs manage to make Clora friendly or helpful, award additional XP as though they had overcome a CR 2 encounter.

Action Points: Preventing the yuan-ti from seizing new sacrifice victims earns the PCs 1 action point.

F1. LIVING QUARTERS

These rough buildings stand 10 feet tall.

If the PCs enter or look into the barracks, read:

This shelter features a number of rickety bunk beds, each with a thin straw pallet and a filthy blanket. Other than a few chamber pots, the only amenities are pegs in the walls for hanging clothes.

F2. STORAGE

These square structures, the largest of any in the settlement, have wide doors and no windows.

If the PCs look inside, read:

The bulk of the space here is taken up by a few spare cots, canisters of flour and whole grains, bales of straw, and bundles of firewood. Sides of beef are piled haphazardly—some salted, a greater number freshly slaughtered and buzzing with flies.

The storage buildings are roughly 15 feet in height, and contain goods bound for the castle. The salted beef is for the small number of humanoid cultists serving the Vanguard. The yuan-ti prefer their meals raw.

F3. BARNS

Even at a distance, these buildings are easily identified.

If the PCs look inside, read:

The smell of sweet hay and manure hangs above rows of stalls designed to house a herd of cows.

During the day, the cows and a small group of slaves (their ankles manacled to ensure they do not run) can be found in the field to the north of the map. At night, the cows sleep here. The barns are 10 feet in height.

F4. PEN

The slaves' lone plow horse lives here. She is in better shape than most of the slaves, but is not trained to carry riders.

F5. PAVILION

This odd structure is open to the west, with flimsy wooden walls on the north, east, and south sides. Its roof is a simple layer of canvas. If asked, Clora or another slave reveals that Lieth can be found here when she is not doling out punishment.

If weight of 100 pounds or more is placed atop the canvas, the roof tears and comes down in 1 round.

F6. THE WELL

This well is the slave community's water source, and its output is muddy but drinkable. The small roof over it is 10 feet high. Griffon-Eater (Lieth's pet dire snake) frequently coils around the well, hissing menacingly at the slaves who come to fetch water.

F7. TOOL SHED

This small wooden building contains a jumble of rakes, hoes, spades, and other farming tools. Their hafts are deliberately weakened and shortened by the yuan-ti to prevent their use as makeshift weapons. If they are used as such, they give an additional -2 penalty on attack rolls and a -1 penalty on damage rolls over and above the penalties normally applied to makeshift weapons. Each tool breaks after 1d4 successful attacks.

F8. THE BOX

This iron box is a torture device of Lieth's own design.

When the PCs examine the box, read:

What appeared at first to be a building is little more than a rusty iron crate about 6 feet on a side. A sliding door on the east side is sealed by an equally rusted padlock.

Lieth is fond of placing disobedient slaves within the box for anywhere from a few hours to a few days. Not many survive the latter punishment. In summer, temperatures within can reach over 120 degrees.

CASTLE SERASTIS

The maps depicting levels 1 through 5 of Castle Serastis appear on the inside covers of this book.

When the PCs approach the fortress, read:

More details of the castle's bizarre structure become clear as you approach, though its exterior remains shrouded in layers of shadow. The central keep boasts a balcony near the top, adorned with serpentine figures. Great stone steps some 20 feet wide lead up to a pair of huge brass doors on the second level of the keep. You see no means of entry to the first level.

A single tower adorned with serpentine waterspouts is connected to the central keep by a diagonal arm of stone. It juts upward, blocking part of your view of the cliff face above the hollow. Two wider towers hang down from the top of the hollow like fangs in a great stone mouth.

Although any observer can tell that the castle's construction is odd, a successful DC 15 Knowledge (architecture and engineering) check confirms that the fortress exhibits traits of yuan-ti construction.

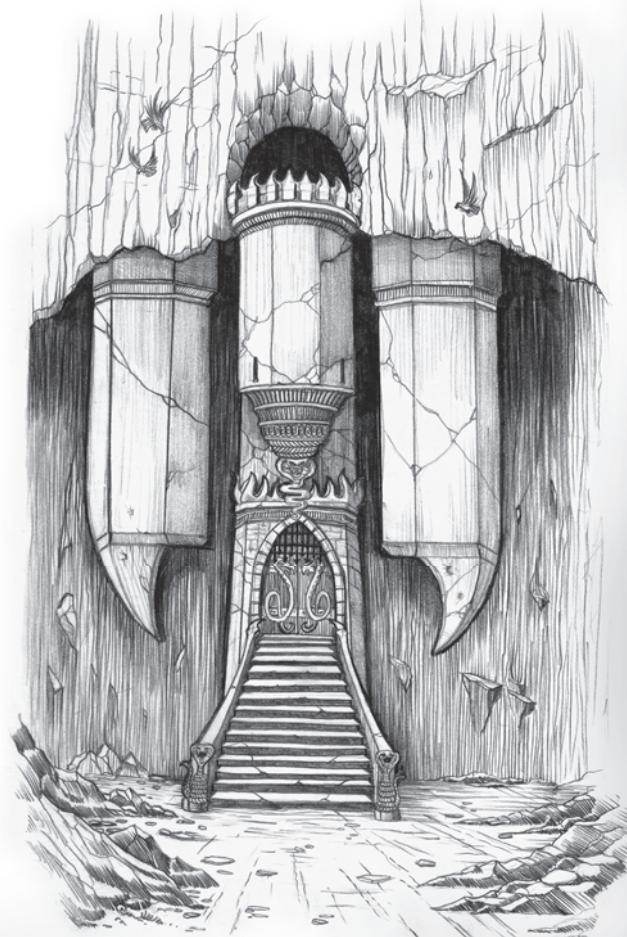
ADVENTURING IN CASTLE SERASTIS

The bulk of the Vanguard is based within this ancient fortress, and the PCs face formidable opposition as they attempt to infiltrate. A party might have to make multiple forays within the castle, with the PCs hiding out among the slaves or in unused chambers to rest up when necessary.

STANDARD FEATURES

The following features are standard throughout the castle unless otherwise noted.

Strong Wooden Door: 2 inches thick; hardness 5, hp 20, break DC 25 (locked). Doors are unlocked and open easily unless otherwise noted; those that are locked require a DC 25 Open Lock check.



Illus. by D. Griffith

The mighty Castle Serastis, headquarters of the Vanguard

Secret Door (Stone): 4 inches thick; hardness 8, hp 60, break DC 28 (locked); Search DC 22. All secret doors require a DC 28 Open Lock or a DC 25 Disable Device check to open, unless otherwise noted.

Illumination: The yuan-ti have darkvision, and most areas of the fortress have no light sources. Rooms with active portals are lit by their green glow, and wall sconces imbued with *continual flame* light those areas where creatures without darkvision are routinely found (as described in the text). Human patrols carry *everburning torches* when moving within the castle and resting in the barracks.

Ceilings: Ceilings in the castle are between 10 and 15 feet high.

RANDOM ENCOUNTERS

The Vanguard is on high alert while the Sacrament of the Risen Abyss is underway. Though the servants of the Slumbering Serpent might remain unaware that the PCs are at large in the castle, their agents have met substantial resistance while gathering the ritual's components. Castle Serastis is heavily patrolled, and invaders can expect to run into Vanguard operatives on a regular basis.

Certain areas have their own rules for random encounters, as noted in the descriptive text. In other areas, the frequency of random encounter checks and the odds that such an encounter occurs vary throughout the adventure. Initially, a random encounter occurs on a roll of 1 on a d10. Check for random encounters under any of the following circumstances:

- The PCs spend more than 30 minutes in one area.
- The PCs enter an unkeyed area or a keyed area that does not contain a tactical encounter. If the party leaves such an area for more than 1 hour, roll again when they return.

If and when the PCs ally with Zoldathra (area D7), the half-fiend uses his influence to steer patrols away from areas he expects the PCs to be in, and offers them tips on choosing rooms that are less likely to be guarded. From this point on, a random encounter occurs only on a roll of 1 on a d20. Check for random encounters under the same circumstances as above, but allow the PCs to leave an area for up to 2 hours before rolling again.

If a random encounter occurs, roll 1d20 and consult the table below. These creatures and groups roam the fortress in addition to those found in the tactical encounters. For example, a random encounter with a scale golem does not remove the scale golem from tactical encounter D1, nor does defeating the scale golem in that area remove it from the random encounter table.

ALIGNED STRIKE AND MAGIC STRIKE

Some creatures encountered in Castle Serastis and other linked adventure areas have these notations in the Atk Options line of their stat blocks.

Aligned Strike: Attacks made by a creature that has this ability are treated as aligned for the purpose of overcoming damage reduction. The specific alignments are noted in parentheses following the entry.

Magic Strike: Natural weapon attacks made by a creature with this ability are treated as magic for the purpose of damage reduction.

RANDOM ENCOUNTERS

d20	Encounter
1–2	Human patrol
3–6	Pureblood patrol
7–10	Halfblood patrol
11–12	Abomination patrol
13–15	Lone abomination
16–20	Roll on the Special Encounters table

SPECIAL ENCOUNTERS

d10	Central Keep	Tower of the Way	Tower of the Word	Tower of Worship
1–6	Lizardfolk patrol	Yuan-ti ignan	Scale golem	Wight patrol
7–10	Yuan-ti ignan	Yuan-ti wizard	Yuan-ti wizard	Yuan-ti dread necromancer

Special encounters are specific to the portion of the fortress in which they occur. Each of these encounters can occur only a set number of times. Once this number is exceeded, no encounter occurs if the same result comes up on future random encounter checks.

Human Patrol (EL 6): Three human 1st-level fighters (DMG 117) led by a human 5th-level rogue (DMG 123). This encounter can occur no more than six times.

Pureblood Patrol (EL 5–7): 1d3+1 yuan-ti purebloods (page 29 or MM 263). This encounter can occur no more than eight times.

Halfblood Patrol (EL 5–8): 1d3 yuan-ti halfbloods (MM 264). This encounter can occur no more than four times.

Abomination Patrol (EL 8): One yuan-ti abomination (MM 264) and either two purebloods or one halfblood (50% chance of either). This encounter can occur no more than twice.

Lone Abomination (EL 7): This encounter can occur no more than twice.

Lizardfolk Patrol (EL 6–7): 1d2+1 poison dusk lizardfolk 4th-level rangers (page 35 or MM3 97). This encounter can occur no more than three times.

Yuan-Ti Ignan (EL 7): See page 59 or MM4 188. This encounter can occur no more than three times.

Scale Golem (EL 7): See page 39. This encounter can occur only once.

Wight Patrol (EL 5–7): 1d3+1 wights (MM 255) or baboon wights (page 43). This encounter can occur only once.

Yuan-Ti Wizard (EL 6): See page 36 for typical statistics, changing the spell list and specialization as you see fit. This encounter can occur no more than twice.

Yuan-Ti Dread Necromancer (EL 7): See page 44 for typical statistics. This encounter can occur only once.

RESCUING PRISONERS

In areas K10 and P4, the PCs have the opportunity to rescue prisoners held by the Vanguard. Even after defeating the guards, the party must escort the prisoners out of Castle Serastis. The slaves outside are willing to hide escaped prisoners until they are strong enough to flee the area.

PCs who simply turn the prisoners loose and tell them to make a break for it earn no XP or action points. They are likely to find familiar faces on the corpses of sacrificial victims later on.

K: THE CENTRAL KEEP

The keep makes up the bulk of Castle Serastis, though it contains none of the locations most important to the Vanguard.

K1. THE SERPENTS' STAIR

The Vanguard expected Lieth to serve as sentry as well as task-master, so the entrance to the castle is unguarded. Gaining access to the interior is not easy, however.

When the PCs climb the stairs, read:

The massive brass doors are set roughly 10 feet into the fortress, creating a small foyer—or perhaps a kill zone—between the stairs and the entry.

If Lieth succeeded in fleeing to the fortress after the encounter in area F, read:

A brass portcullis at the top of the steps prevents access to the doors.

If Lieth was kept from reaching the fortress, read:

Above the highest step, recessed into the ceiling, you can see where a great brass portcullis is currently raised.

The door (area K2) and the portcullis (if down) are formidable obstacles. Both are solid iron gilded with brass.

Iron Portcullis: 2 inches thick; hardness 10, hp 30, break DC 28; Strength DC 25 to lift.

CR 1; mechanical; location trigger; manual reset; Atk +10 melee (3d6); Search DC 22 (to find the mechanism; the portcullis is obvious); Disable Device DC 20.

The damage applies only to creatures underneath the portcullis if it drops. Such creatures are knocked prone and held in place until the portcullis is lifted or they succeed on a DC 20 Escape Artist check.

If it is not already down, the portcullis might be triggered by the PCs' actions in area K2.

K2. THE MOUTH OF SERASTIS

The portcullis and the door can be opened only from the inside (see K3).

When the PCs approach the doors, read:

As you approach the double doors, their detail becomes visible in the shadows. Both brass portals are covered in hideous engravings of demonic serpentine figures.

Barred Iron Door: 2 inches thick; hardness 10, hp 60, break DC 38.

The doors are held shut by a system of winches and counterweights, and must be disabled or forced. A successful DC 22 Search check reveals a few thin openings around the door frame that allow access to the cables. A successful DC 22 Disable Device check causes the counterweights to release and the doors to creak slowly open.

The counterweight system is tricky. If the first Disable Device check fails by 5 or more, the portcullis in area K1 drops with a loud crash, potentially trapping PCs in the kill zone. Roll for random encounters as though the trapped PCs were inside

the fortress. Any patrol appears from the base of the stairs and fires at the PCs through the bars.

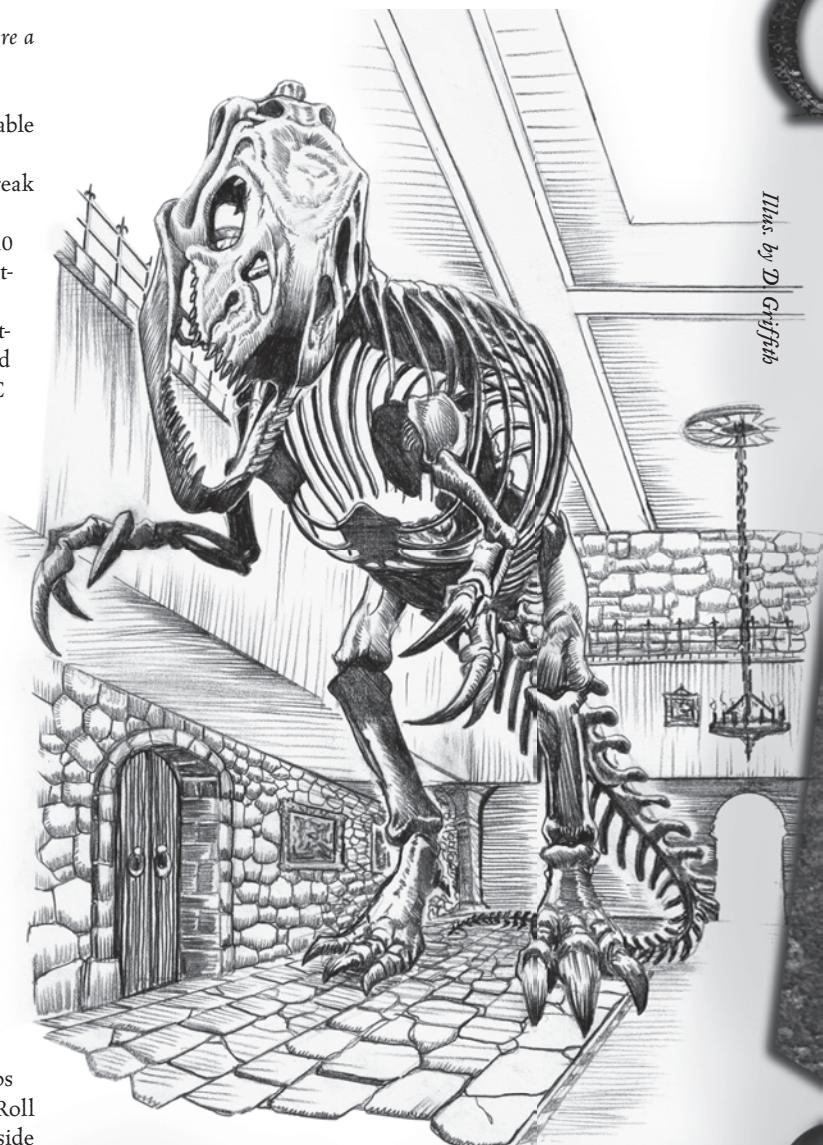
If all else fails, the PCs can wait until someone opens the door from the inside. If this occurs, they encounter a patrol of four yuan-ti purebloods (this counts as one of the eight pureblood patrols that can be encountered). Unfortunately, patrols depart by the main door only every 2d12 hours.

K3. THE GREAT HALL

The massive foyer of Castle Serastis is built to impress.

When the PCs enter, read:

The enormous hall you find yourself in is as large as a castle keep. Much of the chamber is open to the level above, allowing anyone on the floor above to look down upon it. Two large winches, their handles carved to resemble striking cobras, flank the double door. Across the chamber, clear water glints within a circular marble pool, but your gaze is drawn beyond it to a massive reptilian skeleton at the back of the hall.



*In the halls of Castle Serastis,
even extinction is temporary*

The winches control access to the central keep. The south winch opens and closes the great door (K2), while the north winch raises and lowers the portcullis (K1).

A shallow stair (barely more than a ramp) curves upward and around from the south side of the room, eventually leading to area K15.

Give the PCs time to take in the room from the doorway if they have been cautious enough to advance unseen. However, any character who enters the hall triggers the tactical encounter.

Tactical Encounter: K3. The Great Hall, page 30.

The battle with Prath and the guardian makes substantial noise. As long as the PCs remain in this area, check for random encounters every 5 minutes. (If the party leaves this area and returns more than 1 hour later, random encounters revert to normal.)

Random Encounters: Roll for a random encounter in area K15 any time the PCs pass through area K3. If an encounter occurs, the guards in K15 snipe from above. Characters adjacent to the railing in K15 have line of sight to anyone below, as described in area K15 (page 15).

Treasure: In addition to Prath's possessions (see the tactical encounter), anyone examining the pool sees a 12-inch-wide silver inlay at the bottom in the shape of a coiled serpent. A successful DC 22 Search check notes chipped stone around it, revealing that it can be pried off (a DC 15 Strength check). The silver icon is worth 1,500 gp.

K4. DINING HALL

The cult's minions take their meals in this area.

Illumination: Continual flame wall sconces shed bright light throughout this area.

When the PCs enter, read:

This lengthy chamber boasts a pair of heavy wooden tables and a number of rough chairs. Dried bloodstains on the wood give a hint to the nature of the foul repasts consumed here.

The secret door leads to a sloping and winding passageway that connects to the barracks (K16A). A small grate in the floor (Spot DC 10) allows spilled liquids and detritus to be swept down into a series of pipes leading to the garbage pit (K11). The pipes are too small for anything larger than a rat to pass through.

Random Encounters: Any random encounter here is with a human or yuan-ti patrol on dinner break. Its members are gathered at a table, though one has a 20% chance of being found in the kitchen (K5). This character appears in 2 rounds if combat breaks out.

The abominations do not eat here. If a group with an abomination is indicated, reroll.

Tables and Chairs: Squares occupied by tables or chairs are considered difficult terrain, and tables provide cover to adjacent characters. A character can step up onto a table as a move action, gaining a +1 bonus on melee attack rolls against those on the floor. Two characters working together can tip over a table to provide cover against ranged attacks.

K5. KITCHEN

Though this kitchen is small relative to the size of the castle, only the castle's humanoids use it for cooking. The yuan-ti prefer their meat raw—most often beef, but occasionally slaves from the valley that are eaten alive.

Illumination: Continual flame wall sconces shed bright light throughout this area.

When the PCs look in, read:

This rough kitchen is dominated by a stone table, its surface marred by deep gouges and bloodstains. Pungent slabs of beef are stacked in the southwest corner. A few dim embers glow in a firepit to the northeast. A blackened humanoid skull lies shattered in the ashes.

No random encounters occur in this room except as noted in area K4. A small grate in the floor (Spot DC 10) serves the same purpose as the grate in the dining room.

Treasure: Hanging on hooks next to the slabs of meat are a half-dozen oversized knives and cleavers. Though they appear nondescript, they are sturdy enough to serve as improvised weapons (treat as daggers and handaxes).

K6. TORTURE CHAMBER

The doors of this room are locked.

Illumination: Continual flame wall sconces shed bright light throughout this area.

When the PCs open the doors, read:

Beyond the doors lies a true chamber of horrors. A rack and an iron maiden stand next to terrible contraptions of cables, needles, and cuffs whose purpose is best not guessed at. The floor is stained with dried blood, a red-black pool spreading around a rusty iron grate in the center of the floor.

The builders of Castle Serastis placed the torture chamber on the level above the cells, so that the castle's masters would not have to enter the dungeons for interrogations or entertainment. The iron grate allows spilled blood to flow into the same series of pipes as those found in K4 and K5. A shallow stair in the north side of the room leads to the cells below (K9).

Random Encounters: The first random encounter occurring here involves the torture of a prisoner (Rollin, from cell K10C). His tormentors want no information from him; they are merely amusing themselves. If rescued, Rollin tells the PCs of the other prisoners below, warns them of Yensurros (see K9), and can offer any of the information described in K10.

Any random encounters here after the PCs free the prisoners from the dungeon involve patrols simply passing through the area.

Torture Devices: Squares occupied by torture devices are considered difficult terrain and provide cover to adjacent characters. Anyone bull rushed or otherwise knocked into a torture device takes 2d4 points of additional damage from its spikes, blades, or other external trappings.

K6A. Temporary Cells: The locked doors to these cells feature small barred windows.

If the PCs look within, read:

These small rooms contain nothing but piles of moldy straw.

Prisoners awaiting torture are moved from the cells below into these holding pens. The yuan-ti believe (correctly) that hearing the screams of those who go before them weakens the prisoners' will before interrogation even begins.

K7. MEETING HALL

The door between this chamber and K6 is locked; the others are not.

When the PCs enter, read:

This large open chamber appears to be an audience hall. A raised dais sits against the east wall, complete with a stone podium adorned with serpentine carvings.

Once one of the most vital areas of Castle Serastis, the meeting hall has seen little use in the past few months. The Vanguard's servants know their assignments, and any councils now take place in the castle's shrines.

The secret door opens onto a twisting passage. This slopes down to the passage outside K13 and up to the passage connecting the barracks (K16).

Hidden Pit Trap: CR 3; mechanical; location trigger; manual reset; DC 20 Reflex save avoids; 30 feet deep (3d6, fall); multiple targets (first target in each of two adjacent squares); Search DC 24; Disable Device DC 18. Characters falling into this pit end up in cell K10F.

This pit is activated by a hidden switch on the lectern (Search DC 24), and was used to publicly punish cultists whose faith was found lacking. Though the trap has not been used in some time, the patrols know to avoid it. The trap is triggered by 40 pounds or more of pressure, but anyone who searches the podium and finds the switch can deactivate it (no Disable Device check needed).

Dais: Characters on the dais gain a +1 bonus on melee attack rolls against those on the floor or a lower step.

K8. THE LESSER SHRINE

The faithful of Sertrous use this shrine for brief prayers and ceremonies when they have no time to travel to the Tower of Worship.

When the PCs look in, read:

The walls of this rectangular chamber are covered in carvings. What first seems a group of serpentine figures reveals itself to be a single, impossibly long snake with numerous heads along the length of its body. Near the west wall stands an altar slab of black marble atop an iron stand in the form of a coiled cobra.

Standing beside the altar is a tall, broad-shouldered lizardfolk clad in green leather. His dusky scales are almost black, and he stares at you

with unblinking eyes. However, though his clawed talons clench the hilt of a spear, he makes no move to attack.

Chavakuth was a druid of the Dark Talon tribe (MM4 83) before becoming a faithful servant and worshiper of Sertrous. For all his zealotry, however, he has never lost his seething hatred of other lizardfolk tribes—particularly the poison dusks that have taken up a position of prominence within the castle guard. He is willing to cooperate with the PCs if it means striking at those ancestral rivals.

If the PCs do not attack, a DC 18 Diplomacy check engages Chavakuth in conversation. (Characters speaking Draconic gain a +3 circumstance bonus on the check.) If the PCs fail the Diplomacy check, make any overtly hostile move, or demand more aid than Chavakuth is willing to give, they trigger the tactical encounter.

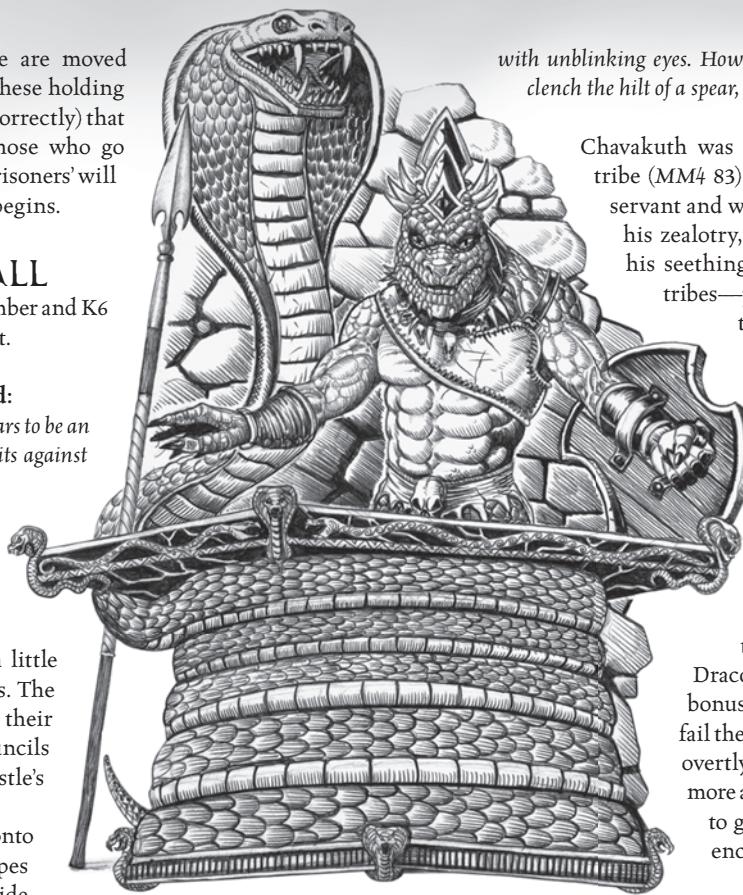
Tactical Encounter: K8. The Lesser Shrine, page 31.

Diplomacy: If the PCs speak to Chavakuth, he reveals the following information as part of a careful and tentative back-and-forth. Read the following in response to player questions, extrapolating as appropriate. (Chavakuth's halting speech results from his speaking Common only infrequently. If one of the PCs speaks Abyssal, Draconic, or Druidic, alter it accordingly.)

- "I am Chavakuth. I am shaman of Dark Talon tribe. I serve the Sertrous, master of all."
- "All Vanguard readies for the Sertrous to awaken. His sacrament nearly complete."
- "You cannot defeat the Sertrous or his Vanguard. No mortal can. But maybe you survive to flee. Maybe I help you survive, yes? And you help me back, yes?"
- "Tiny poison dusk tribe also worship the Sertrous. They dirty his Vanguard with being here. I tell you where to find poison dusk, you kill. Vanguard purified, and I help you survive. Yes?"

Though Chavakuth hates the poison dusk lizardfolk and is willing to aid the PCs against them, he will not turn traitor against the Vanguard as a whole. Any attempt to make him do so results in violence.

If the PCs agree to his bargain, Chavakuth gives them specific directions to the poison dusk guards in the passage (K18) to the Tower of the Way. He also directs them to one of the wandering poison dusk patrols (so that the next random encounter is with a poison dusk group).



The enemy of my enemy . . .

The PCs can obtain additional aid from Chavakuth, but only after bringing back proof of having slain at least one group of poison dusks and promising to slay another. If one of the party is injured in the first raid, the druid offers his *potion of cure moderate wounds* as a boon for the PCs' service. If pressed for greater assistance, he agrees to let the characters rest in the shrine for one night. Additionally, if the PCs succeed on a DC 23 Diplomacy check (again with a +3 circumstance bonus for speaking Draconic), he reluctantly tells them of the prisoners in the cells below (K9 and K10), showing them the secret door in the south wall of the shrine.

Allowing the prisoners to escape is the closest Chavakuth comes to betraying the Vanguard. He refuses any requests beyond that, and attacks if the PCs attempt to force the issue.

The passage behind the secret door slopes downward, providing access to K13 and to a hidden exit from the fortress.

Ad Hoc XP Award: If the PCs deal with the encounter diplomatically from beginning to end, award them XP as if they had successfully overcome a CR 6 encounter.

K9. THE DUNGEON

A noticeable chill can be felt as PCs approach this area.

Illumination: A pair of *continual flame* sconces light both ends of the chamber. The northernmost and southernmost 30 feet of the area are brightly illuminated, while the central 40-foot area has only shadowy illumination.

When the PCs enter the area, read:

These shadowy corridors are filled with a foul stench. Row upon row of cell doors line the halls. Ragged breathing and the occasional sob suggest that at least a few of the cells are occupied.

The PCs might not know it, but they are in as much danger as the prisoners here. They are watched by the ghost of Yensurros, a yuan-ti so devoted to Sertrous that he remained behind after death to continue his service as assistant inquisitor and chief jailer. Lurking invisibly, Yensurros observes the PCs until he feels he has their measure. He then attacks, triggering the tactical encounter.

A shallow stair in the north wall curves up and around to the torture chamber (K6).

Tactical Encounter: K9. The Dungeon, page 32.

K10. CELLS

Lettered cell doors are locked, while other cells have a 50% chance of being open. See the K9 tactical encounter for statistics on these doors, which are tougher than normal. Each door has a small barred window.

When the PCs look in, read:

This desolate 10-foot-by-10-foot cell contains dirty straw and a chamber pot.

Nine of the cells are occupied, but the PCs likely have little chance to examine them until after their fight with Yensurros. Unless otherwise noted, all freed prisoners are happy to aid the PCs with whatever knowledge they can provide, but they are too weak to fight.

10A: Selirra (CG female elf adept 2). Selirra lacks her holy symbol, so she cannot cast any spell requiring a divine focus.

10B: Aldros (N male human commoner 1). Aldros was taken from the slave community in the vale (area F).

10C: Rollin (LG male human expert 3). If the PCs had a random encounter in the torture chamber, they encountered Rollin there (leaving this cell empty).

10D: Thoburk (CN male orc warrior 1). Thoburk insists on aiding his captors in combat, where he likely gets himself killed. A DC 20 Diplomacy check convinces him to leave.

10E: Illria (N female halfling rogue 2). Illria stumbled across Castle Serastis as a wandering adventurer, and was caught when she tried to break in.

10F: This cell is empty unless someone has fallen through the pit trap in area K7.

10G: Daverov (LN male dwarf aristocrat 4). Daverov insists on learning the hometowns of the PCs so he can send them a reward (200 gp each) for his rescue.

10H: Kaleb (CN male human warrior 2). Kaleb was a hired guard in his distant hometown. When drunk on duty, he was taken unawares by the yuan-ti.

10I: Maneri (LN female human aristocrat 2). Maneri owned the gallery Kaleb was supposed to be guarding, and was captured when he was.

10J: Male human corpse.

10K: Ossuru (CE female yuan-ti pureblood; page 29 or MM 263). A former guard, Ossuru failed in her assignments once too often. If freed, she might attempt to escape with the others, or she could attack the PCs in hopes of regaining her position (50% chance of either).

Treasure: Hidden by layers of dirty straw, an adamantine dagger (smuggled in by a long-gone prisoner) is wedged into a crack in the floor of cell 10J. A successful DC 26 Strength check frees it.

Action Points: If the PCs free all the prisoners (possibly excepting Thoburk and Ossuru) and escort them out of the castle, they earn 1 action point.

K11. GARBAGE PIT

As the PCs approach the western portions of K9 and K10, they might catch a hint of the reek in this area.

When the PCs enter the area, read:

A horrific stench of rot and filth assails you, making your eyes water. The reek emanates from an enormous pit 20 feet in diameter, its edges littered with rotting offal and green sludge.

Upon first entering this area, all characters are sickened for 2d4 minutes (Fortitude DC 15 negates). The tactical encounter is triggered as soon as a PC enters the pit or spends more than 2 rounds within 15 feet of its edge.

Tactical Encounter: K11. Garbage Pit, page 34.

Gophodros is merely the latest in a line of otyughs that has dwelt in the refuse pit of the castle since the days Sertrous himself slept above. Their exposure to the lingering power of the elder evil has mutated them into spellwarped creatures (MM3 162).

Treasure: If a truly strong-stomached individual searches inside the pit, a successful DC 24 Search check reveals a ring of counterspells lost down one of the drainage grates of K4 or K5. It currently has *charm person* cast within it.

K12. STORAGE CHAMBERS

These doors are locked, but they feature lower-quality locks than most areas of the castle (Open Lock DC 20).

When the PCs open the door, read:

This chamber is stocked with all manner of supplies, stacked on shelves, standing in barrels, and hanging on pegs.

12A: This chamber contains six suits of studded leather armor, six suits of leather armor, four chain shirts, two sets of scale mail, a breastplate, four heavy steel shields, eight light steel shields, three heavy wooden shields, four light wooden shields, and four bucklers.

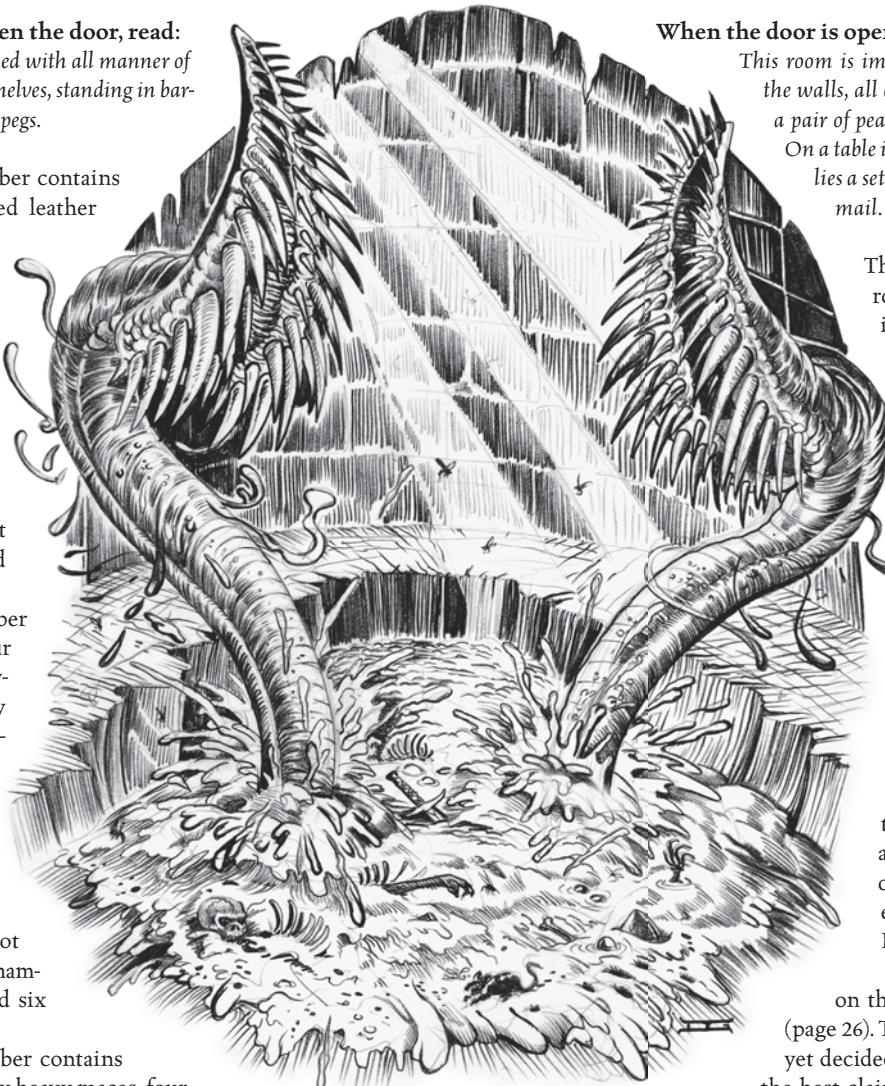
12B: This chamber contains twenty-four backpacks, twenty-four bedrolls, fifty candles, six crowbars, four hooded lanterns, four pints of lamp oil, thirty-six days' worth of trail rations, 250 feet of hemp rope in 50-foot sections, two sledgehammers, six tents, and six sunrods.

