

SWORD  
SORCERY

# Ravenloft

# GAZETTEER



VOLUME II

A Ravenloft Campaign Setting Supplement



# GAZETTEER

## VOLUME III

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# GAZETTEER<sup>TM</sup>

## VOLUME III

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# Foreword

*The wind blows east, the wind blows west;  
What skills it to mourn or to talk?  
A journey I have, and far ere I rest;  
I must bundle my wallets and walk, walk,  
I must bundle my wallets and walk.  
— Thomas Carlyle, "Fortuna"*





**H**ow predictably frustrating. Once again, my reticent patron has seen fit to interfere in my work. Rest assured that his continued meddling does nothing to hasten the efficient completion of the task that he himself set before me. He should be aware that, due to this latest annoyance, I am no longer where he expects me to be.

I trust I have gained my patron's attention? If so, then allow me to remind my patron of my growing list of grievances before informing him where I can be found.

Nearly six years ago, Azalin Rex, Lord of Darkon, was thought destroyed in the Requiem, a cataclysm of his own making. I have written of these events before, and I will address them in greater detail in the coming weeks, so I shall omit a full recounting for now. Indeed, I remain convinced that my dear patron already knows the details intimately.

Just over a year ago, Azalin "miraculously" reappeared and set about restoring order to his fractured kingdom. As my patron knows, I am well aware of the truth underlying these events. By all accounts, Azalin has struggled to make up for the years of his "exile," so to speak.

Which returns me to my original complaint. Late last winter, I was approached by the unsavory agents of a wealthy and anonymous Darkonian, who wished to procure my services in preparing a survey of all the lands of the Core — an extensive project to say the least, requiring years to complete.

Azalin returns after his long absence, and in short order I am courted by a faceless patron desiring an update on the state of the world. What a remarkable coincidence.

These petty games must end, my dear patron. I know that you are Azalin Rex, and your continuing refusal to admit this simple fact — and the inherent insinuation that I cannot deduce it — is no less insulting now than when I accepted this challenge.

Does my patron withhold his identity because he doubts my competence? Need I remind my patron of my qualifications or that his agents approached me? I am an accomplished scholar, with degrees from both the University of Il Aluk and the Brautslava Institute. I possess a wide range of expertise in matters both magical and sociological. For five years I engaged in intensive, independent study of the Requiem — at no small cost to myself, I might add. Not only am I the leading expert on

the true causes of the Requiem and the Slain City it created, my research taught me much about the true nature of our world.

In short, I am no mindless puppet to be jerked about at my patron's pleasure. If he will not accept this and address my grievances, then I suggest that he teach his malodorous coachmen their letters and have them complete the Doomsday Gazetteers in my place.

*Fear not, my impertinent little scholar. You have earned my name, and you shall receive confirmation soon enough.*

Having made my position clear, allow me to move on. Accepting the proposal, I met with my patron's agents six months ago in Viaki. From there, they were to transport me to my initial destination. Little did I know that I would spend countless days locked in their stifling, windowless wagon, being jolted by every stone in the road. I must say that if these thugs represent all that remains of Azalin's once-vaunted secret police, then his fortunes have fallen even further than I surmised.

*Those men, Kargat? Nonsense. Mere sell-swords, worth less than the wagon they drive. Yet rest assured, my little scholar: your value has not escaped my attention.*

Since that hellish start, I have successfully conducted surveys of four countries of the southeastern Core: Barovia, Forlorn, Hazlan, and Kartakass. I completed my report on Kartakass and shipped it off to Darkon just a few days ago. I hoped to enjoy a few more quiet days in Skald before setting off down the Merchant's Way and into the tumultuous elven kingdom of Sithicus, but this was not to be.

Last night, my patron's obnoxious coachmen were so kind as to reenter my life, bearing new orders: I was summoned back to Darkon. This leads me to ask, what then, was the purpose of sending me off to the far end of the Core? Was this first phase of my survey nothing more than a test of my ability?







Indeed, the first test of many. Your recognition of that fact was the second.

The coachmen ordered me to meet them in front of the inn at daybreak, but I will be damned if I ever set foot in that rolling coffin again. A Vistani caravan had settled outside the town walls. Despite my patron's admonishments against relying on the gypsies, I sought them out at once and hired them to transport me home.

Let this then serve as notice to my patron that I am not currently locked in his rolling box. I am already home, penning this note from my inn rooms in Nevuchar Springs. I have come home, my illustrious patron. Perhaps, if the fates are kind, you may even consider deigning to grant me an audience. I humbly suggest that six months is more than enough time to spend on this fool's errand without the benefit of knowing just what you expect from my work.

## Report format

**D**uring the first six months of this project, I have settled into a regular travel schedule, allotting roughly six weeks to study each country. As a note, since my upcoming report on Necropolis will, by necessity, be compiled largely from my existing research, I have dedicated a full three months to study my homeland of Darkon. My patron will thus receive my reports on Darkon and Necropolis in a single folio, after which I will resume my practice of relaying single reports upon the conclusion of each survey. When appropriate, I will provide so-called local color through direct excerpts of my interviews with the native populace. For clarity's sake, I shall present these anecdotes in illuminated sidebars.

Also for the sake of clarity, I have also settled into a standard report format, as follows:

### Landscape

In this section, I present a naturalist's view of each region I visit, focusing on noteworthy features of its landscape, flora, and fauna. I also take note of important waterways and trade routes.

### History

I have discussed the frustrations of history before, but for the sake of reference allow me to

refresh my patron's memory. Objectively speaking, many lands in our world have existed for only a very short time. On those occasions when the Mists have parted, however, the lands they revealed have usually appeared fully formed and fully populated. The inhabitants of these new lands bear full memories of lives well before the emergence of their home. In addition, their historical records often stretch back centuries.

Common wisdom holds that these new lands are simply "revealed" to the world, having existed all along while hidden deep in the Misty Border. Occultists in some circles, though, posit the existence of other worlds — the supposed homes of the "outlanders" with which I trust my patron is familiar. These occultists theorize that each of these realms was perhaps drawn into our Land of Mists from one of these so-called outlander worlds.

I once scoffed at such wild theories, but I now reluctantly accept them, at least on a theoretical basis. Yet when one probes into the recorded history — or even living memory — of a region before its emergence, such a history has often proven vague, incomplete, or even self-contradictory.

This leads me to the disturbing hypothesis that each land in our world — with a few exceptions, such as Necropolis — may simply have been created from whole cloth on the day that it first appeared in the Mists. Every aspect of the region's history, memories, and lives that predate that day may be nothing more than an unfathomably complex phantasm. I hesitate to guess at the power of the nameless forces that would be capable of such creation, but the facts speak for themselves.

Thus, I endeavor to establish a "seminal event" during which each land first emerged — or, perhaps, materialized. Following this seminal event, cross-referenced historical documents from surrounding lands confirm the region's objective existence. The comfort I take from the knowledge that Darkon's objective existence can be verified long before my birth is worth repeating. I am real, as are my memories.

I cannot confirm that anything before this seminal event actually occurred in any real sense. Therefore, although I include this "false history" in my accounts, I focus instead on those historical events that still resonate in the present.

### Populace

In this section, I present a census taker's view of each land. My survey includes physical charac-





teristics, demeanor, customs, cuisine, fashions, and an overview of prevalent religions. I am at least passing familiar with many languages of the Core, so I may present my patron with brief primers for these foreign tongues. Mind you, half of this next Doomsday Gazetteer will dwell on realms in which the common tongue is Darkonese. Under more reasonable conditions, I would feel most foolish translating Darkonese for a Darkonian reader, but until such time as my patron reveals himself, I see no reason to give him the benefit of the doubt.

*You misunderstand my interests, little scholar. The manner of teaching is often as enlightening as the lesson itself.*

## The Realm

In this section, I turn my eye to the flow of power and the manner in which it is exploited. First, I provide an overview of each region's formal government, including law enforcement and prevailing opinion regarding current rulers. Next, I turn to economic power, including forms of currency, natural resources, and notable industries. Lastly, I focus on matters of diplomacy, examining how each region interacts with its neighbors.

In addition, my years of research into the Requiem and my recent sojourn across the southeastern Core have taught me much about the true nature of power. I remind my patron, perhaps needlessly, of the legends of vile persons who have

bound themselves to their realms, seeking power and receiving dire curses. As an amusing aside, I note that my recent Vistani guides were aware of these legendary tyrants, although their preferred term was "darklord." I hold to my hypothesis that the identities of these dread lords constitutes my patron's true goal in this survey, so I shall continue to present likely suspects whenever evidence presents itself. All things considered, I trust that my patron will not find reading his own biography too tedious.

## Sites of Interest

Here I present a brief travelogue of my journey through the significant settlements and other intriguing locales in each region, including noteworthy structures and inhabitants. To capture the flavor — and at times, annoyances — of my travels, I list communities and sites of more esoteric appeal in the order in which I visit them.

Simply for my own reference, I also include a few notes on food and lodging for each community. Should my patron continue his meddling, I fully expect soon to find myself running in circles.

## Parting Thoughts

Upon the completion of my survey of each land, I compile my notes and conclude with my executive summary of the region as a whole. For my patron's benefit, I will distill my impression of the land, including potential causes for concern and weaknesses that might be exploited.

## How to Use This Book

The book you now hold is an annotated version of the Doomsday Gazetteer Volume II, compiled from the narrator's reports and correspondence. The bulk of this text is a travelogue, relating the narrator's experiences and observations during a six month survey of four domains of the northern Core: Darkon, Necropolis, Lamordia, and Falkovnia.

The narrator's patron may also occasionally remark on the narrator's commentary, perhaps to offer a differing opinion, as can be seen above.

Sidebars like this one present special game material that should be read only by the Dungeon Master. If you are a player, reading these sections may spoil some of the mystery your Dungeon Master has in store for you. Keep in mind that Rule 0 still applies; "Dread Possibility" sidebars in particular present secrets and adventure ideas that may or may not be true. The Dungeon Master

should decide whether these scenarios apply to her campaign.

The final section of this book, Attached Notes, presents a collection of appendices covering new game rules, magic, creatures, NPCs, and locations. Whenever the narrator refers to attaching extra notes at the end of a report, game material on that subject can be found in the appendix. As with sidebars, players should refrain from reading the Attached Notes.

A single copy of each Doomsday Gazetteer exists within the game setting, written in Draconic and carefully encoded (requiring a successful Decipher Script check at DC 30 to interpret). Heroes can avail themselves directly of the information found within these pages, but first they must obtain the book. This task should invariably entail an adventure in itself.





Heroes would most likely intercept a Doomsday Gazetteer report as it is being delivered to the narrator's patron. Of course, that "powerful and wealthy" patron will seek to recover his property.

While the Gazetteers serve primarily to enrich the Ravenloft setting, Dungeon Masters are just as strongly encouraged to plunder these books for chilling NPCs, locations, and concepts for use in any horror tinged campaign. The Realm of Dread is a jigsaw world, and each element can be easily imported to other settings, including those the Dungeon Master creates herself.

## Domains at a Glance

Each domain report opens with a brief account of the domain's vital statistics, in the following format:

**Cultural Level:** The domain's degree of technological and cultural development, ranging from Savage (0) to Renaissance (9). See Chapter One of the *Ravenloft Campaign Setting* for more details.

**Ecology & Climate/Terrain:** The domain's ecology rating (Full, Sparse, or No) and terrain types (see the *Monster Manual*). These factors determine the effectiveness of summoning spells within that domain. (See "Conjuration" effects in Chapter Three of the *Ravenloft Campaign Setting*.)

**Year of Formation:** The year on the Barovian Calendar when the domain first appeared.

**Population:** The domain's approximate total population. Undead and full-blooded Vistani are not included in population statistics.

**Races:** A racial breakdown of the domain's population. "Other" indicates a mixture of standard nonhuman races not explicitly cited, as well as a smattering of living, intelligent monsters that can pass for human. When more than one human ethnic group lives in the domain, these groups are also broken down in descending order of social dominance.

**Languages & Religions:** Local languages and religions are presented in descending order of popularity. The official or dominant language(s) and religions(s), if any, are labeled with an asterisk.

**Government:** The domain's officially recognized form of government. In Ravenloft, however,

the true, hidden chains of power may take a significantly different form. Not all domains have a centralized authority and some have no formal government at all. When applicable, sidebars also include notes and game statistics for typical members of local law enforcement.

**Ruler:** The domain's publicly recognized political ruler, should the domain have a centralized government.

**Darklord:** The domain's true master. Individual darklords are described in full in the Attached Notes.

## Local Animals and Native Horrors

These sidebars present natural wildlife and unnatural monsters particularly well-suited to adventures in the domain; they are not exhaustive lists of all the creatures to be found. Creature lists are divided into "Wildlife" (common, natural animals) and "Monsters" (uncommon, unnatural threats). To make it easier to prepare an encounter quickly, creatures are listed in order of ascending Challenge Rating. Any creatures in italics are under the influence of the domain's darklord (see "Enchantment" effects in Chapter Three of the *Ravenloft Campaign Setting*). Unless noted otherwise, all creatures can be found in the *Monster Manual*. Creatures marked with an asterisk can be found in *Denizens of Darkness*. Creatures included in the Attached Notes are marked with two asterisks.

## The Native Hero

These sidebars offer special notes and advice on creating PCs native to the domain. Such notes include the local role of the standard races and classes, recommended skills and feats that capture the domain's atmosphere, and examples of typical names.

## Law Enforcement

For quick reference, each report includes a brief sidebar offering game statistics for the typical member of local enforcement.

## Sites of Interest

Each settlement includes a sidebar presenting full community statistics. (See "Generating Towns" in Chapter Four of the *Dungeon Master's Guide*.)





# Report One: Darkon

*I have made my bed  
In charnels and on coffins, where black death  
Keeps record of the trophies won from thee,  
Hoping to still these obstinate questionings  
Of thee and thine, by forcing some lone ghost  
Thy messenger, to render up the tale  
Of what we are.*  
— Percy Bysshe Shelley, “Alastor; or, the Spirit of Solitude”





**H**aving traveled overnight from Kartakass, my Vistani guides delivered me to the eastern shores of Darkon at dawn. The crisp autumn air was still gray in the twilight, the first rays of day struggling to pierce the churning skies of the Nocturnal Sea. I sighted the famed Nevuchar Shrine to the north and was startled by how significantly it had changed since my last visit. I then realized that I had been gone far longer than the months of my southern sojourn. I had turned my back on Darkon in 751 to study the doom of Il Aluk, and the kingdom had not waited for me. As I looked out over the land, I knew that even I, a Darkoniañ, was staring into the unknown.

An immense kingdom, Darkon occupies a full third of the Core. I have heard tales of broader realms in the Mists, but none of them can match Darkon's rich tapestry of landscapes and cultures. Darkon resists pat summarization, boasting a remarkably — and unnaturally — diverse society. Different races, ethnicities, and creeds all mix here in a roiling stew. Even the living and the dead coexist in an uneasy *détente*.

Darkon is peaceful, but not calm. The crux of Darkonian society is the unyielding control of its rex ("king"), Azalin. Azalin's rule — much like my patron's guidance — is unseen yet unavoidable. This is a kingdom of whispers and intrigue, where much is implied but little is seen; creeping nightmares exist but keep to the shadows where they belong. Life is placid for those who know their place, but folk who insist on kicking over stones find the worms.

Darkon's wizard-king is rarely seen, but his sigil — an ornate eye surrounded by golden flames — appears everywhere: engraved above gates, hanging from chains of office, and fluttering on blue-and-black banners. Many Darkonians ascribe supernatural properties to the fiery eye. Some see it as a lucky charm, placing their possessions under Darkon's protection. Many sailors claim that ships whose prows are marked with the fiery eye will always find their way home, even without a crew. Other folk ascribe more malicious properties to the marks, claiming they are windows through which Azalin spies on his subjects.

A handful of cultural threads unite the contrasting elements of Darkonian life. When Azalin fell six years ago, those threads snapped and a dark shroud fell over the kingdom. Since Azalin's re-

## Darkon at a Glance

**Cultural Level:** Dark Age (5) to Chivalric (8). Individual communities are listed with their cultural levels under Sites of Interest, below.

**Ecology:** Full

**Climate/Terrain:** Temperate forest, hill, plains, mountains, and swamp

**Year of Formation:** 579 BC

**Population:** 117,300

**Races:** Humans 75%, Halflings 14%, Gnomes 5%, Elves 3%, Half-Elves 1%, Dwarves 1%, Other 1%

**Languages:** Darkonese\*, Halfling, Gnome, Elven, Dwarven, Falkovnian, Lamordian, Mordentish, Tepestani, Vaasi

**Religions:** The Eternal Order\*, Ezra, the Overseer

**Government:** Feudal hereditary monarchy

**Ruler:** Azalin Rex

**Darklord:** Azalin

turn, however, the country moves toward restoring its faded glory.

Shouldering my bag, I walked toward the distant lights of Nevuchar Springs. Darkon saw me coming.

## Landscape

**D**arkon stretches across the northern Core from the Sea of Sorrows to the Nocturnal Sea, radiating from the gently sloping Vuchar River Valley. Since the Great Upheaval, Darkon's borders have also encompassed the precipitous former lands of Arak to the south. Darkon's climate is temperate but tends toward extremes, with the winters chilly and slushy, the summers muggy, and the springs and autumns pleasant but brief.

Before I discuss Darkon's natural vistas, I must address its supernatural landscape. Darkon was born from death and magic, and its sires have never strayed far. Eldritch power flows through Darkon's planar fabric. While mortal spellcasters tap these unseen forces, at times Darkon's energies manifest independently in the form of eerie phenomena. Every crossroads thorp seems to have strange tales





to tell. Darkonian peasants do freely exhibit their superstitions, yet over the years I have witnessed several of these occult wonders for myself. Some phenomena have intensified since the Requiem.

Fortunately, Darkon's most common phenomena are also its least dangerous. All Darkonians know of "gravelights," dim phosphorescence that hangs just above the ground where bodies are interred. Most commonly witnessed in Darkon's expansive cemeteries, gravelights also glow atop hills and fields, most notably along the Falkovnian border. Intriguingly, gravelights often precede rainstorms by a few hours.

Somewhat more disturbing are scatebrae ("wellsprings"). These small areas, usually measuring no more than a hundred feet across, manifest odd, arcane properties. Scatebrae most commonly appear in one of two forms: sounds become muted in wellsprings of silence, while folk who stray into a wellspring of terror seem flooded with a baseless sensation of fear. Fortunately, scatebrae manifest only in remote areas and dissipate within hours.

Tales abound of natural springs that flow with strange toxins, a gutted ruin that casts the shadow of an intact manor, and a hamlet where mirrors ceased to cast reflections for a full day.

Yet Darkon's most notorious unnatural feature is its inconstant moon: regardless of its phase and in defiance of all astrological theory, the moon is never visible over Darkon's skies on the night of the winter solstice. Darkonians mark this time as Darkest Night, a fearful holiday when the Gray Realm presses so close to the mortal realm that the faintest candlelight can suffice to lead legions of the dead to one's door.

Darkon encompasses numerous ecological niches. Darkonians informally divide their kingdom into six general regions, based on local culture and terrain.

The Vuchar River originates in the region known as the *Regiones Caliginosae* ("Mistlands"). Darkon's Misty Border continually shifts and curls, its fluctuations far more extreme than those seen in other lands. This fog may drift miles inland, giving the northeastern region its name. The Mistlands consist of gently rolling hills and forest glades, and due to inconsistent sunlight, mosses and lichens predominate. What little grass grows here is faded a sickly yellow and seems to whisper secrets in the cool breezes. Banks of fog continually drift through the low-lying areas, supposedly concealing goblin burrows and the entrances to ancient mausoleums.

The Mistlands are home to Darkon's elven society, including the settlements of Neblus and Nevuchar Springs. Although it actually lies well south of the omnipresent fog, the town of Sidnar is often included due to its predominantly elven culture. Some folk claim that ruined towers of vaguely elven design can be dimly seen when the Misty Border recedes to its fullest, but explorers who ventured into the swallowing fog to investigate those ruins never returned. Darkon's elves seldom leave their homes when the fog grows thick. They believe that the borders of reality fade as the Mists swell and lost travelers may wander out of existence entirely.

As the Vuchar leaves the Mistlands, it enters the upper Vuchar River Valley, now better known as the *Vallis Lacrimarum* ("Vale of Tears"). Occupying the eastern heartland, the broad, shallow valley is heavily settled, a patchwork quilt of tilled fields, orchards, and low stone walls. The Vale of Tears is home to the towns of Karg, Maykle, and Delagia and is scattered with farming hamlets, country manors, and lonely cottages.

Since the Requiem, undead predators have crawled upriver from Necropolis to turn the valley into their hunting grounds. Although the larger

## Wellsprings of Silence and Terror

Scatebrae primarily offer an atmospheric tool for the Dungeon Master. They cannot cause harm by themselves, but canny foes may capitalize on their supernatural area effects. Wellsprings of silence have the effects of a silence spell; wellsprings of terror manifest as the spell cause fear. Other effects (such as cold spots or darkness) are less common. Scatebrae vary in intensity; saving throws to resist their effects (when applicable) have DC 10 + 1d10. Scatebrae cannot be dispelled, have a diameter of 1d20 x 5 feet, and typically last 1d4 hours.







communities remain relatively safe, many lone homesteads are abandoned or razed, their crops neglected. Most of the rural population has retreated behind wooden palisades, turning their bucolic villages into overcrowded, fortified encampments. The locals emerge to travel or work their fields only in large, well guarded groups. To my dismay, I discovered that the level of paranoia here now rivals that of the Barovians. Azalin has assigned additional guardsmen to watch over the locals and root out nests of the undead, but the siege mentality shows no sign of dissipating.