12C: This chamber contains twelve scimitars, six heavy maces, four longbows, eight shortbows, and twelve quivers of twenty arrows each.

K13. HIDDEN EXIT

This appears to be another chamber of mundane equipment, nearly identical to K12B. However, this door has a standard lock (Open Lock DC 25).

The secret door leads to a winding passageway providing access to the shrine (K8) and to a secret exit from the fortress. (From the outside, the secret entrance can be found only with a DC 30 Spot check.)



Even the garbage is deadly here

K14. TEMPORARY STORAGE

This chamber is more heavily secured than the others. The door is locked.

Iron-Reinforced Wooden Door: 1 foot thick; hardness 5, hp 150, break DC 25.

A permanent *alarm* spell on the door mentally alerts one of the yuan-ti wizards. If it is triggered, a pureblood or halfblood patrol is sent to investigate.

When the door is opened, read:

This room is immaculate. Shelves line the walls, all empty except for where a pair of pearls gleams in the light. On a table in the center of the room lies a set of gleaming black scale mail.

The Vanguard uses this room to store magic items until they can be claimed or identified. (By keeping them here rather than in the laboratory of the Tower of the Word, the Vanguard avoids showing favoritism to its arcanists when it comes to assigning new acquisitions.)

No random encounters occur in this room. However, if the *alarm* spell on the door is triggered, a random encounter occurs when the PCs exit back into area K11.

Treasure: The armor on the table is *Nanietharil* (page 26). The Vanguard has not yet decided which member has the best claim to it. On the shelf are two pearls of power (one 1st-level, one 2nd-level).

If the PCs have not played through *Barrow of the Forgotten King*, the sword *Merthivial* is also here. If you lack access to the sword's legacy abilities as presented in that adventure, treat it as a +1 longsword with the ability to bypass the risen king's damage reduction (see tactical encounter S4-A, page 52).

K15. THE INTERIOR BALCONY

A character against the railing has line of sight to anyone in area K3, unless they are beneath the balcony on the same side of the room.

When the characters enter this area, read:

This open area appears to be the central hub of the castle's corridors. Doors and stairs exit in all directions. A brass railing surrounds the edge of a balcony that looks down on the great hall below. Massive chandeliers, now darkened, hang from the high ceiling.

One southern stair and the shallow stairs to the north lead up to K21. The other southern stair leads down to K3.

Random Encounters: See area K3, page 10.

Brass Railing: 3 inches thick; hardness 8, hp 25, break DC 25. The railing provides cover. A character next to a railing gains a +2 circumstance bonus on the opposed Strength check to avoid being bull rushed off the balcony.

K16. BARRACKS

Roll for random encounters in the barracks before the PCs enter. The doors are locked only if an encounter occurs.

When a door is opened, read:

The air here seems unnaturally dry. Multiple bunks stand along the longer wall, thin folding screens providing a modicum of privacy. Small footlockers stand at the end of each bed.

The secret door in K16A leads to a passage down to K4 or up to K19. The secret doors from the other three barracks (K16B) lead down to the passage outside K7.

Random Encounters: Random encounters here involve off-duty patrols. If an encounter occurs, the group's members are asleep 50% of the time, awake but unequipped 20% of the time, and fully awake and equipped 30% of the time. If the group is asleep, reduce the EL by 3; if it is awake but unequipped, reduce the EL by 1.

The abominations do not sleep here. If a group with an abomination is indicated, reroll.

Treasure: Each of the four footlockers in these rooms contains a mix of coins and cheap jewelry worth 4d6 gp.

K17. GUEST CHAMBERS

These doors are locked, but they feature lower-quality locks than most areas of the castle (Open Lock DC 20).

Illumination: Continual flame wall sconces shed bright light in all the guest chambers.

When the door is opened, read:

A thick layer of dust covers the floor of this chamber. A bed along the far wall and a wardrobe are the only furnishings.

These chambers serve as guest bedrooms, but the Vanguard has not entertained guests in some time. Random encounters have a chance to occur here only every 8 hours, making these safe places for the PCs to rest and recover.

K18. THE WAY FORWARD

The eastern door to this stair is unlocked; the western door is locked. The two guards each have a key.

When the PCs are within sight of the stair, read:

A long straight stair with unusually shallow steps leads up to a closed double door. Before the doors, two reptilian humanoids roughly the size of gnomes stand watch.

The poison dusk guards here are two of the targets Chavakuth wants the PCs to kill. Whether or not the characters have allied with the druid, they must go through these guards to enter the Tower of the Way.

Unless the PCs can make it to the top of the stairs unseen, the poison dusks cannot be surprised. The approach of the PCs triggers the tactical encounter.

Tactical Encounter: K18. The Way Forward, page 35.

K19. THE HEART OF DARKNESS

The ceiling here is over 50 feet high, stretching all the way through the top level of the castle.

Illumination: Though this chamber contains no light, the area is under a permanent magical effect that allows anyone with darkvision to see across the entire area.

When the PCs enter this area, read:

This massive chamber dwarfs any part of the citadel you have seen so far. Multiple serpentine statues stand in niches along the north and south walls, and the room is crossed by two rows of massive pillars. In the center of the chamber stands a three-tiered ziggurat of what appears to be black marble. The air here is desert-dry and carries a foul scent.

In ages past, Castle Serastis served as the resting place of Sertrous himself. The great demon slumbered in this chamber, coiled about the ziggurat. The Vanguard still considers this a place of power.

The secret door leads down to K16A.

Unhallow: The ziggurat radiates a permanent *unhallow* effect that fills this area. Additionally, all characters not chaotic evil must succeed on a DC 22 Will save upon entering the chamber or become shaken (PH 312) as long as they remain within.

Random Encounters: If a random encounter occurs here, it is with an abomination or an abomination patrol (50% chance of either). The abominations of the Vanguard eat and sleep in this chamber, and any abomination encountered here has a 20% chance of being asleep. Any other yuan-ti are awake and armed. If the abomination is asleep at the start of the encounter, reduce the EL by 1 (if it is part of a group) or by 2 (if it is alone).

Serpentine Statues: The statues are nearly as large as the niches that hold them. As such, they provide no cover and cannot effectively be pushed over.

Wide Pillar: 5 feet thick; AC 3, hardness 8, hp 900, break DC 45; Climb DC 20. Each wide pillar provides cover. These are load-bearing columns fully attached to the ceiling. They cannot be pushed over.

The two eastern pillars support circular stairs leading to observation platforms. Anyone on the platform with darkvision or a light source can see not only the entirety of the chamber, but the top of the ziggurat and anyone on the outer balcony (area K22).

Steep Spiral Stairs: It costs 2 squares of movement to ascend each square on these stairs. Creatures running or charging down steep stairs must succeed on a DC 10 Balance check, ending

their movement $1d2 \times 5$ feet later if they fail. Those who fail by 5 or more fall prone and take 1d6 points of damage. The DC of Tumble checks increases by 5. Creatures gain cover against foes below them on these spiral stairs because they can duck back beyond the curve of the wall. Creatures gain a +1 bonus on melee attack rolls against foes lower than them.

K20. THE BLACK ZIGGURAT

The ziggurat is under a permanent *alarm* effect. If anyone touches it, a yuan-ti abomination patrol appears in 2d4 minutes. This counts as one of the two abomination patrols that can be encountered.

When the PCs approach the ziggurat, read:

The ziggurat radiates an aura of intense dread, and an icy touch twists through you. Seen up close, the structure's black marble walls are shot through with veins of dark red, and its surface glistens faintly.

Any character who touches or climbs the ziggurat notes that what appears to be solid stone gives way slightly, resembling living flesh in its consistency.

The long-term presence of Sertrous imbued the ziggurat with unnatural energy, affecting its form and creating the *unhallow* effect described in K19. The ziggurat has three levels, each 10 feet high. Climbing from level to level requires a DC 20 Climb check because of the unnatural texture of the stone.

Treasure: Lying atop the ziggurat is a pair of lesser bracers of archery. The yuan-ti occasionally leave magic items here as tribute to Sertrous. After 1d12 days, they are consumed by the ziggurat's unnatural energies.

K21. THE GATE ROOM

If the PCs have not explored any of the towers yet, this area is their first indication that getting around Castle Serastis involves more than doors and stairways.

Illumination: The glow of the portals sheds bright light throughout this area.

When the PCs enter the area, read:

A strange electric glow is eclipsed by this chamber's four massive columns. Stone arches along the southwest and northwest walls are filled with maelstroms of brilliant green light that obscure whatever lies behind them. A similar arch stands in the west wall, but it does not glow. Beyond it lies only blank stone.

If the characters have played through DD2: *The Sinister Spire*, they recognize the glowing of the arches as

similar to the electric gate that brought them to Castle Serastis.

The stairs on both sides of the room lead down to K15 and up to K22.

Wide Pillar: 5 feet thick; AC 3, hardness 8, hp 900, break DC 45; Climb DC 20. Each wide pillar provides cover. These are load-bearing columns fully attached to the ceiling. They cannot be pushed over.

Portal Arches: These glowing arches are teleportation gateways to other locations in the castle. Each stone arch is roughly the size of a doorway, inlaid with numerous small gems of different hues. These portals radiate strong conjuration magic if detected (Spellcraft DC 28).

Portal 22A: Anyone stepping into this portal emerges in the Tower of the Word, area D1.

Portal 22B: Anyone stepping into this portal emerges in the Tower of the Word, area D9. However, this portal operates only if the right combination of gems is pressed. Once it becomes active, it glows green like the others. See the Tower of the Way for more examples of such combination-controlled portals, and area D7 (page 20) for information on how to use them.

Portal 22C: Anyone stepping into this portal emerges in the Tower of Worship, area P1.

K22. THE OUTER BALCONY

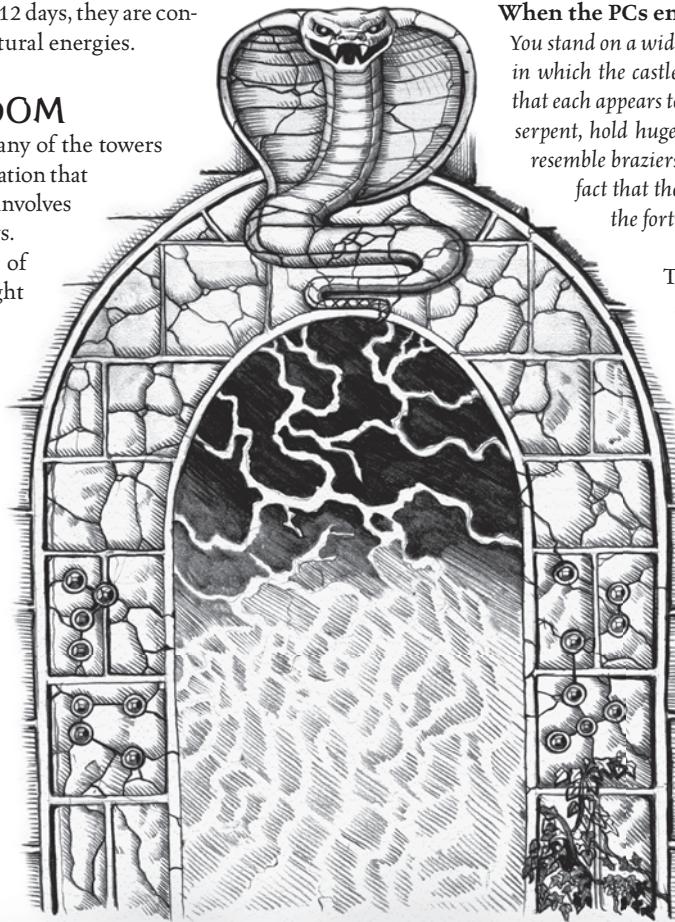
Since K19 rises two levels in height, this area is the only self-contained enclosure on this level of the central keep.

When the PCs enter the area, read:

You stand on a wide balcony open to the recessed hollow in which the castle is set. Four great pillars, carved so that each appears to be crushed in the grip of a winding serpent, hold huge metal bowls above the floor. These resemble braziers but are currently unlit. Despite the fact that the balcony is open, the three towers of the fortress block the view beyond.

The stairs lead down to K21. The secret door reveals a hidden access to area P1 of the Tower of Worship, and also winds down to the passage that connects with K19.

Wide Pillar: 5 feet thick; AC 3, hardness 8, hp 900, break DC 45; Climb DC 20. Each wide pillar provides cover. A pillar can be pushed over with a Strength check that exceeds its break DC, dealing $10d6$ points of damage to creatures in the squares it falls in (Reflex DC 15 half). A pillar fills the squares it falls in with dense rubble (DMG 60).



Not every door in Castle Serastis leads to another room

Y: THE TOWER OF THE WAY

The only one of the three towers attached to the central keep, the Tower of the Way juts upward, obscuring the view of the upper levels of the keep and portions of the cliff face.

Y1. STAGING AREA

As mentioned in K18, the door to this area is locked.

Illumination: The glow of the portals in area Y5 sheds shadowy illumination throughout this area.

When the door is opened, read:

This oddly shaped chamber appears to take up half the octagonal space of the tower. Stairs and landings spiral upward above you, and a pair of doors beckon from the far wall.

The yuan-ti use this chamber to brief their scout teams before they embark through the portals. This location is where the PCs engage the master of the tower and her guardian dragon in combat, even though the pair fights from the landing at Y5.

Tactical Encounter: Y1/Y5. Staging Area/Lower Landing, page 36. (You might also need to make use of the Y6 tactical map, page 38.)

The bronze dragon Snapwing (see the tactical encounter) was taken by the Vanguard as an egg, and he has been raised with a brutal combination of abuse and enchantment. Though the PCs might assume that the dragon is currently charmed or dominated, Snapwing's vile upbringing has made him thoroughly evil.

Y2. MAP ROOM

This door is locked. Issiel (see tactical encounter Y1/Y5) has the key.

When the PCs open the door, read:

A triangular table, one side against the northwest wall, juts halfway into the room. Numerous scroll cases, sheaves of parchment, and cartographers' tools are scattered across it. Beneath the table sits a small

OTHER ENTRANCES

So why didn't the electric gate in *The Sinister Spire* take the PCs straight into the Tower of the Way? Though the squads sent out from Castle Serastis to acquire minor components for the Sacrament of the Risen Abyss are on a strict schedule, the Vanguard had no way of knowing how long it would take their agents to return with the bones of the forgotten king. If the electric gate and the Sertrous key were to fall into the wrong hands, the Vanguard's enemies would have an easy way into Castle Serastis. The gate exit was therefore placed a safe distance away.

That said, an enterprising DM is free to have the PCs begin the adventure by teleporting directly to the Tower of the Way. This approach requires changes to the adventure as written. However, dropping the PCs into the thick of things without giving them the opportunity to learn about their foes—or even where they are—can make the fortress of the yuan-ti even more of a challenge.

marble font half filled with water. A 2-foot-by-4-foot mirror of polished silver is bolted to the wall above the table.

Any search through the parchments reveals a number of maps. Characters who have played through *Barrow of the Forgotten King* and *The Sinister Spire* recognize the Underdark city of Pedestal and the area around Kingsholm, though most of the areas rendered are unfamiliar.

The basin is not magic, but it is filled with unholy water. This and the mirror serve as foci for scrying spells.

Treasure: Removing the mirror from the wall without bending or marring it requires a DC 25 Disable Device check. If the PCs can remove it safely, it is worth 1,000 gp.

Stuffed in among the maps is an arcane scroll of explosive runes, magic mouth, and sepia snake sigil.

Y3. LIVING QUARTERS

This door is locked. Issiel (see tactical encounter Y1/Y5) has the key.

When the door is opened, read:

These living quarters are more comfortable than any soldiers' barracks. A four-poster bed with a thick mattress occupies the west wall, but what appears to be a human-sized nest of dried mud and bones sits on the floor beside it. A heavy wardrobe stands open to the south, three sets of robes hanging within.

If Issiel and Snapwing have been killed, no random encounters occur in this room, making it a safe place for the PCs to rest. If the pair survived tactical encounter Y1/Y5, a random encounter in this area indicates that they have returned home.

Treasure: Hidden beneath a false bottom in the wardrobe (Search DC 22) is Issiel's spellbook. See her statistics block, page 36.

Y4. THE WINDING STAIR

This stairway, as well as all higher stairs and landings in the Tower of the Way, is open on one side except for a simple brass railing. Observers on the stairs can look down into area Y1.

Illumination: The glow of the portals in area Y5 sheds shadowy illumination throughout this area.

When the PCs climb the stair, read:

This wide stone stair winds up the side of the tower. As you approach the landing, you see stone archways carved into the walls at regular intervals.

Y5. THE LOWER LANDING

Issiel and Snapwing begin combat here, though the PCs are in area Y1 when they attack.

Illumination: The glow of the portals sheds bright light throughout this area.

When the PCs explore, read:

As you draw closer, more details of the stone archways can be seen. There are seven, each the size of a large door; its outer frame inlaid with small gemstones of varying colors.

Tactical Encounter: Y1/Y5. Staging Area/Lower Landing, page 36. (You might also need to use the Y6 tactical map, page 38.)

Portal Arches: Five of the seven portals are currently attuned to a location. Attuned portals radiate strong conjuration magic if detected (Spellcraft DC 28); the others radiate only faint conjuration. The first time the PCs come through this area, they are unable to use any of the portals. Though they can eventually learn to activate attuned portals (see the library, area D7), the PCs cannot use unattuned ones.

Only attuned portals (those meant to be used in this adventure) are labeled. If you would like to develop additional side quests or use Castle Serastis as the starting point for a follow-up adventure, feel free to have additional portals attuned to destinations of your choice.

Once the PCs have learned to activate them, the following portals can be used to get to and from specific destinations.

Portal Y5C: Bloody Grotto (page 54).

Portal Y5A: Wretched Swamp (page 56).

Portal Y5B: Caves of Horror (page 58).

Portal Y5D: The Blasted Land (page 62).

Portal Y5E: The portal chamber in the Tower of Worlds (area S1). This portal stands on the stairwell between Y5 and Y6 and is not shown on the map.

Y6. THE UPPER LANDING

The tactical encounter is normally triggered when the party enters the landing from the stairs. However, if the fight with Issiel and Snapwing moves into this area, the creatures here do not come to their aid. Only when the pair is slain do they descend from the rafters.

When the PCs climb, read:

As you approach the last landing on the winding staircase, a mass of shadows and crisscrossing rafters rises above you. Much of the tower is open to the elements, creating a kind of battlement looking out over the fields around Cettrux Hill.

Tactical Encounter: Y6. Upper Landing, page 38. (You might also need to make use of the Y1/Y5 tactical map, page 37.)

D: THE TOWER OF THE WORD

This tower is home and workplace to the Vanguard's arcanists. Item creation and identification occur here, as does alchemical experimentation and far more horrific endeavors. Residents of the Tower of the Word use the combination-controlled portals or flying and levitation magic to reach any area below the main level (any yuan-ti encountered here carries two potions of levitate). As a result, standard patrols do not appear in these areas. If you roll anything other than a special encounter while the PCs are in the tower, treat the result as no encounter.

D1. ENTRY CHAMBER

The PCs' presence here triggers the tactical encounter. Unless they arrive invisibly, they have no chance to do more than look around the room before combat begins.

Illumination: The glow of the portal sheds bright light throughout this area.

When the PCs pass through the portal, read:

The crackling green portal has transported you into an oddly shaped room, something like a distended triangle or abbreviated square. Five doors line the walls, and a large pit opens up in the middle of the floor.

Tactical Encounter: D1. Entry Chamber, page 39.

The Pit: An illusory wall spell creates the appearance of a floor 20 feet down the pit, just below the visible entrance to D5. In reality, the pit drops 60 feet to area D7. It takes a DC 30 Climb check to scale the smooth walls of the pit; the arcanists of the tower use flying or levitation magic to ascend or descend.

Characters passing back through the portal return to K21.

D2. ARCANE SUPPLIES

The door to this area is not only locked but trapped. The trap is triggered by anyone who touches the door handle without first speaking the proper command word ("Suthsisharriss," a word in Yuan-Ti that roughly translates to "clearing skies"). The trap resets in 1 minute.

Chain Lightning Trap: CR 7; magic device; touch trigger; automatic reset; spell effect (*chain lightning*, CL 11th, 11d6 electricity to target who touched trigger plus 5d6 electricity to each of up to eleven secondary targets, DC 19 Reflex half); Search DC 31; Disable Device DC 31.

Once the PCs open the door, read:

This small chamber contains all manner of equipment, carefully ordered and labeled in Yuan-Ti. Alchemical devices sit on shelves, spell components are stocked in strictly measured quantities, and valuable parchments and inks are neatly stacked in boxes.

Treasure: This supply closet contains the components of an alchemist's lab (500 gp), three full sets of standard spell components (5 gp each), five pearls (100 gp each), a pouch of diamond dust (250 gp), and enough special inks for a wizard to scribe five pages of a spellbook (500 gp).

The closet also contains a large pouch of foul-smelling purple powder. A DC 25 Craft (alchemy) check reveals that if the powder is mixed with blood, it spontaneously ignites and creates thick clouds of noxious fumes (see tactical encounters S4 and S4-A, pages 50 and 52).

Action Points: The powder is essential to the final stages of the Sacrament of the Risen Abyss. If the PCs take or destroy the supply here, they earn 1 action point.

D3. ARCANISTS' LIVING QUARTERS

The doors to these rooms are locked.

When a door is opened, read:

This sparsely appointed chamber contains a large four-poster bed, a heavy wardrobe, and a writing desk.

Random Encounter: Only random encounters with yuan-ti wizards occur here. If you roll anything other than a special encounter while the PCs are in the tower, treat it as no encounter. A special encounter indicates a wizard, rather than requiring a second roll.

Bed, Desk, and Chairs: All squares except those directly adjacent to a door are occupied by furniture. Treat these squares as difficult terrain; a desk or bed can provide cover to adjacent characters. A character can step up onto a desk or a bed as a move action, gaining a +1 bonus on melee attack rolls against those on the floor. A character can tip over a desk to provide cover against ranged attacks.

Treasure: If no random encounter occurs in these chambers, the PCs have a 20% chance to find a spellbook left in a wardrobe by one of the wizards. Such a spellbook contains all 0-level spells, plus five 1st-level spells and a 2nd-level spell of your choice.

In addition, the room just south of D4 contains a *helm of comprehend languages and read magic*.

D4. TOLVUL'S LIVING QUARTERS

The door to this room is locked.

When the door is opened, read:

This bare chamber might be taken for the living quarters of an ascetic or monk, were it not for the array of skulls bolted to the walls. Some are human, some elf, some orc, and a few yuan-ti. The skulls are meticulously clean, but each is perforated by four round holes. In addition to the skulls, a flat wooden cot with a thin mattress serves as a bed, while pegs on one wall take the place of a wardrobe.

Tolvul (see area D5) collects skulls from his meals. As the sacrament comes to completion, Tolvul takes what little rest he can in the laboratory. No random encounters occur in this room, making it a safe (if somewhat macabre) place for the PCs to rest.

Treasure: Resting on one of the skulls is a *circlet of persuasion*. Tolvul is not wearing it at present because he is experimenting with the king's crown (see area D5).

D5. THE LABORATORY

Characters who attempt to jump into this chamber (to the illusory floor) barely catch a glimpse of the interior as they fall past into D7. They can attempt to catch themselves on the edge of the laboratory floor with DC 18 Reflex saves.

When the PCs enter the area, read:

Shaped much like the chamber above, this room resembles an experimental laboratory. On one table lies a bizarre humanoid with six arms and a beaked face. It has been neatly sliced open, and a number of organs lie piled beside it. On a second table stand beakers, burners, and other alchemical paraphernalia. An ancient crown, tarnished with age, lies nearby.

As with area D1, the PCs likely can't do more than look around before their presence triggers the tactical encounter.

Tactical Encounter: D5. The Laboratory, page 40.

Another illusory wall spell has been cast 20 feet below this chamber, blocking any view into area D7.

The body on the table is a spell weaver (MM2 187). A DC 15 Heal check indicates that this poor creature was vivisected—one of the Vanguard's experiments seeking to marry dark magic and the essence of mortal life.

Treasure: In addition to the benefit it gives the PCs against the risen king (see tactical encounter S4-A), the king's crown is a

headband of intellect +2. Like area D2, this chamber contains the makings of a full alchemist's lab (500 gp). Also on the table is a pearl worth 250 gp.

Action Points: Tolvul is a major participant in the Sacrament of the Risen Abyss, and is charged with preparing the ritual's components for use. Killing the mind flayer earns the PCs 4 action points.

D6. CHAMBERS OF CREATION

The doors to these rooms are all locked. In addition to the general description, each chamber contains additional items as noted below.

When a door is opened, read:

The air in this chamber seems strangely energized, like the charge in the air before a storm. The room is simply furnished, with a functional worktable and a shelf of crafters' tools.

These rooms are infused with a mystical energy that aids the Vanguard in the creation of minor magic items. Each room allows characters to create a certain type of magic item without having the requisite item creation feat. The creator must provide all the other prerequisites (including XP and spells), and items take twice as long to create in these chambers as they otherwise would.

6A: This room contains parchment and inks, and allows the scribing of scrolls without the Scribe Scroll feat. Scrolls created here are limited to spells of 4th level or lower.

6B: This room contains beakers, decanters of liquids, and a cauldron, and allows the creation of potions without the Brew Potion feat. A successful DC 15 Spellcraft check notes that numerous potions of levitate (used by the wizards to move within the tower) are crafted here.

6C: This room contains woodworking tools, allowing the creation of wands without the Craft Wand feat.

6D: This room has the greatest variety of tools and allows the creation of minor wondrous items without the Craft Wondrous Item feat. A successful DC 15 Spellcraft check identifies the items and tools lying about as the makings of a *mask of disguise* (as a hat of disguise, but it occupies the eye slot). This item is being constructed for the risen king (see area S4, page 24).

D7. THE LIBRARY

Anyone who enters this room by falling notices the balcony (area D8) only with a DC 18 Spot check. Those who enter by flight, levitation, climbing, or some other controlled descent see it clearly on their way down.

When the PCs first descend, read:

This octagonal chamber is comfortably equipped. Cushioned chairs are spaced throughout the room, and the walls are lined with heavy bookcases.

If the PCs see the balcony:

A narrow balcony overhangs the southern wall, though you see no stairs or ladder that might give access. On it stands a yuan-ti abomination, its massive form dwarfing the railing it leans on. Its eyes gleam with a fiendish light as it watches you.

As soon as the PCs have gotten their bearings, read:
From above, a deep voice calls out. “I have wondered if you would show up here. I believe we should talk.”

The voice comes from the balcony. The speaker is a half-fiend yuan-ti abomination—Zoldathra, Master of the Word. Zoldathra is a devout member of the Vanguard, but he wants no part of the Sacrament of the Risen Abyss. Though he is prepared to fight if the PCs refuse his overtures, he is willing to aid any who might help disrupt the ongoing rites.

The shallow stair leads down to area D9.

Diplomacy: If the PCs are willing to speak with Zoldathra, read the following in response to player questions or statements. Feel free to extrapolate beyond what is presented here. However, keep in mind that although Zoldathra wants to stop the sacrament and see the Vanguard’s leadership overthrown, he does not wish the organization destroyed. He reveals nothing regarding Sertrous himself beyond what is presented here.

- “I am Zoldathra, Master of the Word. I have been a member of the Vanguard of Sertrous for decades. Until recently, I thought that I was privy to the greatest secrets of my organization. I was wrong.”
- “One day, Sertrous will rise and the Vanguard will rule in his name. You cannot stop that. But perhaps we can work together in the interim, to prevent the travesty envisioned by the Vanguard’s current leaders.”
- “Only recently have I learned that the creature they intend to bring forth with the Sacrament of the Risen Abyss is intended not to rule the world, but to help destroy it. I dare not move against my leaders directly, but perhaps with my assistance, you can accomplish what I cannot.”

Assuming the PCs cooperate (or at least listen), Zoldathra is willing to provide the following assistance. First, he offers advice on avoiding wandering patrols, using his influence to steer those patrols away from the PCs. From this point on, random encounters occur less frequently (see page 10).

Second, Zoldathra explains the Sacrament of the Risen Abyss, including what the Vanguard are concealing from a majority of Sertrous’s faithful. Through Zoldathra, you can give the party the information presented in *What the PCs Don’t Know* (page 4).

Zoldathra explains that the ritual began a week ago, but that the Vanguard continues to gather components for its use. He tells the PCs which portals in the Tower of the Way are attuned to destinations, and the proper combination of gems that must be pressed to activate them. He warns them that even with access to the portals, *alarm* spells will alert the Vanguard to the party’s unauthorized movements.

- “Each portal leads to an area in which one of the necessary components can be found. You will have to either beat the Vanguard operatives to the components or take them by force if you wish to prevent their use in the sacrament.”

Although Zoldathra knows how to activate attuned portals, he cannot help the PCs use portals not already set to a destination.

Zoldathra describes the four components remaining to be found: the phylactery of a lich who was one of the forgotten king’s

greatest enemies; the king’s scepter; the blood of a fey whose family once blessed the king’s line; and an object touched by Sertrous himself. He tells of the ongoing sacrifice of prisoners in the reliquary (area P4), and suggests that interference there would also damage the sacrament.

Zoldathra also tells the PCs of the Tower of Worlds.

- “The tower is built atop the cliff, but it is out of phase with the rest of our world. The sacrament takes place there even as we speak. Be warned, though—enough of the sacrament’s components are already assembled that it can no longer be stopped. Your only hope lies in thwarting the collection of the last relics necessary for the rites, and in harrying the so-called leaders of the Vanguard as they seek to complete their plans.”

Zoldathra then tells the PCs that any one of three portals—the highest in the Tower of the Way, or the lowest in the Tower of the Word or the Tower of Worship—can take them to the Tower of Worlds. He gives the PCs the combinations to all active portals within the castle.

If Things Go Poorly: If the PCs push for more aid or information than that described here, Zoldathra grows angry. The first time this happens, the PCs can calm him down with a successful DC 15 Diplomacy check. If it happens again, or if the check fails, Zoldathra attacks to trigger the tactical encounter.

Tactical Encounter: D7. The Library, page 42.

Even if the PCs wind up slaying Zoldathra, they can still obtain much of the information they need. Although the books in the library do not explain the true purpose of the sacrament, they contain much information on its rites. With 4d6 hours of research, the PCs can learn everything presented above except the Vanguard’s true goals.

Ad Hoc XP Award: If the PCs deal with Zoldathra diplomatically from beginning to end, award them XP as if they had successfully overcome a CR 8 encounter.

Action Points: Zoldathra is a powerful ally, and works behind the scenes to slow the Vanguard down while the PCs are active. If the PCs work with him, they gain 2 action points.

D8. LIBRARY BALCONY

This small reading balcony overlooks the library at a height of roughly 15 feet. It has no ladder or stairway; only those who can fly or levitate can reach it.

D9. SUMMIT CHAMBER

The door to this area is locked.

When the PCs unlock the door, read:

This chamber is largely unremarkable except for another of the stone arches, lined with inlaid gems, in the south wall.

On those occasions when the Vanguard’s spellcasters must address the troops (most often to demonstrate a new magic item or cast spells over a large group), they do so here. The portal provides access to either the central keep (area K21) or the Tower of Worlds (area S1), depending on which combination of gems is pressed.

P: THE TOWER OF WORSHIP

The rank and file of the Vanguard view this place of prayers and offerings to Sertrous as the most important part of Castle Serastis. Though the Vanguard's leaders know that Sertrous cares nothing for the actions of his worshipers, they maintain the tower as a front.

P1. CHAMBER OF PURIFICATION

Worshipers use this room to purify their thoughts before proceeding down to the main sanctuary for prayers.

Illumination: The glow of the portal sheds bright light throughout this area.

When the PCs enter the chamber, read:

The walls, ceiling, and floor of this chamber are etched with images of huge serpents feasting on entire castles and villages of terrified humanoids. Other than the frescoes, the crackling green portal, and a set of stairs leading down, the room is empty.

The etching on the floor has no effect on combat if a random encounter occurs here.

The stairs lead down to P2. The portal provides access back to area K21. Once it is located, the secret door that connects P1 to K22 opens easily.

The instant the PCs emerge through the portal, an *alarm* spell alerts Vsolt (area P3) and Shiuahn (area P4) that intruders are in the tower.

P2. LANDING

Both keyed locations are identical.

As the PCs move along the stairs, read:

The winding stairway is interrupted by a small landing before continuing down. Heavy double doors bar passage to the center of the tower.

The tactical encounter associated with this area does not occur immediately. Rather, it is triggered the first time the PCs step out of a doorway (that is, out of area P3 or P4) onto one of the landings. This happens regardless of which landing the PCs are on, and it occurs only once.

Tactical Encounter: P2. Landing, page 43.

The bizarre baboon wights that guard this area are the result of experimentation by the necromancer Vsolt (area P3). They are trained not to attack yuan-ti or lizardfolk, or anyone accompanied by them.

P3. MAIN SANCTUARY

These doors are locked.

When the doors are opened, read:

Chains suspend a coiled serpentine idol of polished brass from the ceiling of what is clearly a religious sanctuary. Rows of cushions cover the floor in concentric circles, surrounding the hanging idol as if worshipers are meant to look up at it in prayer.

In this room, the party faces Vsolt, a Vanguard dread necromancer, and his skeletal guards. The tactical encounter is triggered as soon as the PCs get their bearings.

Tactical Encounter: P3. Main Sanctuary, page 44.

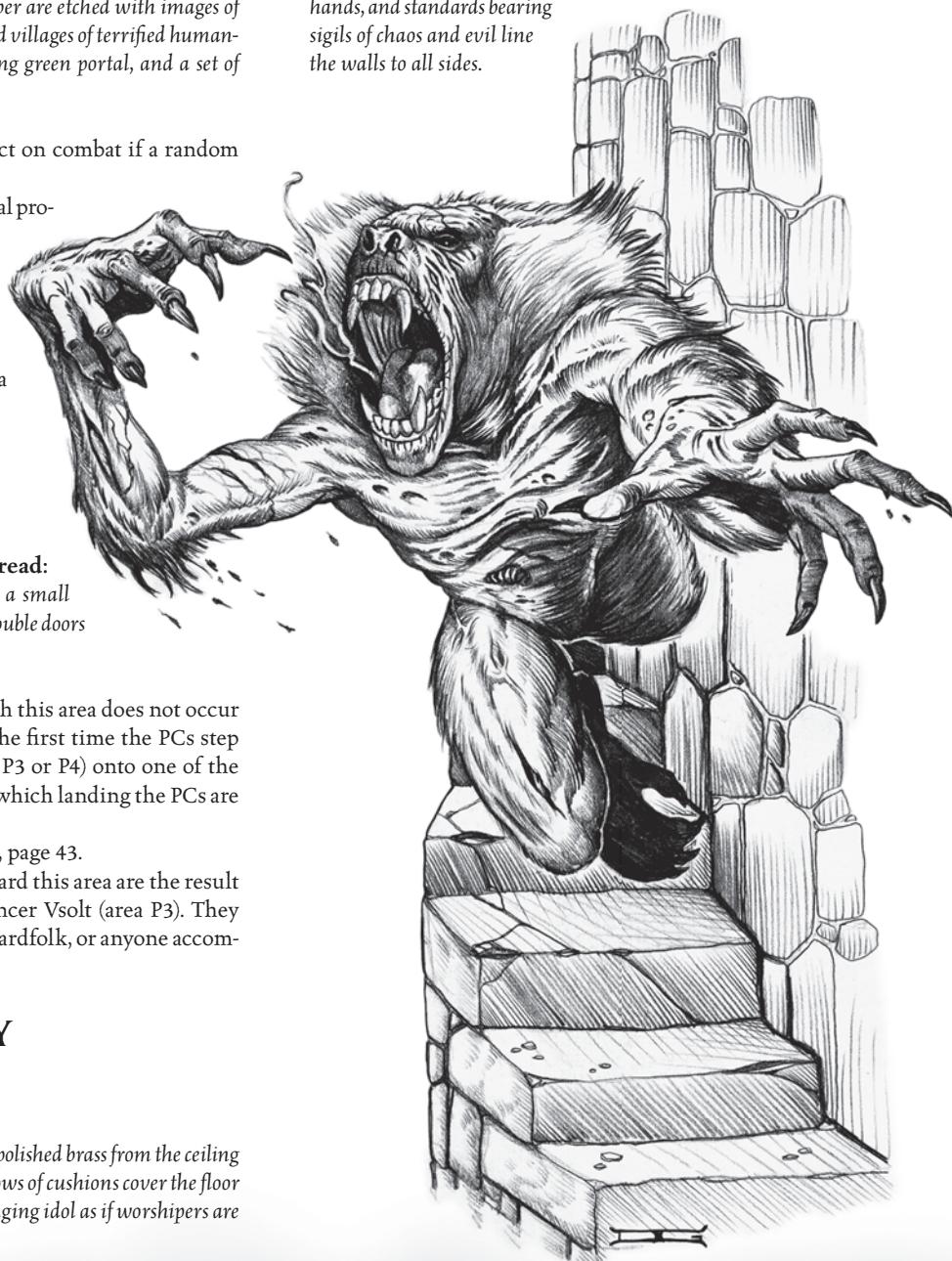
Action Points: Vsolt is set to lead a number of rites in the Sacrament of the Risen Abyss. Killing him earns the PCs 3 action points.

P4. RELIQUARY

The door to this chamber is locked.

When the PCs open the door, read:

Though this chamber occupies the entire center of the tower, it seems insufficient to contain the horrors within. Foul art objects, demonic weapons, bloodstained bones, severed hands, and standards bearing sigils of chaos and evil line the walls to all sides.



We're being attacked by *what*?

Along the far wall, six ragged prisoners stand manacled, their faces masks of terror and despair. Next to a stone slab in the center of the room, a female human prisoner fights desperately against another human woman clad in hide armor and blood-hued ceremonial robes. The prisoner is unarmed, but the cultist raises a rusted dagger.

The PCs have arrived in time to prevent a brutal sacrifice, though all is not as it seems.

Tactical Encounter: P4. Reliquary, page 46.

The sacrifices (all low-level commoners) give the PCs the same information as the prisoners from the dungeon cells (area K10). One prisoner who speaks a bit of Draconic has overheard Vanguard plans to sacrifice the slaves of the valley if the current sacrifices prove insufficient.

The commoners do not recognize the prisoner (actually the captured Arzanezra) who broke free and fought back against the human torturer Shiuahn. They are unaware of her true nature, and assume that she has been recently captured as a stranger to these parts.

In reality, Arzanezra is a paladin of slaughter in the service of fiendish masters. Sent to Castle Serastis in response to rumors of the Sacrament of the Risen Abyss, she gained intelligence of the Vanguard's activities before being captured when attempting to flee the fortress. The Vanguard assumed her to simply be a roaming adventurer, and assigned her to be sacrificed.

Treasure: The Vanguard keeps its horrid relics here, some of which might be valuable to a sage or historian. These include a snake-bladed, masterwork silvered bastard sword (600 gp), the fangs of an ancient green dragon (1,000 gp), a fine tapestry depicting Castle Serastis (1,500 gp), and the skull of a giant serpent (1,000 gp).

Rusted Dagger: The dagger wielded by Shiuahn once belonged to the forgotten king. It radiates faint transmutation magic (Spellcraft DC 21), and close examination reveals that its design matches the sword *Merthúvial* (from *Barrow of the Forgotten King* or area K14). Although it has no innate magical abilities, it is a potent weapon if used against the king himself (see encounter S4-A, page 52).

Action Points: If the PCs free all the victims to be sacrificed and escort them out of the castle, they earn 2 action points.

P5. PORTAL CHAMBER

The door to this area is locked.

Illumination: While it is activated, the glow of the portal sheds bright light throughout this area.

When the door is opened, read:

Though only half the size, this room appears much like the chamber by which you entered the tower. The same etchings mark the walls, floor, and ceiling, but the room's archway stands silent.

As with area P1, the etchings on the floor have no effect on combat. Though the portal on the north wall is currently inactive, it is set to take characters to the Tower of Worlds (area S1) with the right combination.

S: THE TOWER OF WORLDS

This tower is a demiplane out of phase with the Material Plane. It exists atop Cettrux Hill (as much as it can be said to exist anywhere), and is accessible only by magic.

No overview map is provided for the Tower of Worlds. Each level involves encounters, so the tactical maps create a comprehensive plan. No random encounters occur in any areas of the tower.

S1. THE PORTAL CHAMBER

The tactical encounter is triggered by the PCs' arrival, giving them only an initial glimpse of the room.

Illumination: While it is activated, the glow of the portal sheds bright light throughout this area.

When the PCs pass through the portal, read:

The arch you step out from stands in the center of the room, unlike the wall-mounted arches seen previously. From the ceiling, corpses in various stages of decay hang by chains and rusty hooks. Suddenly the light of the arch winks out, and a massive shape rises from the darkness.

Tactical Encounter: S1. The Portal Chamber, page 48.

The portal powers down automatically but remains attuned to the portal that brought the PCs here. The same combination allows them to leave.

The bodies here are victims that have been sacrificed to the rite over the previous week. If the PCs rescued the prisoners in areas K10 or P4 but did not escort them out of the castle, or if they did nothing when the yuan-ti collected new slaves in tactical encounter F (page 28), those prisoners and slaves are found among the dead here.

The stairs lead up to S2.

Treasure: A successful DC 25 Search check finds a *dusty rose prism ioun stone* caught in the tattered cloak of one corpse.

S2. THE VESTIBULE

The stairs enter the southwest corner of this chamber from S1 below.

Illumination: The cobra heads on the walls are imbued with continual flame, filling the area with bright light.

When the PCs open the door, read:

The floor of this room is sloped, forcing you to look up to the other side of the chamber. An enormous serpent is etched into the floor; its switchback coils breaking the flat surface of the slope. The room is lit by the glowing eyes and mouths of stone cobra heads adorning the walls.

The fiendish medusa Effandra is master of the Tower of Worship. However, while the Sacrament of the Risen Abyss is underway, she is stationed here as a guard and an occasional participant in the rites. She is accompanied by two nagathas created by Udmuela (see The Wretched Swamp, page 56).

Tactical Encounter: S2. The Vestibule, page 49.

S3. ENDLESS STAIR

The door to the staircase to the south is not only locked but trapped. If opened without the proper password ("I spill my life for Sertrous," spoken in Abyssal, Draconic, or Yuan-Ti), all

creatures in the stairwell 5 rounds later are hit by a flame strike effect. The trap resets after 10 minutes.

Flame Strike Trap: CR 6; magic device; touch trigger; automatic reset; onset delay (5 rounds); spell effect (*flame strike*, CL 10th, 10d6 fire, DC 17 Reflex half); Search DC 30; Disable Device DC 30.

When the PCs open the door, read:

A great stair extends upward and outward into darkness. Though you cannot be sure, the flight of steps looks longer than the tower appeared to rise when you viewed it from outside the castle.

Because the Tower of Worlds is an extradimensional space, not all its areas obey the physical laws of the Material Plane. Regardless of the PCs' speed (and even if they move at different rates), it takes 2d4+2 minutes to reach the top of the stairs (roll separately for each character). The stairs eventually lead to S4.

S4. THE SACRAMENTAL CHAMBER

The door to this chamber is locked.

Illumination: Harmless mystical fire fills this area with shadowy illumination.

When the PCs open the door, read:

The chamber glows with the light of demonic fire that seems to burn the air itself. Three stone biers covered with serpentine imagery stand across the chamber. Two contain what appear to be bodies wrapped in funeral shrouds.

On the third, central bier is set a careful arrangement of yellowed bones. Three yuan-ti in ceremonial robes and hoods stand in a triangle around the biers, chanting in sibilant tones. Brass braziers emit a noxious purple smoke.

A fourth yuan-ti stands before the central bier and gives true meaning to the term abomination. He is monstrously obese, with multiple folds of scaly skin hanging from his jowls to hide his neck and chest. Rivulets of blood bubble up from beneath his black eyes and flow freely down his face.

If the PCs have played through the Barrow of the Forgotten King adventure, add:

The bloated yuan-ti carries with him a dark steel shield whose center boasts an abstract black serpent in place of the lightning bolt of Heironous. The shield resembles that carried by one of the statues in the forgotten king's tomb.

The yuan-ti leading the ceremony is Sulvaugren, Master of Worlds. The bodies on two of the biers are those of the highest-ranking halfblood wizards of the Vanguard, whose willing sacrifice a week before marked the start of the sacrament. (If the PCs investigate the bodies, one wears a signet that identifies him as Gazaron, the yuan-ti in charge of the effort to collect the relics in *Barrow of the Forgotten King* and *The Sinister Spire*.)

The bones on the third bier are those of the forgotten king. Mystic energy infused into them by the ceremony protects the bones from being touched, and no attempt to disrupt or destroy them can now interrupt the rites.

The other three yuan-ti have lost themselves in the sacrament;



The Sacrament of the Risen Abyss has begun!

they cannot take any action besides chanting. They are considered helpless and can be slain with a coup de grace.

Though Sulvaugren's death prevents the proper fulfillment of the sacrament, his life force provides energy that allows the forgotten king to rise. Because the room changes between the battle with Sulvaugren and the confrontation with the risen king, this area has two tactical encounters with separate maps.

Once the forgotten king rises, any character carrying one of the items to which he is specifically vulnerable (see his king's relics weakness, page 53) instantly knows what effect that item has against him in battle. Likewise, PCs intuitively know that the pool of action points they have built up can now be used. This knowledge is the last remnant of the king's true spirit, aiding those who would destroy the travesty his body has become.

Tactical Encounters: S4. Sacramental Chamber, page 50; S4-A. The Risen King, page 52.

Development: These are two tough encounters, and the PCs might be forced to retreat when the forgotten king rises. If so, the risen king takes control of the Vanguard, but he needs a few days to put his plans into motion. The PCs can rest up and hit him again, though he might be found anywhere within Serastis and is accompanied by a yuan-ti patrol at all times.

If the PCs cannot destroy the risen king within 1d4+1 days, he departs the castle and begins consolidating his power throughout the realm. Although he is weaker than he would have been had the sacrament been properly completed, he intends to carry out the Vanguard's plan by taking over his old kingdom (using his own Charisma and the *mask of disguise* specially crafted for him). The PCs might face a new task: convincing a celebrating populace that their newly risen savior will be their downfall.

CONCLUDING THE ADVENTURE

If the PCs are victorious, they have thwarted the Sacrament of the Risen Abyss against overwhelming odds. The power of the Vanguard of Sertrous is broken. The PCs can deliver the bones of the forgotten king back to Kingsholm before taking some much-needed rest. If they do so, grant them XP as if they had overcome a CR 5 encounter. If they offer to return the weapons of legacy as well, Town Speaker Phodor Landros tells the PCs they are free to keep them until they have retired from adventuring. In this case, increase the award to that of a CR 7 encounter.

Many adventures might yet await the party. Perhaps the PCs learn to set destinations for the remaining portals in the Tower of the Way, or decide to further explore the areas to which they have already teleported. Additionally, any enemies who survived—Yensurros and Arzanezra are likely candidates—might seek revenge at a later date.

Beyond that, has the cult of Sertrous truly been wiped out? The Vanguard is gone, but was this the only band of zealots clinging to the hope of raising their dark god? And what of Sertrous himself? A part of the former fiend lord's consciousness woke in the body of the risen king, even if only for a few moments. The ancient evil of the Slumbering Serpent has stirred, and it might now just be a matter of time before it truly awakens.

Items of Legacy

The following items of legacy, along with those found in *Barrow of the Forgotten King* and *The Sinister Spire*, make up the greatest of the treasures that were buried with the forgotten king.

THE AEGIS INVOLABLE

This item of legacy is a heavy steel shield bordered in bronze. The shield's dark steel is almost black, its center darker still. That center (where a personal ensign or standard might normally be placed) shifts and wavers depending on the angle from which it is viewed.

Nonlegacy Game Statistics: +1 heavy steel shield; cost 1,770 gp. You are considered 1 level higher for the purpose of turning or rebuking undead, though you do not gain this ability if you do not already have it.

Omens: When a wielder straps the shield to his arm, the holy symbol of his deity, the standard of his liege or kingdom, or the emblem of an organization to which he belongs immediately appears in the center of the shield. The shield resizes to fit any Small, Medium, or Large wielder.

HISTORY

In the early days of St. Cuthbert's faith, a young priest named Seamus took temporary leave of his duties to travel back to his homeland and attend his sister's funeral. When he finally returned months later, he was horrified to find his church burned to the foundations, the bodies of his fellow priests within. No religious icon or holy scripture escaped the fire—except for a shield the high priest had used in his ill-fated defense of the church.

Though he had no notion of who was responsible, Seamus was determined to exact vengeance. At that time, the larger churches considered St. Cuthbert an upstart whose faithful were little more than a mob of pretenders. Seamus chose to start his quest with them. (DC 15)

The young priest expected to find enemies among the other churches of the region; instead, he found more victims. From the dwarven temple of Moradin to the holy cathedral of Pelor to the fortress bastion of Hextor, Seamus discovered smoldering ruin after smoldering ruin. For years he traveled, until the number of fallen churches he encountered could not easily be numbered.

On the way, Seamus gathered allies in the form of other survivors of the attacks, including Surra Soulhammer, high priest of Moradin, and Rotheul, champion of Hextor. With others like themselves, these former enemies worked together to expose what could only be construed as an attack on faith itself. As a symbol of their united purpose (and in memory of the last stand Seamus's high priest had made), they crafted the *Aegis Inviolable*, a magic shield to be wielded by their greatest champion once their enemy was found. (DC 20; *The Enemy of My Enemy*)

In the end, the tale of Seamus and his allies was one of tragic failure. The wandering priests eventually located their enemy: the Covenant of Ur. This cult was one of the earliest known assemblages of ur-priests—practitioners of divine magic not granted by the gods but stolen from them. The wandering priests confronted the covenant. Though they managed to

exact a measure of vengeance for their respective orders, all of them fell before the end.

The Covenant of Ur was eventually destroyed by an order of paladins, though rumors persist that the cult continues to this day. The *Aegis Inviolable* was taken from the ur-priests by one of the paladins, where it passed through his family line until ending up in the hands of his direct descendant: Sir Colryn, advisor and friend to the forgotten king. (DC 25; *An Ancient Evil*)

LEGACY RITUALS

Two rituals are required to unlock all the abilities of the *Aegis Inviolable*.

The Enemy of My Enemy: You must ally yourself with an enemy to defeat a common threat. This new ally must be a political or religious rival, or someone you have personally come into conflict with in the past. The enemy you defeat must be of a CR equal to or greater than 1 + either your own effective character level or your new ally's, whichever is higher. Cost: 2,000 gp. Feat Granted: Least Legacy (*Aegis Inviolable*).

An Ancient Evil: You must confront and defeat a creature directly responsible (or belonging to an organization responsible) for a great evil that occurred at least one hundred years ago. This evil can take any form, from wide-ranging atrocities to a specific crime against your own church or kingdom. In either case, the individual must be aware of the reason for your grudge, and must be of a CR equal to or greater than 2 + your effective character level. Cost: 14,000 gp. Feat Granted: Lesser Legacy (*Aegis Inviolable*).

THE AEGIS INVOLABLE

Wielder	Attack	Hit Point	Spell Slot	
Level	Penalty	Loss	Loss	Abilities
5th	—	—	1st	+1 light fortification heavy steel shield
6th	—	2	—	Energy aegis 10
7th	—	2	—	—
8th	-1	—	2nd	Holy vessel
9th	—	2	—	—
10th	—	—	—	Protection of the gods
11th	—	—	3rd	Energy aegis 20
12th	-2	—	—	+3 medium fortification heavy steel shield
13th	—	2	4th	Still cast
14th	—	—	—	—
15th	—	2	—	—
16th	—	—	5th	Divine ward

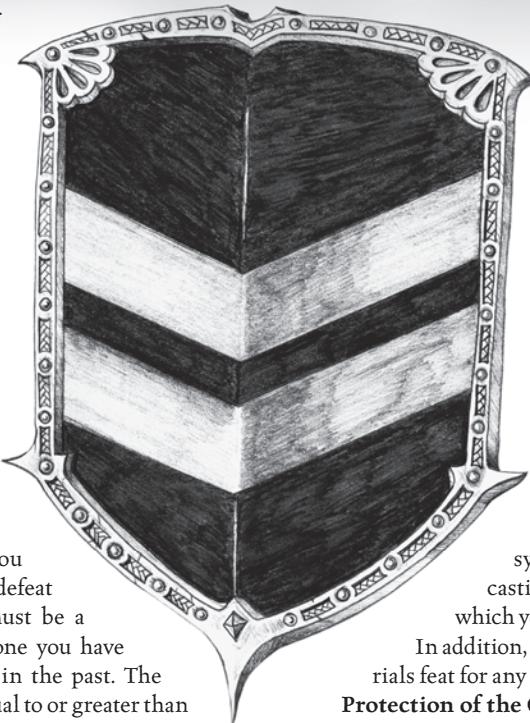
WIELDER REQUIREMENTS

Proficiency with heavy shields.

Base attack bonus +3.

Knowledge (nobility and royalty) or Knowledge (religion) 2 ranks.

The *Aegis Inviolable*



The *Aegis Inviolable* is used primarily by combat-focused divine spellcasters with the ability to turn undead.

LEGACY ITEM ABILITIES

All the following are legacy item abilities of the *Aegis Inviolable*.

Energy Aegis (Su): Once per day as an immediate action, you can grant yourself energy resistance 10 against a specific type of energy (chosen when you activate this power). The energy resistance lasts for 1 round. At 11th level, this increases to energy resistance 20.

Holy Vessel (Su): At 8th level, the *Aegis Inviolable* functions as your holy symbol for the purpose of divine spell-casting, turning undead, or any other use for which you would normally require a holy symbol.

In addition, you gain the benefit of the Eschew Materials feat for any divine spell you cast.

Protection of the Gods (Su): At 10th level, the *Aegis Inviolable* grants you the benefit of the shield of faith or shield other spell (your choice) as a swift action once per day. Caster level equals your Hit Dice.

Still Cast (Su): At 13th level, you can apply the Still Spell feat to any spell you cast of 6th level or lower, up to three times per day. Use of this ability does not change the spell slot of the altered spell.

Divine Ward (Su): At 16th level, you gain the benefit of death ward, but only against the first two attacks of the appropriate sort per day.

NANIETHARIL

Nanietharil—or “Gift of the Ancient Foe”—is a set of scale mail made of overlapping layers of darkwood carved to resemble leaves. Its dark hue is broken by a leaf-and-branch pattern in dull gold.

Nonlegacy Game Statistics: +1 darkwood scale mail; cost 1,150 gp. You can reroll one Survival check per day. The decision to reroll must be made before the result of the original roll is known.

Omen: When worn in a wooded or grassy area, the stitched pattern shifts in shape and hue to match the native flora.

HISTORY

Her name was Suriel Nadarun, and she was the greatest warrior of the elven nation of Tiur Vedrilos. Her fame spread far and wide beyond the elven borders, until she was the inspiration and the envy of heroes of all races. However, when Suriel met her end, it was not on the field of combat but by the poisoned dart of a drow assassin. The citizens of Tiur Vedrilos turned out by the thousands as the king, his wizards, and his druid advisors led her funeral procession through the heart of the wood. (DC 17)

As the procession continued, however, a sudden silence fell, followed by the sound of marching boots. Blades were unsheathed and arrows nocked as a division of orcs appeared across a narrow clearing. Yet no blood was to be shed that day, for even as the elf archers prepared to attack, a single orc strode forward beneath a white flag of truce. Nearly 8 feet tall and clad in armor of black dragonscale, this was none other than Ruruk, king of the neighboring orc nation of Kagaan Ruul.

Slowly, the orc lord approached Suriel on her bier and bowed his head. In highly accented Elven, he spoke to the assembly thus. "The elf Nadarun was the greatest foe Kagaan Ruul has had. That she should fall to a coward's poison and not in glorious combat is a great wrong. I have come thus to praise her, and to pay honor to the battle that should have been." Reverently, King Ruruk laid a suit of darkwood scale mail alongside the body. Without another word, he and his host returned the way they had come. For twenty-eight days—the length of the traditional mourning period for the elves of Tiur Vedrilos—no orcs attacked across the border.

The elves marveled at the armor, for it was as fine as any they themselves might have crafted. Clearly, King Ruruk had called upon the greatest artisans of his people for its creation. Though it was unheard of for a warrior of Suriel's reputation to be buried with arms and armor not her own, the elves decided that she would be interred wearing this unique gift. (DC 22; **A Matter of Honor**)

Generations later, Tiur Vedrilos and Kagaan Ruul temporarily allied against a goblinoid incursion from the north that threatened both lands. To strengthen this fragile union, the armor was exhumed and worn at times by elf and orc champions alike. It was during these battles that Nanietharil first displayed its mystical abilities—abilities that the orcs swore their histories had never spoken of.

None ever learned how the armor became magic, for Nanietharil was lost on the field of battle. Presumably it was picked up as a hobgoblin war trophy and eventually acquired by a stalwart adventurer. (DC 27; **An Echo of Old Alliances**)

LEGACY RITUALS

Two rituals are required to unlock all the abilities of Nanietharil.

A Matter of Honor: You must travel to the gravesite of an enemy you respected (regardless of how much you might also have hated him) to offer a sacrifice of goods in tribute. The cost of the ritual includes the cost of the goods. Cost: 1,500 gp. Feat Granted: Least Legacy (Nanietharil).

An Echo of Old Alliances: You must perform a service for someone of orc blood (if you are of elven blood) or of elven blood (if you are of orc blood). This service need not be long-term, but it must involve actual expense or danger on your part. Cost: 11,500 gp. Feat Granted: Lesser Legacy (Nanietharil).

NANIETHARIL

Wielder Level	Attack Penalty	Hit Point Loss	Spell Slot Loss	Abilities
5th	—	—	—	One with the wild
6th	—	2	1st	Walk unseen
7th	—	2	—	Walk unheard
8th	-1	—	2nd	+2 darkwood scale mail
9th	—	2	—	—
10th	—	—	3rd	Voice of the wild
11th	—	—	—	—
12th	—	—	4th	Armor of the wild
13th	—	2	—	+3 darkwood scale mail
14th	—	—	5th	Predator's dash
15th	—	2	—	—
16th	—	—	6th	Shape of the wild

WIELDER REQUIREMENTS

Proficient in Medium armor.

Any two of the following: Knowledge (nature) 4 ranks, Hide 4 ranks, Survival 4 ranks.

Only those of either elven or orc blood can use the abilities of the shield for 11th level and higher.

LEGACY ITEM ABILITIES

All the following are legacy item abilities of Nanietharil.

One With the Wild (Su): You gain a +5 competence bonus on wild empathy checks. If you do not already have the wild empathy ability, you instead gain this ability as a druid of your character level -2.

Walk Unseen (Su): You gain a +5 competence bonus on Hide checks.

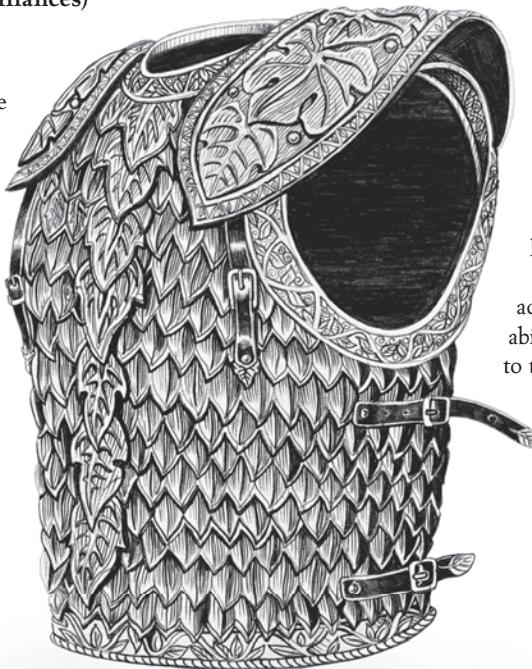
Walk Unheard (Su): You gain a +5 competence bonus on Move Silently checks.

Voice of the Wild (Sp): With a command word, you can use speak with animals (as the spell) five times per day.

Armor of the Wild (Su): You retain all the benefits and abilities of Nanietharil when you use the wild shape ability. (Other forms of shapechanging, such as polymorph spells, do not apply.)

Predator's Dash (Su): Your base land speed increases by 10 feet.

Shape of the Wild (Su): You gain one additional daily use of your wild shape ability. This additional use cannot be used to transform into an elemental, and you do not gain the wild shape ability if you do not already have it.



Nanietharil, Gift of the Ancient Foe

THE SURROUNDING FIELDS

Encounter Level 9/7 (see sidebar)

SETUP

Lieth (L) is currently berating a group of slaves and takes a -2 penalty on Spot checks to notice the PCs. Her dire snake Griffon-Eater (G) is more alert. He is coiled around the well, hiding in its shadow. It takes a DC 16 Spot check to notice him before he moves to attack.

The PCs enter in the southwest area of the map. The slaves run for cover when violence breaks out.

When the PCs approach, read:

Near the canvas pavilion, movement catches your eye. A human-headed serpent coils there, screaming angrily at a group of cowering humans.

If one of the PCs notices Griffon-Eater, read:

At the same time, what you had originally taken to be a step at the base of the well begins to move. An impossibly huge serpent uncoils from around the stone structure, heading your way.

TACTICS

With the minor precaution of casting shield, Lieth starts combat with *lightning bolt* (if two or more PCs are lined up) or *scorching ray*. Only if the PCs are undeterred by her initial assault does she take the time to cast *invisibility* and *displacement*. She then targets the strongest PCs with her spells or flanks with Griffon-Eater and makes full attacks.

TAKING PRISONERS (EL 7)

During the PCs' exploration of Castle Serastis, they might free the prisoners in the dungeon (area K9) and the sacrifices (area P4). If so, the Vanguard attempts to gather slaves from the valley for use as replacement sacrifices. If and when the PCs are next outside the castle, a patrol of four yuan-ti purebloods leaves the fortress and starts rounding up slaves from this area (this counts as one of the eight pureblood patrols that can be encountered, as described on page 10). Position them near the northern slaves' living quarters at the start of combat.

Griffon-Eater simply attacks the nearest PC, attempting to constrict.

Lieth and Griffon-Eater attempt to flee if reduced to 13 or fewer hit points. The naga races toward the fortress, while the serpent attempts to escape into the river.

DEVELOPMENT

Lieth surrenders if cornered. If sufficiently intimidated or charmed, she can offer the PCs a rough idea of the layout of the central keep but not the other towers.

LIETH THE TASKMASTER

CR 8

MM 191

hp 58 (9 HD)

Female dark naga

LE Large aberration

Init +2; **Senses** darkvision 60 ft.; Listen +11, Spot +11

Languages Common, Infernal

AC 14, touch 11, flat-footed 12; Dodge

Immune mind-reading, poison

Fort +5, **Ref** +7, **Will** +8; +2 against charm effects

Speed 40 ft. (8 squares)

Melee sting +7 (2d4+2 plus poison) and bite +2 (1d4+1)

Space 10 ft.; **Reach** 5 ft.

Base Atk +6; **Grp** +12

Atk Options poison (DC 16, lapse into nightmare-haunted sleep for 2d4 minutes [initial and secondary])

Special Actions detect thoughts

Sorcerer Spells Known (CL 7th):

3rd (5/day)—*displacement*, *lightning bolt* (DC 17)

2nd (7/day)—*invisibility*, *scorching ray* (+7 ranged touch, 2 rays), see *invisibility*

1st (7/day)—*expeditious retreat*, *magic missile*, *ray of enfeeblement* (+7 ranged touch), *shield*, *silent image*

0 (6/day)—*daze* (DC 14), *detect magic*, *light*, *mage hand*, *open/close*, *ray of frost* (+7 ranged touch), *read magic*

Abilities Str 14, Dex 15, Con 14, Int 16, Wis 15, Cha 19

Feats Alertness, Combat Casting, Dodge, Eschew

Materials^b, Lightning Reflexes

Skills Bluff +10, Concentration +13 (+17 casting defensively), Diplomacy +8, Disguise +6 (+8 acting), Intimidate +6, Listen +11, Sense Motive +8, Spellcraft +12, Spot +11

Possessions cloak of Charisma +2

Detect Thoughts (Su) As the spell; at will; DC 16; caster level 9th.

GRIFFON-EATER, DIRE SNAKE

CR 5

MM2 76

hp 55 (7 HD)

N Huge animal

Init +5; Senses low-light vision, scent; Listen +8, Spot +8
Languages —

AC 18, touch 13, flat-footed 13

Fort +8, Ref +10, Will +6

Speed 30 ft. (6 squares), climb 20 ft., swim 20 ft.

Melee bite +10 (2d6+10 plus poison)

Space 15 ft.; Reach 10 ft.

Base Atk +5; Grp +20

Atk Options constrict 1d8+10, improved grab, poison (DC 16, 1d6 Con/1d6 Con)**Abilities** Str 24, Dex 20, Con 16, Int 1, Wis 13, Cha 11**Feats** Alertness, Endurance, Toughness**Skills** Balance +14, Climb +15, Hide +6, Listen +8, Spot +8**Improved Grab (Ex)** To use this ability, Griffon-Eater must hit with his bite attack. He can then attempt to start a grapple as a free action without provoking attacks of opportunity. If he wins the grapple check, he establishes a hold and can constrict.**Skills** Griffon-Eater has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Griffon-Eater has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on Swim checks, even if distracted or endangered. He can use the run action when swimming, provided he swims in a straight line.

4 YUAN-TI PUREBLOODS

CR 3

MM 263

hp 18 each (4 HD)

CE Medium monstrous humanoid

Init +5; Senses darkvision 60 ft.; Listen +4, Spot +4**Languages** Abyssal, Common, Draconic, Yuan-Ti

AC 17, touch 11, flat-footed 16; Dodge

SR 14

Fort +1, Ref +5, Will +4

Speed 30 ft. (6 squares)

Melee mwk scimitar +5 (1d6/18–20)

Ranged mwk longbow +6 (1d8/x3)

Base Atk +4; Grp +4

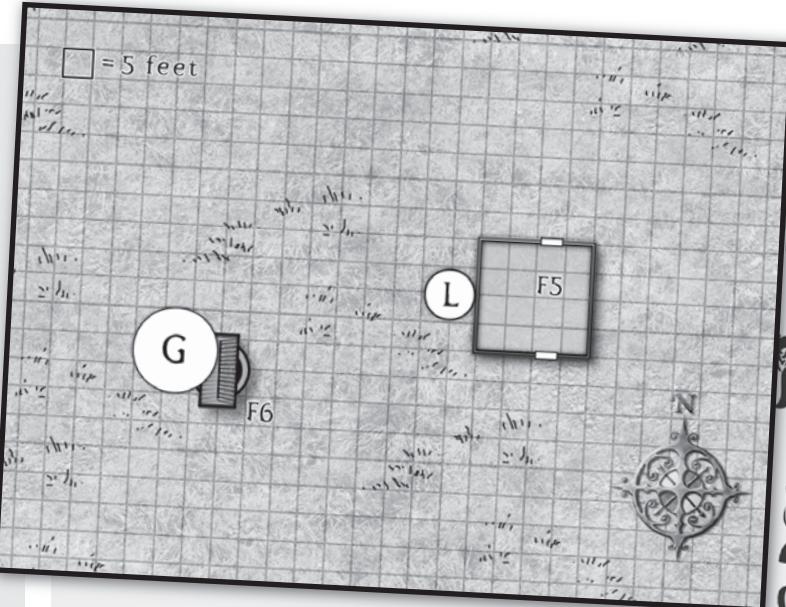
Atk Options Blind-Fight**Spell-Like Abilities** (CL 4th):

At will—detect poison (CL 6th)

1/day—animal trance (DC 13), cause fear (DC 12), charm person (DC 12), darkness, entangle (DC 12)

Abilities Str 11, Dex 13, Con 11, Int 12, Wis 10, Cha 12**SQ** alternate form**Feats** Alertness^b, Blind-Fight^b, Dodge, Improved Initiative**Skills** Concentration +7, Disguise +4*, Hide +3, Knowledge (religion) +5, Listen +4, Spot +4

*A pureblood gains a +5 racial bonus on Disguise checks when impersonating a human.

Possessions masterwork studded leather armor, masterwork heavy steel shield, masterwork scimitar, masterwork longbow with 20 arrows**Alternate Form (Sp)** A yuan-ti can assume the form of a Tiny to Large viper (MM 280) as a psionic ability.

FEATURES OF THE AREA

Crops: The rows of crops are treated as light undergrowth. A square covered with light undergrowth costs 2 squares of movement to enter and provides concealment. Undergrowth increases the DC of Tumble and Move Silently checks by 2. A creature with a slashing weapon can clear a square of light undergrowth with a full-round action.

Simple Wooden Door: All the buildings except the Box (F8) have these doors. 1 inch thick; hardness 5, hp 10, break DC 15 (locked).

Wooden Walls: All the buildings except the Box (F8) have these walls. 6 inches thick; hardness 5, hp 60, break DC 20 per 10-foot-by-10-foot section; Climb DC 21. Wooden walls increase the DC of Listen checks to hear through them by 5. If a wooden wall is breached, the squares breached and all adjacent nonwall squares become light rubble (see page 52).

Rusty Iron Door: This is the door in the Box (F8). 2 inches thick; hardness 8, hp 30, break DC 26 (locked).

Iron Walls: These are the walls in the Box (F8). 3 inches thick; hardness 10, hp 90, break DC 30 per 10-foot-by-10-foot section; Climb DC 25. Iron walls increase the DC of Listen checks to hear through them by 15. If an iron wall is breached, the squares breached and all adjacent nonwall squares become light rubble (see page 52).

Gradual Slope: Characters gain a +1 bonus on melee attack rolls against foes downhill from them.

Slow, Shallow Stream: Moving through this stream requires a DC 10 Swim check. The water is shallow enough to wade instead, but this impedes movement. Treat as light undergrowth (see above).

Large Tree: 5 feet thick; AC 3, hardness 5, hp 600, break DC 35; Climb DC 15. This tree takes up 1 square and provides cover to anyone behind it.

THE GREAT HALL

Encounter Level 7

SETUP

Elvarel Prath (P) has taken cover behind the guardian megaraptor skeleton (G). The PCs should be placed beside or within the entrance.

When the first PC enters the chamber, read:

Suddenly, a voice calls out "Slay the intruders!" With a creak of old bones, the skeleton breaks into a charge.

TACTICS

Prath stays behind the guardian as he casts *sanctuary* on himself. While the guardian fights, he heals it with *inflict* spells for as long as possible, then shifts to spell attacks.