South of the Vale of Tears, Darkon quickly climbs into the treacherous Montes Infelices ("Mountains of Misery"). Forming the northern end of the Balinok Mountains, the region's horizon is defined by tortured rock formations and the towering volcanic cones of Mount Nirka (7,960 feet) and Mount Nyid (9,530 feet). Starting at the shores of Lake Korst, the terrain ascends into increasingly rugged foothills dotted by tumbling waterfalls, jagged ridges, steppes cultivated by the local dwarves, and the settlements of Tempe Falls, Mayvin, and Corvia. A handful of fishing settlements such as Rookhausen and Tidemore have cropped up along the sandy bluffs of the Nocturnal Sea, but the heart of the region remains almost entirely uninhabited.

South of Mt. Nirka, one enters the former lands of Arak. In 588 BC, a sandstorm of legendary ferocity eradicated all surface life here. Today, the region is still a blasted, rocky wasteland. Tenacious weeds and shrubs creep back into the lower elevations, but the soil cannot yet sustain trees or crops. Since the Scourge of Arak, these desolate badlands have lain entirely abandoned, home only to bandit retreats and roaming tribes of goblins and kobolds. Within the past decade, however, a handful of daring settlers from Tempe Falls has moved into the region to reopen the ancient mines of Arak.

Lava tubes and vast caverns riddle Mounts Nirka and Nyid. Although both mountains were thought extinct, the region has become volcanically active since the Requiem. Tremors occasionally rattle the valleys, and thin plumes of sulfurous smoke appear above the mountain peaks. According to surviving Arak legend, the two mountains sprouted from the earth overnight when their namesake princes slew each other in a war to seize their father's crown. Some seers claim that the mountains will soon erupt, bringing great sorrow to the dwarven people.

The region's most notorious resident is unquestionably the dragon Ebb. Darkonians speak of her as the Night Wyrn — "she whose breath withers crops and snuffs out infants in their cradles." Ebb once served as Azalin's personal mount, but she relocated to Mt. Nyid in the wake of the Requiem. Like the dragons of lore, she is a hateful and reclusive creature. Many mining camps leave tributes of gems, gold, and oxen atop nearby peaks to keep her appeased. I collected dozens of witness accounts during my survey, but many of them contain telling discrepancies in matters such as the wyrn's length or the shape of her horns. I have included a sampling of witness sketches in the Attached Notes.

### **Dread Possibility: Twin Shadows**

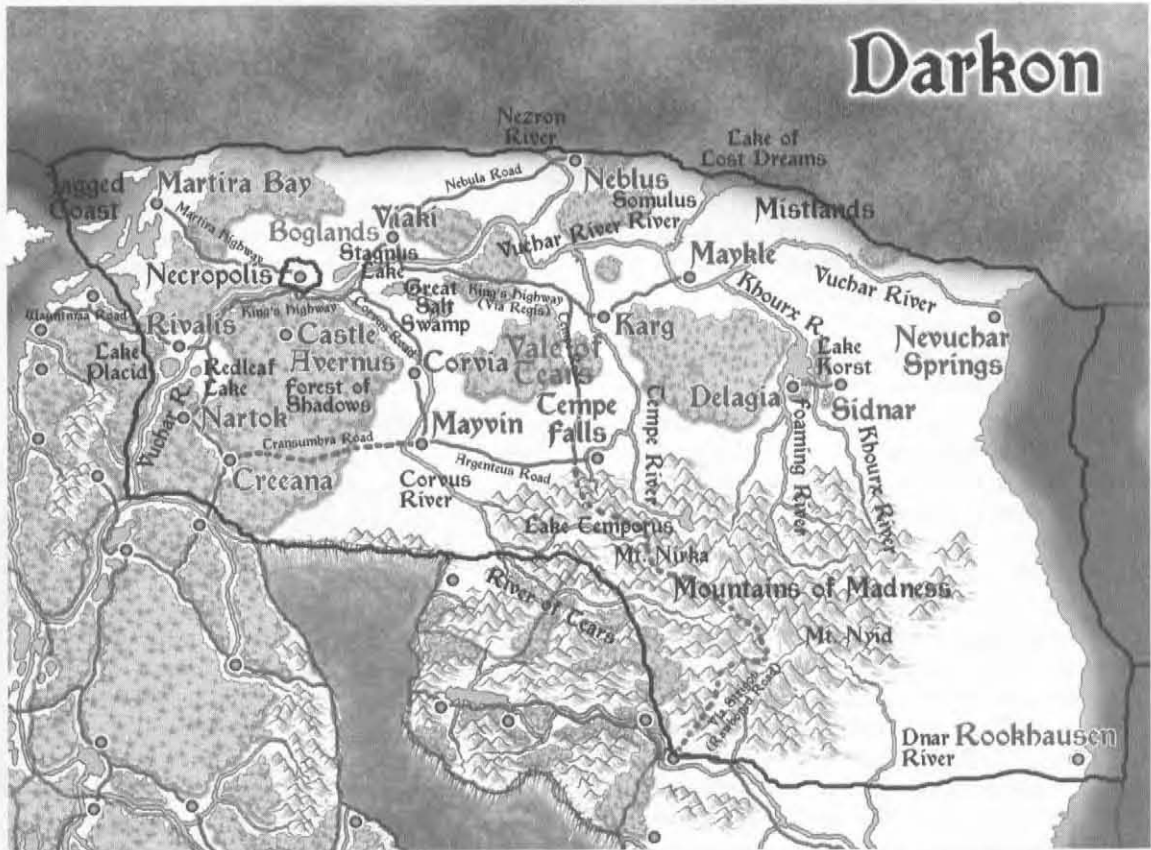
Ebb (see Attached Notes) is not alone in her mountain lair. She abandoned Avernus not because she sought to retreat into the Shadow Rift, but because she heard the call of her own kind carried on the wind. As Ebb explored the Mountains of Misery, she discovered Gloom, another outlander shadow dragon like herself. Gloom had spent centuries as the slave of a powerful sorcerer, forced to guard the villain's subterranean palace. Knights eventually came to destroy the mage, and they left Gloom dying in their wake. When the dragon regained consciousness, he found himself in Darkon. Ebb nursed Gloom back to health, and her reluctance to return to Avernus owes something to Gloom's inherent distrust of spellcasters.

The two dragons have carefully concealed Gloom's existence; only one ever leaves their lair at a time, and then only under cover of night. The Dark Delves (see Secret Society, below) and the Corvia Kargat (see Attached Notes) know of Gloom, but preserving the secret serves their purposes as well.

Not a few adventurers have judged themselves the equal of a dragon... but none were prepared to face two working as a team. Shadow dragons are found in *Monsters of Faerun*, but the DM can use Ebb's statistics for Gloom as well.

Ebb and Gloom share one final secret, known only to themselves and Azalin: they are mates, and their eggs will soon hatch.





# Darkon

As the Vuchar passes out of the Vale of Tears, it flows into a broad, low-lying basin called the Paludes Terrae (“Boglands”), a sodden marsh formed among countless lakes. Solid ground is rare here. Despite their proximity to Il Aluk even before the Requiem, only scattered reed-weavers and peat-harvesters populated the Boglands. Viaki is the only community of note.

The wave of awful energies that expanded out of the Slain City in the Requiem struck the Boglands almost full force. Although the wave was no longer concentrated enough to slay everything in its path, it still skewed the region’s natural planar fabric. The latent balance of positive and negative energies warped, slowly and insidiously altering the environment. In recent years, the eastern Boglands have withered and died, leaving only the black trunks of dead trees jutting up from lakes with water so saline as to make it undrinkable. Accordingly, the area is now known as the Magnus Palus Salis, or Great Salt Swamp. Not only can this swamp no longer support life, corpses interred in the bogs here are known to animate spontaneously as undead.

Conversely, the positive energy around Stagnus Lake seems to have redoubled, and the western Boglands now crawl with unnatural life. Misshapen animals have appeared, sometimes mixing traits from entirely separate species, and the number of calibans born here is rising. Additionally, the folk of Viaki have collected an increasing number of mandragorae, stunted plants that inexplicably grow into animal-like or humanoid shapes.

Many folk here believe that the Boglands’ soil is cursed and refuse to eat the already sparse crops the region can muster. Professor Hyron Tesca of the Brautslava Institute offers a more intriguing theory. He postulates that the latent positive energy surrounding Stagnus Lake over-saturated the “skeins” of life energy that define a creature’s species, and they have bled into each other. In short, life here — be it animal or vegetable — is intermingling. The simpler the organism, the greater the distortion. This situation leads to intriguing conclusions concerning the constantly heaving pond scum that chokes Stagnus Lake itself; I return to this topic under Flora, below.

I do not care to ponder what effects this “twisted skein” might have on disease. Darkon could well face another Crimson Death.





Once past the Boglands, the Vuchar passes through the Slain City before gradually curving south into neighboring Falkovnia. This gentle curve encompasses the expansive, lush, and nearly unbroken woodlands known as the Silva Umbrosa ("Forest of Shadows"). The centuries of logging that cleared the Vale of Tears have not yet deeply penetrated these hilly woods; its major settlements, Nartok and Rivalis, lie along its periphery. The interior of the Forest of Shadows holds only a handful of remote cabins and logging villages. Near the Falkovnian border, Azalin Rex has also established a number of knightly estates, granted to champions who have performed exemplary deeds for the state. Of course, when Drakov invaded, these manors often served as Darkon's first line of defense. I need not remind my patron that the Forest of Shadows also harbors Castle Avernus, the monolithic seat of Azalin Rex's power.

The Forest of Shadows is an untamed wilderness, and a traveler can hike for hours without encountering signs of civilization. The trees were barren as I trudged my way through, their clutching branches forming a latticework of varicose veins against the pale winter sky. For most of the year, however, a thick canopy locks out most sunlight. Ominous shadows slink through the trees and glinting, predatory eyes peer out from the darkness.

This unnerving atmosphere has done much to feed the region's folklore. Locals spin yarns of ash-dappled unicorns, the incorporeal spirit of a mobile tree, and even a pool that transforms any man who swims its length into a feral beast for seven years. One particularly outrageous tale involves a toppled ruin lying at the base of low cliffs near Nartok. These stones are supposedly the remains of a bell tower that sprouted from the earth in 693 BC, then tore itself from its foundations and went lumbering across the land before tumbling to its doom.

Elsewhere, crude standing stones form circles in small clearings around the forest's heart. I cannot, however, confirm tales that werewolves clamber atop these stones on nights of the full moon and howl odes to that silver orb and their terrible Wolf God. Local woodsmen insist that those who hear these lupine songs are irresistibly drawn to the heart of the circle to become the pack's feast.

Currently, though, the bandit leader Galf Kloggin presents the most concrete threat to the region. Depicted on wanted posters as a thin, scabrous halfling, Kloggin and his gang have en-





gaged in highway robbery throughout the region for a decade, but gained their current notoriety for a brazen raid made on the abandoned Avernus shortly before Azalin's return. The bandits suffered heavy casualties, but supposedly escaped with numerous arcane treasures in their possession.

A platoon of the Nartok Guard now patrols the Forest of Shadows, bearing a warrant for Kloggin's arrest. Remarkably, Kloggin has managed to evade the gallows for a full year. Several frustrated guardsmen informed me that Galf changed his tactics since becoming a fugitive. His bandits now prey primarily on merchant caravans and payroll shipments for the Guard. He then uses a portion of this stolen bounty to buy the silence of the local peasantry. Kloggin seems to have a talent for appealing to others' greed, and I found very few woodsmen willing to speak of him.

Still, for all his wiles, Kloggin is just one halfling. If Azalin's underlings are truly so out-classed, would it not be expedient for our wizard-king simply to remove this embarrassment himself?

*A child forever carried by his father never learns to walk, my little servant. Competence cannot be bequeathed.*

Lastly, we come to the Litus Praeruptum ("Jagged Coast"), a windswept region to the northwest. The terrain here rises from the Vuchar's banks into steep, grassy hills, ultimately ending with fractured cliffs that drop into the angry Sea of Sorrows. The Jagged Coast takes its name from a geological menace that actually stretches inland for dozens of miles. The continual pounding of waves and tides have slowly honeycombed the porous bedrock with fissures and flooded caverns, destabilizing the region. Splinters of stone often break away from the seaside cliffs, and further inland sinkholes may suddenly yawn open, swallowing hapless folk or collapsing buildings. The region thus remains populated sparsely, with Martira Bay the only stable settlement of any size.

These sinkholes are far more dangerous than those I examined in Kartakass. In the hamlet of Varithne, I collected several accounts of one such disaster. Without warning, the earth collapsed beneath an outlying cottage, immediately flooding with seawater. As the dazed victims struggled to escape and neighbors came running to help, dark, "eely" shapes were seen rippling through the murky

water. After a moment of frenzied splashing, the victims simply disappeared.

From sightings such as these, many locals have come to believe that monstrous sea creatures are undermining the entire region, ultimately planning to collapse it all into the briny deep. While I find this conclusion excessive, these sinkholes do seem to indicate a malign intelligence.

Numerous isles lie off the Jagged Coast, turning Darkon's western coastline into a veritable maze of safe channels and lethal eddies. While most of these islands are little more than barren rocks, a few are occupied by tiny fishing thorps or the remote manors of retired seafarers. Smugglers and pirates also lurk among the islands' countless coves and caves, but they must keep a constant vigil against naval patrols.

Darkon has an abundant water supply, but the purity of that water is often suspect. Spring floods regularly form stagnant pools and mires that become breeding grounds for insects come summer. Most Darkonians habitually boil their water before drinking or bathing.

The Vuchar River has always served as Darkon's main artery of travel, but since the revelation of the Nocturnal Sea it has become a natural wonder as well. Outlanders familiar with Darkon only from crude maps often wonder how the Vuchar could possibly flow out of one sea and into another. The answer to this mystery lies in the Nevuchar Shrine, an ancient and towering tree older than life itself. The great tree is of no known species. Strange elven and druidic runes cover its bark, carved so long ago that they now grow as natural markings. When Darkon first appeared, the Vuchar flowed directly from the Mists, and some folk claimed its headwaters lay in the Gray Realm. The Nevuchar Shrine stood on a rocky island in the middle of the river, at the very edge of the Misty Border. The great tree has always been sacred to the Mistland's elves, who guard it closely and claim that the Vuchar's waters are "imbued with life" as they pass over the tree's exposed roots.

Now that the eastern Misty Border has retreated, the Vuchar's headwaters are a churning pool sitting atop a low, stony cliff that overlooks the Nocturnal Sea. The great tree's gnarled roots sprout from the cliff face and plunge into the breakers. Silt and seawater continually rush up these roots, like a bizarrely reversed waterfall. Even more astoundingly, the roots purify the salt water, turning it fresh. Despite the hopes of many a sea







captain, however, using Darkon to sail across the Core is still not possible.

Technically, the Vuchar River is navigable all the way up to the Nevuchar Shrine, but in practice boatmen face several obstacles. First, the tides now affect the Vuchar, particularly upriver of the Khourx. At low tide, the Mistlands Vuchar shrivels to a weak trickle flowing down the middle of a riverbed choked with reddish silt. The second obstacle is insurmountable: the Vuchar flows through the heart of Necropolis. Nothing can survive the Shroud that hangs over the Slain City, and when the river reemerges, its waters are sour and stagnant, devoid of life for much of the rest of its course.

The Khourx River is the Vuchar's first major tributary. Growing out of mountain springs in the foothills of Mt. Nyid, the Khourx cleaves through winding chasms before passing below Sidnar and pouring into Lake Korst. There it meets with its major tributary, the Foaming River. So named for the volcanic gases that bubble up from its riverbed, the Foaming River flows from volcanic hot springs and remains as warm as a bath for its entire length. Above Lake Korst, both rivers tumble through numerous waterfalls and rapids unsuitable for navigation.

The waters of the Foaming River ensure that Lake Korst stays warm enough for swimming year round, much to the delight of Delagia's halflings. The waters of Lake Korst are relatively clean, but carry a distinct, sulfurous aftertaste that the locals no longer seem to notice. From here, an enlarged and calmer Khourx River continues on its way to bolster the Vuchar.

The Somulus River follows, emerging from the Mistlands' largest body of water, the Lake of Lost Dreams. The lake's waters are cold and clear, reputedly the purest in Darkon; however, the lake is also said to be a gateway leading beyond the Veil of Sleep. Creatures that drink from the lake supposedly allow nightmarish dream spawn to flow into their minds.

Farther to the west, the Tempe River joins the Vuchar. The Tempe springs from Lake Temporus, which is fed by an underground well high in the Mountains of Misery. Settlers in the region claim that motionless animals ring the lake's rocky shore, all frozen in stasis. In common wisdom, these creatures are removed from time. No remedy is known, but fortunately the waters lose this prop-

erty as they pour down the mountainside. Once past the scenic Tempe Falls (and the town named for them), the Tempe River is open to river traffic, passing Karg as it flows north into the Vuchar.

Next comes the sedate Nezon River, which flows from the Mists and quickly passes Neblus before curving west to merge with the Vuchar.

The Vuchar's last major tributary is the Corvus River. The Corvus tumbles from the foothills of the Mountains of Misery, then flows calmly past Mayvin and Corvia before feeding the Boglands and ultimately joining the Vuchar. A minor tributary, the Amnis Lacrimarum ("River of Tears"), likewise emerges from the slopes of Mt. Nirka. It takes a brief tour of Tepest and Keening before crossing back into Darkon. The river takes its name from the salty tang of its waters, which popular lore holds flows with the tears of the legendary banshee Tristessa. I suspect it arises from natural mineral salts around the river's headwaters.

Far to the west, Lake Placid and Redleaf Lake straddle the Vuchar just south of Rivalis. The lakes are particularly scenic in late spring, when flowers from the local fruit orchards drop to float on the water. Country estates of the wealthy ring the outer shores of both lakes. The land between the two lakes is a reedy swamp and the reputed home of the Golem of the Fens, a seldom sighted creature molded from living river mud. The Golem is best known for having eluded the "good doctor" Rudolph van Richten.

Darkon has established an extensive network of cobblestone highways. Although these roads were poorly maintained during the aristocratic squabbles of the Shrouded Years, Azalin now makes their repair a priority. Travel is relatively comfortable along major routes, and professional coachmen carry passengers and mail on regular schedules. Major routes are also supported by a collection of comfortable roadside inns, a remnant of decades past when Azalin enforced official curfews.

The most significant road in Darkon is the Via Regis, or "King's Highway," which follows a route roughly parallel to the Vuchar River, stretching from Maykle all the way into Falkovnia. Unfortunately, like the Vuchar, the King's Highway passes through Necropolis and is thus severed.

The Corvus and Tempe Roads follow the courses of their respective rivers, connecting Tempe Falls, Corvia, and Mayvin to the King's Highway. The Argentus Road crosses from Tempe Falls to



Mayvin and is frequently used to transport ores and ingots from the miners of the former to the artisans of the latter.

To the north, the Nebula Road links Viaki to Neblus. Farther west, the eponymous Martira Highway connects Il Aluk to Martira Bay, though traffic has understandably grown sparse of late. Travelers from the coast now avoid the eastern end of the highway, utilizing Darkon's numerous but less reliable side roads and wagon trails to cut south. Lastly, the Wauntmäa Road emerges from Lamordia to connect Rivalis with the King's Highway.

Recognizing the need for new trade routes to bypass the chokepoint of Necropolis, Azalin Rex has decreed the construction of two new major roads. These projects will likely require years to complete. The Transumbra Road will cut through the southern Forest of Shadows, connecting Mayvin to a waypoint on the King's Highway called Creeana. Creeana was once a thriving village, but was abandoned in 580 BC following the senseless rampage of a scythe-wielding demon called the Whistling Fiend, so dubbed for the tuneless music it made as it gleefully roamed the streets, killing all in its path. The creature vanished as inexplicably as it appeared, and for the next seventeen decades Creeana remained a ghost town at which travelers would pause only long enough for a shudder. The road project has recently revived Creeana as a work camp and headquarters for the Nartok patrols hunting Galf Kloggin.

Work has also begun on the restoration of a trade route that once wound through the valleys of Arak, connecting Tempe Falls with the eastern end of Barovia's Old Svalich Road. The old route was devastated in the Scourge of Arak, and the new Strigos Road will require several new bridges and tunnels. When complete, the road will support the local mining communities and terminate at Liara in Nova Vaasa.

Darkonian settlements feature an eclectic mix of the ancient and the new. The cottages and halls of modern communities cluster around dark and baroque citadels dating back to the earliest days of Darkon's past, like toadstools sprouting from a rotting log. Disregarding the hasty palisades of the Vale of Tears, few Darkonian settlements are walled, with most fortifications dating back centuries. Darkonian settlements are also recognizable by their extensive and ornate cemeteries. Indeed, with Azalin's mastery over the dead, these vast graveyards often replace a town's absent defenses.

Beyond these basics, Darkonian communities display a dazzling variety in their architecture. See Sites of Interest for additional details.

### **Dread Possibility: Whistling Through the Trees**

The Whistling Fiend has not appeared in Darkon in nearly 180 years, but the terror evoked by its sudden destruction of Creeana (now a CL 8 thorp) never dissipated. Galf Kloggin (male halfling true wererat Rog5) capitalizes on these old fears as one of his many survival schemes. Among the treasures Kloggin's lycanthropic brigands managed to steal from Avernus were six windpipes of haunting. These items function like pipes of haunting, but their magic is activated simply by a stiff breeze. Kloggin's windpipes are well concealed in trees scattered throughout the Forest of Shadows, dissuading casual exploration. The brigands move their eerie sentries to new locations on a regular basis.

### **flora**

Darkon's flora varies considerably from region to region. Its forests are predominantly deciduous, with ash, beech, and oak most widespread. Black poplar also flourishes in the lowlands. Willow and crab apple trees are common in settled regions, the latter producing an inexpensive and potent wine. Wildflowers burst into color each spring on grassy hillsides, and the summers see golden fields waving with varieties of wheat, rye, and barley.