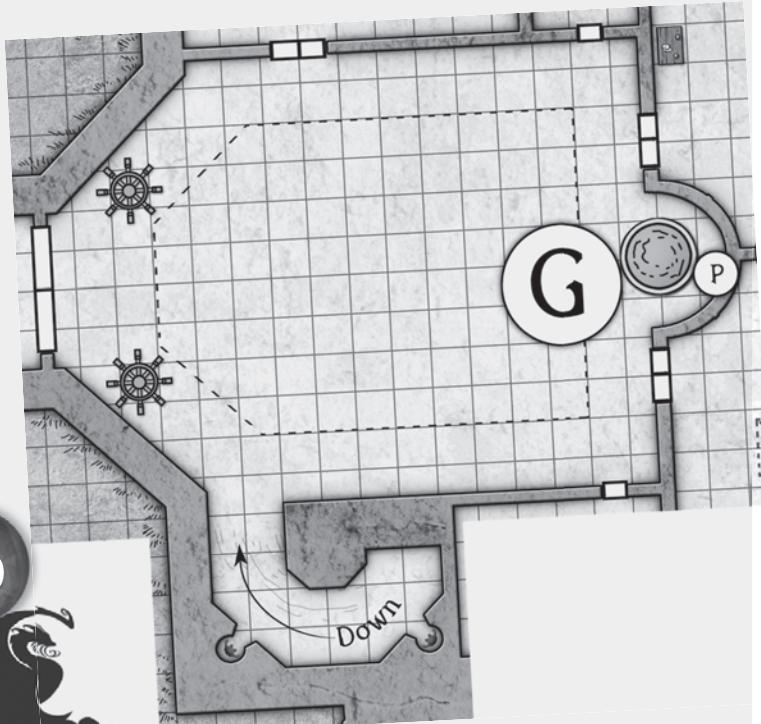
The guardian fights until destroyed. If Prath is reduced to 10 or fewer hit points, he pretends to surrender in the hope of luring PCs close. He then tries to surprise a weakened PC by attacking, and fights to the death.

FEATURES OF THE AREA

The area has the following features.

Shallow Pool: It costs 2 squares of movement to enter a space in a shallow pool, and the DC of Tumble checks in such squares increases by 2. Shallow pools impose a -2 circumstance penalty on Move Silently checks.

Winch: 2 feet thick; hardness 5, hp 270, break DC 25. A winch provides cover. If a winch is broken, the squares it occupies become dense rubble (see page 52).



ELVAREL PRATH

hp 36 (5 HD)

CR 5

Male half-elf cleric 5

CE Medium humanoid (elf)

Init +0; Senses low-light vision; Listen +4, Spot +4

Languages Common, Elven

AC 20, touch 10, flat-footed 20

Immune sleep

Fort +8, Ref +1, Will +7; +2 against enchantment

Speed 20 ft. (4 squares) in full plate, base speed 30 ft.

Melee light mace +3 (1d6)

Base Atk +3; Grp +3

Atk Options smite 1/day (+4 attack, +5 damage)

Special Actions rebuke undead 4/day (+3, 2d6+6, 5th), spontaneous casting (*inflict* spells)

Cleric Spells Prepared (CL 5th):

3rd—*bestow curse* (+3 melee touch, DC 16), *cure serious wounds*, *contagion*^D (+3 melee touch, DC 16)

2nd—*death knell* (DC 15), *hold person* (DC 15), *shatter*^D (DC 15), *silence* (DC 15)

1st—*command* (DC 14), *divine favor*, *protection from good*^D (CL 6th), *sanctuary*, *shield of faith*

0—*detect magic* (2), *detect poison*, *light*, *resistance*

D: Domain spell. Deity: Sertrous. Domains: Destruction, Evil.

Abilities Str 10, Dex 10, Con 14, Int 10, Wis 16, Cha 13

SQ strong aura of chaos, strong aura of evil

Feats Combat Casting, Great Fortitude

Skills Concentration +8 (+12 casting defensively), Diplomacy +3, Gather Information +3, Knowledge (religion) +6, Listen +4, Search +1, Spellcraft +4, Spot +4

Possessions +1 full plate, light steel shield, light mace, silver holy symbol

THE GUARDIAN, ADVANCED MEGARAPTOR SKELETON

CR 6

MM 227

hp 78 (12 HD); DR 5/bludgeoning

NE Huge undead

Init +7; Senses darkvision 60 ft., Listen +0, Spot +0

Languages —

AC 14, touch 11, flat-footed 11

Immune cold; undead immunities (MM 317)

Fort +4, Ref +7, Will +8

Speed 60 ft. (12 squares)

Melee talons +9 (2d8+5) and 2 claws +4 each (1d8+2) and bite +4 (2d6+2)

Space 15 ft.; Reach 10 ft.

Base Atk +6; Grp +19

Abilities Str 21, Dex 17, Con —, Int —, Wis 10, Cha 1

SQ undead traits (MM 317)

Feats Improved Initiative^B

Skills —

THE LESSER SHRINE

Encounter Level 6

SETUP

Chavakuth (C) has been standing beside the altar during any previous discussions with the PCs. When negotiations break down, have the PCs placed anywhere between the altar and the door.

As Chavakuth prepares to attack, read:

The lizardfolk druid's dark eyes narrow as he hisses an incantation and steps back.

CHAVAKUTH

CR 6

MM 169

hp 49 (7 HD)

Male lizardfolk druid 5

NE Medium humanoid (reptilian)

Init +0; Senses Listen +3, Spot +3

Languages Abyssal, Common, Draconic, Druidic

AC 20, touch 10, flat-footed 20

Fort +6, Ref +4, Will +7; +4 against spell-like abilities of fey

Speed 30 ft. (6 squares); woodland stride

Melee shortspear +4 (1d6) and bite +2 (1d4) or

Melee flame blade +4 touch (1d8+2 fire) and bite +2 (1d4)

Base Atk +4; **Grp** +4

Atk Options Blind-Fight

Special Actions spontaneous casting (*summon nature's ally* spells), wild shape 1/day (5 hours)

Combat Gear potion of cure moderate wounds

Druid Spells Prepared (CL 5th):

3rd—*call lightning* (DC 16), *poison* (+4 melee touch, DC 16)

2nd—*barkskin*, *flame blade*, *fog cloud*

1st—*jump*, *longstrider*, *obscuring mist*, *produce flame* (+4 melee touch or ranged touch)

0—*create water*, *cure minor wounds*, *detect magic*, *detect poison*, *light*

Abilities Str 10, Dex 10, Con 15, Int 12, Wis 16, Cha 12

SQ hold breath (60 rounds), trackless step, wild empathy +8 (+4 magical beasts)

Feats Blind-Fight, Combat Casting, Multiattack

Skills Balance +9, Concentration +10 (+14 casting defensively), Handle Animal +6, Jump +9, Knowledge (nature) +7, Listen +3, Ride +2, Spellcraft +5, Spot +3, Survival +9, Swim +9

Possessions combat gear plus +1 leather armor, +1 light wooden shield, shortspear

TACTICS

Chavakuth ducks down behind the altar, hoping to have a round or two to cast *barkskin* and *obscuring mist*. However, if the PCs are too close when combat begins, he simply attacks. The druid targets individual PCs with *poison*, *flame blade*, and *produce flame* if possible, but wades into melee with spear and bite if he must.

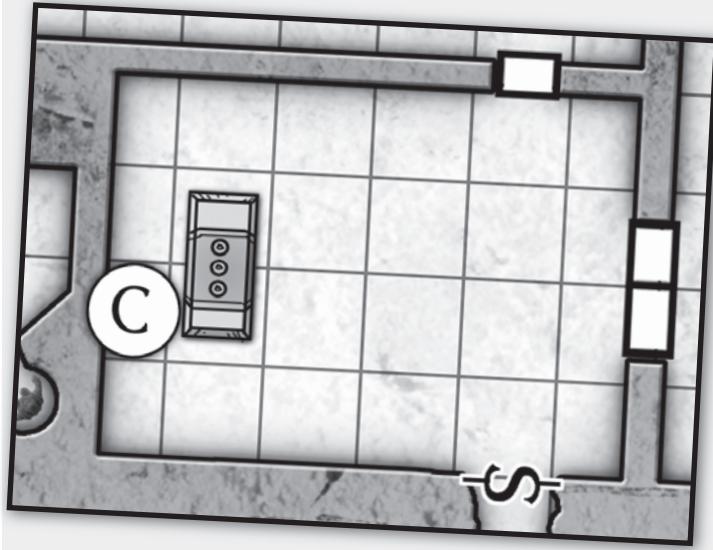
DEVELOPMENT

If the PCs initiated combat before he could speak to them, Chavakuth surrenders if reduced to 12 or fewer hit points, attempting to bargain as though the fight had not occurred. If the melee began because the PCs offended him during negotiations, his pride and anger drive him to fight to the death.

FEATURES OF THE AREA

The area has the following features.

Small Stone Altar: 3 feet thick; hardness 8, hp 540, break DC 40. An altar provides cover. If an altar is broken, the squares it occupies become dense rubble (see page 52). It costs 1 extra square of movement to cross the altar. A creature can make a DC 10 Jump check to cross the altar without impeding movement.



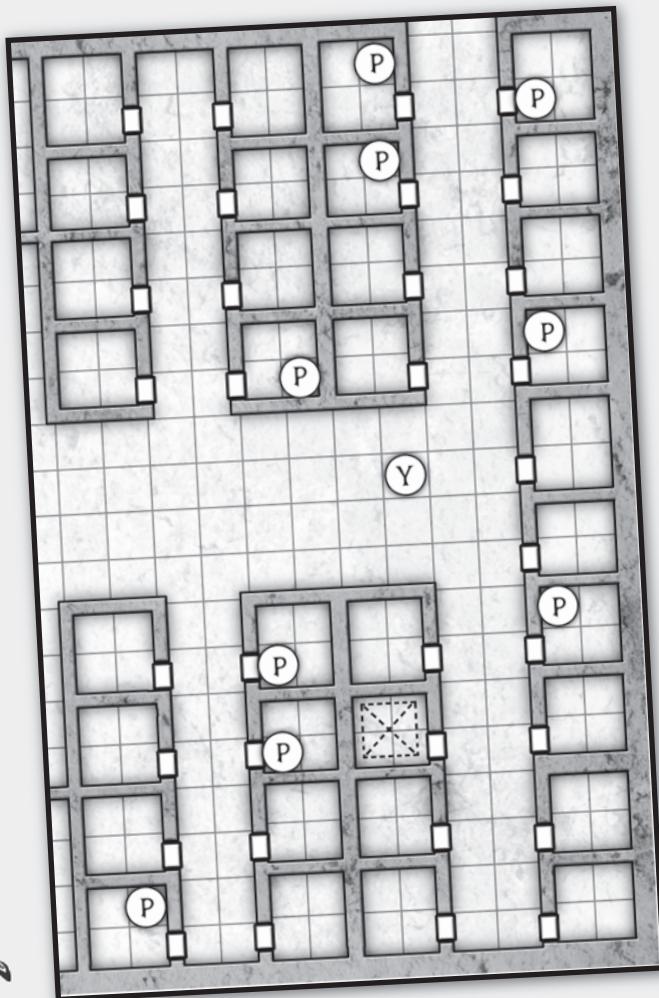
THE DUNGEON

Encounter Level 7

SETUP

Yensurros (Y) begins where marked when the PCs enter the area, but unless they can detect ethereal creatures, they remain unaware of him. The ghost moves to observe the PCs for a few rounds, then attacks when they are distracted. Unless the PCs can detect his presence, Yensurros gains a surprise round, and can be placed anywhere in the area. The PCs' starting positions depend on whatever actions they declared they were taking in the room.

Place the prisoners (P) in the cells as marked. Although they are not likely to participate in combat, Yensurros might involve them anyway. Only their defensive statistics are presented below, in case the ghost attempts to use them as cover. Though the prisoners vary in class and abilities, assume that their weakened state has reduced their average hit points, saving throw modifiers, and Dexterity modifier to AC as indicated below.



When Yensurros manifests and attacks, read:

A cold wind suddenly rises from nowhere, sending a chill up your spine as it wafts across you. A hideous apparition appears from the shadows, visible but transparent. It has the snakelike features of a yuan-ti halfblood, its flesh sunken in death and its gnarled claws outstretched to attack.

TACTICS

Yensurros is an intelligent combatant, and he makes full use of his incorporeal nature. Rather than engage in a toe-to-toe slugfest with the PCs, he slides into the floor or through one of the cell walls, hiding before coming back at a foe from a different direction. He attempts to avoid closing with anyone who has displayed the ability to strike him, whether with spells or weapons. With his draining touch, he first attempts to drain Strength or Constitution from wizards or sorcerers in the hope of crippling them quickly.

FEATURES OF THE AREA

The area has the following features.

Illumination: A pair of *continual flame* sconces light both ends of the chamber. The northernmost and southernmost 30 feet of the area are brightly illuminated, while the central 40-foot area has only shadowy illumination.

Iron-Reinforced Wooden Door: 1 foot thick; hardness 5, hp 150, break DC 25.

Gradual Stairs: Anyone standing on the stairs gains a +1 bonus on melee attack rolls against foes below.

STRIKING COVER INSTEAD OF A MISSED TARGET

In ranged combat against a target that has cover, it might be important to know whether the cover was struck by an incoming attack that misses the intended target. First, determine if the attack roll would have hit the protected target without the cover. If the attack roll falls within a range low enough to miss the target with the cover but high enough to strike the target if there had been no cover, the object used for cover was struck. If a creature is providing cover for another character and the attack roll exceeds the AC of the covering creature, the covering creature takes the damage intended for the target.

If the covering creature has a Dexterity bonus to AC or a dodge bonus, and this bonus keeps the covering creature from being hit, then the original target is hit instead. The covering creature has dodged out of the way and didn't provide cover after all. A covering creature can choose not to apply its Dexterity bonus to AC and/or its dodge bonus if its intent is to try to take the damage in order to keep the covered character from being hit.

Yensurros attacks through thin doors or even through prisoners, using them as cover. If the PCs attempt to attack the ghost through a prisoner, consider using the optional rules for striking cover (see sidebar). Although these rules are normally intended for ranged combat, apply them to melee attacks as well if they are made against Yensurros when he is

YENSURROS, YUAN-TI HALFBLOOD GHOST CR 7

MM 264, MM 116

hp 45 (7 HD)

CE Medium undead (augmented monstrous humanoid) (incorporeal)

Init +5; **Senses** darkvision 60 ft., scent; Listen +24, Spot +24

Languages Abyssal, Common, Draconic, Yuan-Ti

AC 16, touch 16, flat-footed 15; Dodge or

AC 15, touch 11, flat-footed 15; Dodge (ethereal encounters only)

Miss Chance 50% (incorporeal)

Immune undead immunities (MM 317)

Resist turn resistance +4; **SR** 16

Fort +2, **Ref** +6, **Will** +9

Speed fly 30 ft. (perfect) (6 squares)

Melee incorporeal touch +8 (draining touch) and bite +3 (draining touch) or

Melee incorporeal touch +9 (draining touch) and bite +4 (1d6+1 plus poison plus draining touch) against ethereal foes

Base Atk +7; **Grp** +9 (ethereal foes only)

Atk Options Blind-Fight, Combat Expertise; draining touch, poison (DC 14, 1d6 Con/1d6 Con), *produce acid*

Special Actions telekinesis

Spell-Like Abilities (CL 8th):

At will—*detect poison* (CL 6th)

3/day—*animal trance* (DC 17), *cause fear* (DC 16), *entangle* (DC 16)

1/day—*deeper darkness*, *neutralize poison*, *suggestion* (DC 18)

Abilities Str 15, Dex 13, Con —, Int 18, Wis 18, Cha 20

SA draining touch, poison, *produce acid*, telekinesis

SQ alternate form, chameleon power, manifestation, rejuvenation, undead traits (MM 317)

Feats Alertness^B, Blind-Fight^B, Combat Expertise, Dodge, Improved Initiative

Skills Concentration +15, Knowledge (religion) +14, Knowledge (the planes) +14, Hide +19*, Listen +24, Search +12, Spot +24

*A halfblood using chameleon power gains a +10 circumstance bonus on Hide checks.

Draining Touch (Su) Yensurros drains 1d4 points from one ability score of his choice when he hits a living creature with an incorporeal touch attack. On each successful attack, he heals 5 points of damage to himself.

Produce Acid (Sp) A yuan-ti halfblood has the psionic power to exude acid from its body, dealing 3d6 points of acid damage to the next creature it touches, including a creature hit by its bite attack. If the yuan-ti is grappling or pinning a foe when it uses this power, its grasp deals 5d6 points of acid damage. The acid becomes inert when it leaves the yuan-ti's body, and the yuan-ti is immune to its effect. Yensurros can use this ability on ethereal foes only.

using living prisoners for cover, since he can literally move through them.

Between his undying belief in Sertrous and his rejuvenation ability, Yensurros has no fear. He fights until destroyed.

Telekinesis (Su) As the spell; at will; caster level 12th. After using this ability, Yensurros must wait 1d4 rounds to use it again.

Alternate Form (Sp) Yensurros can assume the form of a Tiny to Large viper (MM 280) as a psionic ability. He uses his own poison for the viper's bite attack. The poison is effective against ethereal foes only.

Chameleon Power (Sp) Yensurros can change the coloration of himself and his equipment to match his surroundings, granting him a +10 circumstance bonus on Hide checks.

Manifestation (Su) As a ghost, Yensurros dwells on the Ethereal Plane and, as an ethereal creature, he cannot affect or be affected by anything in the material world. When a ghost manifests, it partly enters the Material Plane and becomes visible but incorporeal on the Material Plane. A manifested ghost can be harmed only by other incorporeal creatures, magic weapons, or spells, with a 50% chance to ignore any damage from a corporeal source. A manifested ghost can pass through solid objects at will, and its own attacks pass through armor. A manifested ghost always moves silently.

A manifested ghost can strike with its touch attack or with a ghost touch weapon. A manifested ghost remains partially on the Ethereal Plane, where it is not incorporeal. A manifested ghost can be attacked by opponents on either the Material Plane or the Ethereal Plane. The ghost's incorporeality helps protect it from foes on the Material Plane, but not from foes on the Ethereal Plane.

When a spellcasting ghost is not manifested and is on the Ethereal Plane, its spells cannot affect targets on the Material Plane, but they work normally against ethereal targets. When a spellcasting ghost manifests, its spells continue to affect ethereal targets and can affect targets on the Material Plane normally unless the spells rely on touch. A manifested ghost's touch spells don't work on nonethereal targets.

A ghost has two home planes, the Material Plane and the Ethereal Plane. It is not considered extraplanar when on either of these planes.

Rejuvenation (Su) If he would otherwise be destroyed, Yensurros returns in 2d4 days if he makes a successful DC 16 level check (1d20 + 7 HD). Yensurros' reason for existence is to serve Sertrous, who he worships as a deity. If Sertrous's true nature can be proven to Yensurros, he can then be permanently destroyed.

PRISONERS

hp 6 (1 HD)

AC 11, touch 11, flat-footed 10 (helpless)

Fortitude +1, **Reflex** +1, **Will** +1

CR —

GARBAGE PIT

Encounter Level 5

SETUP

The spellwarped otyugh Gophodros (G) occupies the bulk of the pit bottom. The PCs' starting positions depend on their actions while exploring the room.

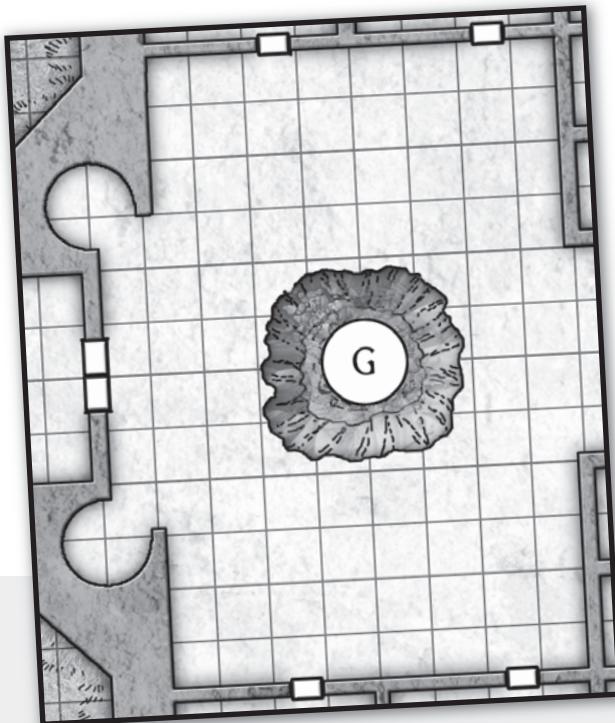
When the encounter begins, read:

With a revolting gurgle, two sucker-tipped tentacles shoot up from the base of the pit.

TACTICS

Gophodros's reach plus the depth of the garbage in the pit allow it to attack targets anywhere within 15 feet of the pit's edge. The otyugh single-mindedly attempts to grapple targets and drag them into the pit, where it constricts and consumes them.

If reduced to 15 or fewer hit points, Gophodros throws any current victims out of the pit. The creature then takes cover beneath the garbage, hoping to be left alone.



FEATURES OF THE AREA

The area has the following features.

Garbage: The garbage at the base of the pit is treated as light rubble. Light rubble adds 2 to the DC of Balance and

GOPHODROS, SPELLWARPED* OTYUGH CR 5

*MM3 162

hp 48 (6 HD)

NE Large aberration

Init +1; Senses darkvision 60 ft., scent; Listen +6, Spot +6
Languages Common

AC 20, touch 10, flat-footed 19

SR 17

Fort +5, Ref +3, Will +6

Speed 20 ft. (4 squares)

Melee 2 tentacles +6 each (1d6+2) and
bite +0 (1d4+1)

Space 10 ft.; Reach 10 ft. (15 ft. with tentacles)

Base Atk +4; Grp +10

Atk Options constrict 1d6+2, disease, improved grab

Abilities Str 15, Dex 12, Con 17, Int 9, Wis 12, Cha 6

SQ spell absorption

Feats Alertness, Toughness, Weapon Focus (tentacle)

Skills Hide +0*, Listen +6, Spot +6

*An otyugh has a +8 racial bonus on Hide checks in its lair, due to its natural coloration.

Disease (Ex) Filth fever—bite, Fort DC 16, incubation period 1d3 days, damage 1d3 Dex and 1d3 Con.

Improved Grab (Ex) To use this ability, Gophodros must hit with a tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Spell Absorption (Su) Whenever a spell fails to penetrate Gophodros's spell resistance, it gains one of the following benefits, chosen at the time the spell resolves.

Might: +4 enhancement bonus to Strength for 1 minute.

Agility: +4 enhancement bonus to Dexterity for 1 minute.

Endurance: +4 enhancement bonus to Constitution for 1 minute.

Life: Temporary hit points equal to $5 \times$ the level of the failed spell.

Speed: Gophodros's base speed increases by a number of feet equal to $5 \times$ the level of the failed spell.

Resistance: Gophodros gains resistance 10 to one energy type of its choice.

Tumble checks. A creature attempting to run or charge over light rubble must succeed on a DC 10 Balance check. Gophodros is accustomed to this terrain and is not impeded.

Pit: Anyone falling or climbing into the pit is sickened for 4d4 minutes (Fortitude DC 18 negates). The rough walls are slick with old garbage and blood (Climb DC 25). Garbage is piled to within 10 feet of the top of the pit, but it is soft enough that a fall deals no damage.

THE WAY FORWARD

Encounter Level 6

SETUP

The PCs' starting positions depend on when the lizardfolk spot them.

As the PCs are spotted, read:

The two lizardfolk snarl as they see you. One of them stomps down hard, causing a rectangular sheet of metal to spring up from the step below. The two guards drop behind it, bows drawn.

KALLIST AND SHILLONOK

CR 4

MM3 96

hp 33 each (4 HD)

Poison dusk lizardfolk ranger 4

NE Small humanoid (reptilian)

Init +7; Senses low-light vision; Listen +1, Spot +8

Languages Draconic

AC 17, touch 14, flat-footed 14

Fort +7, Ref +7, Will +2

Speed 30 ft. (6 squares)

Melee 2 claws +7 each (1d3+2) and bite +5 (1d3+1) or

Melee longspear +7 (1d6+3/x3) and bite +5 (1d3+1)

Ranged mwk longbow +9 (1d6/x3) or mwk longbow +7/+7 (1d6/x3) with Rapid Shot or

Ranged bola +8 (1d3+2 nonlethal or ranged trip)

Space 5 ft.; Reach 5 ft. (10 ft. with longspear)

Base Atk +4; Grp +2

Atk Options favored enemy humans +2

Ranger Spells Prepared (CL 2nd):

1st—*longstrider*

Abilities Str 14, Dex 17, Con 16, Int 8, Wis 12, Cha 8

SQ chameleon skin, hold breath (64 rounds), poison use, wild empathy +3 (-1 magical beasts)

Feats Endurance^B, Improved Initiative, Multiattack, Rapid Shot^B, Track^B

Skills Balance +7, Climb +8, Hide +18, Jump +11, Listen +1, Move Silently +10, Spot +8, Survival +8, Swim +7

Possessions longspear, masterwork longbow with 20 arrows, bola, key to the western door of K18

Chameleon Skin (Ex) Poison dusks can adjust the colors of their scales to blend in with their natural surroundings. When not wearing armor, robes, or other covering clothing, a poison dusk lizardfolk gains a +5 racial bonus on Hide checks.

Poison Use (Ex) Poison dusks never risk poisoning themselves when applying poison to a weapon.

TACTICS

After the shield is triggered (a move action; see below), both poison dusks take cover as they shoot with their longbows. They use bolas to slow any PCs who approach within 20 feet, switching to melee only when forced to do so.

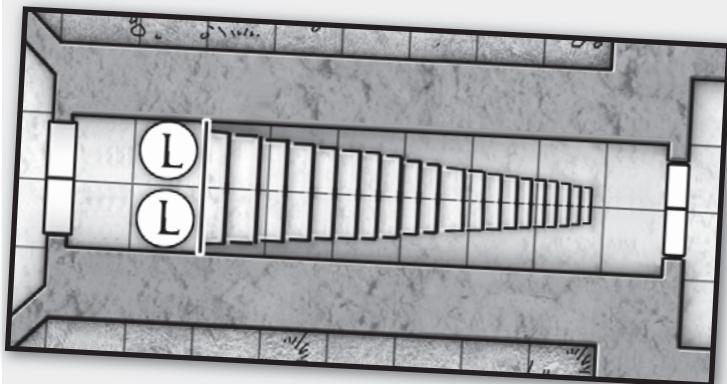
If one guard is slain and the other is reduced to 16 or fewer hp, the survivor attempts to flee (first casting *longstrider* if possible). If no clear path to the exits can be found, it instead fights to the death.

FEATURES OF THE AREA

The area has the following features.

Stair Shield: 2 inches thick; AC 6, hardness 5, hp 20, break DC 22. A small switch on the floor causes a 3-foot-high metal barrier to rise between the top and second steps. Anyone on the top step or the landing has cover against anyone lower on the staircase. Climbing over the shield from a lower step is a move action.

Uneven Stairs: Though their slope is gradual, the uneven placement of these steps causes the stairs to be treated as if they were steep. It costs 2 squares of movement to ascend each square on these stairs. Creatures running or charging down the stairs must succeed on a DC 10 Balance check, ending their movement $1d2 \times 5$ feet later if they fail. Those that fail by 5 or more fall prone and take 1d6 points of damage. The DCs of Tumble checks increases by 5.



STAGING AREA/LOWER LANDING

Encounter Level 8

SETUP

This encounter takes place in two areas simultaneously, so be sure to read and fully understand everyone's position and tactics. When combat begins, Issiel (I) and Snapwing (S) are on the balcony as marked. The PCs should be placed in area Y1, not far from the entrance. Snapwing makes himself obvious, but it takes a DC 19 Spot check to notice Issiel.

When combat begins, read:

From the balcony, a human-sized draconic form plummets downward, ridged wings outstretched. Its scales are a dull bronze, covered in old scars. As it drops, it calls out in Common: "Help me! Don't let them catch me again!"

If any of the PCs spot Issiel, read:

Lurking behind the railing on the balcony is what appears to be a human. Even at this distance, however, her snakelike features betray her as another of the yuan-ti.

TACTICS

Snapwing hopes that his pleas for help cause the PCs to hesitate, allowing him to draw near enough to catch them in the area of his lightning breath. He then hits the strongest-looking combatant with *ray of enfeeblement*, making flyby attacks until his breath weapon recharges.

One of Snapwing's favorite tactics is to make vertical flyby attacks. This allows him to dive straight down on a foe, attack, and then climb straight back up (albeit at reduced speed). If he takes more than 20 points of damage in 1 round, he drops to the ground and brings all his natural weapons to bear on the PCs responsible. The dragon uses his *gloves of arrow snaring* to hinder ranged attacks.

Snapwing has lived a life of pain and suffering. He attempts to flee if reduced to 10 or fewer hit points, but if retreat is not an option, he fights to the death.

Issiel begins by casting *shield* and *blur* on herself if Snapwing appears to have the situation in hand. If circumstances warrant, she turns invisible and attempts to close on a melee fighter, casting *touch of idiocy* and then *charm person* in the hope of turning him against his allies. Otherwise, she strikes from a distance with *ray of enfeeblement* and *lightning bolt*.

Issiel is a manipulator. If reduced to 10 or fewer hit points, she attempts to flee or surrender. She begs for her life if threatened, then proceeds to feed the PCs false information regarding the Vanguard and its plans.

ISSIEL, MASTER OF THE WAY

CR 6

MM 263

hp 41 (9 HD)

Female yuan-ti pureblood enchanter 5

CE Medium monstrous humanoid

Init +6; Senses darkvision 60 ft.; Listen +9, Spot +9

Languages Abyssal, Common, Draconic, Yuan-Ti

AC 17, touch 12, flat-footed 15; Dodge

SR 14

Fort +3, Ref +7, Will +8

Speed 30 ft. (6 squares)

Melee mwk scimitar +6 (1d6–1/18–20)

Base Atk +6; Grp +5

Atk Options Blind-Fight, Sudden Still (1/day; swift action: Still Spell, no change to effective spell level)

Combat Gear 2 potions of levitate

Wizard Spells Prepared (CL 5th):

3rd—*deep slumber* (DC 18), *dispel magic*, *lightning bolt* (DC 17)

2nd—*blur*, *invisibility*, *Tasha's hideous laughter* (DC 17), *touch of idiocy* (+5 melee touch)

1st—*charm person* (DC 16) (2), *ray of enfeeblement* (+8 ranged touch), *magic missile*, *shield*

0—*daze* (DC 15), *detect magic* (2), *ghost sound* (DC 14), *touch of fatigue* (+5 melee touch, DC 14)

Spell-Like Abilities (CL 4th):

At will—*detect poison* (CL 6th)

1/day—*animal trance* (DC 15), *cause fear* (DC 14), *charm person* (DC 14), *darkness*, *entangle* (DC 14)

Abilities Str 8, Dex 15, Con 12, Int 18, Wis 10, Cha 16

SQ alternate form

Feats Alertness^B, Blind-Fight^B, Combat Casting, Dodge, Improved Initiative, Scribe Scroll^B, Spell Focus (enchantment), Sudden Still^B*

*Feat from *Complete Arcane*

Skills Concentration +12 (+16 casting defensively), Disguise +10*, Hide +9, Knowledge (arcana) +12, Knowledge (religion) +8, Knowledge (the planes) +15, Listen +9, Spellcraft +16, Spot +9, Survival +0 (+2 on other planes)

*A pureblood gains a +5 racial bonus on Disguise checks when impersonating a human.

Possessions combat gear plus *bracers of armor* +4, masterwork scimitar, spellbook (in area Y3), spell component pouch, keys to map room (area Y2) and her quarters (area Y3)

Spellbook spells prepared plus 0—all except conjuration and transmutation; 1st—*alarm*, *burning hands*, *hypnotism*, *Tenser's floating disk*, *true strike*; 2nd—*daze monster*

Alternate Form (Sp) Issiel can assume the form of a Tiny to Large viper (MM 280) as a psionic ability.

SNAPWING

MM 80

hp 102 (12 HD)

Male young bronze dragon

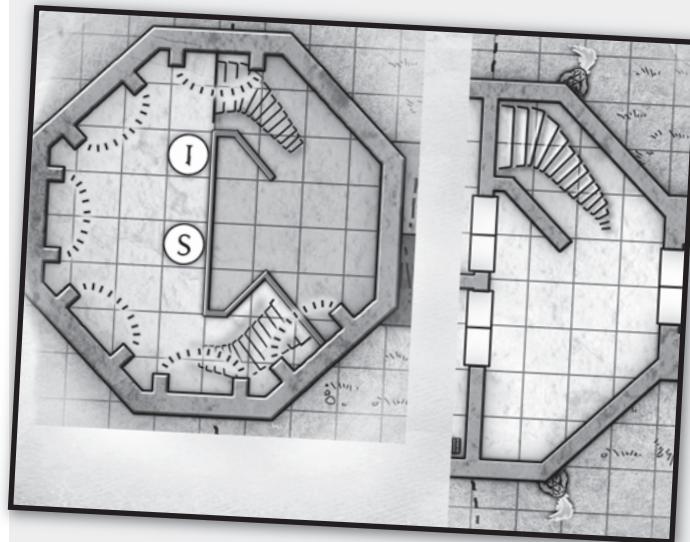
CE Medium dragon (water)

Init +0; Senses blindsense 60 ft., darkvision 120 ft., low-light vision; Listen +17, Spot +17**Languages** Abyssal, Common, Draconic, Yuan-Ti**AC** 21, touch 10, flat-footed 21**Immune** electricity, sleep, paralysis**Fort +10, Ref +8, Will +11****Speed** 40 ft. (8 squares), fly 150 ft. (good), swim 60 ft.; Flyby Attack**Melee** bite +15 (1d8+3) and 2 claws +10 each (1d6+1) and 2 wings +10 each (1d4+1)**Base Atk +12; Grp +15****Atk Options** Power Attack**Special Actions** breath weapon**Sorcerer Spells Known** (CL 1st):1st (4/day)—*grease, mage armor, ray of enfeeblement* (+12 ranged touch), *true strike*0 (5/day)—*detect magic, mage hand, message, touch of fatigue* (+15 melee touch, DC 13)**Spell-Like Abilities** (CL 3rd):At will—*speak with animals***Abilities** Str 17, Dex 10, Con 16, Int 16, Wis 17, Cha 16**SQ** alternate form, water breathing**Feats** Flyby Attack, Hover, Improved Maneuverability (2), Power Attack**Skills** Bluff +9, Concentration +16, Diplomacy +21, Disguise +15, Intimidate +19, Knowledge (religion) +9, Listen +17, Search +17, Sense Motive +17, Spellcraft +6, Spot +17, Swim +17**Possessions** gloves of arrow snaring**Breath Weapon (Su)** 60-ft. line, once every 1d4 rounds, 6d6 electricity, Reflex DC 18 half; or 30-ft. cone, once every 1d4 rounds, repulsion 1d6+3 rounds, Will DC 18 negates.**Alternate Form (Su)** Snapwing can assume any animal or humanoid form of Medium size or smaller as a standard action three times per day. He can remain in animal or humanoid form until he chooses to assume a new one or return to his natural form.**Water Breathing (Ex)** Snapwing can breathe underwater indefinitely and can freely use his breath weapon, spells, and other abilities when submerged.**Skills** Snapwing has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

Snapwing has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. He can always choose to take 10 on Swim checks, even if distracted or endangered. He can use the run action when swimming, provided he swims in a straight line.

CR 7**FEATURES OF THE AREA**

The area has the following features.

Illumination: The glow of the portals in Y5 sheds bright light throughout that area and shadowy illumination throughout area Y1.**Brass Railing:** 3 inches thick; hardness 8, hp 25, break DC 25. The railing provides cover. A character next to a railing gains a +2 circumstance bonus on the opposed Strength check to avoid being bull rushed off the balcony.**Gradual Stairs:** Anyone standing on the stairs gains a +1 bonus on melee attack rolls against foes below.**FLIGHT AND MANEUVERABILITY**

Snapwing makes multiple flyby attacks, changing direction and altitude frequently. His tactics and the unusual space constraints (he has more room vertically than he does horizontally) warrant a summary of his maneuvering capabilities.

Snapwing has a fly speed of 150 feet, but this assumes horizontal movement. He can dive at twice this speed (300 feet), or climb at half this speed (75 feet). He can change direction at any time, switching from a dive to a climb or vice versa. Normally, Snapwing must cover 5 feet of forward distance to turn up to 90 degrees. However, his Hover feat allows him to halt his forward motion, then fly in any direction (including straight up). He makes use of this ability when making his vertical flyby attacks, as described above.