Two plants bear closer examination. I have already discussed the unbalanced skein of life in the Boglands, which manifests most strongly in the pond scum that infests Stagnus Lake. This algae — also present in lesser amounts throughout the region's waterways — is so powerfully imbued with positive energy that the scholars of the Brautslava Institute have dubbed it *spuma vitae*. Consuming it temporarily enhances a creature's metabolism, significantly hastening the healing process and slowing the visible signs of aging. Still, the algae is not entirely beneficial. Should a creature's natural defenses be significantly weakened, the algae can overpower its metabolism to disastrous results. *Spuma vitae* loses its unusual properties slowly if removed from the Stagnus Lake region, indicating



that these properties are not inherent to the plant itself.

No less intriguing, the somnos plant grows only in shallow, stagnant pools along Darkon's rivers. Somnos sprouts up in black, woody stalks, often reaching three feet in height. These stalks culminate in delicate, drooping branches that produce numerous, tiny, jade green berries in the spring and summer. Somnos berries have an enticingly rich, sweet odor and taste, but they are highly narcotic. Imbibers experience a tingling sensation in the mouth followed by a blackout, during which appetites are enhanced while guilt and fear are dulled. Every spring, at least a few somnos-crazed animals wander into rural settlements, causing havoc until they can be dealt with.

Each summer, Azalin's servants spread throughout Darkon, gathering somnos berries to distill into wine that Azalin then serves to the guests at his seasonal masquerades. He has also derived a simple antidote, which can clear the mind or restore fogged memories. Azalin uses his antidote to remind former guests of their forgotten acts of debauchery.

## fauna

Much of the Vuchar River valley has been settled, leaving little room for wild beasts. In civilized regions, wildlife is restricted to those creatures that can slip between the hedgerows and windbreaks, such as birds, deer, badgers, and various rodents. Large predators are quite rare. Wolves and the occasional bear still roam the wider hunting grounds of the Forest of Shadows, but they seldom approach the size of the creatures I noted in the southern Core. Reptiles are not particularly common in the wild, but a few varieties of snake and lizard are becoming increasingly popular as pets and delicacies among the elite.

In the barren Mountains of Misery, local wildlife seems limited to vast swarms of bats and ghostly, fist-sized spiders. Miners claim that the spiders are relatively new to the region, adding that they well up from the cracked earth itself and grow larger the deeper one delves. Arak was long reputed to be home to legendary, spider-worshipping dark elves, but in the past decade the Tepestani Inquisition has done much to debunk these rumors. For now, the origin of these monstrous arachnids remains unclear.

Darkonians also speak of stranger beasts that haunt the wilds or sleep in forgotten catacombs.

## Spuma Vitae and Somnos Berries

**Spuma Vitae:** Any living creature that drinks spuma vitae-tainted water gains fast healing 1 for 24 hours. This allows the creature to heal 1 hit point per round, but is otherwise just like natural healing (see the *Player's Handbook*) — it does not restore hit points lost from starvation, thirst, or suffocation, nor does it allow regeneration of lost body parts. If the creature dies during that time, however, the algae merges with the residue of the body's life force. Over the course of weeks or months, the algae absorbs the corpse, growing into its rough shape. When the process is complete, the corpse rises as a mandragora (a shambling mound). Use the advancement rules in the *Monster Manual* to adjust the mandragora's size to that of the dead body. Use the dead creature's Intelligence score, permanently reduced by 2d4 points (if reduced below 1, the mandragora has no Intelligence score). The creature also loses a percentage of its living memories equal to this dice result x 10%.

**Somnos Juice/Berries** — Ingested, Fortitude save (DC 20); initial and secondary damage 1d4 temporary Wisdom; 180 gp. Decreased Wisdom returns at the rate of 1 point per hour.

**Somnos Wine** — Ingested, Fortitude save (DC 20); initial and secondary damage 1d3 temporary Wisdom; 180 gp. Properly distilling somnos requires a successful Alchemy or Profession (herbalist) check (DC 18). A drinker of distilled somnos wine must succeed at a Will save (DC 20) to notice the onset of its effects.

Whichever form is ingested, the drinker's ethical alignment shifts one step toward chaos for every 2 points of Wisdom lost to the juice as her conscience is dulled into raw desire. Once the drinker's alignment is chaotic, losing additional Wisdom to the juice causes her moral alignment to shift one step toward evil. The drinker's alignment shifts back to normal as Wisdom returns. This alignment change does not provoke Madness saves.

Wisdom damage lost to somnos does not modify Fear or Horror saves. When all Wisdom is restored, the drinker must succeed at a Will save (DC 10 + lost Wisdom) to remember her actions while intoxicated.



These creatures are seldom seen, however. Common wisdom holds that these unnatural predators — ranging from shapeshifting oozes to white-hot worms to lycanthropes to the spawn of forgotten magics — would overrun Darkon if not for the constant monitoring of Azalin Rex and his servants. These “night terrors” are said to roam freely only in the starlit hours, and most Darkonians avoid the shadows accordingly.

Of course, no bogeyman can replace the legendary role of the undead in Darkonian nightmares. All manner of ghouls and ghosts stalk Darkon’s graveyards, and Azalin himself is legendary for his necromantic prowess. Does my patron care to hear tales insisting that Azalin Rex is himself a lich? At Azalin’s bidding, mobs of shambling corpses rise from their graves to patrol the borders and the empty places, ever watchful for foes of the state. These walking dead are known as the Eyes and Ears of Azalin, for he can see and hear through their decaying senses. As I would eventually learn, these mindless corpses bear the Voice of Azalin as well.

### Local Animals and Native Horrors

**Wildlife:** CR 1/10 — bat; toad; CR 1/8 — rat; CR 1/6 — donkey; lizard; raven; CR 1/4 — cat; owl; pony; pony, war; weasel; CR 1/3 — dog; hawk; snake, Tiny viper; CR 1/2 — badger; eagle; porpoise; snake, Small viper; CR 1 — dog, riding; horse, heavy, light, light war; hound, mastiff\*; mule; octopus; shark, Medium-size; squid; wolf; CR 2 — bear, black.

**Monsters:** CR 1/8 — monstrous centipede, Tiny; CR 1/6 — kobold; CR 1/4 — goblin; monstrous centipede, Small; monstrous spider, Tiny; *skeleton*, Small; *zombie*, Small; CR 1/3 — *bat*, *skeletal*\*; dire rat; *skeleton*, Medium-size; CR 1/2 — *geist*\*; hobgoblin; king’s raven (see Appendix); monstrous spider, Small; *stirge*; *zombie*, Medium-size; CR 1 — *bakhnarakhna*\*; *ghoul*; homunculus; monstrous spider, Medium-size; plant, fearweed\*; CR 2 — carrion stalker\*; *crimson bones*\*; shocker lizard; skin thief\*; *thoqqua*; CR 3 — *allip*; drowning\*; *ghoul*, *ghost*; head hunter\*; impersonator\*; lycanthrope, werewolf; *shadow*; *wight*; CR 4 — carrion crawler; ettercap; gargoyle; otyugh; unicorn, shadow\*; *vampire spawn*; *wight*, *dread*\*; CR 5 — *wraith*; CR 6 — grim\*; shambling mound; *tendriculos*; *vampire*, *gnome*\*; *vampire*, *halfling*\*; will-o’-wisp; CR 7 — *ghost*; *spectre*; *vampire*; *vampire*, *elven*\*; *vampire*, *nosferatu*\*; CR 8 — golem, glass\*; *mohrg*, *vampire*, *dwarven*\*; CR 10 — *golem*, *bone*\*; golem, clay; CR 11 — golem, stone; CR 12 — *golem*, *zombie*; CR 13 — *lich*.

## History

**D**arkonians have a long memory. To provide proper insight into the modern psyche, I must begin my account of their past long before the seminal event of Azalin’s ascension to the throne and the centuries of false history that preceded it.

### Creation Myth: The Gray Realm

In the beginning, the world was dead, a Gray Realm devoid of color or passion. Time was meaningless; progress unimaginable. Pale, fluttering spirits of the dead — of the never-born — populated the Gray Realm. These shades wandered aimlessly through a meaningless existence while watched over by the myriad faces of death: a grim reaper for every slip of the mortal coil, a veritable pantheon of doom. In a sense, these reapers were all extensions of a single entity: Death itself, the very embodiment of entropy, the end of all things. Death ruled over the Gray Realm with its three most terrible companions, the Horsemen: Sickness, Starvation, and Strife, the three woes of humankind.

Darkonese words have very precise definitions, but the word *arcana* means both “supernatural” and “secret.” This is, obviously, the origin of the “arcane” tradition of magic. Secrets and power are firmly united in the Darkonian mind.

What gave Death its power over the Gray Realm was the secret it held. Death alone possessed the knowledge of its antithesis, life. Eons passed unnoticed while Death gloated over its little secret. Eventually, and entirely by chance, a fluttering spirit called Darkonos happened to steal a glimpse at Death’s captive. A mere moment passed before Death hid its toy away, but that brief glimpse of the silvery light flowing in Death’s bony clutches tainted Darkonos with the alien sensations of curiosity, identity, and purpose. Darkonos was not alive, but he was no longer truly dead.

The enlightened Darkonos longed to claim the spark of life. With newly opened eyes, he learned the secrets of the Gray Realm. Through him, the world saw magic before it saw life. Darkonos could not unlock the mystery of life, but he did discover a pale imitation: the crude animating force imbued within golems.

Eventually, Death learned of the unusual spirit and had Darkonos dragged before its throne.





Darkonos proudly proclaimed that he had stolen the secret of life.

"You lie, pale thing," hissed Death, and it defied Darkonos to prove his claim. Darkonos gladly revealed his creation: a tiny manikin constructed from bits of bone and tendon. He set the crude doll on the floor and bid it to dance. And it danced.

"I have given these bones the secret of life," boasted Darkonos. "How could I not possess it?"

"You lie," raged Death, "for life is still within my grasp!" With that, Death revealed the spark of life. Darkonos immediately leapt forward and seized the spark, placing it within himself. He became the first living thing, and life's power expanded within his beating heart.

Death ordered the mage stopped. As one, the Horsemen struck Darkonos down before he could take a single step. Yet the life escaped through his mortal wounds, pulsing in a torrent across the Gray Realm. As it washed over the fluttering spirits, they too were imbued with life. The land itself awoke, and the sun rose for the first time. Some spirits touched only a few drops of life and were merely tainted with hunger and ambition. They became the undead.

The flood ended with the final beat of Darkonos' heart. Unable to bear the dawning of life, Death and the truly dead retreated beyond the borders of the living world. The land of Darkon, stolen from the dead, was carved from the Gray Realm.

## False History

Darkon's oldest records stretch back some seven centuries. These early centuries are called the Saeculum Arcanae — alternatively, the "Arcane Age" or the "Age of Secrets." In those days, Darkon was a vast wilderness, marked only by a few tiny settlements and the citadels of a score of reclusive mages who guarded their true names behind portentous titles like Moonblood, Wormschild, and the Nightmare, and relied upon magic to secure their power. Their interests lay entirely in their arcane experiments, however, and the realm beyond their doors was lawless and neglected.

Little remains of the Age of Secrets beyond a smattering of fanciful bard's tales and a number of surviving structures. The air was supposedly thick

with arcane power, and the nonhumans still prevalent in Darkon are supposedly merely a remnant of the fantastical creatures that roamed the wilds in those days. Despite this lack of detail, we do know that the era ended in 383 BC. By that time, the great mages were in decline; several had already fallen to their own creations. The Arcane Age officially ended when the wizard Darcalus rose to power and wiped out his remaining rivals.

Darcalus proclaimed himself king and united Darkon, constructing a complex governmental body from whole cloth. He appointed nobles to oversee each territory formerly controlled by an archmage and maintained detailed taxation records, aiding my studies immeasurably. Indeed, Darcalus' reign lasted slightly longer than Azalin himself has held the throne.

Despite this, however, I believe Darcalus may be far less important than he first appears. I am not convinced that he actually existed. The more I studied Darcalus Rex, the more I found puzzling parallels with Azalin. In each aspect of their public character, the two kings are either perfectly identical or perfectly opposite. They share the same controlling nature, and Azalin upheld many of Darcalus' practices upon seizing the throne. On the other hand, where Azalin is seen as cold and austere, Darcalus was capricious and hedonistic; where Azalin is considered harsh but just, Darcalus was simply cruel, his every move dedicated to bolstering his own power. Were Azalin concerned with concealing his longevity, I might suspect him of having simply invented a new public persona.

In short, Darcalus may be nothing more than a strange reflection of our esteemed ruler. This possibility forms my primary reason for dismissing his reign as the final stage of Darkon's false history. Considering the consistency of contemporary records, however, I am willing to admit the chance of error. While a student at the University of Il Aluk, I once found a musty tome in the library's restricted stacks that contained a reference to Darkon's former king as "Firan Darcalus Zal'honan." Might this be a clue toward his true nature?

*A disturbing thought. Pity  
the book now lies beyond  
easy recovery.*





## Azalin Rex

Darcalus' downfall came suddenly, late in the fall of 579 BC. The historical record misses crucial details, but I have pieced together a basic account. Nobles conspired to have Darcalus assassinated and somehow recruited the outlander wizard Azalin, a recent arrival from Barovia. With the conspirators' aid, Azalin entered Avernus alone. No one save Azalin knows what happened next, but Darcalus was never seen again.

The same date marks Darkon's first recorded contact with the outside world, as the kingdom merged with the Barovian cluster to create the Core. Darkon had now truly emerged from the Mists.

Its nobles were soon invited to a masquerade ball at Castle Avernus. Attendance was mandatory. When all the guests had arrived, their new king presented himself. Azalin Rex demonstrated his arcane prowess, slaying those present who refused to recognize his claim to the throne. Azalin's rule was uncontested.

The Core was much smaller in the sixth century, and census records show that Darkon's total population was barely a tenth of what it is today. Most of Darkon's modern cities were then just tiny villages. Darkon was surrounded by the Mists of Death to three sides, sharing its southern border with three immediate neighbors: Mordent, which appeared a mere month before Darkon; Arak, then still an independent and inhabited realm; and Barovia, which lay directly to the south. Occult scholars have long known that, prior to his arrival in Darkon, Azalin spent almost four decades studying planar matters under Count Strahd von Zarovich's supervision. Their mutual hatred remains the stuff of legend.

Azalin spent the first months of his reign raising an army. By some accounts, he originally formed the Kargat to lead his forces into Barovia to repay Strahd for his kindnesses. The impending war, however, never grew beyond a handful of raids and border skirmishes. In his text *The Third Horseman*, military historian Erryl Gocus claims the war was thwarted when Strahd's soldiers infiltrated the Darkonian war camp in the spring of 580 BC and assassinated the Kargat's leaders. Yet popular lore holds that the rampage of the Whistling Fiend distracted Azalin. In this version of the tale, the Kargat began as a trio of wizards from Karg who were somehow responsible for the Whistling Fiend's sudden disappearance. Azalin abandoned his feud

with Strahd to focus on the new threat and recruited the mages to solidify his control over his regime.

Regardless of the underlying truth, Azalin's war efforts faltered and Strahd never retaliated. Ultimately, the two leaders simply lost interest in their petty games. If only Vlad Drakov would do the same!

*Unlike the Falkovnian mercenary, some men recognize futility when they see it.*

To this day, Barovia and Darkon have never established a formal diplomatic relationship, but once past their initial squabbles, the natural barrier of the Balinoks allowed them to ignore each other quite effectively. Darkon did establish regular trade with Mordent and Arak, which was famed for its riches — Arakan miners worked with remarkable speed, although the toil aged them before their time. Tales spread that time slowed deep in the mines, a temporal fugue that intensified the deeper one went. The current dwarven settlers report that this phenomenon is no longer present, assuming it ever truly was.

Time, however, was running out for Arak. In the spring of 588 BC, the Scourge of Arak wiped out the entire culture in a single day. The few Arakans left behind in Darkon had nothing to return to and soon faded into the Darkonian populace. The underlying cause of the Scourge has never been truly understood. If answers still exist, they are likely to be found in Keening, which was wrenched out of Arak at the height of the storm, but that report must wait for a later day.

The people of the Core reacted to the Scourge with all the horror reserved for the Requiem today. They shunned Arak as a no-man's land, cutting off Darkon's main land route to the southern Core. Even so, a stream of immigrants — both foreigners from the south and outlanders from distant realms — were drawn by Darkon's stability and wide-open spaces, steadily expanding the kingdom's population. These differing cultures found no problems blending into Darkon's society, for reasons I will address below. Thus, Darkon gradually developed into the diverse and dynamic nation it is today.

Darkon certainly suffered setbacks during this era, but none threatened the nation so severely as the plague known as the Crimson Death. Incredibly virulent, the Crimson Death could kill in days, a hideous demise that ended with the victim bleed-







ing to death through his skin. Fatality reports trace the plague's spread back to the Boglands in the autumn of 688 BC, though its true origins remain a mystery. The plague jumped to Il Aluk, after which it flashed through the rest of the kingdom, perhaps aided by that year's Festival of the Dead celebrations. Despite the ministrations of healers, doctors, and clerics — many of whom joined their patients in the corpse pits — the plague wiped out as much as 20% of the population over the course of a single winter. According to some whispers, even the vampires of the Kargat were not immune.

Panic spread hand in hand with word that the Hour of the Ascension — a mythical apocalypse in which the dead would reclaim their lands — had come at last. While that doomsday did not materialize, that fearful cry would be heard again. In the end, it was Azalin's utterly ruthless enforcement of quarantines that broke the plague; violators were summarily executed when discovered. The Crimson Death never spread beyond Darkon's borders, and the worst was over by the spring of 689 BC. Azalin continued to enforce the curfews he had enacted for another thirty years. Of more immediate significance, the depleted population opened the door a crack for women to advance in educated, "masculine" careers such as medicine or law; previously, such paths were largely shut to them in Darkon's paternalistic establishment.

## The Crimson Death

The Crimson Death is spread through contact with infected blood and other bodily fluids. Infected blood and corpses stay infectious until burned. Although the Crimson Death vanished as quickly as it came, heroes who explore the tombs of plague victims still risk contracting the disease.

**Crimson Death (Su):** Supernatural disease — Contact, Fortitude save (DC 18), incubation period 1d3 days; damage 1d6 temporary Strength, 1d6 temporary Constitution. Even if the saving throw succeeds, the victim still suffers 1 point each of temporary Strength and Constitution damage. After a victim loses 3 points of Constitution, she starts to cough up blood. After she loses 6 points, she develops weeping sores and bleeds from the joints and other soft tissues. A victim must make three successful Fortitude saving throws in a row, one per day, to recover from crimson death.

Compared to these internal concerns, Darkonians scarcely noticed as new neighbors sprouted up around them like tumors. In 683 BC, Lamordia appeared to the west; the Lamordian Wauntmäa Road extended into Darkon, and the neighbors engaged in some minor trade. The unnatural Nightmare Lands appeared to the southeast that same year and were wisely avoided.

Nova Vaasa appeared to the south of Arak in 682 BC, joined by Tepest in 691, Falkovnia in 689, and G'henna in 702 BC. Combined, these buffer countries slowly pushed Darkon and Barovia apart and their animosity into the past. Shortly after G'henna appeared, a tribe of outcast calibans fled across the border into the Forest of Shadows. Despite a few attempts to root them out, the descendants of these animalistic creatures reportedly still roam the region.

By the 700s, Darkonians had developed a deeply introverted mindset. Only a full military invasion would re-ignite interest in their neighbors. On four occasions within a span of little more than twenty years, the Falkovnian warlord Vlad Drakov gathered his troops and ordered them into Darkon to claim Azalin's crown. Every invasion ended in a crushing Falkovnian defeat. Drakov's armies vastly outnumbered the Darkonian defenders, and by all accounts still do. Yet it took Drakov four humiliating failures to come to grips with the full power of Azalin's wrath. As the troops slaughtered each other on the battlefield, Azalin reached out from Avernus and animated the broken corpses of the fallen. Every soldier cut down — be he under the banner of Darkon or Falkovnia — rose again to rend Falkovnian flesh. Every invasion ended in mere days as the decimated Falkovnians broke into a panicked retreat for the border. To this day, many of the Eyes and Ears of Azalin bear the frayed remains of Drakov's brand on their foreheads.

Eventually, the failed invasions — launched in 700, 704, 711 and 722 BC, respectively — were known as the Dead Man's Campaign. In 700 BC, full, open warfare was unheard of in the Core, and Darkonians were terrified of Drakov's soldiers. By 722, Darkonians feared that the only true victor in these battles was Death, who claimed the slaughtered for the armies of the Gray Realm.

The Falkovnian reaction to these defeats has always intrigued me, and I will surely return to this chapter of history in my report on Falkovnia.

The Dead Man's Campaign eventually reached its end, and Darkon enjoyed nearly two decades of

relative calm. Darkon's fortunes would turn for the worse in the summer of 740 BC, beginning with the calamitous Great Upheaval. Occultists have long rumored that the outlander Azalin desperately seeks to return to whatever realm he calls home, even after ruling Darkon for generations. Some of these occultists even claim that Azalin caused the Great Upheaval to exact that end.

In 735 BC Azalin discovered a Vistani prophecy, "Hyskosa's Hexad," listing six events that would portend the coming of a "Grand Conjunction," a planar inversion in which everything in the Land of Mists would be cast out. Azalin then spent the next five years somehow forcing these events to take place, thus prematurely bringing about the conjunction. Yet these same theories posit that Azalin may have inadvertently saved the world. By artificially manipulating the conflux of events, Azalin perhaps weakened them, causing the Grand Conjunction to collapse before its completion. The end result, of course, was the Great Upheaval of 740 BC. Naturally, doomsayers were once again heard to proclaim the coming of the Hour of the Ascension.