When making a vertical flyby attack, Snapwing cannot cover the entire height of the tower. However, he can easily strike area Y1 from Y5 and get back in a single move.

IMPROVED MANEUVERABILITY(from *Draconomicon*)

Your maneuverability in flight improves.

Prerequisites: Fly speed 150 feet, Hover or Wingover.**Benefit:** Your maneuverability increases by one category, from clumsy to poor, poor to average, or average to good (see *Tactical Aerial Movement, DMG 20*).**Special:** You can take this feat multiple times. Each time you take the feat, your maneuverability improves by one category (but never becomes better than good).

UPPER LANDING

Encounter Level 7

SETUP

The monsters begin in the rafters above this level. The locations marking Bollust (B) and the sailsnakes (S) are where the creatures appear when combat starts. The PCs should be placed on the stairs.

When the PCs enter the landing, read:

A growl sounds from the rafters as a black hound suddenly drops toward you, seemingly running on the air. Behind it soar four enormous serpents, membranous wings spread wide as they attack.

TACTICS

Bollust enjoys knocking foes off the stairs and balconies with bull rush attacks. If he succeeds in tripping foes, he happily savages them while they are prone.

The sailsnakes begin with their venom spray, then make continuous flyby attacks to wear the PCs down.

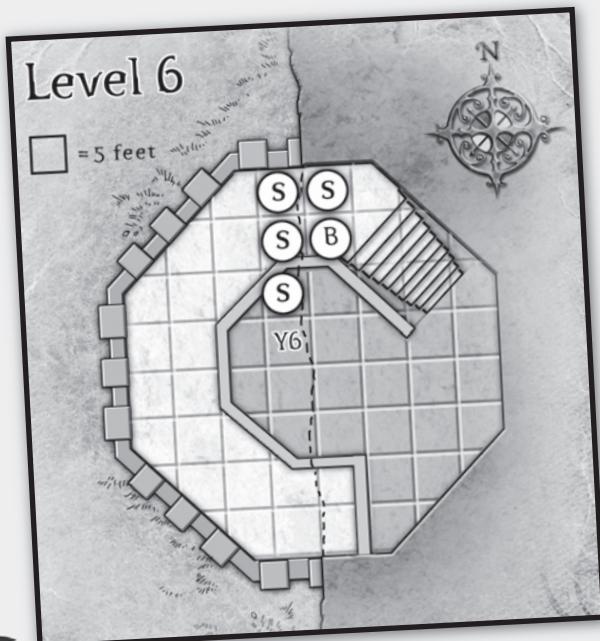
Bollust fights to the death in an attempt to impress the Vanguard, but the sailsnakes are just looking for a meal. They flee if reduced to 5 or fewer hit points.

FEATURES OF THE AREA

The area has the following features.

Brass Railing: 3 inches thick; hardness 8, hp 25, break DC 25. The railing provides cover. A character next to a railing gains a +2 circumstance bonus on the opposed Strength check to avoid being bull rushed off the balcony.

Gradual Stairs: Anyone standing on the stairs gains a +1 bonus on melee attack rolls against foes below.



BOLLUST, ADVANCED YETH HOUND

CR 4

MM 260

hp 37 (5 HD); DR 10/silver

NE Medium outsider (extraplanar, evil)

Init +2; Senses darkvision 60 ft., scent; Listen +10, Spot +10
Languages understands Abyssal

AC 20, touch 12, flat-footed 18

Fort +7, Ref +6, Will +6

Speed 40 ft. (8 squares), fly 60 ft. (good); Flyby Attack
Melee bite +8 (1d8+4)

Base Atk +3; Grp +6

Atk Options Improved Bull Rush, Power Attack, aligned strike (evil), trip +3

Special Actions bay

Abilities Str 17, Dex 15, Con 15, Int 6, Wis 14, Cha 10

SQ flight

Feats Improved Bull Rush, Power Attack

Skills Balance +4, Jump +9, Knowledge (the planes) +6, Listen +10, Search +6, Spot +10, Survival +10* (+12 on other planes, +12 following tracks), Tumble +10
*Bollust has a +4 racial bonus on Survival checks when tracking by scent.

Trip (Ex) If Bollust hits with his bite attack, he can attempt to trip his opponent as a free action without making a touch attack or provoking attacks of opportunity. If the attempt fails, the opponent cannot react to trip Bollust.

Bay (Su) When Bollust howls or barks, all creatures except evil outsiders and his sailsnake companions within a 300-foot spread must succeed on a DC 12 Will save or become panicked for 2d4 rounds. This is a sonic mind-affecting fear effect. Whether or not the save is successful, an affected creature is immune to Bollust's bay for 24 hours.

Flight (Su) Bollust can cease or resume flight as a free action.

4 SAILSNAKES

CR 2

MM 4 124

hp 19 each (3 HD)

N Medium animal

Init +7; Senses low-light vision, scent; Listen +8, Spot +8
Languages —

AC 15, touch 13, flat-footed 12

Immune Bollust's howl

Fort +5, Ref +6, Will +2

Speed 20 ft. (4 squares), climb 20 ft., fly 30 ft. (poor); Flyby Attack

Melee bite +5 (1d8+3)

Base Atk +2; Grp +4

Special Actions venom spray

Abilities Str 14, Dex 17, Con 15, Int 1, Wis 12, Cha 10

Feats Flyby Attack, Improved Initiative, Improved Natural Weapon^B, Weapon Finesse^B

Skills Balance +11, Climb +11, Listen +8, Spot +8

Venom Spray (Ex) 20-ft. cone, once every 6 rounds, blind for 1d4 rounds, Fortitude DC 13 half.

Skills Sailsnakes can always choose to take 10 on Climb checks, even if rushed or threatened.

ENTRY CHAMBER

Encounter Level 7

SETUP

From its sentry position, the scale golem (SG) attacks immediately upon the arrival of any non-Vanguard in this area. The PCs arrive directly in front of the portal.

As the PCs look around, read:

From behind the portal lumbers a hideous figure, humanoid from the waist up but serpentine below. Its body is a patchwork of scales and leathery skin—some dried and shriveled, some bloody and raw.

TACTICS

The scale golem is a creation of the Vanguard, designed for guard duty in the castle. Though it is nonintelligent, the scale golem's orders allow it to take advantage of the features of this area. The creature attempts to knock foes into the pit if the opportunity presents itself.

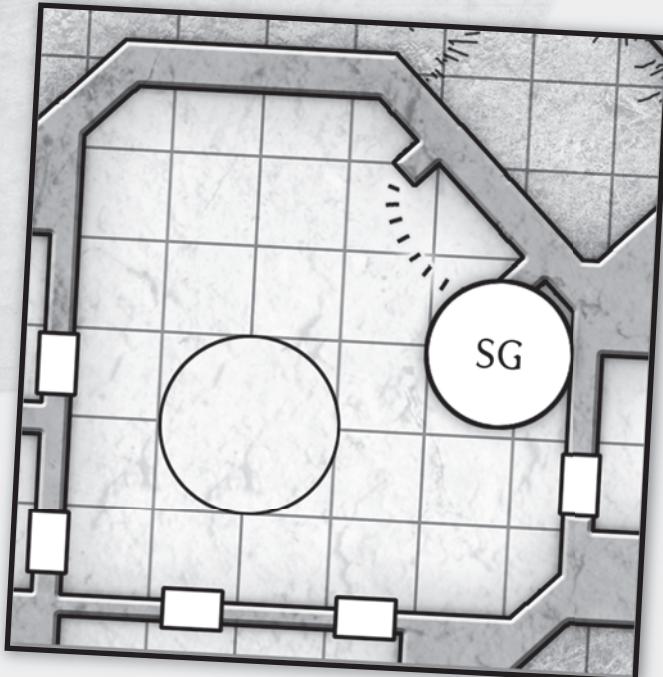
The golem fights until destroyed.

FEATURES OF THE AREA

The area has the following features.

Illumination: The glow of the portal sheds bright light throughout this area.

Pit: The open pit in the center of the chamber is roughly 10 feet in diameter. Anyone who falls in lands in area D7, taking 6d6 points of damage. A character who falls or is pushed into the pit can attempt a DC 20 Reflex save to grab the edge, followed by a DC 10 Climb check to clamber out.



SCALE GOLEM

CR 7

hp 85 (10 HD); DR 5/adamantine

N Large construct

Init +1; Senses darkvision 60 ft., low-light vision, scent; Listen +0, Spot +0

Languages —

AC 22, touch 10, flat-footed 21

Immune magic; construct immunities (MM 307)

Fort +3, Ref +4, Will +3

Weakness cold and sonic (see Immune to Magic)

Speed 40 ft. (8 squares), climb 20 ft., swim 20 ft.

Melee 2 slams +10 each (2d8+4)

Space 10 ft.; **Reach** 10 ft.

Base Atk +7; Grp +15

Special Actions lunging strike

Abilities Str 19, Dex 13, Con —, Int —, Wis 11, Cha 1

SQ construct traits

Feats —

Skills —

Immune to Magic (Ex) A scale golem is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature, as noted below.

A magical attack that deals cold damage slows a scale golem (as the *slow* spell) for 2d6 rounds (no saving throw). While slowed by cold, the golem becomes brittle. Its damage reduction can be overcome by any bludgeoning weapon, and the golem can be affected by sonic-based spells even if they allow spell resistance.

A magical attack that deals acid damage breaks any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal. If the amount of healing would cause the golem to exceed its full normal hit points, it gains any excess as temporary hit points. For example, a scale golem hit by a *Melf's acid arrow* that would normally deal 7 points of damage is healed of 2 points of damage instead. Attacks dealing acid damage that normally allow a saving throw heal the scale golem automatically.

Lunging Strike (Ex) By launching itself with its powerful tail, a scale golem can make a devastating strike. As a part of a charge, a scale golem can move up to four times its speed rather than double its speed. Further, if a scale golem charges a distance of 30 feet or less, it can make a full attack at the end of the charge.

Skills A scale golem has a +8 racial bonus on Climb checks and can always choose to take 10 on Climb checks, even if rushed or threatened.

A scale golem has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on Swim checks, even if distracted or endangered. It can use the run action when swimming, provided it swims in a straight line.

THE LABORATORY

Encounter Level 9

SETUP

Tolvul (T) and Lump (L) stand ready to engage the intruders. Unless the PCs magically silenced their battle with the scale golem in D1, the mind flayer and its guard cannot be surprised. They attack the instant the PCs appear. The PCs' starting positions depend on how they arrived in the laboratory.

Tolvul attempts to remain hidden behind the table until it attacks. The PCs must make a DC 20 Spot check to notice the mind flayer.

As the PCs orient themselves, read:

With a barbaric roar, a yuan-ti halfblood races for you from across the chamber. The creature sneers as it takes your measure, a gleaming greataxe in hand.

If a PC notices Tolvul, read:

However, the yuan-ti's attack is not enough to distract you from the room's greater threat. Lurking behind one of the worktables is a gaunt humanoid figure clad in dark green robes. Its rubbery flesh has a sickly purple hue, and its face is a mass of writhing tentacles.

TACTICS

Tolvul begins by using its *mind blast*, continuing to do so as long as at least a few PCs remain grouped together. If the party spreads out or one of the PCs attacks it directly, Tolvul shifts to *charm monster* before it uses *levitate* to move out of melee range. If reduced to 12 or fewer hit points, the mind flayer makes every effort to escape (using *plane shift* if necessary).

Lump focuses his attacks on the strongest melee combatants, but despite his raging state, he is obedient to Tolvul. If necessary, the mind flayer directs him to focus on those opponents who pose the greatest threat to Tolvul itself. If Tolvul cannot escape melee, it orders Lump to flank. Caught up in bloodlust, Lump fights to the death.

DEVELOPMENT

Tolvul is a high-ranking member of the Vanguard, but it is more concerned for its own welfare than anything else. If forced to flee, it marks the PCs for retribution (possibly providing a hook for future adventures), but it does not return to Castle Serastis.

TOLVUL, MIND FLAYER INQUISITOR

CR 8

MM 187

hp 44 (8 HD)

NE Medium aberration

Init +6; Senses darkvision 60 ft.; Listen +11, Spot +11

Languages Undercommon; telepathy 100 ft.

AC 18, touch 13, flat-footed 16

SR 25

Fort +3, Ref +4, Will +9

Speed 30 ft. (6 squares)

Melee 4 tentacles +7 each (1d4+1)

Base Atk +6; **Grp** +7

Atk Options improved grab

Special Actions extract, *mind blast*

Combat Gear 2 potions of cure moderate wounds, potion of invisibility

Spell-Like Abilities (CL 8th):

At will—*charm monster* (DC 19), *detect thoughts* (DC 15), *levitate*, *plane shift*, *suggestion* (DC 16)

Abilities Str 12, Dex 14, Con 12, Int 19, Wis 17, Cha 17

Feats Ability Focus (charm monster), Combat Casting, Improved Initiative

Skills Bluff +11, Concentration +11 (+15 casting defensively), Diplomacy +7, Disguise +3 (+5 acting), Hide +10, Intimidate +9, Knowledge (the planes) +12, Listen +11, Move Silently +10, Sense Motive +7, Spot +11

Possessions combat gear plus bracers of armor +2, ring of protection +1

Improved Grab (Ex) To use this ability, Tolvul must hit a Small, Medium, or Large creature with its tentacle attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and attaches the tentacle to the opponent's head. Tolvul can grab a Huge or larger creature, but only if it can somehow reach the foe's head. If Tolvul begins its turn with at least one tentacle attached, it can try to attach its remaining tentacles with a single grapple check. The opponent can escape with a single successful grapple check or an Escape Artist check, but Tolvul gets a +2 circumstance bonus for every tentacle that was attached at the beginning of the opponent's turn.

Extract (Ex) If Tolvul begins its turn with all four tentacles attached and then makes a successful grapple check, it automatically extracts the opponent's brain, instantly killing that creature. This power is useless against constructs, elementals, oozes, plants, and undead. It is not instantly fatal to foes with multiple heads, such as ettins and hydras.

Mind Blast (Sp) 60-ft. cone, stun for 3d4 rounds, Will DC 17 negates. This ability is the equivalent of a 4th-level spell.

LUMP (RAGING)

MM 264

hp 95 (9 HD)

Male yuan-ti halfblood barbarian 2

CE Medium monstrous humanoid

Init +6; **Senses** darkvision 60 ft.; Listen +15, Spot +15**Languages** Common, Draconic, Giant, Goblin, Orc, Undercommon, Yuan-ti**AC** 19, touch 10, flat-footed 19; uncanny dodge**SR** 18**Fort** +10, **Ref** +7, **Will** +10**Speed** 40 ft. (8 squares)**Melee** mwk greataxe +14/+9 (1d12+6/x3) and bite +12 (1d6+2/x3 plus poison)**Ranged** mwk composite longbow +12/+7 (1d8+2/x3)**Base Atk** +9; **Grp** +13**Atk Options** Blind-Fight, poison (DC 16, 1d6 Con/1d6 Con), produce acid**Special Actions** rage 1/day (8 rounds)**Combat Gear** potion of invisibility**Abilities** Str 18, Dex 15, Con 20, Int 20, Wis 16, Cha 22**SQ** alternate form, chameleon power**Feats** Alertness^B, Blind-Fight^B, Improved Initiative, Multiattack, Skill Focus (Disguise), Weapon Focus (bite)**Skills** Jump +8, Listen +15, Spot +15**Possessions** combat gear plus +1 mithral shirt, masterwork greataxe, masterwork composite longbow (+2 Str bonus) with 20 arrows, Quaal's feather token (bird)

Produce Acid (Sp) Lump has the psionic power to exude acid from his body, dealing 3d6 points of acid damage to the next creature he touches, including a creature hit by his bite attack. If the yuan-ti is grappling or pinning a foe when he uses this power, his grasp deals 5d6 points of acid damage. The acid becomes inert when it leaves Lump's body, and he is immune to its effect.

When not raging, Lump has the following changed statistics:

hp 77 (9 HD)**AC** 21, touch 12, flat-footed 21; uncanny dodge**Fort** +8, **Will** +8**Melee** mwk greataxe +12/+7 (1d12+3/x3) and bite +10 (1d6+1/x3 plus poison)**Grp** +11**Spell-Like Abilities** (CL 9th):

At will—detect poison (CL 6th)

3/day—animal trance (DC 18), cause fear (DC 17), entangle (DC 17)

1/day—deeper darkness, neutralize poison, suggestion (DC 19)

SQ alternate form, chameleon power**Abilities** Str 14, Con 16**Skills** Bluff +18, Concentration +10, Diplomacy +14, Disguise +21, Hide +10 (+20 with chameleon power), Intimidate +8, Jump +6, Move Silently +10

Alternate Form (Sp) Lump can assume the form of a Tiny to Large viper (MM 280) as a psionic ability. He uses his own poison for the viper's bite attack.

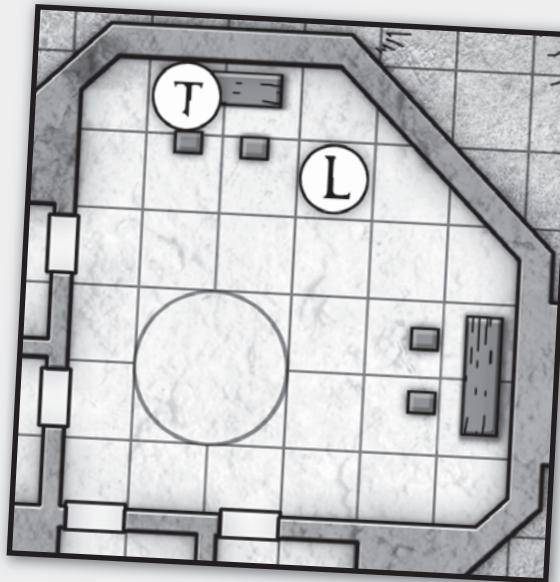
Chameleon Power (Sp) Lump can psionically change the color of his equipment and skin, granting a +10 circumstance bonus on Hide checks.

CR 6**FEATURES OF THE AREA**

The area has the following features.

Pit: The open pit in the center of the chamber is roughly 10 feet in diameter. Anyone who falls in lands in area D7, taking 3d6 points of damage. A character who falls or is pushed into the pit can attempt a DC 20 Reflex save to grab the edge, followed by a DC 10 Climb check to clamber out.

Worktables: Squares occupied by tables are considered difficult terrain, and the table provides cover to adjacent characters. A character can step up onto a table as a move action, gaining a +1 bonus on melee attack rolls against those on the floor. Two characters working together can tip over a table to provide cover against ranged attacks.

**PRISONERS OF THE VANGUARD**

Although it's possible for one or more PCs to be taken alive by the Vanguard in any encounter, this particular fight is the one in which the party runs the biggest risk of capture. Depending on the luck of the dice, Tolvol's *mind blast* is capable of taking out an entire party in short order.

If this happens, the adventure need not be over. Although Tolvol probably does feast on one of the PCs (adding to his collection of skulls in area D4), the rest can expect to be stripped of their gear and imprisoned in the cells (K10). There, they await questioning and eventual sacrifice.

Through careful planning, the PCs might be able to stage a prison break and continue their quest to thwart the Sacrament of the Risen Abyss. Because the wizards of the Vanguard are too occupied with the sacrament to identify captured items, the PCs' gear is all held in area K14.

Though such an escape will not be easy, it can add a whole new level of excitement to the adventure. If one or more PCs have died, you can even have players take the roles of prisoners in the dungeon (recent additions, if the previous captives were already freed) who can join up with the rest of the original party.

THE LIBRARY

Encounter Level 9

SETUP

Zoldathra (Z) begins on the balcony. The PCs begin in and around the circle that marks where the bottom of the pit opens up in the ceiling above.

If violence erupts, read:

The expression on the yuan-ti's demonic visage shifts to one of inarticulate rage as he attacks.

TACTICS

Though Zoldathra can easily stand on the narrow balcony by squeezing, he does not fight there. If the PCs manage to attack before he can move, he takes a -4 penalty to AC. Thereafter, he takes to the air, using his spell-like abilities and his bow against the PCs for as long as possible. If forced to the ground, he uses his smite good ability on a paladin or cleric. Once combat begins, he fights until slain.

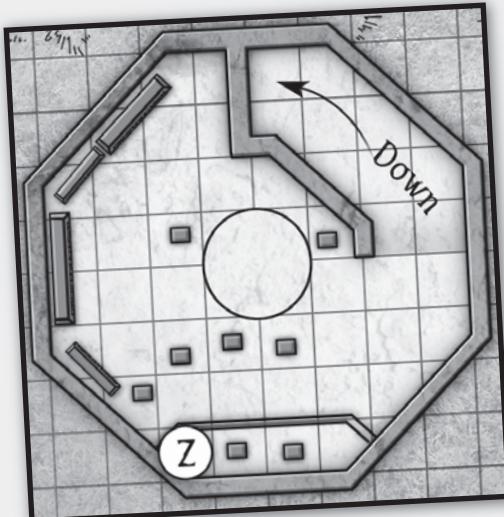
FEATURES OF THE AREA

The area has the following features.

Balcony: Anyone on the balcony gains a +1 bonus on melee attack rolls against foes below.

Brass Railing: 3 inches thick; hardness 8, hp 25, break DC 25. The railing provides cover. A character next to a railing gains a +2 circumstance bonus on the opposed Strength check to avoid being bull rushed off the balcony.

Tables and Chairs: Squares occupied by tables or chairs are considered difficult terrain, and a table can provide cover to adjacent characters. A character can step up onto a table as a move action, gaining a +1 bonus on melee attack rolls against those on the floor. A character can tip over a table to provide cover against ranged attacks.



ZOLDATHRA, MASTER OF THE WORD CR 9

MM 264, MM 147

hp 76 (9 HD)

Male half-fiend yuan-ti abomination

CE Large outsider (augmented monstrous humanoid)
(native)

Init +7; Senses darkvision 60 ft., scent; Listen +19,
Spot +19

Languages Abyssal, Common, Draconic, Yuan-Ti

AC 25, touch 12, flat-footed 22; Dodge, Mobility

Immune poison

Resist acid 10, cold 10, electricity 10, fire 10; SR 19

Fort +7, Ref +9, Will +11

Speed 30 ft. (6 squares), climb 20 ft., swim 20 ft., fly 30 ft.
(average)

Melee mwk scimitar +15/+10 (1d8+6/18-20) and
bite +9 (2d6+3 plus poison) or

Melee 2 claws +14 each (1d6+6) and
bite +9 (2d6+3 plus poison)

Ranged mwk composite longbow +12/+7 (2d6+4/x3)

Space 10 ft.; Reach 10 ft.

Base Atk +9; Grp +19

Atk Options Blind-Fight, Combat Expertise; constrict
1d6+9, improved grab, poison (DC 18, 1d6 Con/1d6
Con), produce acid, smite good 1/day (+9 damage)

Special Actions aversion

Spell-Like Abilities (CL 10th):

At will—*animal trance* (DC 17), *detect poison* (CL 6th),
entangle (DC 16)

3/day—*contagion* (+14 melee touch, DC 18), *darkness*,
deeper darkness, *neutralize poison* (DC 18), *poison*
(+14 melee touch, DC 18), *suggestion* (DC 18)

1/day—*baleful polymorph* (DC 20; into snake form
only), *desecrate*, *fear* (DC 19), *unholly blight* (DC 19)

Abilities Str 23, Dex 17, Con 19, Int 24, Wis 20, Cha 20

SQ alternate form, chameleon power

Feats Alertness^B, Blind-Fight^B, Combat Expertise, Dodge,
Improved Initiative, Mobility

Skills Bluff +11, Concentration +16, Decipher Script +13,
Diplomacy +15, Disguise +5 (+7 acting), Intimidate
+13, Knowledge (arcana) +13, Knowledge
(religion) +19, Knowledge (the planes) +19, Hide +11*,
Listen +19, Move Silently +15, Sense Motive +11,
Spellcraft +15 (+17 deciphering scrolls), Spot +19,
Survival +5 (+7 on other planes), Use Magic Device
+11 (+15 scrolls)

*An abomination using its *chameleon power* gains a +10
circumstance bonus on Hide checks.

Possessions masterwork heavy steel shield, masterwork
scimitar, masterwork composite longbow (+4 Str
bonus) with 20 arrows

Improved Grab (Ex) See Sulvaugren, page 51.

Produce Acid (Sp) See Sulvaugren, page 51.

Aversion (Sp) See Sulvaugren, page 51.

Alternate Form (Sp) See Sulvaugren, page 51; DC 23.

Chameleon Power (Sp) See Sulvaugren, page 51.

LANDING

Encounter Level 6

SETUP

The baboon wights (B) attack from both directions—two from higher up the stairs, one from below. The PCs begin on the landing just outside the door, or up to 1 square up or down the stairs.

When the undead appear, read:

A hooting shriek echoes through the stairwell. From above and below you, bouncing from stair to wall, come a cadre of corpse-pale baboons with burning eyes. Their fur is falling out in patches from taut flesh, and their gaunt muzzles flash jagged teeth as they attack.

3 BABOON WIGHTS

CR 3

hp 26 each (4 HD)

NE Medium undead

Init +7; **Senses** darkvision 60 ft., low-light vision, scent; Listen +6, Spot +6

Languages —

AC 17, touch 13, flat-footed 14

Immune undead immunities (MM 317)

Fort +1, **Ref** +4, **Will** +6

Speed 30 ft. (6 squares), climb 30 ft.

Melee bite +5 (1d6+3 plus energy drain) and slam +0 (1d4+1 plus energy drain)

Space 5 ft.; **Reach** 5 ft.

Base Atk +2; **Grp** +5

Atk Options energy drain

Abilities Str 17, Dex 16, Con —, Int 2, Wis 14, Cha 8

SQ create spawn, undead traits (MM 317)

Feats Alertness, Improved Initiative

Skills Balance +4, Climb +11, Hide +5, Listen +6, Move Silently +11, Spot +6

Energy Drain (Su) Living creatures hit by a baboon

wight's slam or bite attack gain one negative level. The DC is 11 for the Fortitude save to remove a negative level. For each such negative level bestowed, the wight gains 5 temporary hit points.

Create Spawn (Su) Any humanoid slain by a baboon wight becomes a wight (MM 255) in 1d4 rounds. A creature that becomes a wight in this way does not possess any of the abilities it had in life. It is not under the control of the baboon wight that created it, but behaves like a normal wight.

Skills Baboon wights can always choose to take 10 on Climb checks, even if rushed or threatened. They can cling with their feet and need not keep one hand on the surface they are climbing to prevent themselves from falling. They must use at least one hand to advance, however.

TACTICS

The baboon wights retain a residual pack instinct, attempting to work together to bring down one target at a time. They are smart enough to flank, and can fight while clinging to the walls. (Their climb speed means they take no penalty to AC while climbing.) A baboon wight fighting from the wall gains a +1 bonus on melee attack rolls against foes lower down on the stairs.

Unlike normal wights, these animalistic undead retain a trace of survival instinct. If one is slain, any other baboon wight reduced to 5 or fewer hit points flees. If two are killed, the last one flees if reduced to 10 or fewer hit points.

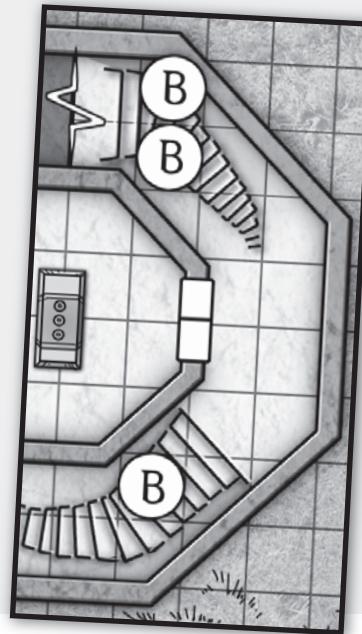
FEATURES OF THE AREA

The area has the following features.

Gradual Stairs: Anyone standing on the stairs gains a +1 bonus on melee attack rolls against foes below.

A WHOLE LOT OF NOISE

If the PCs have managed to infiltrate this far into the castle without yet drawing the attention of the yuan-ti, the undead baboons' constant hooting and hollering alerts the rest of the tower to the presence of intruders. The noise might also draw guards. For the remainder of the PCs' stay in the Tower of Worship, double the chance for a random encounter to occur each time you check for one.



MAIN SANCTUARY

Encounter Level 8

SETUP

Alerted by the sound of combat in P2, the dread necromancer Vsolt (V) has levitated to the top of the hanging serpentine idol 10 feet above the ground. His halfblood skeleton guards (S) stand throughout the sanctuary. The PCs are placed adjacent to the door and must succeed on a DC 18 Spot check to notice Vsolt before he draws their attention by attacking.

As the PCs orient themselves, read: Even as you take in the features of the room, two serpentine skeletons lurch toward you. If one of the PCs spots Vsolt, read:

At the same time, you catch sight of a figure above you. A humanoid clad in black robes edged with green serpents perches atop the statue hanging from the ceiling as he hisses out an incantation. His slitted eyes and sinuous movement mark him as a yuan-ti pureblood.

TACTICS

Vsolt remains atop the idol as long as possible, taking advantage of the cover it provides while he casts spells. He first uses *summon swarm* to bring forth a swarm of spiders, counting on their distraction to give the halfblood skeletons an edge

VSOLT

MM 263

hp 51 (10 HD); **DR** 2/bludgeoning and magic

CR 7

Male yuan-ti pureblood dread necromancer* 6

*Class described in *Heroes of Horror*

CE Medium monstrous humanoid

Init +7; **Senses** darkvision 60 ft.; Listen +7, Spot +7

Aura fear (5 ft., DC 17)

Languages Abyssal, Common, Draconic, Yuan-Ti

AC 18, touch 13, flat-footed 15; Dodge

Immune death effects

SR 14

Fort +5, **Ref** +10, **Will** +10; +2 against sleep, stunning, paralysis, poison, disease

Speed 30 ft. (6 squares)

Melee mwk scimitar +7 (1d6-1/18-20)

Base Atk +7; **Grp** +6

Atk Options Blind-Fight

Special Actions charnel touch 1d8+1, magic strike, negative energy burst 1/day (6d4), rebuke undead 7/day (+4, 2d6+10, 6th), scabrous touch 1/day

Combat Gear potion of barkskin, potion of cure moderate wounds, 2 potions of levitate†, wand of ghoul touch (41 charges)

† One potion of levitate already drunk.

Dread Necromancer Spells Known (CL 6th):

3rd (4/day)—*crushing despair* (DC 17), *death ward*†, *halt undead* (DC 19), *inflict serious wounds* (+6 melee touch, DC 19), *ray of exhaustion* (+10 ranged touch, DC 19), *speak with dead*, *summon undead* III*, *vampiric touch* (+6 melee touch)

2nd (6/day)—*blindness/deafness* (DC 18), *command undead* (DC 18), *darkness*, *death armor***, *death knell* (DC 18), *false life*, *gentle repose*, *ghoul touch* (+6 melee touch, DC 18), *inflict moderate wounds* (+6 melee touch, DC 18), *scare* (DC 18), *spectral hand*, *summon swarm*, *summon undead* II*

1st (7/day)—*bane* (DC 15), *bestow wound** (+6 melee touch, DC 15), *cause fear* (DC 17), *chill touch* (+6 melee touch, DC 17), *detect magic*, *detect undead*, *doom* (DC 17), *hide from undead*, *inflict light wounds* (+6 melee touch, DC 17), *ray of enfeeblement* (+10 ranged touch), *summon undead* I*, *undetectable alignment*

*Spell found in *Heroes of Horror*. **Spell found in *Spell Compendium*. If you do not have access to these books, simply ignore these spells; Vsolt has plenty of others to draw on.

† Already cast

Spell-Like Abilities (CL 4th):

At will—*detect poison* (CL 6th)

1/day—*animal trance* (DC 16), *cause fear* (DC 15), *charm person* (DC 15), *darkness*, *entangle* (DC 15)

Abilities Str 8, Dex 16, Con 12, Int 15, Wis 10, Cha 18

SQ alternate form

Feats Alertness^B, Blind-Fight^B, Dodge, Greater Spell Focus (necromancy), Improved Initiative, Spell Focus (necromancy)

Skills Bluff +7, Concentration +13, Disguise +8, Hide +8, Intimidate +7, Knowledge (arcana) +6, Knowledge (religion) +5, Knowledge (the planes) +6, Listen +7, Spellcraft +6, Spot +7

Possessions combat gear plus +1 studded leather, masterwork scimitar, cloak of resistance +1, 4 onyxes (100 gp)

Fear Aura (Su) At the end of each of Vsolt's turns, creatures within 5 feet of him must attempt DC 17 Will saves or become shaken. A creature that successfully saves cannot be affected again by Vsolt's aura for 24 hours.

Charnel Touch (Su) At will, but no more than once per round, Vsolt can make a melee touch attack against a living foe that deals 1d8+1 points of damage. This touch heals undead, restoring 2 hit points per touch. Vsolt can use the *spectral hand* spell to deliver this attack from a distance.

Negative Energy Burst (Su) Once per day, Vsolt can emit a burst of negative energy that deals 6d4 points of damage to all living creatures within 5 feet (Will DC 17 half). Undead are healed for the same amount.

Scabrous Touch (Su) Once per day as a swift action, Vsolt can use his charnel touch to inflict a disease on a creature, as the *contagion* spell (Fortitude DC 17 negates).

Alternate Form (Sp) Vsolt can assume the form of a Tiny to Large viper (MM 280) as a psionic ability.

in melee. Vsolt attempts to weaken PCs in combat with *ray of exhaustion*, *ray of enfeeblement*, and *crushing despair*. If necessary, he uses his rebuke undead ability to bolster the skeletons against attempts to turn them.

The skeletons follow Vsolt's orders but otherwise fight with mindless ferocity. Under Vsolt's instruction, they flank foes whenever possible.

Once one skeleton is reduced to 10 or fewer hit points, Vsolt levitates down from the idol. He uses his negative energy burst ability to heal the skeletons and simultaneously deal damage to nearby PCs. He then takes the fight to the party

2 YUAN-TI HALFBLOOD SKELETONS CR 3

MM 264, MM 225

hp 59 (7 HD); **DR** 5/bludgeoning

NE Medium undead

Init +6; **Senses** darkvision 60 ft.; **Listen** +0, **Spot** +0

Languages —

AC 19, touch 12, flat-footed 17

Immune cold; undead immunities (MM 317)

Fort +4, **Ref** +6, **Will** +7

Speed 30 ft. (6 squares)

Melee mwk scimitar +8 (1d6+4/18–20) and bite +2 (1d6+3) or

Melee claw +7 (1d4+4) and bite +2 (1d6+3)

Base Atk +3; **Grp** +5

Abilities Str 15, Dex 15, Con —, Int —, Wis 10, Cha 1

SQ undead traits (MM 317)

Feats Improved Initiative^B

Skills —

Possessions masterwork studded leather armor, masterwork heavy steel shield, masterwork scimitar

SPIDER SWARM CR —

MM 239

hp 9 (2 HD)

Diminutive vermin (swarm)

Init +3; **Senses** darkvision 60 ft., tremorsense 30 ft.; **Listen** +4, **Spot** +4

Languages —

AC 17, touch 17, flat-footed 14

Immune swarm immunities (MM 315), vermin immunities (MM 317)

Fort +3, **Ref** +3, **Will** +0

Speed 20 ft. (4 squares), climb 20 ft.

Melee swarm (1d6 plus poison)

Space 10 ft.; **Reach** 0 ft.

Base Atk +1; **Grp** —

Atk Options distraction, poison (DC 11, 1d3 Str/1d3 Str)

Abilities Str 1, Dex 17, Con 10, Int —, Wis 10, Cha 2

SQ swarm traits (MM 315), vermin traits (MM 317)

Feats —

Skills Climb +11, Listen +4, Spot +4

Distraction (Ex) Any living creature that begins its turn with a spider swarm in its space must succeed on a DC 11 Fortitude save or be nauseated for 1 round.

Skills A spider swarm can always choose to take 10 on Climb checks, even if rushed or threatened.

with his combat spells and his charnel touch and scabrous touch abilities.

Unless Vsolt orders them to stand down, the skeletons fight until destroyed. If the dread necromancer is reduced to 5 or fewer hit points, he attempts to flee (using his *alternate form* ability if necessary). If escape is not possible, he calls off the skeletons and surrenders, though he attempts to escape again at the first opportunity.

FEATURES OF THE AREA

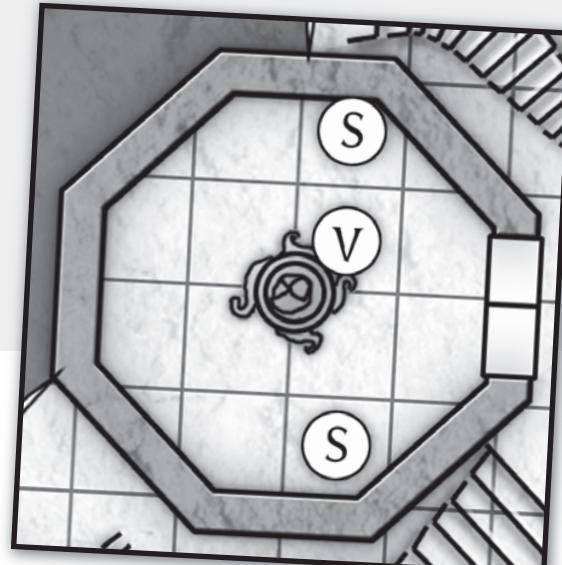
The area has the following features.

Desecrate: The chamber is under a *desecrate* effect centered on the hanging idol, which serves as a holy altar to Sertrous. This has the following effects:

- All attempts to turn undead take a –6 profane penalty.
- All undead in the chamber gain a +2 profane bonus on attack rolls, damage rolls, and saving throws.
- All undead created or summoned in the chamber gain 2 extra hit points per Hit Die.

These adjustments are already accounted for in the skeletons' statistics block.

Hanging Idol: The chains supporting the idol have AC 5, hardness 10, hp 15, break DC 30; Climb DC 20. The bottom of the idol is 10 feet off the floor. The idol's coils create a solid surface that can support one Medium creature, granting cover against any foes on the floor. If two or more chains are severed, anyone in the room's 4 center squares (as well as any creature clinging to the idol) must make DC 18 Reflex saves. On a failed save, creatures take 3d6 points of damage and are pinned beneath the idol (DC 20 Escape Artist check or DC 25 Strength check to escape).



RELIQUARY

Encounter Level 7/7 or 9 (see below)

SETUP

Shiuahn (S) and Arzanezra (A) begin the encounter fighting each other at the altar. The prisoners (P) are packed tightly together where indicated. Have the PCs placed at the door.

When the PCs take action, read:

With a shriek of rage, the human torturer drops the ceremonial dagger, grabs her shield from the floor, and charges you as she draws her scimitar. The prisoner she had been struggling with snatches up the fallen blade as she shakily scrambles back.

TACTICS

Shiuahn is fanatically devoted to the cult of Sertrous, and does whatever it takes to prove her worth to her yuan-ti masters. Though she was alerted to the party's presence by the *alarm* spell in area P1, the torturer has been distracted by Arzanezra getting the drop on her. She first charges the weakest-looking opponent to take advantage of the extra damage she deals, then takes on one target at a time. If the PCs scatter, Shiuahn continues to make charge attacks if possible. She fights to the death.

STRIKING COVER INSTEAD OF A MISSED TARGET

In ranged combat against a target that has cover, it might be important to know whether the cover was struck by an incoming attack that misses the intended target. First, determine if the attack roll would have hit the protected target without the cover. If the attack roll falls within a range low enough to miss the target with the cover but high enough to strike the target if there had been no cover, the object used for cover was struck. If a creature is providing cover for another character and the attack roll exceeds the AC of the covering creature, the covering creature takes the damage intended for the target.

If the covering creature has a Dexterity bonus to AC or a dodge bonus, and this bonus keeps the covering creature from being hit, then the original target is hit instead. The covering creature has dodged out of the way and didn't provide cover after all. A covering creature can choose not to apply its Dexterity bonus to AC and/or its dodge bonus if its intent is to try to take the damage in order to keep the covered character from being hit.

SHIUAHN

hp 57 (7 HD)

CR 7

Female human fighter 7

CE Medium humanoid

Init +6; Senses Listen -1, Spot -1

Languages Common, Draconic

AC 19, touch 12, flat-footed 17

Fort +7, Ref +4, Will +3

Speed 20 ft. (4 squares) in *rhino hide*, base speed 30 ft.

Melee mwk scimitar +11/+6 (1d6+4/18-20)

Ranged mwk composite longbow +9/+4 (1d8+2/x3)

Base Atk +7; Grp +9

Atk Options Combat Reflexes, Power Attack; *rhino hide* charge

Abilities Str 15, Dex 14, Con 14, Int 12, Wis 8, Cha 10

Feats Combat Reflexes, Improved Initiative, Iron Will, Persuasive, Power Attack, Skill Focus (Intimidate), Weapon Focus (scimitar), Weapon Specialization (scimitar)

Skills Bluff +7, Climb +10, Diplomacy +2, Disguise +0 (+2 acting), Intimidate +17, Jump +4, Listen -1, Spot -1

Possessions *rhino hide*, masterwork heavy steel shield, masterwork scimitar, masterwork composite longbow (+2 Str bonus) with 20 arrows

Rhino Hide Charge Shiuahn deals an extra 2d6 points of damage on any successful charge attack because of her *rhino hide* armor.

Shiuahn is more than willing to fight among the shackled prisoners, using them as cover. Consider using the optional rules for striking cover (see sidebar). Although these rules are normally intended for ranged combat, apply them to melee attacks as well if they are made against Shiuahn as she weaves through the prisoners, since they are unable to properly react to attacks made around them.

Arzanezra does not use her *detect good* ability immediately (not wanting to risk losing an attack while Shiuahn presses), instead judging the party by their immediate actions. If they assume that she is a helpless prisoner fighting for her life against a foul cultist (as is likely), she plays the part, defending herself against attacks but staying away from melee while the PCs take on Shiuahn. While battle rages, she clandestinely uses *detect good* to determine which PCs are susceptible to her smite good attack.

The PCs might determine Arzanezra's true nature immediately (for example, if the party contains a paladin whose *detect evil* ability reveals her aura of evil). If she is forced to fight, she casts *protection from good* (assuming she previously detected good characters in the party), grabbing her shortspears (see below) but not her armor. She targets spellcasters at range as long as Shiuahn keeps melee combatants busy. Arzanezra also uses the prisoners for cover, fleeing at the first opportunity.

ARZANEZRA**hp** 50 (7 HD)Female human paladin of slaughter* 7
*Class described in *Unearthed Arcana*

CE Medium humanoid

Init -1; **Senses** Listen +5, Spot +3

Aura debilitating aura (10 ft., -1 AC)

Languages Common, Abyssal, empathic link

AC 15, touch 9, flat-footed 15

Immune disease

Fort +8, Ref +3, Will +5

Speed 20 ft. (4 squares) in breastplate, base speed 30 ft.

Melee +1 shortspear +12/+7 (1d6+4)

Ranged mwk shortspear +6/+1 (1d6+3)

Base Atk +7; Grp +10

Special Actions deadly touch 14 hp/day, rebuke undead 5/day (+2, 2d6+6, 4th), smite good 2/day (+2 attack, +7 damage)**Paladin of Slaughter Spells Prepared** (CL 3rd)1st—*inflict light wounds* (+10 melee touch), *protection from good***Spell-Like Abilities** (CL 7th):At will—*detect good*1/week—*cause disease* (DC 16)**CR 7****Abilities** Str 16, Dex 8, Con 12, Int 10, Wis 13, Cha 14**SQ** share spells, *special mount* 1/day (14 hours, heavy warhorse), strong aura of evil**Feats** Quick Draw, Persuasive, Power Attack, Weapon Focus (shortspear)**Skills** Bluff +4, Intimidate +13, Listen +1, Ride +10, Speak Language (Abyssal), Spot +1**Possessions** masterwork chainmail, masterwork light wooden shield**Debilitating Aura (Su)** Arzanezra radiates a malign aura that causes enemies within 10 feet of her to take a -1 penalty to Armor Class.**Cause Disease (Su)** Arzanezra can inflict disease with her touch (as the *contagion* spell), once per week.**Deadly Touch (Su)** Arzanezra can deal damage with a successful touch attack. Each day she can deal a total of 14 hit points of damage. An opponent subjected to this attack can make a Will save (DC 15) to halve the damage dealt.

If fighting without her own armor and weapons, Arzanezra has the following changed statistics:

AC 9, touch 9, flat-footed 9

Melee dagger +10 (1d4+3/19–20)

DEVELOPMENT

As long as Arzanezra's identity is not exposed, she offers to join the party once it becomes clear that they mean to continue exploring Castle Serastis. She willingly gives up the rusted dagger, claiming her armor and weapons from where Shiuahn stowed them in a corner of the reliquary (the torturer had planned to hide and sell them).

Arzanezra describes herself as a fighter captured in a nearby forest by the yuan-ti, and claims to know nothing of the castle. In truth, she explored all the way to the Tower of

Worlds before being caught. She stays with the party, hoping to gain more information regarding the Vanguard's plots. At the first combat, however, she uses the PCs as a shield while she makes her escape.

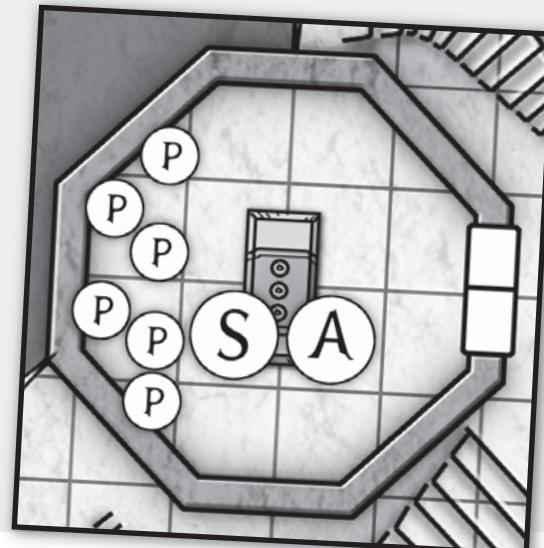
If Arzanezra is defeated and interrogated by the PCs at any point, she tries to buy her release with what she has learned in Serastis. If the party has not yet obtained the information presented in What the PCs Don't Know (page 4), she offers it to them in exchange for freedom.

FEATURES OF THE AREA

The area has the following features.

Small Stone Altar: 3 feet thick; hardness 8, hp 540, break DC 40. An altar provides cover. If an altar is broken, the squares it occupies become dense rubble (see page 52). It costs 1 extra square of movement to cross an altar. A creature can make a DC 10 Jump check to cross an altar without impeding movement.

Prisoners: The sacrifices are manacled in place and cannot shift more than a few inches in any direction (see the rules for striking cover). Anyone moving through the prisoners is considered to have cover. Any movement through the prisoners requires squeezing.



THE PORTAL CHAMBER

Encounter Level 8

SETUP

The mob of dretches making up the wretched tide (W) takes up a vast amount of space, essentially flowing around the entry portal. The PCs should be placed adjacent to and in front of the portal.

As combat begins, read:

A mass of hairless, blubbery flesh surrounds you on all sides. Countless screaming mouths, rending claws, and bloodstained teeth are all you can see.

TACTICS

A mob of dretches represents the most violent and base form of this lowest kind of demon. The wretched tide is taught to avoid the leaders of the Vanguard, but it washes over and consumes all other creatures.

FEATURES OF THE AREA

The area has the following features.

Illumination: While it is activated, the glow of the portal sheds bright light throughout this area.

Corpse Hanging on Chain: The chains have AC 5, hardness 10, hp 5, break DC 25; Climb DC 20. A hanging corpse provides cover. A hanging corpse can be pulled from the ceiling by breaking its chain with a Strength check. The square a corpse lands in becomes light rubble (see page 52).

Uneven Flagstone Floor: A character must make a DC 10 Balance check to run or charge across the floor in this area. Failure means the character cannot move in that round.



When a mob is dispersed, some of its members normally survive unscathed. However, all the demons in the wretched tide fight until totally destroyed.

WRETCHED TIDE

CR 8

MM 42, DMG2 59

hp 243 (30 HD); DR 5/cold iron or good

CE Gargantuan outsider (chaotic, extraplanar, evil)

Init +0; Senses darkvision 60 ft.; Listen +5, Spot +5

Languages telepathy 100 ft.

AC 12, touch 7, flat-footed 12

Immune bull rush, electricity, flank, grapple, poison, trip

Resist acid 10, cold 10, fire 10

Fort +19, Ref +17, Will +17

Speed 10 ft. (2 squares)

Melee mob (5d6)

Space 20 ft.; Reach 0 ft.

Base Atk +30; Grp +43

Atk Options Improved Bull Rush, Improved Overrun, aligned strike (chaotic, evil), expert grappler, trample 2d6+1

Abilities Str 12, Dex 10, Con 14, Int 5, Wis 10, Cha 10

SQ mob anatomy

Feats Improved Bull Rush^B, Improved Overrun^B, Multiattack

Skills Hide -7, Listen +5, Move Silently +5, Spot +5, Search +2, Survival +0 (+2 following tracks)

Mob (Ex) A mob has no reach, so the wretched tide moves into an opponent's space to attack, provoking attacks of opportunity. It can occupy or move through squares occupied by enemies, and vice versa, though doing so provokes attacks of opportunity. A mob can move through openings large enough for its component creatures.

The wretched tide deals 5d6 points of bludgeoning damage to any creature whose space it occupies at the end of its move, with no attack roll needed. Mob attacks ignore concealment and cover, but DR applies.

Expert Grappler (Ex) The wretched tide can maintain a grapple without penalty and still make attacks against other targets. A mob is never considered flat-footed while grappling.

Trample (Ex) As a mob, if the wretched tide moves over a creature and doesn't end its movement with that creature in its occupied squares, it can trample the creature for 2d6+1 points of damage. The victim can either make an attack of opportunity against the mob or make a DC 26 Reflex save to take half damage.

Mob Anatomy (Ex) As a mob, the wretched tide cannot be flanked, tripped, grappled, or bull rushed. Spells or effects that target specific numbers of creatures can affect a mob. Each creature slain, disabled, or incapacitated by such spells or effects bestows two negative levels on the mob. If the wretched tide gains negative levels equal to its Hit Dice, it is destroyed. It takes half again as much damage (+50%) from area spells or effects.

THE VESTIBULE

Encounter Level 9

SETUP

The fiendish medusa Effandra (E) begins by the door. The two nagathas (N) attack the moment anyone enters. The PCs can be placed within 2 squares of the staircase end.

As the nagathas spot the PCs, read:

Two hideous creatures slither toward you, each with the body of a worm, the head of a snake, and long, sinuous arms. A scaled figure looms beyond them, its hair a mass of serpents.

TACTICS

Effandra stays out of melee but remains close enough to use her gaze. All three combatants attempt to remain upslope. Effandra recognizes the PCs as a serious threat, and cannot afford to let them disrupt the sacrament. She and her minions fight to the death.

EFFANDRA, MASTER OF WORSHIP

CR 8

MM 180, MM 147

hp 33 (6 HD); **DR** 5/magic

Female fiendish medusa

CE Medium monstrous humanoid (extraplanar)

Init +2; **Senses** darkvision 60 ft.; Listen +1, Spot +8

Languages Abyssal, Common, Yuan-Ti

AC 16, touch 13, flat-footed 14

Resist cold 5, fire 5; **SR** 11

Fort +3, **Ref** +7, **Will** +6

Speed 30 ft. (6 squares)

Melee dagger +8/+3 (1d4/19–20) and snakes +3 (1d4 plus poison)

Ranged +2 shortbow +10/+5 (1d6+2/x3)

Base Atk +6; **Grp** +6

Atk Options Point Blank Shot, Precise Shot, magic strike, poison (DC 14, 1d6 Str/2d6 Str), smite good 1/day (+6 damage)

Special Actions petrifying gaze

Combat Gear potion of fly

Abilities Str 10, Dex 15, Con 12, Int 12, Wis 13, Cha 15

Feats Point Blank Shot, Precise Shot, Weapon Finesse

Skills Bluff +9, Diplomacy +4, Disguise +9 (+11 acting), Intimidate +4, Listen +1, Move Silently +8, Spot +8

Possessions combat gear plus +2 shortbow with 20 arrows, ring of protection +1

Petrifying Gaze (Su) Turn to stone permanently, range 30 feet, Fortitude DC 15 negates.

2 NAGATHAS

CR 4

MM4 102

hp 60 each (8 HD)

CE Medium monstrous humanoid

Init –1; **Senses** blind, blindsight 60 ft.; Listen +15

Languages Abyssal, Common

AC 17, touch 9, flat-footed 17

Immune gaze attacks, illusions, visual effects

Fort +7, **Ref** +5, **Will** +7

Speed 10 ft. (2 squares), burrow 10 ft.

Melee 2 claws +10 each (1d8+2) and bite +5 (1d4+1 plus poison)

Base Atk +8; **Grp** +10

Atk Options poison (DC 17, 2d4 Wis/2d4 Wis)

Abilities Str 14, Dex 8, Con 16, Int 6, Wis 13, Cha 9

SQ viper's speed

Feats Great Fortitude, Improved Natural Attack (claw), Skill Focus (Listen)

Skills Listen +15

Viper's Speed (Ex) Whenever a nagatha takes a double move or runs, it gains a 40-foot bonus to its land speed. It can move 100 feet as a double move or run up to 200 feet.

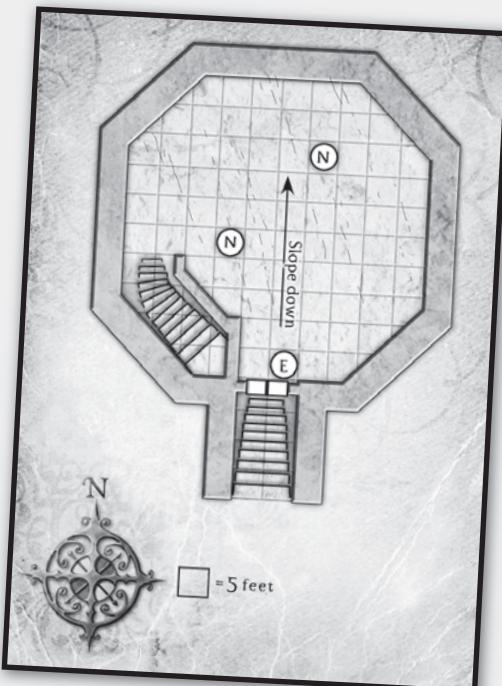
FEATURES OF THE AREA

The area has the following features.

Illumination: The cobra heads on the walls are imbued with *continual flame*, filling this area with bright light.

Serpent-Carved Floor: A DC 10 Balance check is required to run or charge across the floor. Failure means the character cannot move in this round.

Sloped Floor: Combatants gain a +1 on melee attack rolls against foes downslope from their position.



SACRAMENTAL CHAMBER

Encounter Level 11

SETUP

The PCs have reached the endgame. Allow them to be placed anywhere within 2 or 3 squares of the entrance. Sulvaugren (S) stands near the king's bier, but he moves to attack the moment the PCs intrude. The chanting priests (P) cannot move from their positions or participate in the battle. Only their helpless statistics are presented here.

As the PCs orient themselves, read:

The hooded figures seem oblivious to your presence, but the bloated yuan-ti spins with surprising grace. With a flick of its tongue, it begins to slither toward you.

TACTICS

Sulvaugren begins battle having already used his *produce acid* power (unless the PCs magically silenced their battle with Effandra, he heard them coming). He raises his *shield of faith* as a swift action (included in his statistics) before attempting to grapple the closest spellcaster for 5d6 points of acid damage. He then uses his *aversion* ability on the strongest-looking combatants.

FEATURES OF THE AREA

The area has the following features.

Illumination: Harmless mystical fire fills this area with shadowy illumination.

Stone Biers: 3 feet thick; hardness 8, hp 540, break DC 40. A bier provides cover. If a bier is broken, the squares it occupies become dense rubble (see page 52). It costs 1 extra square of movement to cross a bier. A creature can make a DC 10 Jump check to cross a bier without impeding movement.

Braziers: As long as they remain upright, the braziers have no effect on movement. Squares containing fallen braziers are treated as light rubble (see page 52).

Noxious Fumes: A living creature that ends its turn in a square filled with noxious fumes is sickened (no save). Creatures immune to poison are immune to noxious fumes. A creature cannot hold its breath to prevent being sickened (the fumes irritate the eyes and skin as well). If a brazier is knocked over, the noxious fumes it creates dissipate after 1d4+1 rounds.

If pressed to melee, the yuan-ti fights intelligently, focusing on one or two foes at a time. He positions himself to take advantage of his reach and avoid being flanked. As the highest-ranking member of the Vanguard and the one responsible for completing the sacrament, Sulvaugren fights to the death.

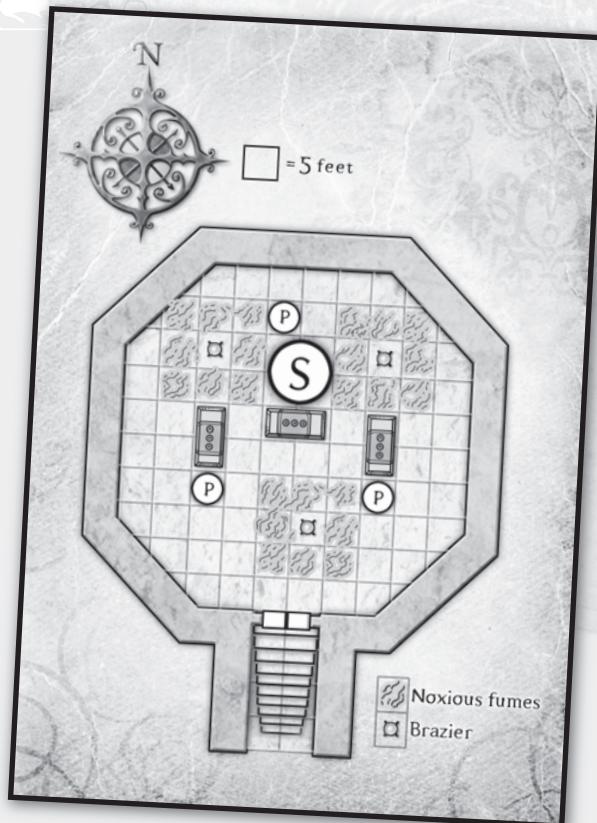
DEVELOPMENT

When Sulvaugren is slain, give the PCs 1d4 rounds to investigate the area or deal with the chanting halfblood priests.

After the allotted time has passed, read:

A dull thrumming fills the room as the floor begins to shake and crack. With a sound like thunder, the central bier shatters and explodes, filling the chamber with a cloud of dust and rock.

Anyone within 10 feet of the king's bier when it shatters takes 2d6 points of damage (Reflex DC 15 half). If the chanting yuan-ti are still alive, assume that this slays them. The explosion of the bier triggers tactical encounter S4-A on page 52.



SULVAUGREN, MASTER OF WORLDS**CR 11****MM 264****hp 157 (13 HD)**

Male yuan-ti abomination blackguard 4

CE Large monstrous humanoid

Init +5; **Senses** darkvision 60 ft., scent, see invisibility;
Listen +13, Spot +11**Aura** despair (10 ft., enemies -2 on saves)**Languages** Abyssal, Common, Draconic, Yuan-Ti**AC** 29, touch 14, flat-footed 28**Resist** medium fortification (75%); **SR** 18**Fort** +18 (+20 against poison), **Ref** +12, **Will** +18**Speed** 30 ft. (6 squares), climb 20 ft., swim 20 ft.**Melee** +1 scimitar +18/+13/+8 (1d8+6/15–20) and
bite +12 (2d6+2 plus poison)**Space** 10 ft.; **Reach** 10 ft.**Base Atk** +13; **Grp** +22**Atk Options** Blind-Fight, Cleave, Improved Sunder, Power
Attack; constrict 1d6+7, improved grab, poison (DC 21,
1d6 Con/1d6 Con), produce acid, smite good 1/day (+4
attack, +4 damage), sneak attack +1d6**Special Actions** aversion, energy aegis 20, rebuke undead
7/day (+6, 2d6+6, 2nd)**Combat Gear** wand of cure serious wounds (6 charges)**Blackguard Spells Prepared** (CL 4th):

2nd—shatter (DC 17)

1st—doom (DC 16)

Spell-Like Abilities (CL 10th):At will—animal trance (DC 16), detect poison (CL 6th),
detect good (CL 4th), entangle (DC 15)3/day—deeper darkness, neutralize poison (DC 18),
suggestion (DC 17)1/day—baleful polymorph (DC 19; into snake form only),
fear (DC 18), swift shield of faith† (CL 13th)

† Already cast

Abilities Str 20, Dex 12, Con 24, Int 20, Wis 21, Cha 18**SQ** alternate form, chameleon power, moderate aura of evil,
poison use**Feats** Alertness^B, Blind-Fight^B, Cleave, Deformity (eyes)^{B,V},
Deformity (obese)^{B,V}, Improved Initiative, Improved
Sunder, Iron Will, Power Attack, Willing Deformity^{B,V}
V: As a servant of an evil power, Sulvaugren has bonus
vile feats from *Book of Vile Darkness*. Effects are already
accounted for in the statistics block.**Skills** Bluff +12, Concentration +22, Diplomacy +13,
Disguise +4 (+6 acting), Hide +4*, Intimidate +17,
Knowledge (arcana) +13, Knowledge (religion) +17,
Knowledge (the planes) +13, Listen +13, Move Silently
+8, Search +3, Spellcraft +15 (+17 deciphering scrolls),
Spot +11, Survival +5 (+7 on other planes), Use Magic
Device +11 (+13 scrolls)* An abomination using chameleon power gains a +10
circumstance bonus on Hide checks.**Possessions** Aegis Inviolable (page 25), +1 keen scimitar**See Invisibility (Su)** Sulvaugren's Deformity (Eyes) feat
grants him the ability to see invisibility (as the spell) for
up to 1 minute per day.**Improved Grab (Ex)** To use this ability, Sulvaugren must hit
a Large or smaller creature with his bite attack. He can
then attempt to start a grapple as a free action without
provoking attacks of opportunity. If he wins the
grapple, he establishes a hold and can constrict.**Produce Acid (Sp)** Sulvaugren has the psionic power to
exude acid from his body, dealing 3d6 points of acid
damage to the next creature he touches, including a
creature hit by his bite attack. If Sulvaugren is grappling
or pinning a foe when he uses this power, his grasp
deals 5d6 points of acid damage. The acid becomes
inert when it leaves Sulvaugren's body, and he is
immune to its effect.**Aversion (Sp)** Sulvaugren can psionically create a
compulsion effect targeting one creature within 30 feet.
The target must succeed on a DC 22 Will save or gain
an aversion to snakes for 10 minutes. Affected
creatures must stay at least 20 feet away from any
snake or yuan-ti, alive or dead; if already within 20 feet,
they move away. A subject unable to move away, or one
attacked by snakes or yuan-ti, is overcome with
revulsion. This revulsion reduces the creature's
Dexterity score by 4 points until the effect wears off or
the subject is no longer within 20 feet of a snake or
yuan-ti. This ability is otherwise similar to the *antipathy*
spell (caster level 16th).**Energy Aegis (Su)** Once per day as an immediate action,
Sulvaugren can grant himself energy resistance 20
against a specific type of energy for 1 round.**Alternate Form (Sp)** Sulvaugren can assume the form of a
Tiny to Large viper (MM 280) as a psionic ability. He
uses his own poison for the viper's bite attack.**Chameleon Power (Sp)** Sulvaugren can psionically change
the coloration of himself and his equipment to match
his surroundings, granting him a +10 circumstance
bonus on Hide checks.**Skills** Sulvaugren can always choose to take 10 on Climb
checks, even if rushed or threatened.Sulvaugren has a +8 racial bonus on any Swim
check to perform some special action or avoid a
hazard. He can always choose to take 10 on a Swim
check, even if distracted or endangered. He can use the
run action when swimming, provided he swims in a
straight line.**3 YUAN-TI HALFBLOOD PRIESTS****CR —****MM 264****hp** 38 each (7 HD)**AC** 10, touch 6, flat-footed 10 (helpless); -4 against melee
attacks**SR** 16**Fort** +3, **Ref** +6, **Will** +9

THE RISEN KING

Encounter Level 16

SETUP

The starting position of the PCs depend on to their actions before the explosion. Place the risen king (RK) as marked.

As the PCs reorient themselves, read:

Slowly, the dust clears to reveal a gaunt humanoid figure, its leathery flesh split to reveal bone beneath. An ancient bastard sword is clasped in its hands, and its empty eye sockets glow with a gaudronous light.

TACTICS

The spark of Sertrous animating the forgotten king's bones is an energy of sheer destructive hate. The risen king uses

his offensive spell-like and supernatural abilities while he takes the party's measure. He then focuses melee attacks on weaker-looking PCs, trusting his poison to overwhelm them while his viper swarms keep other opponents at bay.

The risen king fights to the full extent of his abilities, but the spirit of Sertrous gives him an arrogance that can work to the party's advantage. Any foe who deals the king more than 50 points of damage in a single round becomes his sole target until another character does the same.

Retreat or surrender are not options the spirit of Sertrous recognizes. The risen king fights until destroyed, collapsing to a heap of dust and desiccated bones.

CONCLUSION

With the risen king defeated, the PCs' quest is finally over. See Concluding the Adventure, page 25.

FEATURES OF THE AREA

The area has the following features.

Illumination: See page 51.

Stone Biers: See page 51.

Braziers: See page 51.

Dense Rubble: It costs 2 squares of movement to enter a square with dense rubble. Dense rubble adds 5 to the DCs of Balance and Tumble checks, and it adds 2 to the DCs of Move Silently checks. Characters cannot run or charge through dense rubble.

Light Rubble: Light rubble adds 2 to the DCs of Balance and Tumble checks. Any creature attempting to run or charge over light rubble must succeed on a DC 10 Balance check.

Hot Coals: Hot coals scattered across the floor cause 1d3 points of fire damage to any creature that ends its turn in one of these squares. In addition, the coals are light rubble.

Noxious Fumes: See page 51

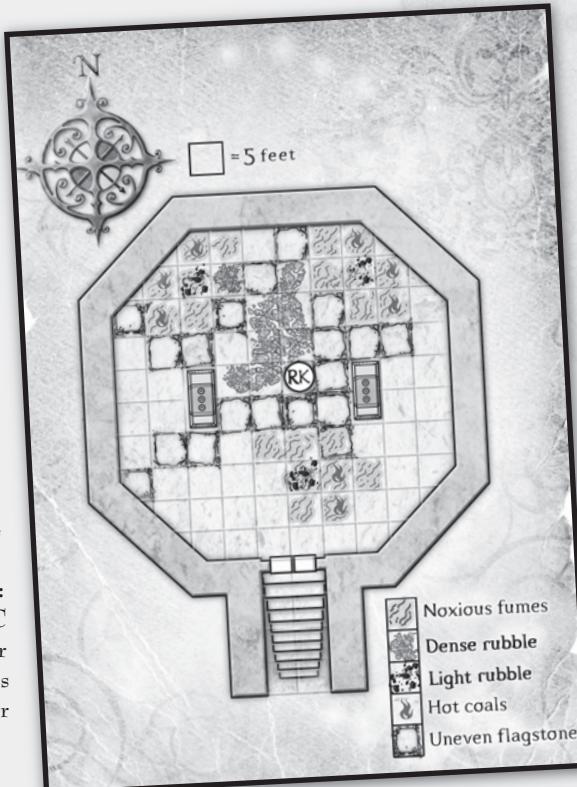
Uneven Flagstone Floor: A character must make a DC 10 Balance check to run or charge across the floor in this area. Failure means the character cannot move in that round.

ADJUSTING THE ENCOUNTER

Though the PCs should have reached 7th or 8th level before this final battle, the Challenge Rating for the risen king pushes the high end of an "overwhelming" encounter (EL 5+ higher than party level). The special weapons and items the PCs can collect (*Merthúvial*, the king's dagger, the king's crown, and the king's scepter) give them an edge in combat against the risen king. Likewise, the pool of special action points earned by disrupting the sacrament gives the PCs a significant advantage over an average party of their level.

However, adventures have a way of running counter to the intentions of even the savviest players. If the PCs have gotten this far without collecting the forgotten king's relics or amassing a reasonable number of special action points, one or more of the following changes make this final encounter a more appropriate challenge for a standard party. At your discretion, remove one or more of the following features of the risen king:

- All Quicken Spell-Like Ability bonus feats.
- *Fear* and aura of awe.
- *Animate dead* and poison blood.
- *Charm monster* and *confusion*.
- Writhing reach (reach becomes 5 feet) and *baleful polymorph*.



THE RISEN KING**CR 16**

hp 262 (21 HD); fast healing 7; DR 15/good and silver
CE Medium undead
Init +8; Senses blindsense 60 ft., darkvision 60 ft.; Listen +5, Spot +5
Aura awe (80 ft., DC 26)
Languages Abyssal, Common, Draconic, Yuan-Ti; telepathy 50 ft.
AC 31, touch 20, flat-footed 28
Immune electricity; undead immunities (MM 317)
Resist acid 10, cold 10, fire 10; turn resistance +8; SR 23
Fort +20, Ref +18, Will +17
Weakness king's relics, partial outsider

Speed 40 ft. (8 squares)
Melee mwk bastard sword +21/+16 (1d10+4/19–20 plus poison) and slam +15 (1d6+4 plus poison)
Space 5 ft.; Reach 10 ft.
Base Atk +10; Grp +14
Atk Options Combat Reflexes, Power Attack; poison (DC 26, 2d4 Con/2d4 Con)
Special Actions hypnotic gaze, invoke the serpent's wrath, poison blood, rebuke undead 9/day (+8, 2d6+27, 21st)
Spell-Like Abilities (CL 21st): 5/day—animate dead, fear (DC 20) 3/day—quickened charm monster (DC 20), confusion (1 target only, DC 20) 2/day—quickened baleful polymorph (DC 21), quickened Evard's black tentacles (see below)

Abilities Str 18, Dex 18, Con —, Int 21, Wis 20, Cha 22
SQ undead traits (MM 317), unholy ward, writhing reach
Feats Combat Casting, Combat Reflexes, Great Fortitude, Improved Initiative, Lightning Reflexes, Quicken Spell-Like Ability (<i>baleful polymorph</i>) ^b , Quicken Spell-Like Ability (<i>charm monster</i>) ^b , Quicken Spell-Like Ability (<i>Evard's black tentacles</i>) ^b , Power Attack, Weapon Focus (bastard sword), Weapon Focus (slam)
Skills Bluff +22, Concentration +16 (+20 casting defensively), Diplomacy +27, Disguise +22 (+24 acting), Intimidate +23, Knowledge (arcana) +19, Knowledge (geography) +19, Knowledge (history) +21, Knowledge (nature) +19, Knowledge (nobility) +21, Knowledge (religion) +21, Knowledge (the planes) +21, Listen +5, Sense Motive +21, Spellcraft +23, Spot +5, Survival +5 (+7 on other planes, +7 avoiding getting lost and hazards, +7 in aboveground natural environments)
Possessions masterwork bastard sword

Aura of Awe (Su) Anyone within 80 feet of the risen king who attempts to strike or otherwise directly attack him must make a DC 26 Will save to do so (as the <i>sanctuary</i> spell). A creature that successfully saves is immune to the risen king's aura of awe for 24 hours. This is a mind-affecting ability.
--

King's Relics (Ex) <i>Merthúvial</i> (page 15 or <i>Barrow of the Forgotten King</i>) and the king's dagger (area P4, page 23) bypass the risen king's damage reduction. Anyone possessing the <i>king's crown</i> (area D5, page 20) gains a +2 bonus on caster level checks to overcome the risen king's spell resistance. Anyone possessing the king's scepter (page 59) adds +1 to the save DC of any spell that targets the risen king (the scepter must be fully reassembled to grant this benefit).
--

Partial Outsider (Ex) The risen king is susceptible to spells and effects that deal extra hit point damage to outsiders (such as bane weapons).
--

Hypnotic Gaze (Su) Target dazed for 1 round, –2 on saves against the risen king's *charm monster* and hypnotic gaze abilities for 1d4 rounds; 30 feet, Fortitude DC 26 negates. Creatures that save are immune to the risen king's hypnotic gaze for 24 hours. This is a mind-affecting ability.