Once the earth tremors and wailing storms of the Great Upheaval subsided, Darkon seemed little worse for wear. Certainly it had fared better than G'henna, which was replaced by the vast, bottomless maw of the Shadow Rift. The Nightmare Lands also vanished, to no one's dismay. Azalin officially annexed the lands of Arak, to negligible complaint from Darkon's new Nova Vaasan neighbors. Azalin reportedly spent weeks touring his new badlands. The first explorers followed, most of whom were considered mad at the time.

In hindsight, it becomes clear that the failure of the Great Upheaval stung Azalin badly. His discontent turned to distraction, and his apathy would breed an infection in the kingdom. Few recognized it at the time, but many of the problems that would plague Darkon during the Shrouded Years actually arose in the decade before the Requiem.

To this day, few living scholars know what I am about to relate. Should I make any errors, I am sure that my patron will correct me.

As Darkon's intricate web of power started to fray, Azalin turned his attention to his most terrible creation (and the subject of years of my work). The Doomsday Device — which fortunately annihilated itself in the Requiem — was an artifact of awesome power, designed to drain the souls from

## Secret Society: The Dark Delves

Though operating for at least two centuries, the Dark Delves' origins are far from clear. In their legends, an unknown and unnamed man once dreamed of an entity he called the Hated Mother, creator and despoiler of all things, who lies buried at the heart of the world. In the dream, the Hated Mother spoke in a secret language, her words flowing with urgency and power. When the man awoke, he was fluent in the eldritch language, which he called the mother's tongue.

The man searched beneath the mountains of his unnamed home to find the Hated Mother and claim her secrets. He recruited others to aid him, promising to share the Hated Mother's power. The man did eventually find the Hated Mother, so the legend claims, but she caught him and devoured his flesh and spirit. The Dark Delves continue to explore deep beneath the surface of the Core, seeking their Hated Mother to this day, believing that all supernatural power flows up into the world from the Hated Mother. Thus, the deeper underground a creature lives, the more powerful that creature will be.

The Dark Delves are organized as a mystery cult. As an initiate rises in the ranks (niche, fissure, pit, and abyss), she learns more of the Hated Mother, starting with the mother's tongue. The more lore an initiate learns, the more closely she is watched. Niches are free to leave the cult, but fissures who abandon the Dark Delves are killed on sight.

Centered in the Mountains of Misery and the Balinoks, most Dark Delves are human, but dwarves are not uncommon. The abyss is currently composed of two humans, a dwarf, and an aranea, all following the cult's leader, Loathsome Consort Xaktos S'kryll (male drow elf Sor9/Exp4, NE).

countless mortals and channel that energy into Azalin in a single concentrated burst. Azalin would be transformed into a being of pure spiritual energy, powerful enough to pierce the Mists and travel to the planes beyond.





Azalin and his apprentices toiled at the project throughout the 740s, with the earliest known prototype constructed in 748 BC. Azalin soon unleashed a secret cabal of murderers, the Ebon Fold, into Darkon and its neighbors. Armed with enchanted daggers, the Ebon Fold spent two years collecting souls for their master. Azalin ensured the Ebon Fold's loyalty by raising them from the grave, and when they had completed their Grim Harvest, Azalin ensured their silence by withdrawing his gift of artificial life. Most Darkonians remained oblivious to these events.

Late in 749 BC, Azalin's minions activated the final prototype of the Doomsday Device, using a Kargat officer named Lowellyn Dachine as a willing test subject. I have examined Dachine's surviving correspondence, and the man was clearly already unhinged. Dachine was thoroughly convinced that he was Azalin's bastard son, and his letters display all the false bravado and simmering resentment of an unloved child. I can only imagine what the necromantic transformation did to Dachine's mind. I believe the spectral entity that now rules Necropolis is none other than Dachine himself, lost in delusions that he is the mythic figure, Death.

A year later, Azalin announced that he would personally appear in Il Aluk to perform the Darkest Night ceremony, a rite called the Requiem. On the appointed day, hundreds of people flooded into the city for this rare chance to see their king in the flesh, so to speak. At the stroke of midnight on the winter solstice of 750 BC, Azalin sealed himself within the true Doomsday Device and activated it. The results fill my next report.

The ensuing wave of energy expanded in every direction, dispersing as it went but still reaching every border. In that moment, every Darkonian suddenly recalled hearing a whisper at his ear: "Necropolis," Darkonese for "city of the dead." I now believe that this whisper was Azalin's last coherent thought. Darkon's planar fabric was insidiously altered, and a spiritual malaise fell across the land. The era that followed is now known as the Shrouded Years.

I should note that this fatalistic whisper led most Darkonians to believe that their homeland was no longer truly Darkon. Throughout the Shrouded Years, Darkon was usually called Necropolis; however, this trend ended with Azalin's return, and I now note it solely for historical

context. In these reports, "Necropolis" refers specifically to the Slain City.

Darkon was left with neither king nor heir. Always an ambitious lot, the nobles turned on each other. Had Azalin not come back, we would likely now be still embroiled in civil war. The clergy of Darkon's little loved state religion, the Eternal Order, now as rudderless and terrified as anyone else, declared that the Requiem marked the beginning of the true Hour of the Ascension and pointed blame at the weak faith of the Darkonian people. Outraged, the Darkonians railed against Azalin's failure to protect his people from the Gray Realm. They abandoned the Eternal Order by the score, and in some regions — particularly the southeast — Kargat agents too smugly open with their identities were lynched one after the other. The surviving Kargat went to ground so effectively that many folk continue to believe that they ceased to exist entirely.

Vlad Drakov wasted no time in seizing on Darkon's frailty. In March of 751, he again drove his armies into Darkon, and for the first time since the invasion of 700, his troops penetrated as far as Nartok. Convinced that their city would fall, the citizens of Nartok were united in their terror — and then the dead rose. Even with Azalin destroyed, the corpses still crawled from their graves to attack Drakov's troops. The Falkovnian morale shattered at once, and the armies broke into a full retreat.

As Darkon's glory continued to crumble, many folk who once cursed Azalin's name came to miss the security his regime had offered. From the March of Doom arose legends of the Lost King: a desperate hope emerged that Azalin was not truly destroyed and would return to halt the Hour of the Ascension.

These hopes preceded the coming of the Drowning Dreams. All across the wounded nation, seemingly random people suffered from peculiar, enervating nightmares, often involving warped memories of a spectral creature reaching into their chests or — the most common manifestation — of the sensation of drowning in a lightless void.

Officially, Azalin claims that he halted an incursion of the dead in the Requiem, but then spent the next five years wandering in the Gray Realm, seeking a way home. This is a blatant lie, as my patron well knows. In fact, the Requiem's energy wave scattered Azalin's essence to the far corners of Darkon, literally merging him with every life force in his kingdom. As Azalin's diffused





mind stirred, the people of Darkon sometimes subconsciously sensed his struggle for thought. Meanwhile, other dreamers sensed Death reaching out to devour Azalin's spirit, one soul at a time.

After three years, Azalin had recovered enough of himself to think. He contacted his few trusted allies through their dreams to deliver the plan of his own salvation. These are recent events, and the facts remain scattered, but the plan apparently involved the creation of an object called a soul focus — an arcane phylactery that would channel Azalin's scattered essence into a new corporeal shell.

Unfortunately, Death could sense the Drowning Dreams as well, learning of Azalin's plans as quickly as Azalin's allies. In the following months, tales spread that three hideous, undead riders were on the move, leaving swaths of destruction in their wake. It was soon agreed that these entities were the mythic Horsemen, emissaries of Death and a sure omen that the Hour of the Ascension would soon occur. Yet my evidence indicates that these creatures were simply more spectral creations such as Dachine — perhaps even extensions of his chilling essence. The Horsemen rode throughout Darkon, seeking to destroy Azalin.

In a curious turn of events, Tavelia, a popular cleric of the Overseer (a local cult in Martira Bay) may also have been involved. In the weeks preceding Azalin's return, Tavelia engaged in increasingly odd behavior, eventually announcing her upcoming marriage to a gentlemen she refused to name. Tavelia then disappeared without a trace once Azalin returned. Tavelia may have stumbled across some method of trapping Azalin's spirit; had her plans come to fruition, we might well be serving under the rule of Tavelia Regina.

Ultimately, the Shrouded Years boiled down to three factions: Azalin's handful of allies, who sought to restore him; Tavelia, who sought to enslave him; and Death and the Horsemen, who sought to devour him. Obviously, my reader is not surprised that Azalin's supporters ultimately succeeded late in the summer of 755 BC.

Azalin quickly set his house in order, smiting the Horsemen and preventing their foul energies from flowing back into Death. Several barons were also removed or executed; in fact, Azalin solidified his power anew just as he had done upon defeating Darcalus.

Darkon now looks to be on the road to recovery, save for one troubling detail: these very

gazetteers. I must wonder whether my patron has involved me in some new scheme to return to his true home. Tell me, dear patron, is there really so much difference between Azalin's attempts to escape this world and Drakov's quest for victory?

*Dreams are tenacious things, little scholar, but eventually even they must die.*

## Populace

**D**arkon boasts the most diverse populace in the Core, including both human ethnicities and a large nonhuman population. As noted above, its population has also mushroomed over the last 177 years. Sadly, I cannot claim that Darkon's immense immigrant population can be attributed solely to the appeal of our culture.

Whenever a newcomer arrives in Darkon, an unseen clock starts ticking down to midnight, so to speak. If that newcomer is still in the kingdom when his time runs out, his past suddenly drains away, one memory at a time, over the course of several hours. As the newcomer's last memories fade into oblivion, his mind is immediately flooded with complete memories of a lifetime spent in Darkon. The false memories never alter a newcomer's core principles or character, even preserving social ties between folk claimed at roughly the same time, but it invariably severs all ties to other lands. Many "new" Darkonians adopt local gravestones, believing them to be the resting places of their kin.

The length of the grace period appears fairly random, sometimes lasting as short as a month, but never longer than a season. The memory drain can affect any creature with an analytical mind, even those otherwise immune to psychic manipulation, such as the undead.

Darkonians are well aware of this phenomenon, but consider it a taboo topic for polite conversation. Instead, Darkonians euphemistically speak of Darkon as an ancient crossroads, where many visitors rediscover their roots. Thus, despite this widespread awareness of Darkon's memory leeching soil, most newcomers are still taken entirely by surprise when Darkon comes to claim them.

The satisfaction I expressed earlier in knowing that "I am real" is not overstated. The memory





drain is exclusive to Darkon's planar fabric; the moment a "claimed" individual leaves the kingdom, the false memories fade and their true pasts return, like a sleeper waking from a dream. In accepting this project, I was forced to confront every Darkonian's deepest, most private fear: that he does not exist. True, I did spend time in Dementlieu in my youth, but who was I to say that even these memories were not merely fiction? I left Darkon last spring in a state of mounting anxiety, relieved only when I realized that my identity had survived intact. No doubt this cultural fear contributes to Darkon's apathy toward its neighbors and the failure of its culture to spread throughout the Core.

## Appearance

Darkon is a land of immigrants, so ethnically diverse that I cannot even describe the original Darkonians with any confidence. Surviving murals and mosaics from the Arcane Age depict Darkonians with dark hair and ruddy complexions, but this was likely just an artistic device to differentiate living subjects from the ashen faces of the dead.

Today's populace displays nearly every conceivable combination of stature, facial features, and skin, hair and eye color. On the whole, skin tones tend toward slightly fair to light tan, but this

feature remains a significant minority. Representatives of countless ethnic groups from the Core and beyond can be found here, and ethnic mixing is commonplace.

Darkon's nonhumans are easily distinguished, of course, with each race showing far less diversity than humankind. Dwarves are a stocky and coarse folk whose hair, skin, and eye colors all tend toward earthen tones. Elves are a willowy, preternaturally long-lived race with distinctly vulpine features. Elves typically have dark hair and eyes of green, violet, or gray; their eyes also reflect light like an animal's, which a few humans find unsettling. Elves and humans are capable of interbreeding, and the resulting offspring demonstrate a mixture of parental traits. Gnomes are a small, spindly folk with fair hair and unusually large, sparkling blue eyes. Their skin tans and wrinkles at an early age, often making their true age difficult to judge. Lastly, halflings comprise Darkon's smallest citizens, resembling nothing so much as slender human children. Darkon has also produced an unusually high number of calibans, but these wretched creatures bear little in common with each other.

Human Darkonians prefer a tidy demeanor. Men usually wear their hair short and go clean-shaven, but those who grow their hair out keep it well groomed. This is reversed for women; most wear their hair long and neat, but some prefer to

## Claimed by Darkon

Newcomers lose all memory of their former lives beyond the domain 1d3 months after entering Darkon (no saving throw). Complete memories of a lifetime in Darkon emerge in their place. Altered memories never change a character's statistics, alignment, or basic personality. A claimed character automatically gains fluency in the Darkonese tongue for free.

As a subject loses her memories, an animated quill in Avernus' Hall of Records scribes a complete account of her life. The subject's memories are replaced at the moment the quill completes its account and enters the date and the subject's true name in the massive Book of Names, a major artifact. When Darkon first appeared, Azalin discovered the Book inscribing his own name.

Native Darkonians are immune to the memory drain. A victim can recover her true memories via several methods (discounting Azalin's aid). Most simply, a subject's true memories are restored the instant she leaves the domain. A subject also regains her true memories if her biography is burned to ash or if dust of disappearance is sprinkled over her name in the Book. However, in these scenarios, the Book simply starts over 1d3 months later.

Lastly, anyone who reads a decree written with a legendary minor artifact called a quill of law must succeed at a Will save (DC 18) or obey it. If a quill of law is used to cross out a subject in the Book of Names, that subject immediately regains her true memories and is forever immune to Darkon's memory drain and Azalin's modify memory ability.





keep their locks at shoulder length. Humans in predominantly nonhuman communities often borrow styles from their neighbors.

Many Darkonians prefer to weave one or more thin braids in their hair or beards, allowing the rest to hang loose. This choice may be a reflection of the role of chains in Darkonian fashion, which I address below. More elaborate flourishes are usually reserved for formal functions.

## fashion

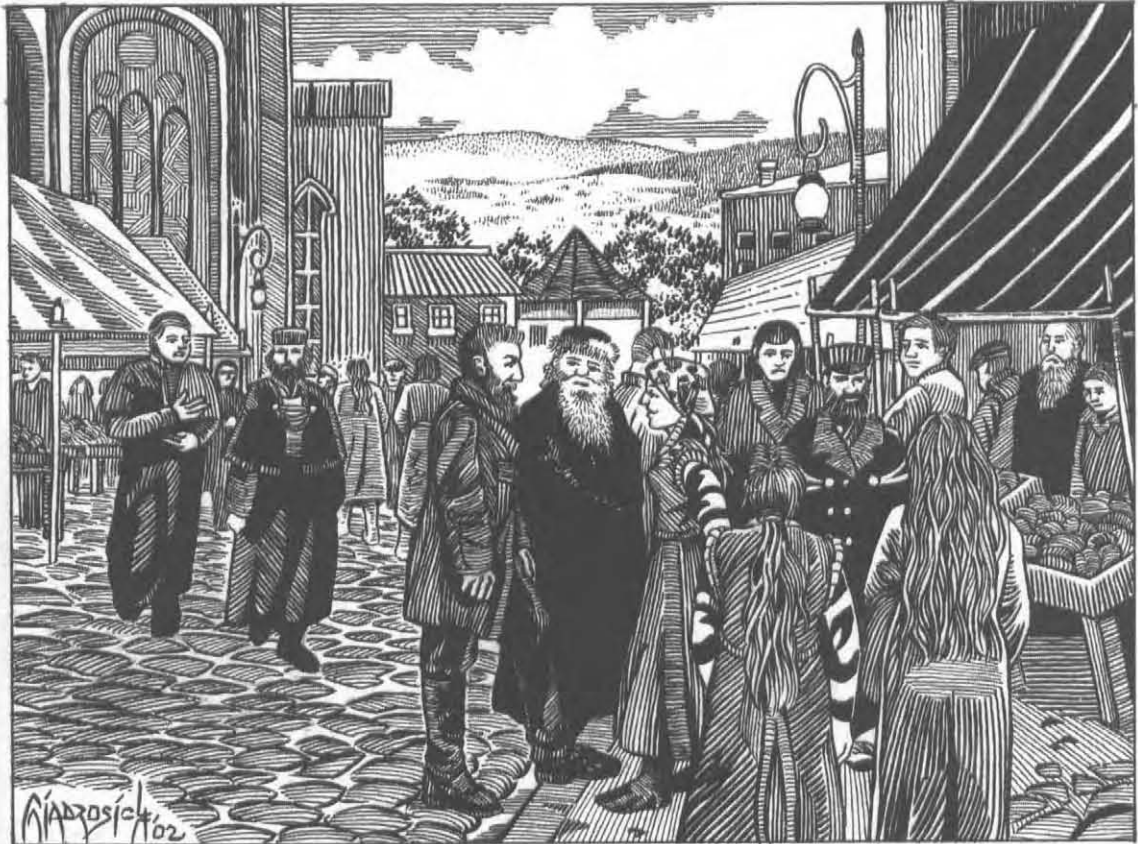
Darkonians are more consistent in their fashion choices, with both genders preferring earthen tones and practical garb. Men prefer a simple shirt and loose britches stuffed into hose or boots, while women favor a basic blouse and skirt. Most Darkonians currently favor a scalloped appearance, with cuffs and hems often pleated to give the impression of extra layers.

When the weather turns cold, both genders don loose greatcoats that hang to their knees. Among the peasantry, these coats are usually of coarse cloth or leather; the elite typically enjoy finer tailoring and fur linings as well. Constables all

across Darkon are immediately recognizable by their black gloves and woolen greatcoats, which they wear over their armor year round. Constabulary greatcoats are the same navy blue as Darkon's banners and feature wide black collars and cuffs, and brightly polished brass buttons. By all accounts, these coats are miserably hot in the summer.

Long, flowing robes, cloaks, and gowns represent status symbols among Darkon's upper classes, as do high leather boots among younger, more active nobles. Keeping these garments clean indicates that one's feet need never touch the earth. Wealthier Darkonians further adorn their clothing with elaborate embroidery, often depicting fantastical creatures, and tasteful displays of jewelry.

As mentioned above, ornamental chains hold special significance, symbolically binding the wearer to another, such as the state or an individual. Barons and magistrates wear their seals of office on iron chains while holding court. Thin brass chains that hang from their shoulders like epaulettes designate those with the rank of constable or soldier. Necklaces or bracelets often replace the rings used







in other realms to seal weddings and similar social contracts. Even the fact that the Kargat wear no insignia is significant; they are literally “unfettered,” free to perform their duties as they see fit.

## Language

Darkonese is a complex, somewhat inflexible language utilizing highly precise word meanings. Most grammar is determined by an intricate system of word conjugation and declension. In its purest form, one could theoretically scramble the order of words in a Darkonese sentence without changing its meaning. When spoken properly, Darkonese has a crisp, authoritative ring. Pure Darkonese, though, is usually spoken only in court and similar formal functions. In day-to-day use, most Darkonians use a more relaxed dialect. This “vulgar” Darkonese is an expressive mongrel of a tongue, borrowing words and phrases from the ethnic languages of Darkon’s nonhumans and a dozen dialects from across the Core. Many Darkonians pick up a nonhuman dialect to deal with their neighbors, and educated Darkonians are often taught Mordentish in school. In addition, “claimed” newcomers still retain their original languages. Beyond this, however, few Darkonians bother to learn foreign tongues.

### Darkonese Primer

*salve!* = greetings!

*vale!* = goodbye!

*ita* = yes

*minime* = no

*adiuva me!* = help!

*abi!* = go away!

*mirae* = divine magic, wonders

*mors* = death

*nuntius* = information

## Lifestyle & Education

Darkon is divided into a rigid social hierarchy, with wide gaps between the classes. Most Darkonians are lowly peasants, subsisting as tenant farmers, manual laborers, or servants. A thriving middle class of artisans, merchants, and landowners with an entrenched system of trade guilds wields considerable influence in the larger communities. This society functions to serve the handful of aristocrats atop Darkon’s social strata, who in

turn serve the king. As mentioned, Darkon is also distinctly patriarchal, with the sexes expected to adhere to traditional roles. Women seeking to advance in “masculine” roles often find themselves dismissed as irrelevant. Although female doctors, constables, and the like are now considered more acceptable, they still begin with a strike against them.

Despite these constraints, all Darkonians are technically freemen, and social advancement is possible, assuming one possesses sufficient talent and ambition. Many captains begin as lowly cabin boys, and even a few of Darkon’s noble lines arose from peasants whose service to the state earned them boons from their king.

The price of limited social mobility, however, is that one can fall from fortune. Even aristocrats can be stripped of their land and titles at Azalin’s decree. State supported orphanages and poorhouses guard the bottom of the social ladder. Although these poorest of the poor live in squalor, Darkon does ensure warm broth for their bellies and a thin roof over their heads. In practice, Darkon’s charities are clearly tools used to stifle discontent. In addition, the Kargat are said to monitor the orphanages, recruiting wards who exhibit potential talent.

Education is seen as key to advancement. Literacy is a point of pride, and even the poorest families often possess an heirloom book used to teach letters to their children. The upper classes usually send their children to private academies, with the boarding schools of Nartok receiving the most accolades. Those wishing to extend their education can move on to one of Darkon’s universities. Until the Requiem, the University of Il Aluk stood as Darkon’s uncontested center of learning, but in the wake of that destruction, scholars now seek for a replacement from Darkon’s smaller, more specialized schools. Clangor Asylum in Maykle has expanded its medical college with the assistance of several surgeons from the west, while the Collegium Caelestis in Sidnar focuses on the natural sciences. The Brautslava Institute maintains a low profile on the shores of Stagnus Lake, its scholars gathering in a mutual desire for solitude and accepting students only to fund their private, esoteric studies.

Few know that the Brautslava Institute is also a seat of the Fraternity of Shadows, a clandestine group of academics and arcanists desiring to pierce the secrets of our world. However, my patron





should expect little from their endeavors. The Fraternity's patronage would have greatly aided my Requiem research, but its members are pompous fools, trapped in antiquated modes of thought.

*By which you mean to say they refused your bid for membership, no doubt.*

### **Secret Society: The Fraternity of Shadows**

The Fraternity of Shadows is a widespread cabal of arcane spellcasters skilled in illusion magic. The Fraternity is dedicated to gathering eldritch lore to reveal the secrets of the Realm of Dread and ultimately use that knowledge to make themselves the masters of Ravenloft. The Core's universities often serve as centers of Fraternity activity. Further details can be found in **Van Richten's Arsenal**.

The steep cost of private education keeps it out of the peasantry's hands. Most Darkonians learn their trades through apprenticeships, even in the middle classes. Most spellcasters learn through service to an experienced master as well. Even Azalin occasionally accepts promising students, although his teaching methods are supposedly quite rigorous, for lack of a better term.

Perhaps fueled by underlying anxieties, Darkonians place great emphasis on marriage, social contracts, and family genealogies. Women are expected to marry at 20 and men before the age of 30. Depending on their position and demeanor, folk who remain unwed after this time are typically seen as frivolous or married to their work. Marrying for love is the providence of the poor. The more resources a family wields, the greater the chance that its children will be brokered away in arranged wedlock. Indeed, this is how I came by my spouse.

Divorce is illegal, but remarriage after the death of a spouse is commonplace. Exceptions exist, of course. Elves, for instance, enter into a "life bond" that holds the same legal weight as marriage, but must be renewed each decade; few elves remain "bonded" to a single mate for more than a century. Dwarves, on the other hand, consider both divorce and remarriage abhorrent.

Darkon's artistic traditions are richest in the realms of crafts and design. Artisans work in a myriad of cottage industries throughout the kingdom. In terms of the creative and performing arts, however, Darkonian tastes seem oddly stunted, preferring spectacle to substance. The most popular local form of entertainment is the *comissatio*, or "revelry." Minstrel troupes wander Darkon offering sophomoric depictions of distant events. These skits forego accuracy for the sake of dramatic or comedic effect, and few troupes are above entirely fabricating tales for nights when the revue runs short. Freak shows and wandering carnivals also do well. By contrast, the great novels, dramas, and operas produced in the western Core rarely spread beyond the largest population centers.

The root of Darkon's artistic paucity lies in its audience, I believe. Most artists and performers work under noble patronage, and their work must reflect the interests of their employer. The rest can support themselves only by appealing to broad interests of the general public. Darkon's cultural tapestry here actually impedes the wide dissemination of deeply personal works.

Of course, many folk prefer to find their entertainment in vice, be it snuff, somnos, flesh, or even more licentious habits. Most Darkonians willingly turn a blind eye to such indiscretions so long as they remain safely out of public view.

The Darkonian palate is often broader than circumstance allows. Nearly any dish from across the Core can be found with enough effort, but the majority of Darkonians subsist on a diet of breads, vegetable broth, or porridge, supplemented by the occasional chicken or duck. Those in the upper classes can afford to expand their cuisine to include a wide variety of livestock.

An overwhelmingly popular local dish is *crusto caronis*, a crisp pastry shell filled with minced and spiced meats and served in slices. Most such *crusto* contain commonplace cuts of meat, fish or poultry, but the more affluent the diner, the more exotic the filling. As a Mordentish sailor in Martira Bay commented, not untruly, "Darkonians eat anything they can stuff into a pie." Over the years, I have sampled squid, shark, various varieties of lizard, and once even something my host swore was a magical, six-legged panther. Elves tend to favor fruit or vegetable fillings, while dwarves often include the fleshy fungi grown in their subterranean gardens. Darkonians generally draw the line at "noble" domesticated animals such as horses and







pets, and creatures that mimic the human form such as goblinfolk.

Anyone who travels extensively through Darkon should also pay particular attention to what he drinks. Most communities draw from local brewers, and regional tastes vary widely. Mistlands folk prefer their mead sweet but weak as water, while ales in the Mountains of Misery put most men under the table before they finish their first tankard.

## Attitudes Toward Magic

Darkonians lack the superstitious fear of magic that mars so many lands elsewhere. Magic is seen as a primordial force, neither friend nor foe to mortals. Magic can reap vast dividends if properly channeled — it freed the spark of life and keeps the Gray Realm at bay; yet it can just as easily destroy what it protects. No, it is an educated fear that Darkonians feel for magic and those who dare to wield it.

Despite this uneasy acceptance, few Darkonians ever see displays of arcane magic more powerful than simple prestidigitation. As mentioned, Darkonians associate arcane power with secrecy; the more folk who know a secret, the less power each controls. Darkonian spellcasters thus jealously guard their secrets, revealing their prowess only with specific purpose — often to intimidate, control, or destroy the witness. Darkonians have a common saying: “The day you see magic is the day you die.”

## Religion

Darkonian spirituality is deeply rooted in a myriad of folktales and traditions surrounding the Gray Realm and Darkon’s mythic origins. Above all, this factor unites Darkon’s disparate peoples. As related above, Darkonians believe that the mortal world was stolen from the Gray Realm and that the dead will someday reclaim all that is theirs. The spark of life is mortality, so like all living things the world must die. The inevitable apocalypse began the moment Darkonos seized Death’s prize, and the Hour of the Ascension will merely toll its end.

I should note that the Gray Realm makes for a remarkably amoral afterlife. As each mortal’s spark expires, all the passions of life fade away. No matter how virtuous or wicked, all souls join the faceless ranks of the dead. The Gray Realm holds no hate, no love, no beauty, and no repulsion. All that

penetrates the apathy of the dead is the memory of that which they have lost. The shades of the Gray Realm, both dead and never-born, desire the world taken from them by mortality.

Darkonians revere their dead, interring corpses in vast cemeteries filled with stone monuments and memorials. This respect, though, comes not from love for the deceased but from the desire to appease the dead. Graveyards are symbolically surrendered to the Gray Realm; headstones are ornate so that the dead will not covet the houses of the living. The borders of cemeteries are always clearly marked, and the first corpse interred in each is said to become a grim, a spirit that guards the borderland between life and death. In most cases, a dog is sacrificed to fill this role.

These beliefs leave the Darkonians eager for spiritual reassurance, but the excesses of the state church, the Eternal Order, have left them deeply suspicious of organized religion. Only a few religions can claim significant inroads among the faithful.

**The Eternal Order:** Roughly 60 years ago, Azalin codified Darkonians’ existing folklore to create a state religion. Like the Kargat, its priests (called sentinels) were exempted from baronial law, and the clergy soon filled with domineering opportunists. Although Darkonians still adhere to the Order’s core teachings, they have always resented the intrusions of the church itself. By some accounts, even Azalin now dismisses it as a failed experiment in societal control.

The Eternal Order adheres to a rigid structure, with clergy being promoted for dutiful and competent obedience to their superiors. Sentinels originally heeded the edicts of a single high priest, the Watcher at the Gate, who obeyed Azalin in turn. The Eternal Order’s last high priest was slain in the Requiem, however, and the Order’s hierarchy has fallen to countless internal power struggles. The remaining clergy have failed to settle on a new high priest, and what few active temples remain are now effectively autonomous.

The Eternal Order recognizes numerous holidays, though only two are particularly significant. The Festival of the Dead, held in November, is a colorful festival marking the mythic deluge of life. Revelers parade through the streets in morbid costumes, pantomiming the retreat of the dead. The notorious Darkest Night, on the other hand, offers no cause for celebration. Sentinels spend dusk to dawn intoning a rite called the Requiem to





keep the dead at bay, and even the smallest lights must be extinguished. Despite the collapse of the church, these holidays are still widely observed.

**Dogma:** The dead must be shown due respect, lest they become enraged. Someday soon, in an event called the Hour of the Ascension, the spirits of the dead will surge back into Darkon to devour the spark of life. Only through strict adherence to the Order's rituals can the dead be appeased. Lack of faith weakens mortals' spiritual defenses, allowing the Gray Realm to encroach ever closer. Blood sacrifice can also postpone the Hour of Ascension for the indefinite future, but its arrival is inevitable. The Requiem simply marked the first such incursion; Death remains undaunted, and the true apocalypse is still to come.

## The Eternal Order Revisited

This section expands upon the information presented in the **Ravenloft Campaign Setting**.

### The Eternal Order

**Symbol:** A hooded human skull.

**Alignment:** Neutral evil.

**Domains:** Death, Evil, Knowledge, Respite (see the **Ravenloft Campaign Setting**).

**Favored Weapon:** The reaper's tool (scythe).

Clerics of the Eternal Order pray for their spells at midnight. Temple services are held each day at dusk and are still mandatory in a few communities. These services include recitals of paeans to the dead, the collecting of tithes, and animal sacrifice.



**Ezra:** The collapse of the Eternal Order has created opportunities for foreign religions with an eye of Darkon's faithful. The most popular of these newcomer religions is the Church of Ezra. The Church worships a mortal woman, Ezra, who reputedly ascended to quasi-divine form. Yet it is divided into four major sects, each adhering to a different interpretation of her teachings. The faith's holy writ, called The Books of Ezra, is divided into four chapters, each written by the founding Bastion of one of these respective sects. The sects comply with the edicts of the Home Faith in Borca, but are otherwise autonomous. Each claims to serve its own role in Ezra's Grand Scheme, though they seldom agree on specific details.

The Church had long sought to make inroads in Darkon, but until recently its proselytizing anchorites converted only a few souls. One such convert was Teodorus Raines, who was studying the faith in Borca when the Great Upheaval struck. Raines interpreted the Great Upheaval as an attempt by the Mists to expel Ezra from their ranks, the first omen of a coming time when the forces of evil would scour the world clean. Raines returned to Darkon, spreading fire-and-brimstone warnings of a coming apocalypse he calls the Time of Unparalleled Darkness. The entrenched Eternal Order presented him considerable opposition; his lips are still marred by an ugly scar received at their hands.

Raines claims that Ezra guided him through a series of visions, but his preaching found little support until the Requiem, when his dire prophecies suddenly sounded all too real. Raines penned the Fourth Book of Ezra, and the Home Faith sanctioned him as the founder of their newest sect.

Bastion Raines' teachings are rapidly spreading throughout eastern Darkon, but he remains controversial: the Nevuchar Springs sect prophesies an apocalypse due in a mere generation, and endorses torture and experimentation upon evil creatures to learn their weakness before time runs out. Dissenters decry Raines as paranoid, but my dealings with him have always proved anything but agreeable. Whatever else Raines may be, his faith is pure.

The Church adheres to a few basic ceremonies, but individual temples often integrate local traditions. Ezra's primary holiday is the joyous Feast of the First Epiphany, which each temple observes on its first worship day in May. The Darkonian sect also observes all of the Eternal Order's holidays.





## The Church of Ezra Revisited

This section expands upon the information presented in the **Ravenloft Campaign Setting**.

### Ezra (EZ-ra)

**Symbol:** A silver longsword superimposed on an alabaster kite shield and adorned with a sprig of belladonna.

**Alignment:** Lawful neutral (see below).

**Domains:** Destruction, Healing, Law, Mists, Protection. The Mists domain is unique to anchorites; see Chapter Two of the **Ravenloft Campaign Setting** for details. Bastion Raines' followers typically select the Mists and Destruction cleric domains.

**Favored Weapon:** Ezra's blade (longsword).

The Church of Ezra's clerics act as guardians and healers, serving as Ezra's personal emissaries. Anchorite is a general term for Ezra's clergy, which follows a basic hierarchy that emphasizes personal and communal responsibility. Wardens are wandering, evangelical clerics who sacrifice ecclesiastical power to spread Ezra's word. Torets are anchorites who establish or staff small temples, while Sentires are the leaders of significant temples. A single Bastion leads each major sect. These titles can overlap: for instance, Bastion Teodorus Raines is also the Sentire of Nevuchar Springs.

The Nevuchar Springs sect has a predominantly lawful evil ethos. Ezra's remaining sects will be examined in **Ravenloft Gazetteer III**.

Anchorites pray for their spells at sunrise. Worship services consisting of hymns and sermons are held at noon, once every five days. Lay folk who do not regularly attend services risk falling from Ezra's grace until they return. Raines' sect also recognizes the holidays of the Eternal Order. Darkonian anchorites place great stock in preordination and see themselves as soldiers in an upcoming war, so they occasionally multiclass as diviners, fighters, or rogues. The broader clergy includes commoners, experts, and warriors.



**Dogma:** The mortal Ezra was a healer and guardian who faithfully defended her people from the monstrous Legions of the Night that taint this world. Unable to find a worthy successor, Ezra merged with the Mists of Death to watch over her faithful. In the First Epiphany, she appeared to Yakov Dilisnya, the first anchorite, and bid him to

spread her word. The Mists greatly curtail Ezra's power, however, so she cannot protect those who do not open their hearts to her message. The Great Upheaval was an unsuccessful attempt by the Mists of Death to expel Ezra from their ranks, the first omen of a coming time when the Legions of the Night will overrun the land. Disgusted by the flood of corruption, the Mists of Death will scour the world clean. This Time of Unparalleled Darkness will come in less than 20 years, yet all is not lost. Ezra will save her truly faithful, but in the end days the jealous Legions of the Night will seek to drag down her chosen people. To protect Ezra's innocent flock, the Legions of the Night — be they monster or mere tempter — must be ruthlessly destroyed.

**The Overseer:** The Faith of the Overseer appeared in Martira Bay just over a century ago. The religion stresses the importance of community and offers hope for overall divine justice in a world that often seems unfair, its appeal stretching across the social spectrum. The clergy wields no official power and depends on donations to maintain its charities (including hostels and orphanages), but the clergy (called witnesses) possess significant influence over the hearts of many in Martira Bay and have started to spread to outlying communities.

### **Dread Possibility: The Blind Eye**

The Overseer does not grant spells to its clerics for a simple reason: it is a complete fabrication. The Kargat vampire Tavelia (female human mature nosferatu Exp9, LE) created the Faith of the Overseer as a tool for societal control and as a flytrap for would-be heroes and revolutionaries. The holy text she wrote, *Doctrinae* ("Teachings"), is a skillful amalgam of dozens of outlander religions. Most Witnesses are experts trained as counselors and healers. All are Kargat agents. Roughly half are also Tavelia's nosferatu spawn. After Tavelia's attempt to enslave Azalin and her subsequent flight from the country, these priests have been demoted.

High Cleric Derakoth is the sole member of the clergy who is true in his faith. He is an unusually coherent lost one, compassionate but deluded. Tavelia found him wandering in a daze and molded him into the figurehead he is today. Derakoth knows nothing of the Kargat, and his misplaced grief over Tavelia's disappearance is real. The Temple of Eternal Balance has rank 3 ethereal resonance, but it is not a sinkhole of evil; Tavelia's strict ban on conducting Kargat "business" on the premises is still enforced.

Although the Overseer is just an empty shell, faith can take strange twists in Ravenloft. As the religion spreads beyond Martira Bay, it also outgrows the Kargat's direct control. A "real" cleric or paladin of the Overseer could well someday emerge in an outlying shrine. The information below reflects the Faith's public face for the benefit of "true" clerics.

#### **The Overseer**

**Symbol:** Two circles within two squares, forming an abstract sun.

**Alignment:** Lawful good.

**Domains:** Good, Law, Protection.

**Preferred Weapon:** Longsword.





The faith is centered in the Temple of Eternal Balance, located in the heart of Martira Bay. The aged High Cleric Derakoth has led the faith for thirty years and is widely admired for his seemingly boundless supply of kindness and patience. Yet Derakoth's aides quickly shuffled him away when I attempted to question him about the suspicious disappearance of his intended successor, Tavelia.

**Dogma:** The Overseer does not grant divine boons; such vulgar displays are tools of fear, not faith. The Overseer sees all, however, and all wrongs are made right in the afterlife. In this life, mortals should aid one another and accept aid in

turn. The religion observes few strict tenets, but the faithful should bring private concerns to the witnesses, who then offer spiritual guidance under the strictest confidence. The faith also forbids idolatry, which distracts from essential truth; no images exist of the Overseer or any of its clergy.

These three religions may be the most significant contenders for Darkon's faithful, but they are hardly the only ones available. Most nonhumans revere the hearth gods of their people, and Darkon's web has snared many a foreign cleric. Most settlements contain one or two "orphan shrines," the humble temples of outlander gods whose congregations can be counted on one hand.

## The Darkonian Hero

This section presents information potentially useful in creating PCs native to Darkon.

**Races:** Humans are the dominant race in Darkon, but the nonhuman races have a significant presence as well. Elves and half-elves are most common in the Mistlands, while most dwarves hail from the Mountains of Misery. Mayvin is the heart of gnome culture, and halflings center in Rivalis and Delagia. Calibans are not uncommon, but they have no communities of their own; most toil in "undesirable" positions, such as digging graves.

**Classes:** Bards, clerics, fighters, rogues, and wizards are the classes most commonly encountered in Darkon, but all classes can be found. Bards serve a valued purpose in society, spreading tales across the extensive kingdom. Clerics are expected to guard against the dead; any lapses are judged most harshly. Fighters are generally respected, particularly if serving in official capacities such as a landed knight or simple constable. Stealth and treachery are associated with the Kargat, so most folk are deeply suspicious of rogues. Sorcerers and wizards are both respected and justifiably feared for their powers. Other classes are usually newcomers claimed by Darkon.

**Recommended Skills:** Alchemy, Bluff, Craft (armorsmithing, blacksmithing, bowmaking, clockmaking, gemcutting, locksmithing, shipmaking, stonemasonry, weaponsmithing), Diplomacy, Gather Information, Knowledge (arcana, construct lore, undead lore), Perform (buffoonery, chant, harp, lute, shalm), Profession (farmer, fisher, innkeeper, miner, sailor, scribe).

**Recommended Feats:** Ancestral Legacy, Blind-Fight, Cold One, Exotic Weapon Proficiency (firearms), Ghostsight, Haunted, Hexbreaker, Run, Scent of the Grave, Skill Focus (Knowledge [monster lore]).

**Darkonian Male Names (Human):** Ardmor, Boyce, Estran, Gilos, Jakome, Ragnol, Tullus, Varian, Wat, Xanthus.

**Darkonian Female Names (Human):** Aldea, Catalin, Francesca, Gisele, Imogen, Marguerite, Ondyne, Serilda, Virdisia, Zezilia.

The names found in the *Player's Handbook* are appropriate for nonhuman Darkonians.

## Outcast Ratings in Darkon

Darkonians are more accustomed to the sight of nonhumans than most of Ravenloft's folk. As such, they ignore the first 3 points of a character's Base Outcast Rating. Thus, a dwarf would be considered OR 0, while a calibans would be OR 2. Conversely, Falkovnians increase their OR among Darkonians by +1 whenever their brand is visible.





## The Realm



Il power flows from Azalin Rex. He has ruled Darkon for more than two centuries, and he is undoubtedly also the dread lord at the kingdom's metaphysical heart. Since my patron is likely familiar with Azalin's biographical details, I will concern myself with his public persona.

Azalin's extreme longevity does not disturb his subjects. He is thought to have seized the secrets of extended life from Darcalus during their fateful meeting. Darkonians do not believe that Azalin is truly immortal (mortality is inevitable), but they assume that Azalin will live for many more centuries to come. Darkonians acknowledge the rumors that Azalin is undead, but have been skillfully conditioned for generations to dismiss such rumors as paranoia. Public opinion of Azalin has varied widely over the decades, but he currently enjoys a wave of popularity as he restores Darkon to glory. Darkonians often see Azalin as the sole force keeping Death's minions at bay.

Rarely seen in person, Azalin keeps a regal distance even from the aristocracy, but his influence casts a long shadow. In a sense, Azalin constitutes the power behind his own throne. Subtle but unyielding, he commands an obsessive degree of control over the governance of his domain, monitoring and correcting his citizens through sealed decrees, whispered warnings, and his extensive network of secret police, the Kargat.

Indeed, Azalin is sometimes called the "Spider King," although this appellation usually issues from the lips of men kneeling before the chopping block. If Darkon is a fly-catching web, then Azalin is certainly the spider at its heart, every thread held in place by a spider's leg. Yet the Shrouded Years demonstrated all too well that Azalin's controlling nature is also his kingdom's greatest weakness. Remove the spider, and the web collapses by design.

## Government

Darkon is built on an ancient code of allegiances. Subjects at each level of society must pledge their fealty to their immediate superiors and oversee their inferiors. Taxation relies on this same chain of command. Azalin demands regular tribute from his nobles, who draw their taxes from landowners, who collect rent from the peasantry in turn.

The king sits alone atop the feudal pyramid. All citizens pledge allegiance to him, and Darkon is ultimately his personal responsibility. Azalin currently rules over 22 barons, or equites, whose territories divide the kingdom. Baronial titles are hereditary, but Azalin retains the right to depose nobles who displease him. Azalin puts on seasonal masquerade balls in Avernus, where he holds court for nobles who wish to improve their standing or issue complaints. Fueled by somnos wine and exotic entertainments, however, these galas invariably degenerate into hedonistic exercises in depravity. Azalin's guests inevitably return to their homes strangely subdued, ashamed of actions they cannot quite remember.

A powerful baron oversees each of Darkon's thirteen major settlements and its surrounding lands. The remaining nine administer large rural areas, including the three barons given the rather thankless task of ruling the Mountains of Misery.

Barons rule with a fair degree of autonomy and are free to set baronial laws within their lands. They also appoint their own vassals, including reeves to oversee smaller, secondary communities, and a vespillo ("undertaker"), who maintains burial records, regulates sales of cadavers, and ensures that the interred stay where they belong.

Landed knights stand just below the barons, but their titles are not hereditary. Non-noble landowners and peasants form the bottom tiers of the pyramid.