Invoke the Serpent's Wrath (Su) Every 1d4 rounds, as a swift action, the risen king can cause a viper swarm to burst from the flesh of a living creature within 30 feet. The target takes 10d6 points of damage (Fortitude DC 26 half). The swarm remains for 4 rounds, serving the risen king as a summoned creature.

Poison Blood (Ex) Anyone who damages the risen king with a piercing or slashing melee weapon takes 2d4 points of damage (Reflex DC 26 negates). Creatures immune to poison are unaffected.

Evard's Black Tentacles (Sp) The risen king's *black tentacles* take the form of shadowy snakes. Anyone who takes grappling damage from the tentacles is subject to poison as if struck by the risen king's melee attack.

Unholy Ward (Ex) The risen king adds his Charisma modifier to attack rolls, Fortitude saves, and as a deflection bonus to Armor Class. He has bonus hit points equal to his Charisma modifier times his Hit Dice. These adjustments are already accounted for in his statistics block.

Writhing Reach (Ex) The risen king's body appears to ripple and shift. Although his arms do not appear abnormally long, he has 10-foot reach.

VIPER SWARM**CR —****MM2 172****hp** 22 (5 HD)

N Tiny animal (swarm)

Init +3; Senses low-light vision, scent; Listen +6, Spot +6**Languages** —**AC** 17, touch 15, flat-footed 14**Immune** swarm immunities (MM 315)**Resist** half damage from slashing and piercing**Fort +4, Ref +7, Will +2****Speed** 15 ft. (3 squares), climb 15 ft., swim 15 ft.**Melee** swarm (1d6 plus poison)**Space** 10 ft.; **Reach** 0 ft.**Base Atk** +3; **Grp** —**Atk Options** distraction, poison (DC 10, 1d6 Con/1d6 Con)**Abilities** Str 4, Dex 17, Con 11, Int 1, Wis 12, Cha 2**SQ** swarm traits (MM 315)**Feats** Weapon Finesse**Skills** Balance +11, Climb +11, Hide +15, Listen +6, Spot +6, Swim +5

Distraction (Ex) Any living creature that begins its turn with a viper swarm in its space must succeed on a DC 12 Fortitude save or be nauseated for 1 round.

Skills A viper swarm can always choose to take 10 on Climb checks, even if rushed or threatened.

A viper swarm has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on Swim checks, even if distracted or endangered. It can use the run action when swimming, provided it swims in a straight line.

Appendix: Through Portals Most Perilous

The areas described here are not in the environs of Castle Serastis but are reachable through the active portals in the Tower of the Way. Vanguard agents have traveled to them to acquire components for their dreadful rite. In each case, a faint glowing field of crackling green energy remains at the portal's destination, allowing Vanguard operatives (and the PCs) to return to Serastis. These locations can be placed in any part of your campaign world.

Three of these adventure areas, summarized below, have associated maps. Feel free to expand on them by adding random or additional encounters, and more terrain similar to that on the maps. The other area, Bloody Grotto, is a noncombat encounter.

Wretched Swamp: This foul mire is home to Grusildrith, a green hag wizard who possesses an ancient phylactery the Vanguard seeks. The spirit naga Udmuela, a Vanguard agent, has come upon Grusildrith and is attempting to seize the phylactery.

Caves of Horror: A complex of ravines and caverns hides the lair of Siolim the gauth. Within lies an odd sculpture that is more than it seems. Two yuan-ti ignans, the only survivors of a Vanguard team, now guard the lesser beholder and its mysterious treasure.

The Blasted Land: Sertrous himself slumbers in a black mountain in the midst of a ruined plain. Over thousands of years, his presence has leaked the corruption of chaos into the very earth. Now it is a twisted land of nightmare. A Vanguard team came in search of an object touched by Sertrous himself. Now only one survives, but he is not what he once was.

BLOODY GROTTO

This portal leads to a seemingly peaceful glade within a deep forest. But a wrongness permeates the scene. The Vanguard's quest for the relics needed to fuel the sacrament continues to claim innocent victims.

When the PCs arrive, read:

As you step through the portal, you find yourselves in a sunlit glade of deep green. Great trees tower above you, and the smell of growing things fills the air. Over it all, however, the coppery scent of blood comes faint on the breeze. From ahead, you hear the sound of falling water.



"I fear you are too late to aid us. Yet you have the chance to avenge us."

When the PCs move ahead, continue with:

The forest opens up to reveal a small inlet on the shore of a lake. A narrow waterfall plummets from a tree-covered hill into a grotto lined with glistening stones. Where the water churns to white froth, a number of corpses float face down or are scattered along the banks.

The bodies are those of fey slaughtered by the Vanguard. They were descendants of a faerie queen who had blessed the forgotten king's birth, and their blood is a powerful component of the sacrament. The PCs are too late to stop the butchery; the Vanguard operatives have already returned with their prize. The party might still have a chance to do some good, though.

The readaloud text below is meant to be directed at a single PC. In order of preference, choose one of the following:

- A non-evil druid.
- A non-evil cleric with access to at least one of the Air, Animal, Earth, Fire, Plant, or Water domains.
- Any other non-evil divine spellcaster with full spell progression.
- A non-evil ranger.
- A paladin.

If the party contains none of these characters, this area confers no benefit.

When a character has been selected, read:

Over the roar of water, you suddenly hear what sounds like faint whispering. A gentle voice speaks your name, begging for your assistance. As you try to get a bearing on it, you sense that it emanates from the grotto and the falls themselves.

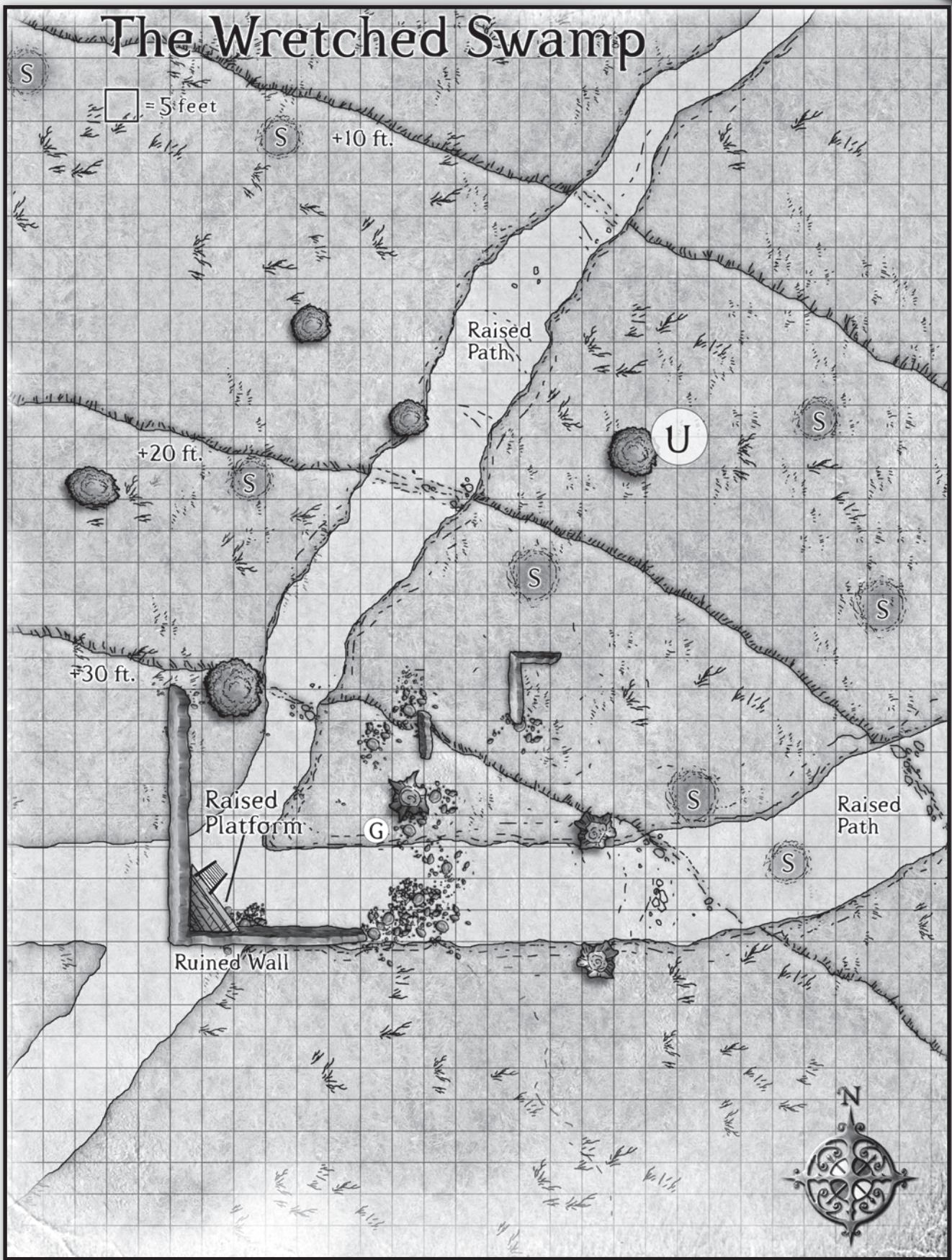
If the PC in question enters the water near the falls, have the player make a DC 15 Knowledge (nature) or Knowledge (religion) check (player's choice). If the check fails, nothing happens. Choose a second PC (if any) from the list above, using the same order of preference, to hear the call.

When a PC successfully makes the check, read:

The shimmering mists of the falls suddenly take the shape of a woman's face. Her features mark her as one of the fey, but her eyes are glazed over with sadness.

"I fear you are too late to aid us," she whispers to your mind. "Yet you have the chance to avenge us."

For the next month, the save DCs and effective caster level of the selected PC's spells, spell-like abilities, and supernatural abilities increase by 1 when they affect any aberration, monstrous humanoid, or undead. The grotto grants this ability only once, and thereafter has no innate magical abilities.



THE WRETCHED SWAMP

Encounter Level 8

SETUP

The PCs arrive in the midst of a vast swamp and can pick up the trail of the Vanguard operative Udmuela.

When the PCs step through the portal, read:

Lit by the faint glow that marks the portal that brought you here, you arrive in an expanse of calf-deep, muddy water slick with algae. Small islets of dry land rise from the water in spots. Cypress trees dangle moss-heavy branches over your heads. The scent of greenery and decay is overwhelming, and the buzzing of mosquitoes fills your ears.

When the PCs arrive, Udmuela is exchanging spells with Grusildrith. The PCs can make a DC 25 Survival check (if anyone has the Track feat) or a DC 28 Listen check to find her (the sounds of the standoff carry through the swamp). Otherwise, they might have to stumble about a bit before they locate their quarry.

UDMUELA, VANGUARD AGENT

CR 9

MM 192

hp 76 (9 HD)

Female spirit naga

CE Large aberration

Init +1; Senses darkvision 60 ft.; Listen +14, Spot +14

Languages Abyssal, Common

AC 19, touch 13, flat-footed 18

Miss Chance displacement (50%)

Resist electricity 10, fire 10

Fort +7, Ref +6, Will +9

Speed 40 ft. (8 squares)

Melee bite +9 (2d6+6 plus poison)

Space 10 ft.; Reach 5 ft.

Base Atk +6; Grp +14

Atk Options poison (DC 18, 1d8 Con/1d8 Con)

Special Actions charming gaze

Sorcerer Spells Known (CL 7th):

3rd (5/day)—displacement†, fireball (DC 16)

2nd (7/day)—cat's grace, invisibility, resist energy†

1st (7/day)—cure light wounds, divine favor, magic missile, ray of enfeeblement (+6 ranged touch), shield of faith†

0 (6/day)—cure minor wounds, daze (DC 13), detect magic, mage hand, open/close, ray of frost (+6 ranged touch), read magic

† Already cast (resist energy twice)

Abilities Str 18, Dex 13, Con 18, Int 12, Wis 17, Cha 17

Feats Ability Focus (charming gaze), Alertness, Combat Casting, Eschew Materials^B, Lightning Reflexes

Skills Concentration +13 (+17 casting defensively), Listen +14, Spellcraft +10, Spot +14

Charming Gaze (Su) As charm person, 30 feet, Will DC 19 negates.

When the PCs first see the ruins, read:

In the distance, crumbling walls of stone rise from the waters. Most stand some 10 feet in height, though the southwest corner and a narrow chimney to the east are taller. These appear to be the remains of an old keep, lost now to the swamp.

Both combatants have taken cover, Grusildrith (G) in the ruins and Udmuela (U) behind a tree. Have the PCs placed anywhere on the western edge of the map. Udmuela must make a Spot check to notice the PCs, but Grusildrith's alarm spell announces their arrival once they approach within 20 feet of the platform.

When the PCs draw near the ruins, read:

Ahead of you, a serpentine form coils and uncoils within the cover of a large cypress tree. Its humanoid head watches in the direction of the ruins. Amid the crumbling walls, also crouching for cover, you see a green-skinned woman of hideous visage. Without warning, she turns to face you as a furious shriek echoes from the stones.

TACTICS

This encounter is a three-way combat. Udmuela refuses to allow the PCs to interfere with her mission, while Grusildrith assumes they are allied with the naga. Each round, each has an equal chance of attacking the other or the party. Both creatures are intelligent, however, and focus their attacks on whatever foe has the upper hand.

Udmuela opens with fireball if the PCs are in a group. Otherwise, she prefers to focus on single foes. If possible, she charms melee combatants into offering her cover against their allied spellcasters. She fights to the death.

Grusildrith attempts to remain behind cover on the ground, climbing to the raised platform if pressed. If the fight goes well, she uses dimension door to gain advantageous position on the battlefield. If reduced to 15 or fewer hit points, she flees using dimension door or fly.

DEVELOPMENT

If the PCs retreat from combat while Udmuela still lives, assume that she succeeds in retrieving the phylactery from Grusildrith and escapes back through the portal. Similarly, if the PCs defeat Udmuela and allow Grusildrith to keep the phylactery, the Vanguard sends additional operatives to acquire it later. (If Grusildrith successfully flees, assume the Vanguard has a 50% chance of finding her new home and acquiring the phylactery.) Only if the PCs take or destroy the phylactery do they prevent its use in the sacrament.

Treasure: The phylactery carried by Grusildrith belonged to the lich Varkathian, one of the few foes the forgotten king never managed to defeat in his lifetime. Whether Varkathian was later destroyed by another champion or ascended to become a demilich (see the *Epic Level Handbook*) is unknown,

GRUSILDIRTH

MM 143

hp 78 (17 HD)

Female green hag wizard 8

CE Medium monstrous humanoid

Init +1; Senses darkvision 90 ft.; Listen +12, Spot +12

Languages Common, Draconic, Giant

AC 26, touch 11, flat-footed 25

SR 18

Fort +8, Ref +9, Will +13

Speed 30 ft. (6 squares), swim 30 ft.

Melee 2 claws +17 each (1d4+4)

Base Atk +13; Grp +17

Atk Options Blind-Fight

Special Actions weakness

Wizard Spells Prepared (CL 8th; 1d20+10 to overcome SR):

4th—dimension door, phantasmal killer (DC 16)

3rd—dispel magic, fly, lightning bolt (DC 15)

2nd—mirror image, resist energy†, scorching ray (+14 ranged touch), touch of idiocy (+17 melee touch)

1st—alarm†, comprehend languages, expeditious retreat, mage armor†, magic missile

0—detect magic, mage hand, mending, touch of fatigue (+17 melee touch, DC 12)

† Already cast

CR 9**Spell-Like Abilities (CL 9th):**

At will—dancing lights, disguise self, ghost sound (DC 12), invisibility, pass without trace, tongues, water breathing

Abilities Str 19, Dex 12, Con 12, Int 15, Wis 13, Cha 14**SQ** mimicry**Feats** Alertness, Blind-Fight, Combat Casting, Great Fortitude, Scribe Scroll^B, Spell Penetration^B**Skills** Concentration +21, Hide +11, Knowledge (arcana) +20, Knowledge (nature) +6, Listen +12, Spellcraft +14, Spot +12**Possessions** Boccob's blessed book, expended phylactery**Spellbook** spells prepared plus 0—all; 1st—animate rope, hypnotism; 2nd—shatter; 3rd—ray of exhaustion, shout, stone shape**Weakness (Su)** Grusildirth can weaken a foe by making a special touch attack. The opponent must succeed on a DC 16 Fortitude save or take 2d4 points of Strength damage.**Mimicry (Ex)** Grusildirth can imitate the sounds of almost any animal found near her lair.**Skills** Grusildirth has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. She can always choose to take 10 on a Swim check, even if distracted or endangered. She can use the run action when swimming, provided she swims in a straight line.

but his phylactery no longer contains his life force. It has been passed from master to apprentice for generations, starting with Varkathian's own apprentice. Grusildirth is the latest in that line.

Experience: Because Udmuela and Grusildirth are likely to spend as much of their time attacking each other as they do the PCs, they are less formidable foes than their Challenge

Rating would indicate. Treat both as CR 6 creatures for the purpose of awarding experience.

Action Points: If the PCs destroy or acquire the phylactery, thus preventing its use in the sacrament, they gain 2 action points.

FEATURES OF THE AREA

The area has the following features.

Deep Bog: The swamp south of the middle contour line is roughly 4 feet deep. A square of deep bog costs 4 squares to move into, and increases the DC of Tumble and Move Silently checks by 5. Running and charging are impossible. A creature can swim instead of walking to avoid movement penalties.

Shallow Bog: The swamp north of the middle contour has an average depth of about 1 foot. A square of shallow bog costs 2 squares to move into, and increases the DC of Tumble and Move Silently checks by 2. It is too shallow to swim.

Light Rubble: Light rubble adds 2 to the DCs of Balance and Tumble checks. Any creature attempting to run or charge over light rubble must succeed on a DC 10 Balance check.

Wooden Ladder: 1-1/2 inches thick; AC 6, hardness 5, hp 15, break DC 15; Climb DC 0.

Large Tree: 5 feet thick; AC 3, hardness 5, hp 600, break DC 35; Climb DC 15. This tree takes up 1 square and provides cover to anyone behind it.

Ruined Walls: Masonry; 1 foot thick; hardness 8, hp 90, break DC 35 per 10-foot-by-10-foot section; Climb

DC 20. Masonry walls increase the DC of Listen checks to hear through them by 15. If a masonry wall is breached, the squares breached and all adjacent nonwall squares become dense rubble (see page 52).

Raised Path: This represents higher ground beneath the swamp water. Anyone standing on the raised path gains a +1 bonus on melee attack rolls against foes below.

The path south of the middle contour line is shallow bog rather than deep bog. The path north of the middle contour line has no movement penalties.

Raised Platform: A tiny portion of the keep's second floor still stands. Anyone crouched up here has cover against ranged attacks.

Sinkholes (S): These are areas of spongy earth beneath the water. A creature who enters a sinkhole immediately halts all movement. A subsequent move action is required for the creature to pull itself out of the sinkhole, ending in an adjacent square of its choice. Sinkholes are not visible, and can be detected only by prodding ahead with a pole or other long object. Swimming creatures are unimpeded by sinkholes.

THE CAVES OF HORROR

Encounter Level 7/7/7

SETUP

Three separate encounters are possible here, depending on the path the PCs take.

When the PCs step through the portal, read:

The air is warm and the ground dusty where the portal shimmers faintly behind you. A wide range of steep hills stretches to the horizon, several sharp ravines cutting through them to form narrow valleys. Only scattered foliage breaks the monotonous brown of the landscape.

From where you stand, two separate ravines reach out ahead of you, each featuring a number of small caves at different heights.

The PCs can choose to enter the eastern or the western ravine, or they can set out across the hilltops. The yuan-ti ignans guard their new "friend" Siolim (thanks to the power of suggestion), Gidrius (G) in the eastern ravine and Lusudrus (L) in the west. Siolim (S) starts in the northeast cave.

The PCs should be positioned at the southern end of the map. The ignans are not hiding, so no Spot check is required to see them.

If the PCs enter either of the ravines, read:

The crest of the rocky slope towers above you, obscuring the hills beyond. A dry wind whips dust through the ravine, shrouding the echo of your footsteps and the calls of distant birds.

When the PCs first encounter an ignan, read:

A blast of searing air swirls around you as a reptilian creature covered in rust-red scales emerges from the side of the ravine. It has a massive mace in one hand and a shield in the other, its two-pronged tail twitching as though with a mind of its own.

If the PCs enter the gauth's cave, read:

At the back of this massive cave, a strange sculpture stands covered in a layer of dust. A large golden rod supports an array of six smaller gems on rods of brass. A seventh, larger gem forms a centerpiece, also held in place by brass. The design of the piece resembles a beholder, though the sculptor seemingly ran out of material halfway through. The gold and gems are clearly of greater worth than the bits of brass used to bind them all together.

TACTICS

Though under the gauth's control, the yuan-ti ignans do not fight mindlessly but take advantage of the terrain where possible. If either of the ignans hear combat break out with Siolim, they move in that direction but arrive only after 1d4+1 minutes.

If the PCs are exceptionally stealthy, they might catch Siolim in his lair. Otherwise, he emerges at the sound of combat or when he spots the party's approach. In this case, the gauth observes the PCs from hiding to assess their strengths and weaknesses, attacking only after both ignans fall.

Siolim takes every advantage of his ability to fly, hovering outside melee range if the fight occurs in the ravines, or taking cover around corners if fighting within the caves. The gauth attempts to paralyze spellcasters while he uses suggestion to have combat-oriented characters step away from the

FEATURES OF THE AREA

The area has the following features.

Echoes: All Move Silently checks in the area take a -10 penalty (a -4 penalty if made by flying creatures).

Natural Bridge: Characters crossing this arch must succeed on DC 10 Balance checks or fall.

Natural Chimney: These vertical passageways average 5 feet in width, and require a DC 15 Climb check.

Natural Pillars: 5 feet thick; AC 3, hardness 8, hp 900, break DC 45; Climb DC 20. These naturally occurring high points give a complete view of the area to anyone willing to climb them. It takes a DC 10 Balance check to stand atop a pillar due to its uneven surface and the wind that sweeps through the area.

A natural pillar provides cover. A pillar can be pushed over with a Strength check that exceeds its break DC, dealing 10d6 points of damage to creatures in the squares that it falls in (DC 15 Reflex half). A pillar fills the squares it falls in with dense rubble (see page 52).

Shallow Pool: It costs 2 squares of movement to enter a space in a shallow pool, and the DC of Tumble checks in

such squares increases by 2. Shallow pools impose a -2 circumstance penalty on Move Silently checks.

Ravine Walls: These crumbling stone walls require a DC 15 Climb check to scale.

Scrub: The low-growing bushes in the area are light undergrowth. A square covered with light undergrowth costs 2 squares of movement to enter and provides concealment. Undergrowth increases the DC of Tumble and Move Silently checks by 2. A creature with a slashing weapon can clear a square of light undergrowth with a full-round action.

Steep Slope: Characters moving uphill (to an adjacent square of higher elevation) must spend 2 squares of movement to enter each square of steep slope. Characters running or charging downhill (moving to an adjacent square of lower elevation) must succeed on a DC 10 Balance check upon entering the first steep slope square. Mounted characters make a DC 10 Ride check instead. Characters who fail this check stumble and must end their movement 1d2×5 feet later. Characters who fail by 5 or more fall prone in the square where they end their movement. A steep slope increases the DC of Tumble checks by 2.

ENCOUNTER: CAVES OF HORROR

GIDRIUS AND LUSUDRUS

CR 7

MM4 188

hp 93 each (11 HD); **DR** 10/magic

Male yuan-ti ignan

CE Large monstrous humanoid (fire)

Init +1; **Senses** darkvision 60 ft.; Listen +8, Spot +8

Languages Common, Ignan, Yuan-Ti

AC 19, touch 10, flat-footed 18

Immune fire

SR 15

Fort +7, **Ref** +8, **Will** +9

Weakness vulnerable to cold

Speed 30 ft. (6 squares)

Melee heavy mace +16/+11/+6 (2d6+5 plus 1d6 fire) and gore +13 (1d8+2 plus 1d6 fire) and tail slap +13 (1d8+2 plus 1d6 fire)

Space 10 ft.; **Reach** 10 ft.

Base Atk +11; **Grp** +20

Atk Options Power Attack; constrict 1d8+2 plus 1d6 fire, improved grab, magic strike, tail grapple

Abilities Str 21, Dex 13, Con 18, Int 6, Wis 14, Cha 11

Feats Alertness, Multiattack, Power Attack, Weapon Focus (heavy mace)

Skills Listen +8, Move Silently +4, Spot +8, Survival +5

Possessions light steel shield, heavy mace

Improved Grab (Ex) To use this ability, a yuan-ti ignan must hit an opponent of up to Large size with a tail slap attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple check, it establishes a hold and can constrict.

Tail Grapple (Ex) If a yuan-ti ignan grapples a foe using its improved grab ability, it does not lose its Dexterity bonus to AC. It can make a single grapple check against the foe as a swift action each round. The ignan is free to perform most other actions as normal, but it must obey the standard rules for moving while in a grapple. An ignan can use armed or natural attacks against a creature so grappled.

An ignan making a tail grapple check as a swift action cannot also use a standard or full action to grapple the foe in its tail in the same round.

fight. He falls back on his damage-dealing attacks if these tactics fail.

The ignans fight to the death, but Siolim attempts to flee if reduced to 15 or fewer hit points.

DEVELOPMENT

After defeating the ignans, or if they bypass those guardians completely, the PCs have a chance to locate Siolim's lair. The apparent sculpture is, in fact, the forgotten king's scepter. Stolen by an ancestor of Siolim's, it was taken apart and reshaped by the addition of brass fittings. The gold support is the scepter's handle, while the gems are its headpiece and adornments.

If the PCs retreat from Siolim and do not return for a day or more, assume that a second team of Vanguard operatives succeed in defeating him and acquiring the scepter. The same result happens if the PCs slay him but do not take or destroy the scepter.

SIOLIM, ADVANCED GAUTH

CR 7

MM 26

hp 75 (10 HD)

LE Medium aberration

Init +6; **Senses** all-around vision, darkvision 60 ft.; Listen +4, Spot +21

Languages Beholder, Common

AC 19, touch 12, flat-footed 17

Immune flanking

Fort +6, **Ref** +5, **Will** +11

Speed 5 ft. (1 square), fly 20 ft. (good); **Flyby Attack**

Melee bite -1 (1d6-1)

Ranged eye rays +9 touch

Base Atk +7; **Grp** +6

Special Actions stunning gaze

Abilities Str 8, Dex 14, Con 16, Int 15, Wis 15, Cha 14

Feats Ability Focus (stunning gaze), Alertness^B, Flyby Attack, Improved Initiative, Iron Will

Skills Hide +15, Knowledge (arcana) +15, Listen +4, Search +19, Spot +21, Survival +2 (+4 following tracks)

Eye Rays (Su) Each of a gauth's eyes can produce a magical ray once per round as a free action. During a single round, a gauth can aim only two eye rays at targets in any one 90-degree arc. The remaining eyes must aim at targets in other arcs, or not at all.

Each eye ray has an effective caster level of 12th, a range of 100 feet, and a save DC of 17.

Suggestion: As the spell (Will negates). Siolim has developed this ray in place of a normal gauth's *sleep* ability.

Inflict Moderate Wounds: As the spell, dealing 2d8+10 points of damage (Will half).

Dispel Magic: As the targeted dispel function of the spell. The gauth's dispel check is 1d20+12.

Scorching Ray: As the spell, dealing 4d6 points of fire damage (no save). A gauth creates only one ray per use.

Paralysis: Target must succeed on a Fortitude save or be paralyzed for 2d10 minutes.

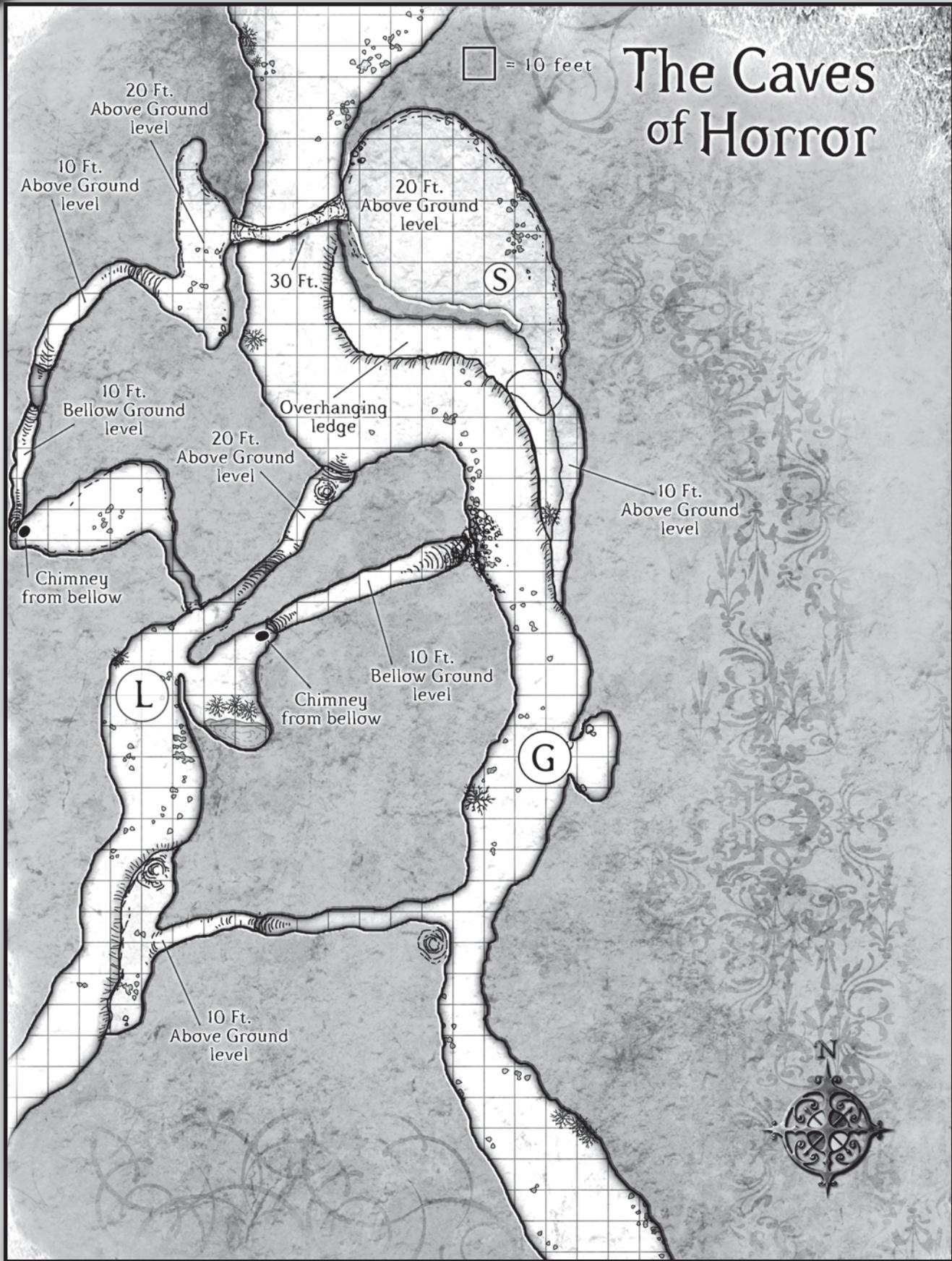
Exhaustion: As the spell *ray of exhaustion* (no save).

Stunning Gaze (Su) Stun for 1 round, 30 feet, Will DC 19 negates. Any creature meeting the gaze of the gauth's central eye is subject to this attack. Since the gauth can use its eye rays as a free action, it can use a standard action to focus its stunning gaze on an opponent and attack with all eye rays that bear on its foes at the same time.

If Siolim manages to flee, the Vanguard has a 50% chance of finding his new lair and claiming the scepter.

Treasure: A successful DC 10 Disable Device or DC 15 Search check reveals that the forgotten king's scepter can be reassembled. Doing so requires two DC 15 Craft (metalworking) or Profession (jeweler) checks, or two DC 22 Disable Device checks. If any check fails by 5 or more, a piece of the scepter is bent or damaged in the attempt, and it can never be restored. If the PCs do manage to reassemble the scepter, they gain an advantage against the risen king (see encounter S4-A, page 52). The scepter is worth 3,000 gp whole, or its base components can be sold for 1,750 gp.

In addition, a *lesser metamagic rod* (extend) and a *ring of jumping* lie hidden beneath a rock at the rear of the cave (Search DC 22).



The Blasted Land

□ = 10 feet



W

I

Dry Stream Bed

Dry
Stream
Bed

THE BLASTED LAND

Encounter Level 9

SETUP

A Vanguard team arrived here four days ago seeking an object touched by Sertrous himself. Now only one yuan-ti halfblood survives, though twisted by contact with the item, and attempts to return to the portal with his prize.

When the PCs step through the portal, read:

Instead of taking you to a new location, the green glow that wraps you suddenly flares. Every inch of your skin feels lanced by white-hot needles even as your bones freeze from the inside out. A scream builds in your chest, but you have no breath to loose it. Then with a start, you find yourself standing on cracked and broken earth. The portal behind you crackles and spits violently, its green light shot through with streaks of red.

As the PCs orient themselves, read:

Huge boulders tower around you, half buried in the desiccated earth. However, as you move, you notice that no shadows mark the ground in this barren landscape. Above you, the sky glows a dull rust-red with no clouds or sign of the sun. A few dead trees dot the landscape, while a dry stream bed strewn with rocks cuts through the ground ahead of you. Far beyond, sporadic hills mark the foot of a jagged black peak.

A character with the Track feat can make a DC 18 Survival check to note that a humanoid creature passed through here a few days ago, moving east.

The PCs can be placed anywhere in the southwestern quarter of the map. If they travel north, they eventually encounter the halfblood Iphariul (I), who is sneaking slowly along the dry creek bed (Spot DC 30).

When the PCs spot Iphariul, read:

A hideous form suddenly emerges from hiding in the dry stream bed. It must once have been a yuan-ti, but its eyes are now empty pools of blackness, its limbs abnormally long.

Another threat awaits the PCs here. The writhing blackness (W), a horror born of the twisted landscape, lurks behind a massive boulder along the stream bed. It does not show itself until the PCs draw within 40 feet of its hiding place.

When the writhing blackness emerges, read:

From behind a boulder, a roiling darkness rises, sprouting a writhing mass of tendrils that lash at you.

TACTICS

The writhing blackness attacks from higher ground when possible. It otherwise targets the closest PCs and fights until destroyed.

Iphariul's main goal is to flee for the portal with his prize, but if confronted by the PCs, he fights with wild abandon. Each round, he has a 50% chance of attacking the closest foe or attempting to escape.

Iphariul and the writhing blackness do not coordinate their actions, but they never attack one another.

DEVELOPMENT

The Vanguard team retrieved a small stone tablet from the cave in which Sertrous sleeps; Iphariul carries it now. Spellcasters can recognize that it radiates overwhelming chaos and evil, even without casting the appropriate spells.

WRITHING BLACKNESS

CR 8

hp 57 (7 HD); DR 10/magic

Living Evard's black tentacles, ghoul touch

N Large ooze

Init +0; Senses blind, blindsight 60 ft.; Listen +0

Languages —

AC 13, touch 13, flat-footed 13

Immune ooze immunities (MM 313)

SR 17

Fort +8, Ref +6, Will +6

Speed 20 ft. (4 squares)

Melee slam +6 (1d6+2 plus ghoul touch)

Space 10 ft.; Reach 5 ft.

Base Atk +5; Grp +15

Atk Options constrict 1d6+4, expert grappler, ghoul touch, improved grab, magic strike

Special Actions engulf

Abilities Str 14, Dex 11, Con 14, Int —, Wis 11, Cha 14

SQ ooze traits

Feats —

Skills —

Expert Grappler (Ex) The writhing blackness can maintain a grapple without penalty and still make attacks against other targets. It is never considered flat-footed while grappling. It has a +4 racial bonus on grapple and engulf checks, and a +2 racial bonus on constriction damage.

Ghoul Touch (Su) A creature hit by the writhing blackness's slam attack must succeed on a DC 14 Fortitude save or be paralyzed for 1d6+2 rounds. While paralyzed, the subject exudes a carrion stench that causes all living creatures in a 10-foot-radius to become sickened (DC 14 Fortitude negates). A *neutralize poison* spell removes the effect. Those immune to poison are unaffected by the stench.

Improved Grab (Ex) To use this ability, the writhing blackness must hit a Large or smaller creature with its slam attack. It can then attempt to start a grapple as a free action without provoking attacks of opportunity. If it wins the grapple, it establishes a hold and can constrict.

Engulf (Ex) The writhing blackness can flow around creatures that fit within its space as a standard action. Creatures that succeed on a DC 19 Reflex save are pushed back or aside (their choice). On a failed save, a creature is engulfed. Engulfed creatures are subject to the writhing blackness's constrict and ghoul touch abilities each round, and are considered grappled.

Opponents can make attacks of opportunity against a writhing blackness attempting to engulf them, but if they do so, they are not entitled to a saving throw.

ENCOUNTER: THE BLASTED LAND

Iphariul

MM 264, Complete Arcane 160
hp 38 (7 HD); DR 5/magic

CR 6

Male pseudonatural yuan-ti halfblood
CE Medium outsider
Init +5; Senses darkvision 60 ft., scent; Listen +16,
Spot +16

Languages Abyssal, Common, Draconic, Yuan-Ti

AC 20, touch 11, flat-footed 19; Dodge

Resist acid 5, fire 5 **SR** 16

Fort +3, Ref +6, Will +9

Speed 30 ft. (6 squares)

Melee mwk scimitar +10/+5 (1d6+2/18–20) and
bite +4 (1d6+1 plus poison)

Ranged mwk composite longbow +9/+4 (1d8+2/x3)

Base Atk +7; Grp +9

Atk Options Blind-Fight, Combat Expertise; poison (DC 14, 1d6 Con/1d6 Con), *produce acid*, true strike

Spell-Like Abilities (CL 8th):

At will—*detect poison* (CL 6th)

3/day—*animal trance* (DC 15), *cause fear* (DC 14),
entangle (DC 14)

1/day—*deeper darkness*, *neutralize poison* (DC 17),
suggestion (DC 16)

Abilities Str 15, Dex 13, Con 13, Int 18, Wis 18, Cha 16

SQ alternate form, alternate form, *chameleon power*

Feats Alertness^B, Blind-Fight^B, Combat Expertise, Dodge, Improved Initiative

Skills Concentration +11, Knowledge (religion) +14, Knowledge (the planes) +14, Hide +10*, Listen +16, Spot +16

*A halfblood using *chameleon power* gains a +10 circumstance bonus on Hide checks.

Possessions masterwork studded leather armor, masterwork heavy steel shield, masterwork scimitar, masterwork composite longbow (+2 Str bonus) with 20 arrows, Sertrous-touched stone (see text)

Produce Acid (Sp) Iphariul can exude acid from his body, dealing 3d6 points of acid damage to the next creature he touches, including a creature hit by his bite attack. If Iphariul is grappling or pinning a foe when he uses this power, his grasp deals 5d6 points of acid damage. The acid becomes inert when it leaves Iphariul's body, and he is immune to its effect.

True Strike Once per day, Iphariul can gain a +20 insight bonus on a single attack roll, with no miss chance against a target with concealment or total concealment.

Alternate Form (Sp) Iphariul can assume the form of a Tiny to Large viper (MM 280) as a psionic ability. He uses his own poison for the viper's bite attack.

Alternate Form (Su) As a standard action, Iphariul can take the form of a grotesque, tentacled mass. This has no effect on his abilities, but other creatures take a –1 penalty on attack rolls against him.

Chameleon Power (Sp) Iphariul can psionically change his coloration to match his surroundings, granting him a +10 circumstance bonus on Hide checks.

If Iphariul escapes, he delivers the Sertrous-touched stone to the Vanguard. If the PCs slay him but leave the stone behind, another Vanguard agent retrieves it. Only if the PCs take or destroy the stone do they prevent its use in the ritual. It is no harder than normal stone to destroy (hardness 8, 30 hp).

Action Points: The Sertrous-touched stone is an anchor point for the sacrament. Acquiring or destroying it earns the PCs 2 action points.

FEATURES OF THE AREA

The area has the following features.

Boulder: Climb DC 10. A boulder provides cover.

Cracked Earth: The blasted ground here (including the stream beds) is treated as light rubble. Light rubble adds 2 to the DC of Balance and Tumble checks. Any creature attempting to run or charge over light rubble must succeed on a DC 10 Balance check.

Dead Tree: 5 feet thick; AC 3, hardness 5, hp 600, break DC 35; Climb DC 15. A tree takes up 1 square and provides cover to anyone behind it.

SHIFTING TERRAIN

As the PCs explore, the supernatural effects of the area begin to make themselves known.

- PCs walking at the same speed are suddenly separated by 5–30 feet (1d6 squares).
- The mountain on the horizon appears to move closer and farther away, whether the PCs are walking toward it or not.
- The surface texture mimics mud, stone, or scree, but with no corresponding visual change or effect on movement. The odd shifts in perspective and elevation have a dramatic effect on combat. At the beginning of each creature's turn, roll 1d10 and consult the following table. The writhing blackness is immune to these effects.

d10 Result

1–6 Subject is instantly shifted a number of squares equal to the die roll¹

7–9 No effect

10 Abnormal event²

1 Random direction. If shifted into a solid object or an occupied square, place the creature in the nearest empty space. If a grappled creature moves, all creatures involved in the grapple move with it. A creature grappled by the writhing blackness is immune to this effect.

2 The effect depends on terrain.

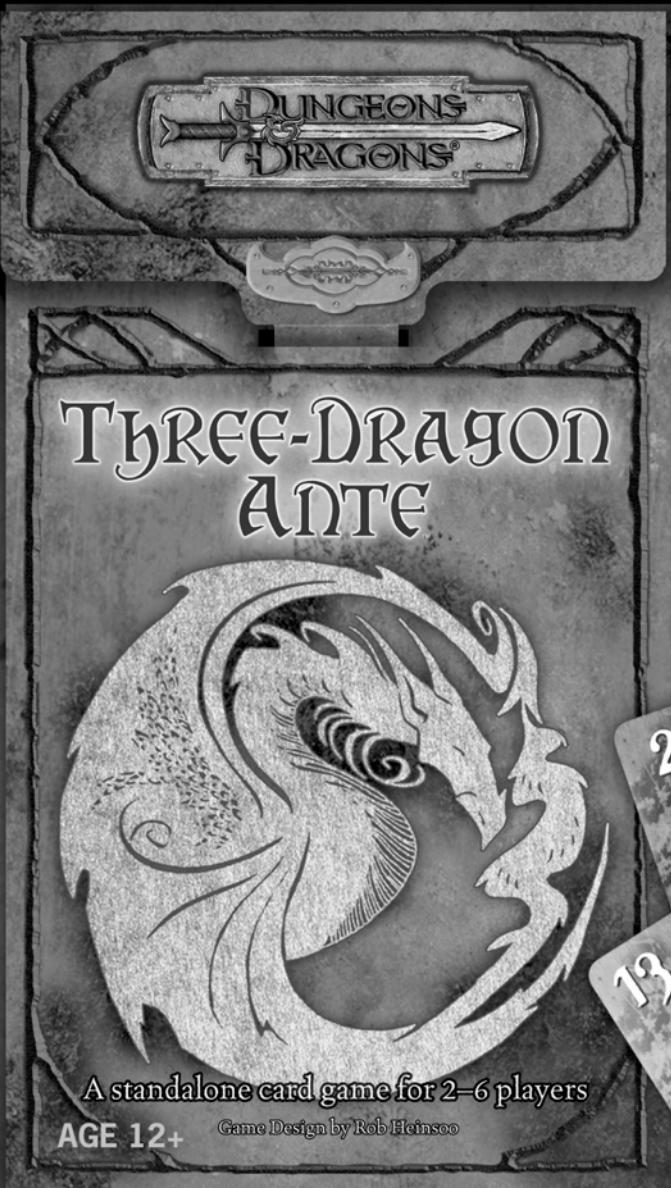
Cracked Earth: A pit opens up beneath the subject, dropping it 10 feet for 1d6 points of damage (Reflex DC 20 avoids). A DC 10 Climb check is required to escape the pit. Pits close after they are empty for 1 round.

Dry Stream Bed: The subject is hit by a wave of force that deals 1d4 points of damage. In addition, its movement rate is reduced by 5 feet for 1 round (as though wading through water).

Near a Tree: A subject within 5 feet of a dead tree must make a grapple check against it (size Large, Strength 16, +9 grapple modifier). If the tree wins, it grapples the subject for 1 round. If another roll of 10 for terrain effects results on the next turn, the subject makes another grapple check.

On a Boulder: The subject is thrown as the boulder shudders, taking 1d6 points of damage (Reflex DC 25 avoids).

The PCs probably won't continue traveling once the encounter occurs. However, if they try to do so, the twisting of the environment becomes increasingly severe. Instead of a few feet, PCs might end up hundreds of yards—or even miles—apart. They might begin to take increasing amounts of ability damage, or suffer chaotic effects such as growing extra limbs that vanish after a few rounds. PCs who insist on continuing beyond the scope of this encounter eventually transform into hideous pseudonatural creatures much like the one they find here.



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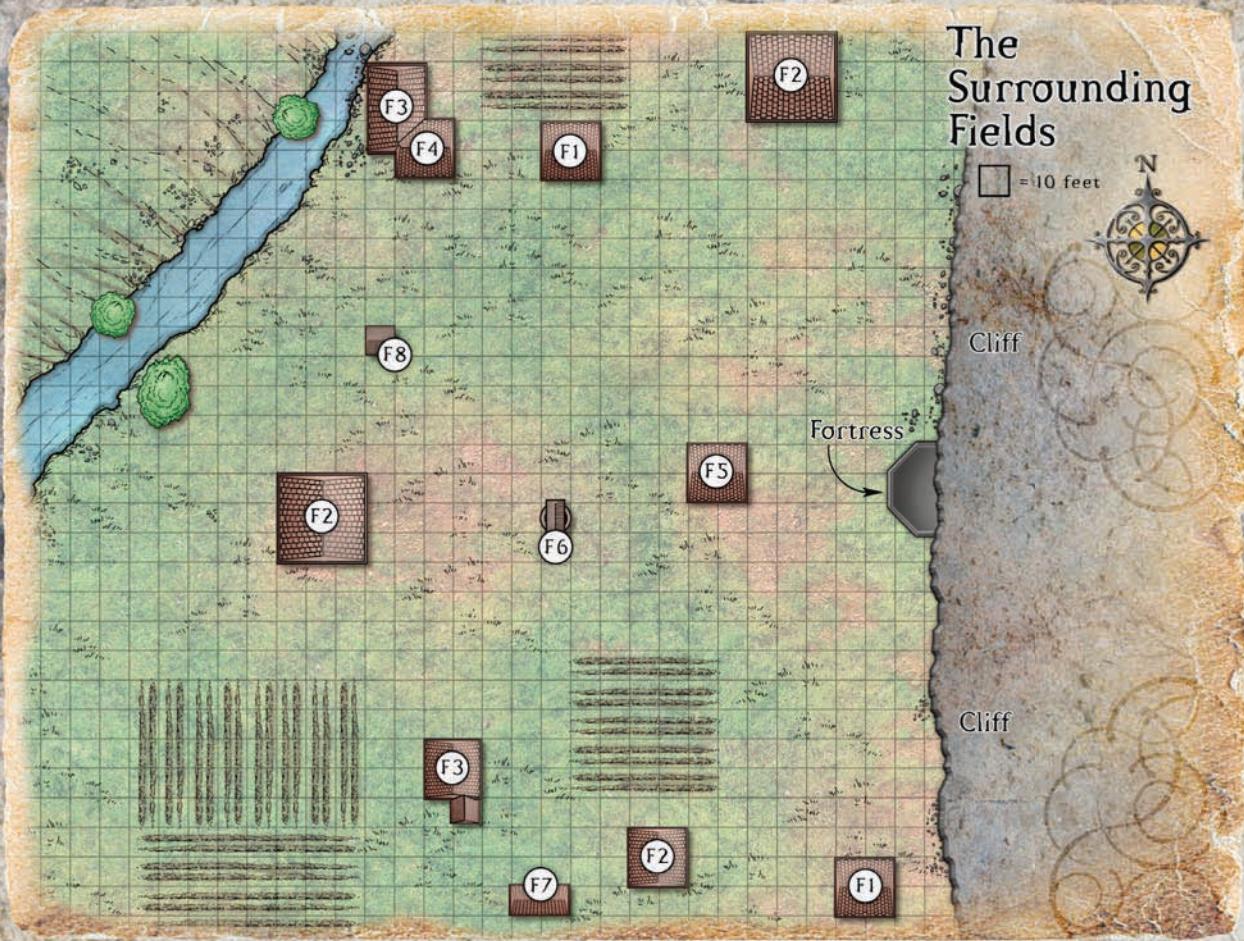
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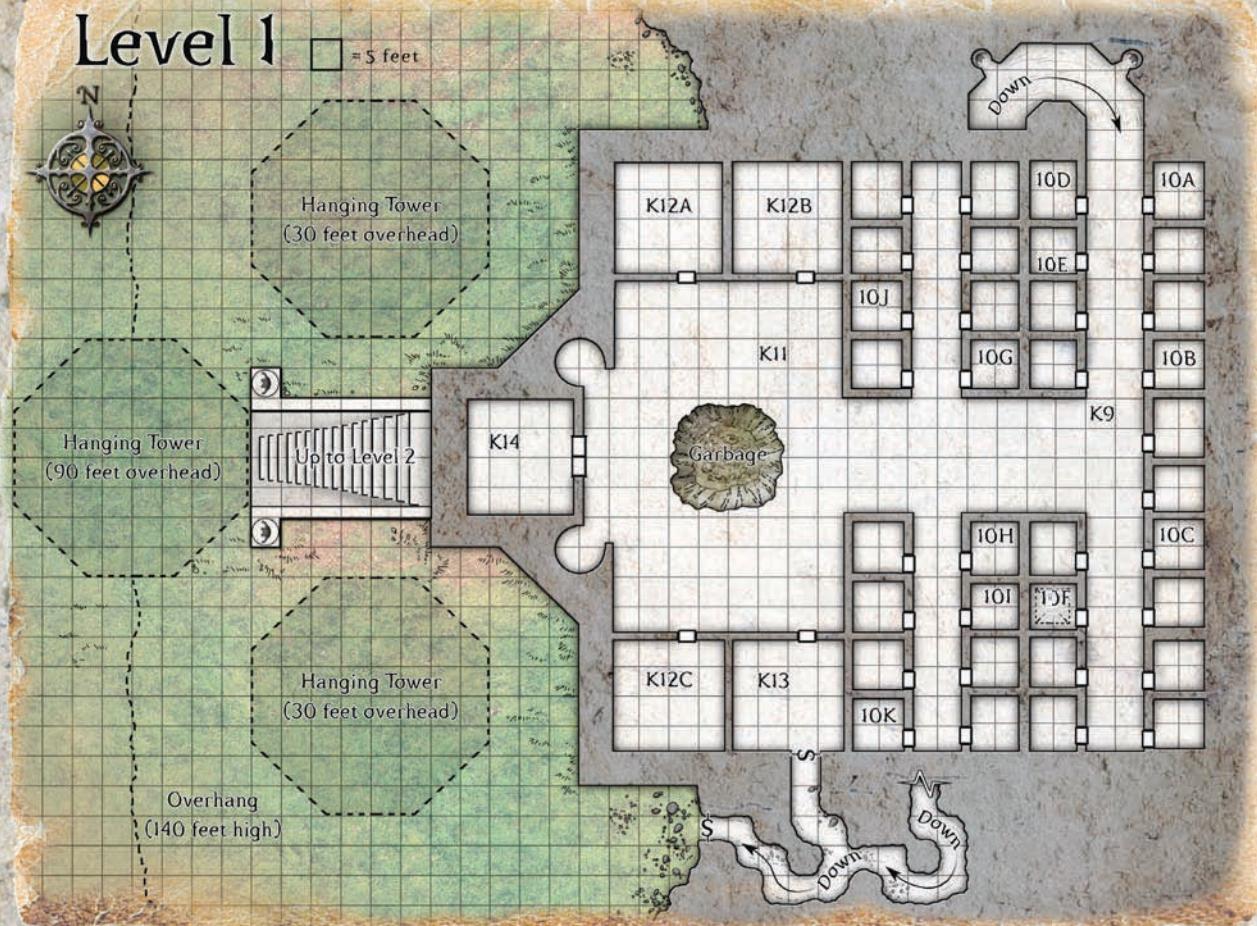
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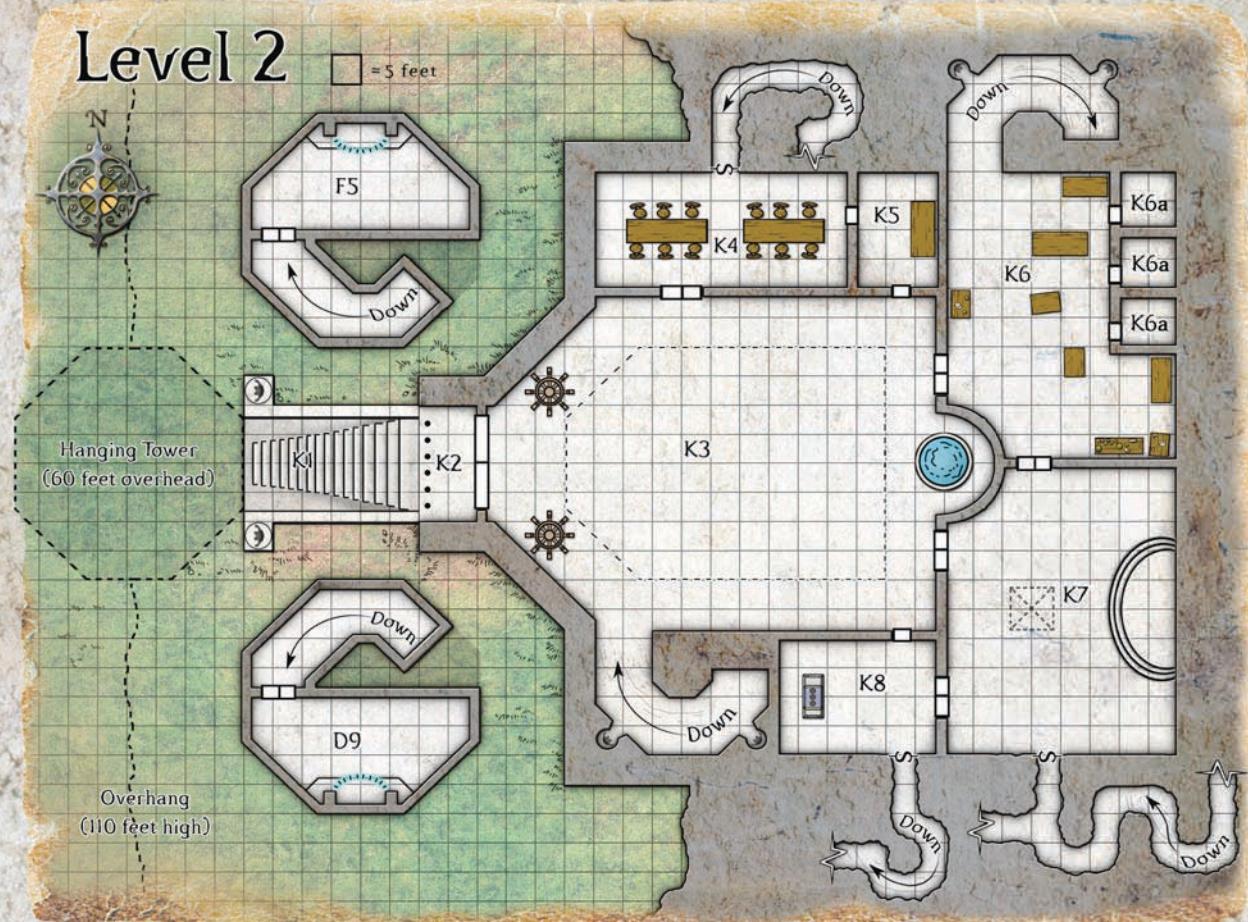
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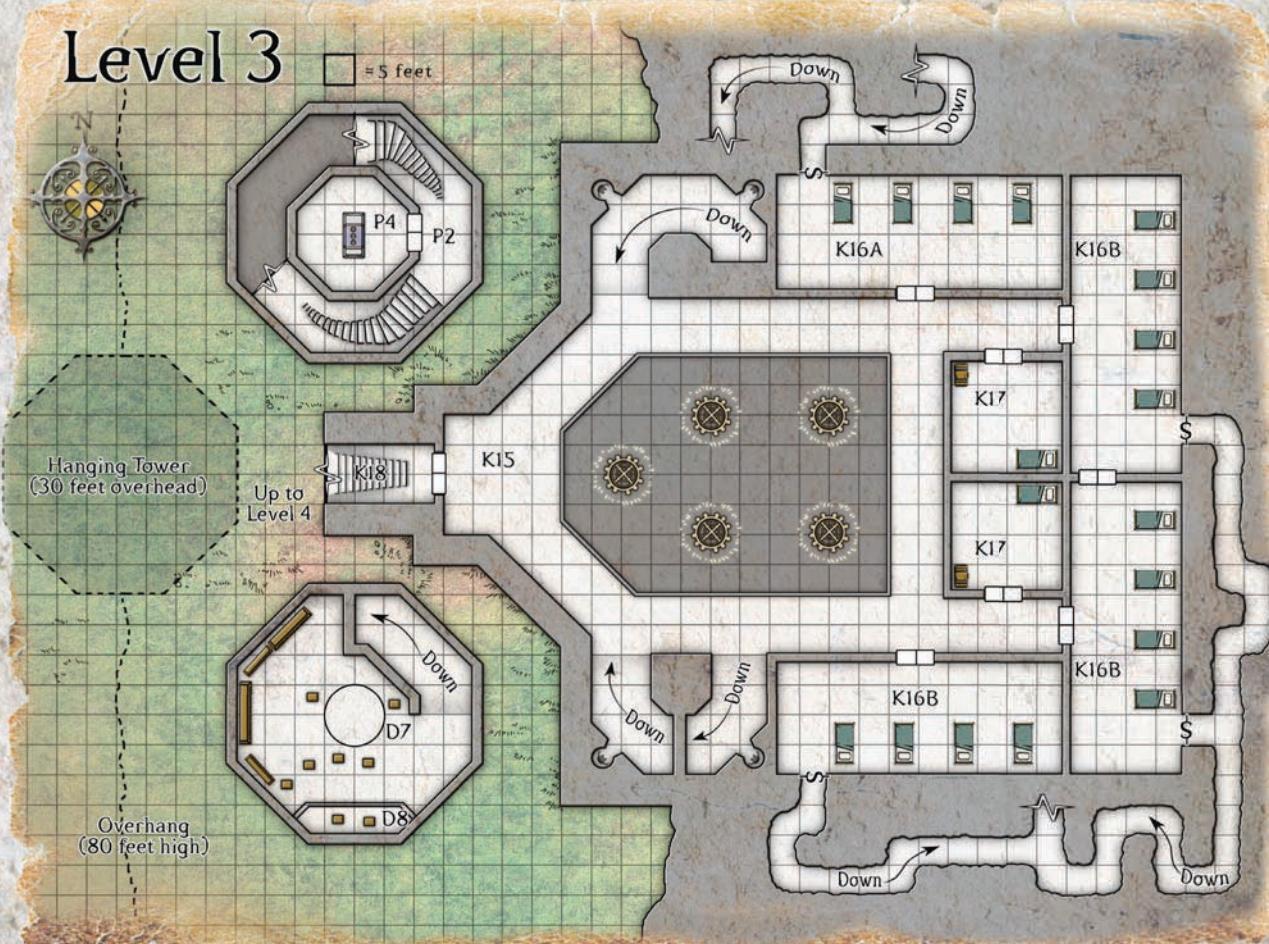
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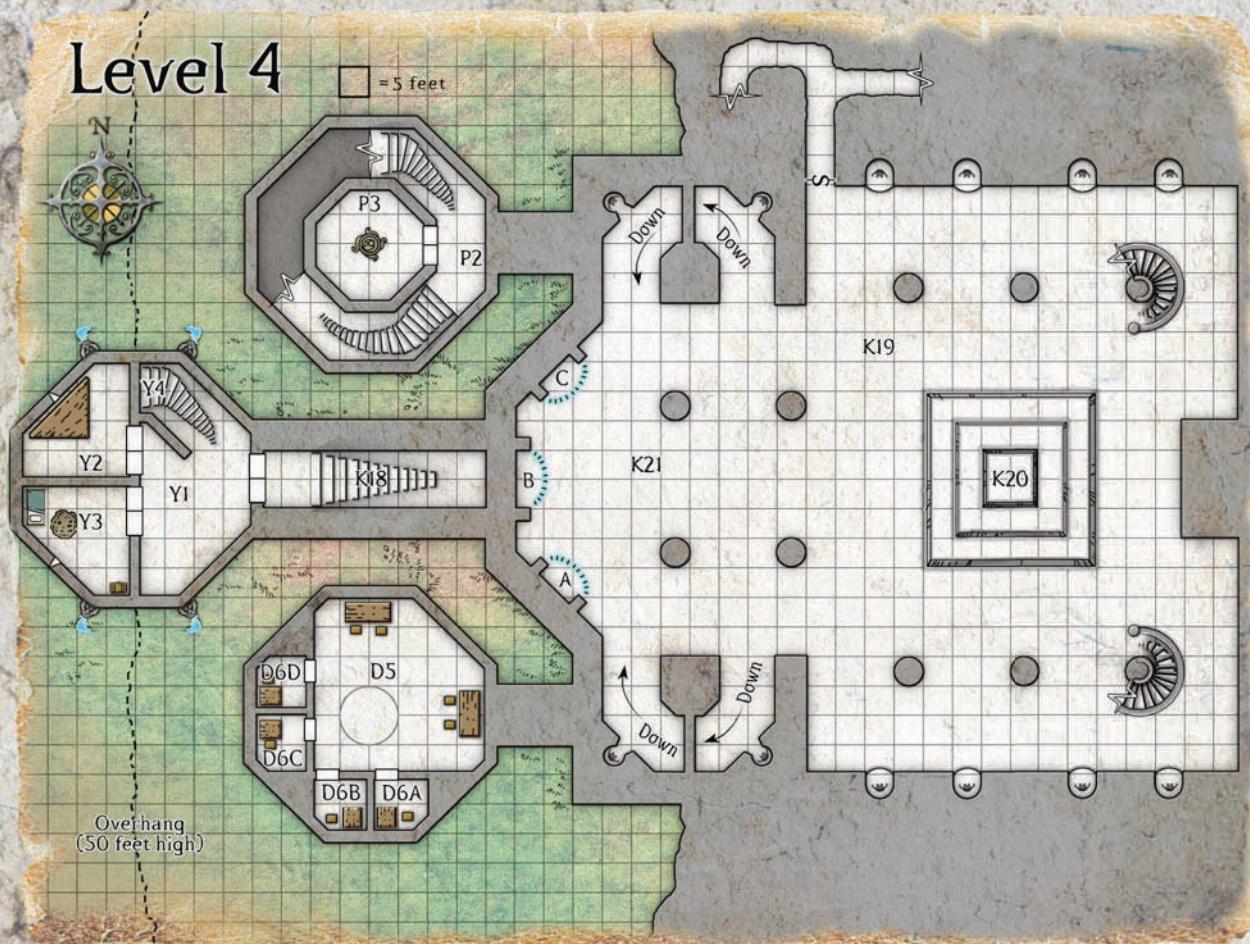
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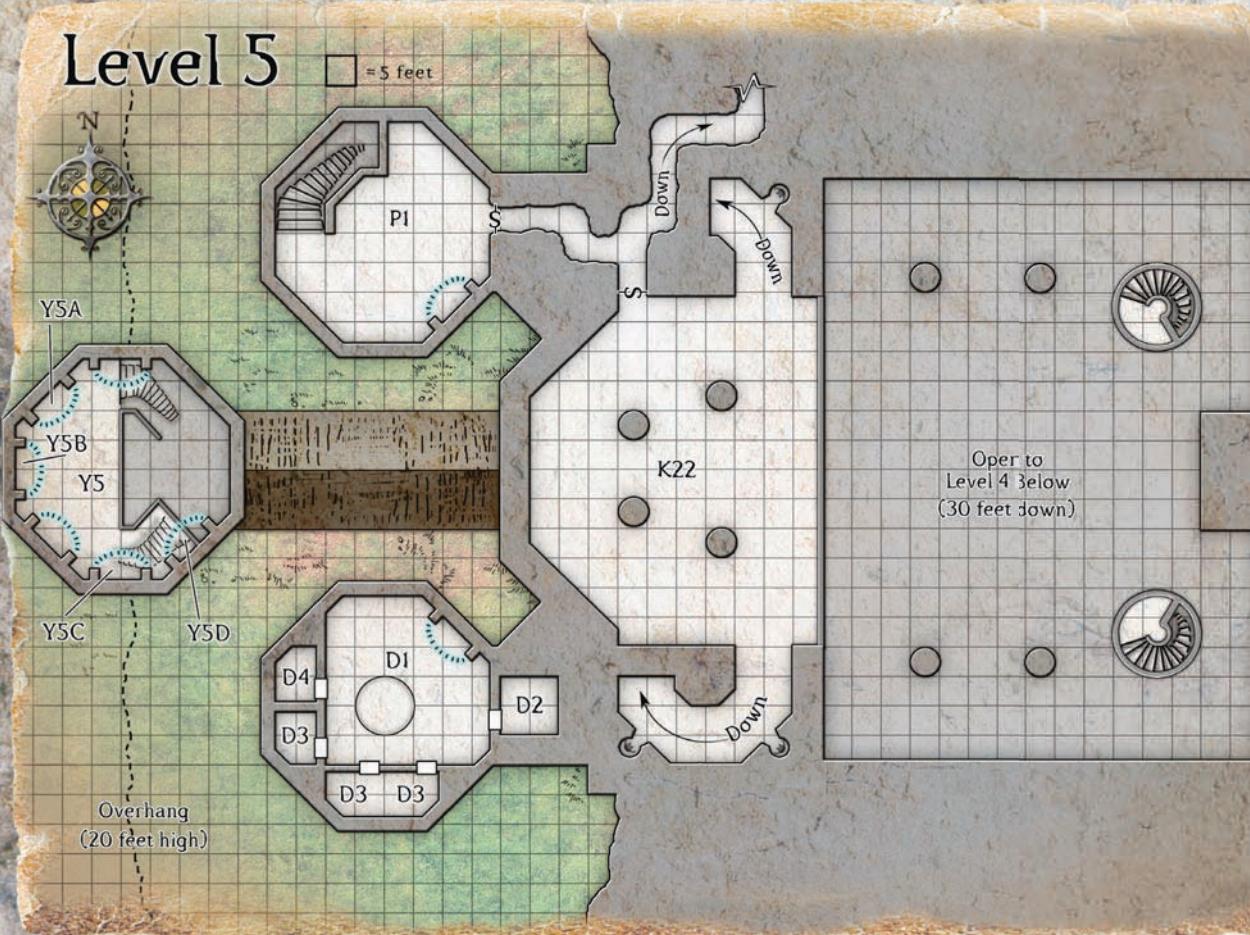
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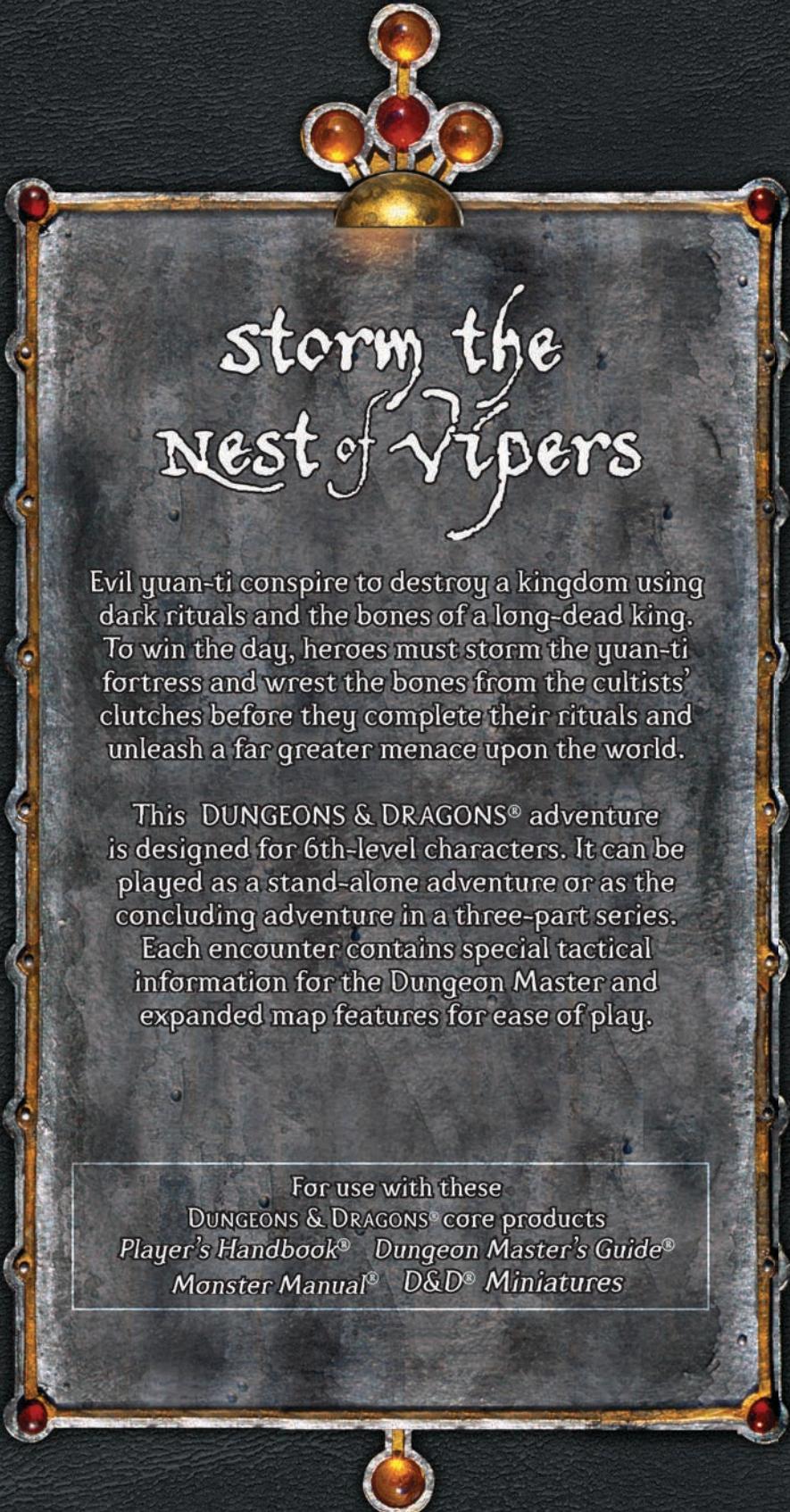
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Level 5







storm the Nest of Vipers

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