Darkonian law is divided into the royal and baronial courts. Citizens are subject only to the laws of higher courts; thus, the peasantry must obey the decrees of both Azalin and their local rulers, while the barons answer only to the king. Azalin's power is absolute. Citizens have no legal standing over their superiors, but rulers can elevate cases to their courts if they desire. Thus, a baron can overrule a knight or reeve, and all three can overrule a magistrate. Azalin's rulings, of course, are final.

At the local level, an organized constabulary, led in each community by a chief constable appointed by the local ruler, enforces baronial laws. Barons personally adjudicate major offenses within their lands, but criminal and civil cases falling beneath the nobles' attention are settled before magistrates in open court according to extensive, codified laws. Crime is punished harshly, with a focus on making public examples of those convicted. Lesser offenses result in time in the stocks or





workhouses, while more serious offenders face long terms of imprisonment or public execution.

Royal law is enforced however Azalin sees fit. As his private enforcers, the Kargat are exempt from baronial law and answer only to their immediate superiors and Azalin himself. Crimes against the king are frequently decided not in a public forum, but with a knock at the door in the middle of the night.

Darkon also maintains a small standing army, commanded by Azalin and mainly concentrated in Nartok, and a navy that monitors the coasts. Nobles can also call upon their private Baronial Guard for additional protection. Unlike constables, how-

ever, these soldiers hold no legal authority to enforce laws unless provided with specific warrants.

**The Kargat:** Darkon's secret police demand closer examination. The Kargat serve in a limited public role in a few towns as the jailors of dank prisons for those who violate royal law. Prisoners who enter these citadels of pain are never seen again. The Kargat also flow invisibly through society, keeping a close watch on dissidents and threats to the state. Many Darkonians think that they are canny enough to spot these agents, but I believe that these "visible spies," like the prisons, are merely distractions to hide the Kargat's true secrets.

## Law Enforcement

The constable below can represent any of Darkon's peacekeepers, be they actual constables or caravan escorts in the Vale of Tears or Mountains of Misery. The soldier can represent a member of Darkon's standing army or a baronial guardsman. Note that law enforcers are usually members of the predominant race in a given community.

**Darkonian Constable:** Human War1; CR 1/2; SZ M humanoid (human); HD 1d8; hp 4; Init +0; Spd 30 ft.; AC 13 (touch 10, flatfooted 13); Atk +2 melee (1d6/19–20, short sword) or +1 ranged (1d8/19–20, light crossbow); Face/Reach 5 ft. by 5 ft./5 ft.; AL LN; SV Fort +2, Ref +0, Will +0; Str 10, Dex 11, Con 10, Int 11, Wis 11, Cha 10.

*Skills and Feats:* Gather Information +2, Knowledge (local) +1, Listen +2, Sense Motive +1, Spot +2; Alertness, Weapon Focus (short sword).

*Possessions:* Short sword, light crossbow, 20 bolts, studded leather armor.

**Darkonian Soldier:** Human War2; CR 1; SZ M humanoid (human); HD 2d8; hp 9; Init +0; Spd 30 ft.; AC 15 (touch 10, flatfooted 15); Atk +3 melee (1d6/19–20, short sword) or +2 ranged (1d8/19–20, light crossbow); Face/Reach 5 ft. by 5 ft./5 ft.; AL LN; SV Fort +3, Ref +0, Will +0; Str 11, Dex 10, Con 11, Int 10, Wis 11, Cha 10.

*Skills and Feats:* Handle Animal +4, Intimidate +5, Listen +2, Ride +5, Spot +2; Alertness, Weapon Focus (short sword).

*Possessions:* Short sword, light crossbow, 20 bolts, studded leather armor, large wooden shield.

The Kargat foot soldier below represents a typical, low-ranking enforcer — the sort of agent likely assigned to eliminate bothersome heroes. The Kargat's ranks also include rogues, assassins, and even a few wizards and sorcerers, but they are all specialists, called upon only when the situation warrants. More powerful Kargat are rarely natural creatures, and should be created as individual characters.

**Kargat Foot Soldier:** Human Ftr4/Rog1; CR 5; Size M humanoid (human); HD 1d6+4d10+5; hp 30; Init +4 (Improved Initiative); Spd 30 ft.; AC 17 (touch 10, flatfooted 17); Atk +8 melee (1d8+2/19–20, masterwork longsword) or +5 ranged (1d8/19–20, repeating crossbow); SA sneak attack +1d6; Face/Reach 5 ft. by 5 ft./5 ft.; AL LE; SV Fort +5, Ref +3, Will +2; Str 14, Dex 10, Con 13, Int 15, Wis 13, Cha 8.

*Skills and Feats:* Bluff +3, Climb +8\*, Disguise +3, Gather Information +3, Hide +4\*, Innuendo +5, Intimidate +5, Jump +6\*, Knowledge (local) +4, Listen +4, Move Silently +4\*, Read Lips +6, Ride +5, Search +6, Sense Motive +5, Spot +4, Swim +5; Alertness, Blind-Fight, Exotic Weapon Proficiency (repeating crossbow), Improved Initiative, Skill Focus (Intimidate), Weapon Focus (longsword). Skills marked with an asterisk suffer a –5 armor check penalty when the agent is armored.

*Possessions:* Masterwork longsword, masterwork repeating crossbow, 20 bolts, masterwork banded mail, masterwork buckler, 2 tanglefoot bags, manacles.



The Kargat's upper ranks are actually filled with monstrous shapeshifters and undead, the very "night terrors" of Darkonian fears. I must confess, the Kargat is a masterstroke; Azalin guards his kingdom by placing the wolves in charge of the sheep. Azalin's attention kept the Kargat operating as a unified whole, but these predators reverted to their unnatural instincts after his fall, turning on each other and on the people of Darkon. The Kargat shattered into numerous competing factions, which reportedly remain unstable even now.

Only Azalin himself knows exactly how many Kargat agents are still active in Darkon and, to a lesser extent, neighboring lands. I currently estimate their total number at about 200; although the Kargat suffered serious losses in the Requiem and the Shrouded Years, Azalin is surely rebuilding their ranks.

**The Kargatane:** Azalin's insidious control over Darkon does not end with his secret police. Over the decades, the vampiric masters of the Kargat have lured countless common citizens under their sway with false promises of immortality, turning them into a faceless network of informants and assassins. The members of the Kargatane believe that they are chosen ones carefully guarding the alchemical secrets of extended longevity. In fact, the Kargatane are sadly deluded: the Kargat use the Kargatane as expendable pawns.

Unfortunately, the Kargatane's total numbers cannot be counted. Few of its members are even aware that the cabal extends beyond their immediate compatriots and "enlightened" master. My best estimates indicate, though, that each Kargat vampire may command as many as a dozen thralls.

### Secret Society: The Kargat

Roughly half of all Kargat are low-ranking humans and nonhumans. The middle ranks, roughly 40% of the total, are comprised of lycanthropes and other shapechangers. The leaders, making up the final 10%, are all undead creatures, primarily vampires and ghosts. Azalin uses his undead dominion to ensure their loyalty.

The Kargat is a cell-based organization, with most agents knowing only the members in their own cell. Azalin kept the Kargat operating as a unified whole, but with his fall, the Kargat shattered into numerous competing factions. Azalin now repairs the Kargat's deep schisms, but the secret police still divide into three main factions:

**Martira Bay:** Tavelia controlled the Martira Bay cell for over a century. Astute enough to foresee Azalin's downfall, she transformed her cell into a criminal organization that insidiously manipulated every aspect of her city during the Shrouded Years. Following Tavelia's failed bid to usurp control of Darkon, however, her lieutenant Kazandra was promoted to her position. Kazandra (see below) now oversees Kargat operations in western Darkon and is (officially) the leader of the Kargat as a whole.

**Corvia:** Beryl Silvertress (female old dwarven vampire Ftr5/Ari5, NE) leads her faction from Corvia, but its influence extends throughout the Mountains of Misery. Beryl's control is broad, but deep. Over the course of many decades, she has descended into paranoia. She wishes to find and destroy the vampire that created her and has developed the delusion that her sire's hiding place is kept hidden from her through a vast conspiracy. Prone to erratic decisions, Beryl sometimes interrogates and executes "suspects" at random. Her own underlings live in fear of her, and her faction has degenerated into little more than a loose network of unnatural predators. Despite her madness, she continues to obey Azalin's orders promptly and has thus far avoided elimination.

**Karg:** This cell's leaders were all ordered to attend the Requiem. Astoundingly, one of them returned, albeit without his body. Venrith Chole (male human true werewolf 3rd rank ghost, Rog6/Asn6, LE) was one of a handful of Slain who resisted Death's control, and he quickly fled back to Karg. Having died in the midst of a wrenching transformation, Chole's ghost is trapped in its "hybrid" form, a twisted mixture of man and beast. Chole was the highest-ranking officer left in his cell and now controls it from the shadows. His faction changed the least during the Shrouded Years, continuing to exert subtle influence over the nobles of northeastern Darkon. Considering his record to be exemplary, Chole deeply resents that he was not chosen to lead the Kargat. While hopes to undermine Lady Kazandra's power, he knows that his loyalties are suspect due to his exposure to Death.



## Vampiric Thralls

For all their unholy power, vampires remain vulnerable when they sleep. Knowing this, some cunning vampires use the gift of a drop of their own blood to recruit living thralls. If any living humanoid or monstrous humanoid drinks a single drop of a vampire's blood, then her aging rate slows by 75% for the following year: she ages only one month for every four that pass. The thrall must also make a Fortitude save (DC = 10 + 1/2 vampire's HD + vampire's Charisma modifier), though most vampires will first persuade the drinker to accept the "elixir's" power (and thus voluntarily fail the save). If the drinker fails this save, she receives inherent bonuses of +4 Strength, +2 Dexterity, and +2 Charisma for the next seven days and is charmed by the vampire, as the spell charm monster cast by a 12th-level sorcerer. Like the slowed aging, the charm effect lasts one full year.

These effects do not stack; repeated drinking merely extends the effects' duration. If a living creature drinks more than a single drop of vampire blood in any given 30-day period, then in addition to the effects above she must make an immediate Madness save (DC = 10 + 1/2 vampire's HD + vampire's Wisdom modifier).

The Kargat are traditionally held as the first vampires to discover this technique. Thankfully, most vampires are either unaware of the technique or consider it too time-consuming to bother with.

## Economy

Darkon was an economic titan prior to the Requiem, engaging in brisk trade with the rest of the Core, sometimes using its immense wealth to exert pressure on foreign governments. Despite their apathy toward foreign cultures or philosophies, Darkonians have always thirsted for exotic foreign goods and delicacies, and the products of Darkon's numerous cottage industries were likewise in wide demand beyond its borders. In this sense, Darkonian commerce has often replaced true diplomacy. Darkon was a microcosm of the Core as a whole; regions poor in one resource were

often rich in another. Through robust trade, the kingdom became entirely self-sufficient, leading to the rise of powerful trade and merchant guilds in all but the most secluded settlements. Criminal guilds soon followed.

Indeed, Darkon's economy was powerful enough to resist total collapse even during the tribulations of the Shrouded Years. Necropolis now severs Darkon's central trade routes, however, disrupting the flow of goods throughout the kingdom. Despite Darkon's vast resources, many western communities now rely on foreign imports to support themselves. Though tarnished, Darkon's fortunes are expected to recover when the new roads are completed.

Darkon remains rich in natural resources. Farms in the Vale of Tears and the Jagged Coast produce all manner of crops and livestock, including wheat, barley, rye, oats, hops, potatoes, carrots, cabbage, chickens, ducks, hogs, sheep, and cattle. On Lake Korst and on the seas, fishermen pull in full nets of herring, cod, flounder, and other seafood. Breweries and vineyards throughout Darkon grow succulent grapes and produce a myriad of ales, wines, and liquors, though the best vintages all hail from Karg. The Forest of Shadows produces timber and the Boglands a boundless supply of peat. The mines of the Mountains of Misery provide a coveted stream of gold, silver, copper, iron, lead, salt, and gems, making the struggle to resettle the region entirely worthwhile.

Darkonian artisans also produce a myriad of crafted goods, including cloth, tapestries, perfumes, ships, jewelry, stained glass, ceramics, weapons, and armor—everything a country needs and more. Exotic goods can also be found in more limited markets, from the wind-up playthings of the gnomes to the "lifecraft" furniture of the elves, grown from a single, living piece of wood. Alchemists and mages occasionally even produce magic treasures for wealthy sponsors.

Peasants often pay rent to their landlords through labor or a percentage of annual yields, but beyond this arrangement Darkonians eschew barter as too inexact. Darkonian currency marks the kingdom's dominance over the forces of the Gray Realm. The Assula ("Chip") is the copper piece, the Ossis ("Bone") is the silver, and the Cranium ("Skull") is the gold. Darkon also mints a platinum piece, the Insigne ("Crown"), but this coin is generally used only in major transactions between nobles or guilds. The tails side of each coin depicts



a skull, increasingly intact as the value rises. The heads sides all feature a portrait of Azalin Rex. Unlike most coins, Azalin's stern visage stares directly out at the bearer. One often hears that if a coin is stolen from Azalin's coffers, his portrait changes to a ghastly skull. No Darkonian merchant will accept these "dead coins," but the state still accepts them in tribute payments. Merchants usually accept foreign currencies, but moneychangers are easily found in larger towns.

## Diplomacy

Despite its immense political and economic might, Darkon has never shown more than a passing interest in its neighbors. Foreigners often attribute Darkon's social and political isolationism to a general lack of curiosity or a smug sense of superiority among the Darkonian people. I, perhaps defensively, prefer to think that we are misunderstood. Simply put, few Darkonians concern themselves with the rest of the Core because the Core has come to us. Yet one unavoidable side effect of Darkon's introverted view — no doubt enhanced by the memory drain — is that Darkonian culture is barely felt beyond its borders.

**Falkovnia:** The ongoing hostility between Darkon and Falkovnia should come as no surprise, but for now Falkovnia remains Darkon's sole land route into the southern Core. Commerce continues along the King's Highway through begrudging necessity. Darkonian merchants are well aware that every coin they add to Drakov's coffers may someday return in the form of an invader's sword, but many of Darkon's western communities still need Falkovnian grain to survive each winter. Darkonians demonize Falkovnians as jealous and murderous slavers, thirsting for Darkonian blood. Folk bearing Drakov's brand are often shunned. Darkon's nonhumans, quite rightly, react to the thought of visiting Falkovnia with nothing less than abject horror.

**Keening:** Keening is a lifeless, haunted wasteland, a cursed limb severed from the corpse of once-vibrant Arak. Darkonians avoid Keening just as the folk of the southeastern Core shun Forlorn, though the gnomes of Mayvin often feature Mount Lament in their eerie fireside tales.

**Lamordia:** Darkon has established a steady mercantile relationship with Lamordia, the only neighbor with which it maintains any true relationship at all. The centuries have seen some limited immigration from both sides, as Darkonian dwarves settled in the Sleeping Beast and a handful

of Lamordians spread to Darkon's westernmost communities.

**Necropolis:** The Slain City is viewed as nothing less than a seeping wound in Darkon's heart, the beachhead of a faltering invasion from the Gray Realm. A few Darkonians still hope to see the city someday freed from the Shroud, but most would be just as happy to see it destroyed entirely.

**Nova Vaasa:** Long separated by the barren Mountains of Misery, Darkonians have never truly formed an opinion of their southernmost neighbor. As far as they were concerned, Nova Vaasa might as well have sat at the far end of the world. Only in the past year have Darkon and Nova Vaasa established a formal diplomatic relationship. It is no secret that the Strigos Road is being restored largely to bypass Falkovnian trade, so Darkon is seeking a mercantile bond with Nova Vaasa. Prince Othmar imposes taxes even more punitive than Drakov's tariffs, however, so the strength of this bond is yet to be seen.

**The Shadow Rift:** The Shadow Rift is nothing more than a dark maw in the earth where the lost land of G'henna once lay. By the Shadow Rift's very nature, no relationship is possible, but it looms large in the Darkonian imagination. Peasants throughout the Forest of Shadows claim that Unseelie fey crawl up from the Shadow Rift at night or burrow out in deep tunnels to emerge from local caves or village wells. Disturbingly, these claims may hold more than a seed of truth.

**The Stormy Seas:** Darkonian ships engage in regular trade up and down the coasts of both the Sea of Sorrows and the Nocturnal Sea. Darkon also boasts a professional navy, recently doubled in size by Azalin. Six sleek, black-sailed caravels, divided equally between the two seas, guard the coastlines against smugglers and piracy. The navy's flagship, the *Dominance*, guards the mouth of Martira Bay. Despite its nautical power, however, Darkon has shown no interest in colonizing the scattered islands of the two seas.

**Tepest:** Both the Mountains of Misery and accursed Keening separate Darkon from Tepest. No reliable roads connect the two countries, and they have yet to establish any kind of formal relationship. In the light of Tepest's ongoing Inquisition, such a relationship is unlikely to occur in the future. Darkonian elves and spellcasters who visit Tepest fear an encounter with a burning stake. Likewise, I am told that the Tepestanians view Darkonians as a perverse folk who regularly traffic with evil, occult forces, and fey creatures.







## Sites of Interest



y harried tour of Darkon began early in October, taking me on a winding course from east to west. The shriveling hours of daylight grew increasingly frustrating, but my travel times remained steady thanks to a remarkable stretch of good weather.

## Nevuchar Springs

Nevuchar Springs has long been one of Darkon's most secluded settlements, an elven town straddling the Vuchar just a mile downriver from the revered Nevuchar Shrine itself. No reliable roads lead here, and the shallow river allows only for light craft. Just like its inhabitants, the town has changed little over the centuries. Until the Requiem, the elves enjoyed the novelty of the occasional visitor, but they were content to be left alone. Baron Thalís Redtree has quietly held his title for 150 years. He is representative of his subjects, disliking sudden change and disruptions of daily life.

The revelation of the Nocturnal Sea has greatly complicated matters. Nevuchar Springs is now Darkon's largest port on the eastern seaboard and holds the potential of becoming another cosmopolitan sprawl like Martira Bay — a fate the locals view with muted horror. Its citizens have pointedly made no effort to lure additional traffic, neither requesting an extension of the King's Highway nor even building a new inn by the coast. A shantytown of docks and warehouses has sprouted up to service sea traffic, but mariners must still trudge a mile inland to find lodging.

Nevuchar Springs is a quaintly rustic community, awash in consciously overgrown hedgerows, ivied walls, and herbal gardens. Cottages are constructed of wood and stone, often incorporating living trees into their frames. The town was laid out around a series of natural springs and is now dominated by the Baths, a soaring marble structure surrounded by wild gardens. The Bath's mineral waters are famed for their therapeutic qualities, but some pools repeatedly clogged with foul slime during the Shrouded Years. Rumors suggest that the Baths' therapeutic value has dwindled and that occasionally the waters even further enervate ailing bathers.

The town also houses the Library Pharmacologae, an archive of texts on herbal and medical cures lovingly compiled by the elf mystics

who guard the Nevuchar Shrine. In recent years, however, numerous texts have been discovered to contain debased necromantic passages. Somehow, these scrawls seem to spread independently, like blight slowly killing a tree.

*Diseased books, with necromancy the plague?  
Surely this lore must be drawn from somewhere.*

The Church of Ezra has gained many converts in the few years since native son Teodorus Raines founded his sect. Many regional shrines to the pagan elven gods now lie forgotten. Bastion Raines' sect bases itself in a macabre stone temple called the Last Redoubt, surrounded by an ancient churchyard. Originally a temple of the Eternal Order, Bastion Raines and his acolytes literally tossed the old clerics out on their ears, then smashed the Order's ghastly icons. Raines now uses the temple's catacombs to imprison and torture his monstrous captives; I happily provided several new interrogation techniques.

## Where to Stay in Nevuchar Springs

Nevuchar Spring's sole inn is the Riverview Rest (good quality rooms, good quality food), a large and comfortably rustic inn atop a bluff that offers an excellent view of the Vuchar. To ensure the best service, travelers should subtly mention that they are just passing through — the locals discourage settlers.

**Nevuchar Springs (small town):** Conventional; ALLN; CL 5; 800 gp limit; Assets 44,000 gp; Population 1,100; Isolated (elf 89%, human 6%, halfling 2%, half-elf 2%, other 1%).

**Authority Figures:** Baron Thalís Redtree, male elf Ari4; Chief Constable Sulien Moonshadow, male elf War6.

**Important Characters:** Bastion Teodorus Raines, male human Clr5/AoM2\* of Ezra; Cai Grovesong (Library mystic), female elf Drd3.

\*See **Van Richten's Arsenal** for the Anchorite of the Mists prestige class.

## Maykle

After concluding my local business, I booked passage on a merchant barge and headed downriver, soon arriving in Maykle.





Maykle is a predominantly human community that sprouted up around a natural harbor on the Vuchar just downriver from the Khoux. The sleepy town is a transfer point where regional crops are gathered and shipped via the Vuchar or the cobbled King's Highway, which begins amid a collection of warehouses on the eastern bank. Maykle is also a waypoint for travelers continuing to upriver communities. The Slain City has disrupted trade, however. Maykle can no longer ship its goods as quickly as it collects them. Local farmers collect miserably low prices for their crops, which often end up rotting on the docks.

Prowling undead are uncommon this far west. A crude wooden palisade encircles the warehouse district for caution's sake, but the heart of Maykle remains unfortified, comfortably shielded by the river. Maykle's buildings are blocky structures of red brick; interior walls are plastered, but Mayklemen prefer to leave exterior brick exposed. Most houses are a single story with steep, thatched roofs, but larger buildings are topped with black slate shingles. The baronial manor overlooks the gently sloping common green where local festivals are held. The Ward of Perdition stands atop a low

hill to the east, another former temple of the Eternal Order now in the hands of Raines' anchorites.

Maykle's most significant landmark is Clangor Asylum, home to more than a hundred tormented souls from throughout Darkon. Clangor's tallest towers peer out over the entire town from behind the asylum's walled grounds. Founded by the great-grandfather of its current director, Dr. Quintin Clangor, the asylum is now Darkon's largest mental institution. Clangor's alienists favor differing treatment methods. Dr. Clangor has recently expanded the asylum's medical college, and newer arrivals have introduced the latest surgical and hypnotic techniques from the west. Some alienists' methods, though, range from the bizarre to the torturous. Baroness Iris Sturlock's father is one of the asylum's inmates; several years ago, the former baron was discovered in the act of devouring his elven wife. Sturlock's head is now kept caged to prevent him from gnawing at his flesh, and the young baroness rules in his place. Some folk whisper that Iris caused her father's descent, but more suspect that she will someday inherit his madness.







Indeed, the prominence of Clangor Asylum has produced a common phrase: "mad as a Maykleman." Most locals are decidedly eccentric, though the cause is unclear. Some folk blame strange gasses flowing down from the Foaming River, while others insist that invisible imps or fey must be whispering in people's ears. Personally, I suspect degenerative inbreeding.

## Where to Stay in Maykle

Most visitors to Maykle gravitate to Serenity House (common quality rooms, common quality food), a tall, weathered building near the gates of Clangor Asylum. The upper floor's windows peek over the asylum walls, providing an entertaining view of the harmless inmates allowed to stroll about on fair weather days. The inn also offers a generous selection of soothing regional teas.

**Maykle (large town):** Conventional; AL CN; CL 6; 3,000 gp limit; Assets 390,000 gp; Population 2,600; Mixed (human 59%, elf 20%, halfling 13%, dwarf 3%, gnome 2%, half-elf 1%, other 2%).

**Authority Figures:** Baroness Iris Sturlock, female half-elf Ari2; Chief Constable Gilros, male human War5.

**Important Characters:** Dr. Quintin Clangor (alienist), male human Exp10; Sentire Arwid Lavarre, female human Clr7 of Ezra; Errol Sturlock (madman), male human Ari5.

## Delagia

From Maykle I traveled back upriver, this time taking the Khourx to the twin communities of Delagia and Sidnar. According to legend, Sidnar was the site of the archmage Wormschild's citadel during the Arcane Age, with Delagia serving as a glorified gatehouse. Travelers can reach Delagia on foot by following a maze of country roads from Karg, but most traffic arrives by riverboat.

As Azalin's attention waned following the Great Upheaval, Delagia and Sidnar came under the heel of an increasingly brazen and onerous cell of the Kargat. After Azalin fell, the local nobles struck back, scouring their baronies clean of the secret police. When Azalin returned, however, the barons were summarily executed for treason. Azalin's handpicked replacements are the siblings Kasen and Almeta Constantine, who have restored calm but enforce laws to the letter. If the

Kargat have returned, they now act far more cautiously.

Delagia is a small, unsophisticated halfling village with a striking architectural style. Although a handful of large buildings line the shore, the majority of this fishing village sits atop Lake Korst, straddling the mouth of the Foaming River. The halflings' homes are rounded huts perched atop wooden supports resting on the lakebed, resembling a cluster of beaver lodges.

Underwater wicker fences link these lodges, creating pens in which the halflings farm most of their fish. Narrow walkways line the tops of the fences, creating "streets" that can support most foot traffic, though horse-drawn wagons are restricted to just a few routes. The rapid current of the Foaming River provides warmth and flushes out Delagia's wastes. The short road to Sidnar, called the Ascent, stretches from the town square on the southern shore. Farmlands spread out to the east, though birds often steal the best of each year's crop. Delagians refuse to use scarecrows, fearing they will rile a legendary bogeyman called Casdin's Reaper — a murderous scarecrow with a burning head.

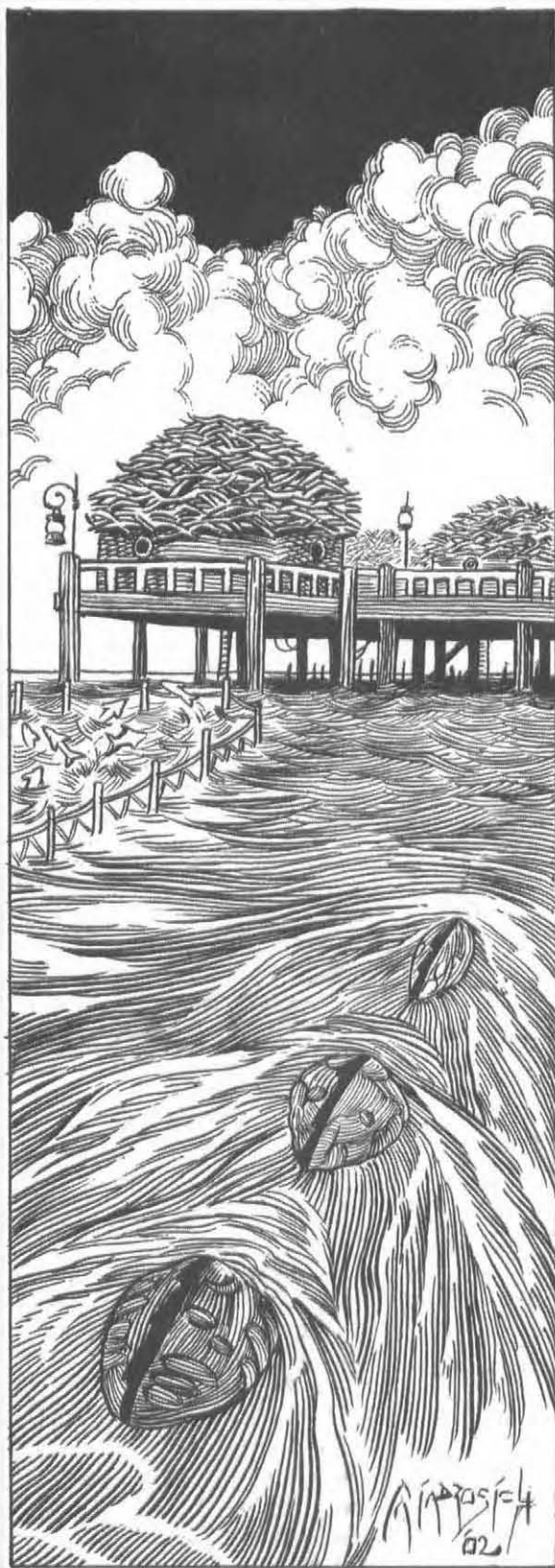
Several diving platforms are moored in the deep waters near the marina. The townsfolk hold high-diving competitions each summer, but they no longer swim as often as they once did. When the Doomsday Device's energy wave passed over Delagia, all the corralled fish were seen to jump in agitation, and a new inhabitant soon arrived in Lake Korst. Underwater fences have been torn open, and in 751 BC several swimmers were attacked and partially devoured by a large and monstrous aquatic creature.

In the years since, folk have noted that the creature swims only in the gloom of dawn and dusk, and have gradually returned to their beloved water — so long as the sun is high. No one has ever seen the creature clearly, but I examined several thick scales found snagged in the torn fences. Naturally, the Delagians have tried to trap and destroy the creature on several occasions, but it always eludes them. The beast is clearly possessed of a malign cunning... or it obeys a master. Locals are thankful that the creature cannot leave the water.

## Where to Stay in Delagia

Visitors to Delagia stay at the Boatman's Friend (common quality rooms, common quality food), near the marina. The common area is built to human dimensions, but individual rooms cater to





humans and smallfolk alike. For guests who value their privacy, the inn also rents a handful of freestanding, single-room lodges (good quality rooms) that radiate from the main building.

**Delagia (small town):** Conventional; AL LN; CL 5; 800 gp limit; Assets 60,000 gp; Population 1,500; Mixed (halfling 77%, human 13%, elf 6%, gnome 2%, dwarf 1%, other 1%).

**Authority Figures:** Baroness Almata Constantine, female human Ari3; Chief Constable Morgan Blackwater, male halfling War3.

**Important Characters:** Flavian Sundapple, male halfling Adp3.

## Sidnar

The terrain quickly rises into choppy hills to the southeast of Lake Korst. Sidnar sits atop these choppy hills. Although Sidnar does have its own docks and winding, secondary roads leading to croplands at lower elevations, these trails all present a steep and strenuous climb. Thus, the roundabout approach I used, the Ascent, remains the main route into Sidnar. Goods are collected in Delagia and ported up to this lofty, predominantly elven community.

The Ascent slowly and steadily climbs to approach Sidnar from the west, passing over the Pons Agitans ("Brooding Bridge") just before it reaches the town's limits. Eighty feet below, the whitewater Khourx River carves its way through a wide, rocky gorge before pouring into Lake Korst.

The Brooding Bridge is a gloomy stone structure, older than the town to which it leads. Ancient plaques in elven script commemorate those who fell to their deaths from these lofty heights. Scowling gargoyles squat atop the towering gates. Some folk claim that these gargoyles crawl down from their roosts after sunset, slaying any who dare cross their bridge by night. Condemned criminals are hung from the bridge in gibbets; two of these cages now hold the shriveled remains of Delagia and Sidnar's previous barons.

Supposedly, the Brooding Bridge is all that remains of the citadel that stood here in the Age of Secrets. Like all such structures dating to that era, it is supposedly full of secret passages. The fate of Wormschild's citadel remains a mystery. Various legends assert it was annihilated by his rivals or drawn into the Gray Realm. Most locals, though,





believe that his citadel sank into the earth and that the buildings of modern Sidnar are merely the uppermost spires of the destroyed citadel.

Sidnar's cobbled streets wind up and down the hilly terrain, passing tall, narrow buildings of charcoal gray stone; most buildings are surrounded by small, private gardens. Sidnar's tallest tower, the Star Spire, rises from the center of town. The tower has a solid core, but rumors insist that hidden passages lead down into Wormschild's silent halls. An exterior staircase winds its way up to an observation platform at the tower's apex, offering a commanding view of the countryside.

A local guild of astronomers, called the Omen Watchers, has set a number of telescopes atop the Star Spire. They gather here each night, carefully observing the skies for portents. The Omen Watchers have studied the erratic natural laws of the firmament and the earth for decades and administer the nearby Collegium Caelestis to further their scientific theories. Prospective human students, however, often balk at the typically elven, twenty-year curriculum.

## Where to Stay in Sidnar

Sidnar boasts a fine inn, Wormschild's Precipice (good quality rooms, common quality food), a two-story structure that overhangs the Khourx. Its rooms offer excellent views of the Brooding Bridge. Meals are prepared with skill, but are rarely as fresh as the seafood available in Delagia.

**Sidnar (small town):** Conventional; AL LN; CL 5; 800 gp limit; Assets 56,000 gp; Population 1,400; Mixed (elf 64%, human 13%, dwarf 9%, halfling 6%, gnome 5%, half-elf 2%, other 1%).

**Authority Figures:** Baron Kasen Constantine, male human Ari3; Chief Constable Echol Gauntglow, male elf War6.

**Important Characters:** Lescion Oakenheart (senior Omen Watcher), male elf Exp5/Wiz4; Sentire Helamil Duskbloom, male elf Clr5 of Ezra.

## Karg

With October waning, I trudged down to the Sidnar docks and once again booked passage on a riverboat, returning to Maykle. There, I switched to a cab coach, riding down the King's Highway into the Vale of Tears. My coach was uncomfortably cramped, not including the armed escorts

riding on top. Thankfully, we reached our destination before I was compelled to throttle the fidgeting child sitting across from me.

Karg is an ancient and wealthy city sitting at the heart of the Vale of Tears. It links the King's Highway to the Tempe River, which flows gently along its western flank. The tilled fields were barren as we approached, but during the summer months Karg is a dark island of stone amid a waving sea of golden grain.

Karg's populace is predominantly human, but the city has a cosmopolitan flair hampered only by its ancient and ominous fortifications. According to legend, Karg was a prison camp in the Arcane Age, and the city took centuries to fill its walls. The walls were considered a hindrance for most of that time, but now not one resident would see them gone. Farmers and herders from the outlying region have poured into Karg, filling its slums, and a siege mentality has settled in.

Karg is divided into two wards, Upper and Lower Karg, with the latter sitting in a shallow depression. Architectural styles are similar in both wards; first stories are built from stone, with additional floors made from timber. Most buildings are two or three stories and crushed together, with narrow alleys.

Upper Karg, however, is home to the city's industries and upper classes. It features wide boulevards and bustling open-air markets. Travelers should note that market prices in Upper Karg are often double those common elsewhere. The Granaries fill entire city blocks: towering silos in which the region's grains are stored. The nearby canals are lined by a score of mills and breweries, and the smell of hops and barley hangs in the air. Baron Warbois's ornate palace stands to the north, peering over the peaked rooftops at the Church of the Sorrowful Dead across the canal. This cathedral, the largest remaining temple of the Eternal Order, is famed for its interior murals. Depicted entirely in shades of black and ash, the murals show the sorrows of the dead at losing their land to the living, a continual reminder of the Gray Realm's resentment. Raines' anchorites have also spread to Karg, and the rival doom prophets are now engaged in a fierce struggle for dominance. Several priests in both camps have been brutally attacked.

Lower Karg, by contrast, is an urban nightmare of meandering narrow streets, crowded with slums for the city's peasantry, who must share their district with Karg's most fearsome landmark, the





Foramen Atrum ("Black Hole"). This towering citadel of black brick is a prison and the public headquarters of the Kargat, though its leaders are never publicly seen. Crime is rampant here and life is cheap. Having examined several decapitated corpses in its maze of back alleys, I believe that the district serves as a stalking ground for the Kargat's unnatural officers.

## Where to Stay in Karg

Karg's inns are divided between its two wards. In Upper Karg, the Old Mill (good quality rooms, good quality food) is just that: a waterwheel-powered grain mill expanded into the city's most comfortable inn. The inn grinds its own grain, serving fresh rolls and pastries each morning. The rooms of the Amber and Gold (common quality rooms, good quality food) are large and well appointed, but saturated with the stench of fermentation. The inn compensates with exquisite meals and the widest selection of wines and liquors in Darkon.

Lodgings are considerably cheaper in Lower Karg, but buyer beware. The Market Hostel (poor quality rooms, poor quality food) caters to regional farmers carting their crops to the silos. The disreputable Stranger's Haven (poor quality rooms, poor quality food) offers anonymity, but many guests who sleep here never reach their next destination.

**Karg (small city):** Conventional (Monstrous); AL LE (LE); CL 6; 15,000 gp limit; Assets 6,375,000 gp; Population 8,500; Mixed (human 52%, elf 15%, halfling 13%, dwarf 11%, gnome 5%, half-elf 2%, other 2%).

**Authority Figures:** Baron Lucien Warbois, male human Ari9; Chief Constable Balen Gerant, male half-elf War10; Venrith Chole (Kargat officer)

**Important Characters:** Yako Vormoff (Unholy Order of the Grave initiate), male human vassalich Nec4; Ansa Metter, female human Clr10 of the Eternal Order; Vitus, male human Clr5 of Ezra; Bandersnatch (criminal guild leader), male halfling Rog11.

## Tempe falls

As my first month back in Darkon ended, I took the ferry across the Tempe and once again crammed myself into a cab coach, with my new goal of Tempe Falls, the heart of Darkon's dwarven

culture. After a few stops at roadside inns, the barren peak of Mt. Nirka rose up before us.

I chose to disembark at the crossroads that marks the entrance to town. The Tempe and Argenteus Roads meet here, and the site has also become the base camp for workers restoring the Strigos Road. After ingratiating myself with the local ditch diggers, I soon introduced myself to Myar Hiregaard, a scion of one of Nova Vaasa's noble lines. As Nova Vaasa's first official emissary to Darkon, Hiregaard was also a recent arrival and was obviously overwhelmed by the sheer number of nonhumans surrounding him. Hiregaard is an inoffensive bureaucrat, well intentioned but obviously inexperienced as a diplomat.

Tempe Falls is a rugged mining settlement overlooking the spectacular cascade of the same name. The misty spray and roar from these waterfalls can carry halfway across town. Glorious rainbows arc through the mist on sunny days, but when the skies turn gray, the rainbows are replaced by spectral, twisting shapes believed to be the spirits of dwarves killed in the mines. Tempe Falls also serves as the gateway to the reclusive dwarven complexes hidden high on Mt. Nirka's northern slopes and the lonesome mining camps deep within the Mountains of Misery.

River traffic can access Tempe Falls through the docks at the northern edge of town, but the main approach is a pair of massive suspension bridges that pass through the waterfall's spray. Each bridge is wide and sturdy enough to support the heaviest of wagons, and traffic on each bridge is one-way only. Aqueducts, both raised and subterranean, channel water from the falls, supplying every home with fresh, running water. Within the mines, waterwheels along the underground aqueducts power great machines used to crush ore, then flush waste out through drainage pipes.

Tempe Falls is perched on the edge of massive cliffs hewn into four wide tiers. While a number of squat stone buildings line the edge of each tier, these are primarily the homes and businesses of the town's small non-dwarven population. The town actually burrows directly into the cliffs, with the dwarves living in sprawling, windowless complexes with their extended families. Deeper in the earth, these homes give way to vaults of the dead and extensive mines. Between the churning Tempe Minor River and the cliffs, the town needs no fortifications.







Warehouses and peasants' homes are clustered on the bottom tier, closest to the polluted river. The second, commercial tier includes the primary mine entrances, marketplaces, and two local landmarks. The wizened Geraldine Enrich, a human woman who has thoroughly adopted dwarven culture, operates Geraldine's Gem Emporium. Her well-guarded shop sells figurines carved from gems produced in the mines. As well, an ornate fountain and statuary park sit at the center of the commercial tier, named Dizard's Sorrow not for the fountain's talented architect, but for a dwarven miner who used it to drown himself over his remorse for neglecting his family.

The third tier is the residential district for the upper classes. Lastly, the governmental tier houses the tomblike palace of Baron Gunderin and his clan. The baron was kind enough to present me with a fine dagger he had crafted himself. The top tier also houses the Ancestral Vault, a temple dedicated to dwarven gods.

## Where to Stay in Tempe Falls

Most visitors to Tempe Falls stay as guests in dwarven homes, but travelers lacking connections should turn to the Thundering Hearth (good quality rooms, common quality food). Carved into the cliff face, the inn actually curves around behind Tempe Falls, with thick glass windows looking out into the deluge. The constant rumbling of the falls can be distracting at first, but does wonders to lull guests to sleep at night.

**Tempe Falls (large town):** Conventional; ALLN; CL 7; 3,000 gp limit; Assets 375,000 gp; Population 2,500; Mixed (dwarf 70%, gnome 12%, human 8%, halfling 6%, elf 3%, other 1%).

**Authority Figures:** Baron Oscari Gunderin, male dwarf Exp5/Ari4; Chief Constable Pekka Konunn, male dwarf Exp4/War3.

**Important Characters:** Myar Hiregaard (Nova Vaasan ambassador), male human Ari2; Clanmother Kyllikki Seppanin, female dwarf Clr7; Geraldine Enrich, female human Exp12.

## Mayvin

After a quick inspection of the Arak badlands, I returned to Tempe Falls and followed the flow of ore-laden wagons down the Argenteus Road to Mayvin. My visit was brief but enjoyable, as I

arrived just in time for the local Festival of the Dead celebrations.

When Azalin first came to power, Mayvin was nothing more than a gold and silver mining camp inhabited by a mere five gnome families. The old mines were soon exhausted, but nourished by the flow of trade between Tempe Falls and Corvia, Mayvin has grown to become the center of gnome culture in Darkon.

Mayvin sits in an oxbow curve of the Corvus River. The Corvus flows down through the rugged foothills as frothing rapids, but calms as it twists to the north, allowing for light river traffic. The Argenteus Road approaches from the east, passing a number of storage vaults on its way into town. These fortified warehouses hold shipments of ore, gold, and gems on their way to Corvia and are heavily guarded. The Corvus Road stretches north from Mayvin's heart, crossing a sturdy wooden bridge as it leaves town. Anglers can often be seen on this bridge during the warmer months, testing experimental fishing devices.

A second, stone bridge is currently under construction. Work had just halted for the winter as I arrived, but the project should be completed by this time next year. The bridge will link downtown Mayvin to the work camp establishing the Transumbra Road.

Mayvin features an eccentric and eclectic architectural style — or lack of one, as the case may be. Local gnomes love experimentation, and nearly every building on display represents a test of new and unusual features. Any given building may include geodesic domes, sculpted archways, harshly angular eaves, oddly shaped or proportioned windows, or elaborate stained glass. The local folk are also fond of whimsically hidden doors and passages. Of course, the mere fact that most buildings are constructed to accommodate both gnome and human occupants is surreal enough in itself.

Mayvin's primary claim to fame is the Patent Hall, where inventors come to register their inventions. To register a new device, the inventor must provide a working scale model, which then goes on permanent display. Once an invention is accepted and a patent certificate issued, the creator is technically granted the exclusive right to market the invention for 20 years. Yet this law is not well enforced in lands beyond Baroness Narglin's control, so most inventors seek patents solely as a matter of personal pride.





Many of the inventions on display are miniature mining devices, such as crushers and blast furnaces that now see regular use in Tempe Falls. Many inventions, however, are clockwork “labor saving” devices, such as shutters that close themselves at night or self-rocking baby cribs. Despite the proliferation of these clockworks throughout Mayvin, the locals seem as harried as peasants anywhere else. Lastly, some of these devices are truly bizarre, hinting at the workings of diseased minds. Some models have a disturbing habit of malfunctioning at the worst possible moment, as if actually waiting for victims to come their way.

Mayvin is also famous for its Clockworks, an ornate wooden clock tower that soars above the heart of town. Powered by an underground conduit, the Clockworks are entirely autonomous. Automated dancers emerge to toll the hour, but in recent years the Clockworks have developed quirks that the gnomes still struggle to repair. The great clock sometimes refuses to chime, and several of the dancing figures have disappeared. Most locals believe the tower has simply been vandalized, but a few insist that the figures left on their own.

## Where to Stay in Mayvin

Most visitors to Mayvin stay at the Registrant’s Dormitory (common quality rooms, poor quality food). Although the Dormitory is open to all guests, it caters primarily to gnome inventors with business at the Patent Hall. Several eccentric innovations have been installed in the rooms. Guests can use speaking tubes to contact the staff, and in turn the staff can activate extremely grating alarm bells to ensure that guests rise in time for their presentations.

**Mayvin (small town):** Conventional; AL LN; CL 7; 800 gp limit; Assets 60,000 gp; Population 1,500; Mixed (gnome 54%, dwarf 32%, human 10%, halfling 2%, other 2%).

**Authority Figures:** Baroness Roodyl Narglin, female gnome Ari5/Exp4; Chief Constable Mimis Glockle, male gnome Exp5.

**Important Characters:** Stamitos Flacken (inventor), male gnome Exp7; the Toller of Twelve, dread mechanical golem.

## Corvia

As temperatures started to drop, I turned north and soon arrived at Darkon’s most breathtaking

natural formation, the towering spires of Corvia. According to legend, Corvia was an extinct volcanic peak in the Gray Realm. When life washed over the land, Corvia did not receive enough to ignite its vital spark, like the undead. The mountain’s “flesh” sloughed away, leaving only its bones: immense pillars of glassy black stone. These brooding spires vary in height from a few feet at the extremities to more than 200 feet at Corvia’s heart.

Early dwarven settlers in the Age of Secrets hollowed out the spires to create housing complexes, warehouses, workshops — an entire town that stretches into the sky. Thick stone bridges constructed between many of the taller pillars connect levels high above ground and act as support braces. Each spire is individually well organized, but finding one’s way on the ground level can be a nightmare. Instead of a tidy network of streets, Corvia merely has winding, rounded open spaces. Losing one’s way is so common that many of the town’s children earn a few extra coppers acting as guides. The urchins can be quite bothersome for affluent-looking travelers who actually know their way around, however.

Corvia is a city of artisans and craftsmen. Raw materials are shipped here from Tempe Falls to be turned into jewelry, dinnerware, arms and armor, and all manner of trinkets. These goods are then shipped throughout Darkon and beyond. Naturally, the loss of Il Aluk’s trade routes has disrupted commerce considerably. Baron Mustanen eagerly awaits completion of the Transumbra Road and has financed much of its construction from his own coffers.

One of the tallest pillars, the Baronial Tower, stands at the heart of town along the winding Corvus Road. Reserved for state use, it houses Baron Mustanen’s palatial quarters, the treasury vaults, and the mint at which Darkon’s currency is pressed. Corvia’s Baronial Guard is rivaled only by the military presence in Nartok.

Occasional earth tremors since the Requiem have destabilized several of the pillars. These spires are in imminent threat of collapse, but are so massive that local engineers are still determining how they could possibly be demolished safely. The residents have been forced to evacuate, leading to wretched overcrowding in the remaining pillars. Although, the Corvians are excavating new quarters and building comparatively miniscule outbuildings, the problem will take considerable time to resolve. For now, the condemned pillars are





sealed and surrounded by massive braces. Rumor intimates that criminals and the Kargat have secretly claimed these abandoned spires for themselves.

The Whistling Tower is an ominous local landmark. The spire proved too porous for excavation and so was left untouched. When the winds blow through Corvia, natural faults and formations in the Tower emit a mournful, whistling howl. According to legend, whenever the Whistling Tower sings its dirge, someone is fated to die. The Tower whistled with increasing frequency during the Shrouded Years, culminating in the summer of 755 BC, when it reportedly loosed a continual howl during the weeks when the Horsemen roamed the land.

## Where to Stay in Corvia

Corvia has two inns of note, both built at the foot of the city's great spires. The Silver Mistress (common quality rooms, good quality food) is favored by guildsmen shipping valuable goods in and out of town, as it is well guarded and boasts private vaults for the use of its guests. The inn takes its name from a life-size statue of a sultry dwarven woman cast in solid silver that stands just inside its entrance. Travelers seeking less attention gravitate toward the Obsidian Heart (common quality rooms, common quality food). The inn caters even more strongly to its dwarven clientele. Guests of other races often feel entombed.

**Corvia (large town):** Conventional (Monstrous); AL LE (NE); CL 7; 3,000 gp limit; Assets 660,000 gp; Population 4,400; Mixed (dwarf 75%, gnome 12%, human 8%, halfling 4%, other 1%).

**Authority Figures:** Baron Urjo Mustanen, male dwarf Ari6; Chief Constable Rikkard Jardehr, male dwarf War5/Exp3; Captain Braz DeBello, male human War10; Beryl Silvertress (Kargat officer).

**Important Characters:** Paeivi Mustanen (Clanmother), female dwarf Clr7; Jilan Olsiscus (baronial advisor), male human Wiz8; Ampicks Halstig (banker), male gnome Exp12.

## Viaki

Continuing north into the Boglands, I eventually made my way to the crossroads community of Viaki. Despite its size, Viaki retains a distinctly rural appearance, leading some folk to call it “the

village that never ends.” The population is dispersed over a spread of several miles, clustering their humble wooden huts and cottages around every available clump of arable grassland. A network of dirt roads, low wooden walkways, and stagnant waterways connects the community.

Viaki's residents are predominantly human and overwhelmingly poor. They support themselves through limited trapping and farming or work in simple trades: cutting and drying peat for fuel and weaving elaborate reed mats and baskets. Despite their few resources, however, the aging Baron Slean and the leaders of the local trading guilds have proven desperately inventive in their attempts to attract additional sources of revenue, often with the counsel of a local midwife and herbal healer named Glennis McFadden.

At the heart of Viaki, where the Neblus Road splits off from the King's Highway, the Viaki elders have constructed a number of “amusement houses” designed to entice affluent visitors to spend extra time in their city. The most popular of these amusements are a rickety, hand-powered merry-go-round and the Museum of Grotosques, which displays pickled specimens of strange creatures found in the nearby swamps. A local minstrel troupe, the Peatcutters' Chorus, performs a lively commisatio in its own theater each night at dusk.

Most intriguing to me, though, was a small teahouse where local women pose as Vistani to read the futures of gullible patrons. Locals claim that one of these false soothsayers offended a passing Vistana, who cursed her for her hubris. The woman is now a lost one who sits alone in a back room in the teahouse. Now billed as the Lost Seer, she reacts only to predict the deaths of anyone she sees. Her prophecies are apparently eerily accurate. Bah. Feeling morbidly curious, I paid my copper, but the woman merely gaped up at me with a quizzical stare. Fortune-teller, indeed.

An undercurrent of fear is palpable here. The unnatural denizens of the swamps encroach on the city; murders are on the rise, as is the rate of caliban births. These events seem unconnected at first, but I suspect a driving force behind them. Locals claim their troubles started 12 years ago, when a covey of murderous green hags was discovered living near Lake Stagnus, but they insist that both hags were destroyed. The instigator remains unknown — too purely malevolent to be the Kargat, and too driven to be simply a result of the twisted skein of life.





## Where to Stay in Viaki

Viaki hosts a number of ramshackle inns. The Manticore's Tongue (common quality rooms, poor quality food) fares the best; it is at least relatively dry and clean, and its common room is enlivened by the stuffed specimen of an alarmingly large serpent killed nearby some years ago. The rest of Viaki's offerings, the Mosscloak, Toadsfoot, and Clearwater Inns (poor quality rooms, poor quality food), are all dirt-floored hovels.

**Viaki (small city):** Conventional; ALN; CL 5; 15,000 gp limit; Assets 6,675,000 gp; Population 8,900; Mixed (human 76%, halfling 10%, elf 6%, dwarf 3%, gnome 2%, half-elf 1%, caliban 1%, other 1%).  
**Authority Figures:** Baron Mulciber Slean, male human Ari7; Chief Constable Jinny Cingulo, female human War12.  
**Important Characters:** The Lost Seer (lost one), female human Com1; Glennis McFadden (midwife), green hag Adp6.

## Neblus

Shaking the Boglands' slime from my boots, next I journeyed up the Nebula Road, heading east back into the Mistlands. I spent the end of the month in the elven town of Neblus, reaching my inn just before winter's first snows began to fall.

Neblus is Darkon's most cosmopolitan elven community, its inhabitants accustomed to seeing new faces. Most human residents here have adopted the trappings of elven culture and even claim to possess elven blood. While many local faces do have faintly elven traits, I believe these claims are overstated.

Neblus sits by the headwaters of the Nevron River, surrounded by a wide swath of feeble cropland. The ever-shifting Misty Border lies just to the north, and the town is continually cloaked in fog and gloom.

The town's architectural style exhibits a distinctly macabre — even blasphemous — quality. The streets are cobbled with broken gravestones, and cherubs, leering skulls, and elven inscriptions peer out from the buildings' marble walls. Accord-







ing to legend, Neblus rests on the site of an ancient burial ground dating back to the Gray Realm. When Darkon formed, the original inhabitants pillaged the necropolis to create their homes. The locals explain this action quite simply: "By keeping the dead underfoot, we keep them from rising to claim our city."

This is a quiet city, where strangers prefer to pass each other on the streets without so much as a nod of greeting. Some occult scholars believe that the Misty Border is actually a manifestation of the Ethereal Plane — the Gray Realm itself. Thus, so locals claim, when the Mists roll in over Neblus, the realms of the living and dead can merge: the dead can walk among the living, and the living can stray into the spirit world. Ghostwatchers are not uncommon.

Home to many philosophers and scholars (both theological and metaphysical) who come here to ponder the afterlife, Neblus not surprisingly remains a stronghold for the Eternal Order. The Order's domed temple, the Shrine of the Spirits, sits just to the east of town. Its stained glass windows were tainted a smoky black when the Doomsday Device's energy wave passed through them. Locals claim that the lighter streaks in the glass are ghosts who watch over the Order's services to ensure that they are properly honored.

Travelers should beware of a local elf named Trillen Mistwalker. The man is obsessed with exploring the elven ruins said to lie deep in the Misty Border and recruits adventurous newcomers into his expeditions several times a year. Trillen always returns alone.

## Where to Stay in Neblus

Visitors to Neblus have little choice but to stay at the Dreamsong (common quality rooms, common quality food). Although the inn's food is serviceable and the rooms clean and warm, it matches the town's morbid décor. Staying at the Dreamsong is not unlike sleeping in a sprawling mausoleum.

**Neblus (large town):** Conventional; AL LE; CL 5; 3,000 gp limit; Assets 435,000 gp; Population 2,900; Mixed (elf 53%, human 34%, half-elf 6%, halfling 5%, gnome 1%, other 1%).

**Authority Figures:** Baron Iomar Longshadow, male elf Ari4/Wiz4; Chief Constable Adrian Qualth, male human War7.

**Important Characters:** Corbin Eblandor, male half-elf Clr9 of the Eternal Order; Trillen Mistwalker (explorer), male elf 3rd rank ghost Exp8.

## Il Aluk (Necropolis)

Backtracking from Neblus, I returned to the object of my studies during the Shrouded Years. My findings on the Slain City are enclosed in my next report.

## Martira Bay

With winter now settling across the land, I crept away from the Slain City and proceeded on foot up to the Jagged Coast.

Martira Bay's residents have always owned a reputation for their great — sometimes overreaching — ambition. When Azalin ascended to power, Martira Bay was just a humble fishing village, but now it has swelled to become Darkon's largest, most cosmopolitan surviving city.

Baroness Reldkasen currently rules Martira Bay. She assumed her husband's position nine years ago after exposing corruption on his part to Azalin Rex. She is an efficient ruler who routinely meets with the heads of the city's three most powerful guilds to set economic policy. Some foreigners see this policy as weakness on her part, but their attempts to circumvent the city's taxes by paying bribes to the guilds usually end in prison terms.

Martira Bay is an ungainly sprawl of cobbled streets and narrow buildings of brick or wood, with only a few local landmarks rising above two stories. The city has no battlements, but is divided instead into distinct economic districts. The Martira Highway divides the East and South Districts as it enters the city. The East District contains the walled manors of the city's elite and the Cosmopolis Club, an exclusive gentleman's club much favored by the city's aristocrats and guild leaders. The City Constabulary has repeatedly raided the Cosmopolis Club on suspicions of prostitution and similar vices, but it always comes away empty handed. The South District is home to the mercantile middle class and Martira Bay's famed shipyards.

Government Square sits at the heart of the city, ringed by the government palace and the Temple of Eternal Balance, wellspring of the Faith of the Overseer. So beloved is this religion that neither the Eternal Order nor the Church of Ezra have ever established a noteworthy following here.

The Guild Quarter contains the city's workshops and craftworks, including a musical library maintained by the Bard's Guild, though this place has long been suspected as a front for the city's



highly organized criminal guild. The bustling Merchant's Quarter features a huge, open-air bazaar and shops selling goods from across the Core. The Waterfront's docks run along the bay and teem with taverns and flophouses catering to the city's sizable transient population.

By contrast, the North District feels deserted. It is home to secure warehouses and textile mills. Largely staffed by apprenticed children, the textile mills produce fine cloth and tapestries. Stephen Dyreth, leader of the Weaver's Guild, is widely envied for his highly profitable — but closely guarded — mills.

*Murdering and animating his apprentices greatly lowers his costs, no doubt.*

Lastly, the West District is a squalid slum. The sole source of hope here is Obis House, an orphanage run by the Overseer's clergy. Fortunately for the downtrodden, the recent loss of the beloved Witness Tavelia has not impaired the church's many charities.

### Where to Stay in Martira Bay

Numerous inns and flophouses serve Martira Bay's transients, although few are worthy of note. The Widow's Retreat, Siren's Lament, and the Red Sails (all poor quality rooms, poor quality food) are the most popular of the seedy, interchangeable inns on the Waterfront. Guests can live and die here with perfect anonymity. In the Merchant's Quarter, the Yawning Eddy (common quality rooms, common quality food) also caters primarily to mariners but has a far superior reputation. A wooden plaque in the taproom lists ships lost to the treacherous waters off the Jagged Coast in recent decades. A retired ship's captain established the eponymous Captain Marlprot (good quality rooms, good quality food) four decades ago. Catering to wealthier travelers, its spacious rooms are decorated with trinkets supposedly collected during Marlprot's voyages, and the kitchens serve fresh seafood every night.

**Martira Bay (small city):** Conventional (Monstrous); ALLN(LE); CL 8; 15,000 gp limit; Assets 7,800,000 gp; Population 10,400; Mixed (human 60%, halfling 15%, elf 12%, gnome 6%, dwarf 4%, other 3%).

**Authority Figures:** Baroness Karimana Reldkasen, female human Ari4/Wiz3; Chief Constable Liem Osgul, male human War9; Harbor Watchmaster Hoelgar Amutsson, male human Brd8; Lady Kazandra

**Important Characters:** High Cleric Derakoth (lost one), male human Com4; Stefan Dyreth, male human Nec10; Styrix, night hag; Damon Skragg (captain of the Bountiful), male human ghoul lord Ftr6.

### Castle Hvernus

While still compiling my notes on Martira Bay, I received an unexpected visitor, a finely appointed coachman who respectfully, but silently, presented me with a large wooden box and an envelope sealed with the fiery eye. I was invited to Azalin Rex's winter masquerade, "in recognition of ongoing academic achievements."

The box contained a costume for me to wear should I accept: a shimmering black, outlandish version of my usual traveling cloak, hat, and greatcoat, matched by a silvery skull-like mask. My patron may be pleased to know that I found the gesture quite amusing. Naturally, I accepted the invitation; it was long overdue.

The servant led me out to his coach — one far more comfortable than any I had been forced to rely on to date. For the next few days, we rolled along country roads and wooded trails into the heart of the Forest of Shadows and the heart of Azalin's power.

Avernus is a massive collection of towers rising from a wide clearing in the wood. It gives the impression of forceful solidity, both soaring and squat at once. Avernus looms large in the popular imagination. All manner of supernatural properties are said to bleed out through the thick walls from the immense magical energies contained within. Many Darkonians even claim that Avernus is the cap on a well of evil, or in more educated terms, that it is the gate to either the Gray Realm or an otherworldly plane of torment. Dread guards — empty, magically animated suits of armor — patrol the bailey walls with such clockwork precision they have worn ruts into the stone. High







above, I could see the dangling hook of the infamous Hanging Tower, where condemned prisoners are left to die.

The masquerade itself was held in a vast, two-story gallery at the base of the central towers, the upper story supported by a pair of immense stone pillars, but as the evening progressed I noticed many guests slipping off into smaller, more intimate surroundings. Once announced, I was left to my own devices, and I had not come to mingle with the costumed aristocrats and notables who swarmed around me. I knew enough to avoid the wine and so retained a clear head as I watched the proceedings degrade. I noticed several other masked figures who maintained their composure as well; I cannot say whether these were unusually canny guests or Kargat monitors.

Azalin himself did not deign to appear, remaining in his throne room. His servants admitted petitioners one at a time throughout the night, but refused to add my name to the list, claiming that I was of little priority. The gall! After a few hours of this nonsense, and knowing that a surreptitious search of the castle would likely not end well for me, I could take no more and stormed out to my waiting coach. My patron should be aware that, at the time, I was quite prepared to abandon this project entirely. Yet I have since come to understand my patron's position.

I must note that the gallery's walls were hung with scores of portraits. Although the likenesses were seldom perfect, I was quite startled to recognize the faces of Strahd von Zarovich, Hazlik, and even Harkon Lukas. From the fashions, I gather that these portraits are all decades old, but my patron obviously already knows the identities of the Core's dread lords. Thus, I return to my original quandary: just what does my patron seek in this survey?

## Nartok

After storming out of Avernus, I trudged my way through the Forest of Shadows, eventually reaching the city of Nartok with only days left before Darkest Night. Nartok is the kingdom's guardian against Falkovnian aggression and is often called "Fortress Darkon."

Nartok sits on the King's Highway, a thin buffer of tilled land separating it from the Forest of Shadows. The city is bordered to the west and south by Cruentus Creek, a minor tributary of the Vuchar. The creek is too shallow and rocky to

allow for large river craft, however, so a side road runs down to Malanuv, a satellite village on the banks of the Vuchar a few miles to the southwest. This village primarily serves as Darkon's final transfer point for traffic on the Vuchar.

The city has gradually spread out from ancient Nartok Keep, which rises above the city on a rocky tor. In the Arcane Age, Nartok was a lone tower occupied by the Nightmage. To this day, the oldest sections of the castle are supposedly littered with secret tunnels leading to the Nightmage's arcane creations. After its master fell some four centuries ago, loggers slowly gathered at the tower's base. Over time, Nartok Keep was expanded into a full castle, and Nartok grew to cover the district now known as Old Town. The inhabitants of Old Town hail from Nartok's founding families and as such are affluent and elitist. Despite an extensive military presence, Old Town managed to foster a sophisticated atmosphere, offering boarding schools, theaters, and well-appointed townhouses.

After the first Falkovnian invasion of the Dead Man's Campaign, the panicked town fathers ordered thick, stone curtain walls built around their town. The project drew an influx of craftsmen and laborers, many nonhumans, from across the kingdom. Nartok thus expanded beyond its defenses even as those very walls were built.

The Nartok districts outside the walls are collectively called New Town. Filled with sawmills and carpentry workshops, the Logger's Quarter is home to Nartok's extensive lumber industry. The rest of New Town is divided among numerous "ethnic quarters." These residential neighborhoods feature architectural styles reminiscent of the far corners of Darkon. The local dwarves have commemorated Darkon's victories in the Dead Man's Campaign with monumental arches at city entrances and major intersections.

An abandoned temple of the Eternal Order sits at the edge of town. Evidence indicates this was the "birthplace" of Death seven years ago; the edifice remains spiritually tainted to this day, and is shunned by the scavenging clerics of other faiths.

Nartok's former baron, Eduard Curwen, died in the March of Doom. No battlefield casualty, he was killed by his own men as he watched the battle from atop the keep's spires. Supposedly, Curwen believed that Darkon was doomed to collapse into anarchy and so conspired with Vlad Drakov to ensure a Falkovnian victory. As his reward, Curwen would have continued to rule Nartok as Drakov's





governor. The current baron, Burkhart Volker, was captain of Curwen's guard and claimed the barony after killing the heirless Curwen. Volker retains his title, so Azalin must find the arrangement amenable.

## Where to Stay in Nartok

Old Town houses Nartok's finest inn, the Veteran Arms (good quality rooms, good quality food). The rooms are small, but warm and quiet. I spent an evening in the display room, where the owners have mounted their growing collection of exotic arms and armor, including badly battered Falkovnian Talon plate and a remarkable suit of banded mail from Rokushima Táiyoo. The Season's Turn (poor quality rooms, common quality food) sits at the heart of the student district. The food is bland and the rooms cramped, but the taproom is crowded most nights with students engaged in lively, if naïve debate. Those staying outside the city walls should seek out the Crow's Roost (common quality rooms, common quality food), which caters the most to the region's nonhumans. The walls are decorated with reasonably accurate sketches of landmarks from all across Darkon. Lastly, regional country folk bringing their goods to market rely on the affordable Cedarsplint Inn (poor quality rooms, poor quality food).

**Nartok (small city):** Conventional; ALLE; CL 8; 15,000 gp limit; Assets 5,625,000 gp; Population 7,500; Mixed (human 66%, elf 12%, dwarf 11%, halfling 8%, gnome 2%, other 1%).

**Authority Figures:** Baron Burkhart Volker, male human Ari6/Sor3; Chief Constable Turner Miktis, male human War10; Sinclair Poorgate (captain of the guard), male human War13.

**Important Characters:** Witness Caries, female human Exp9; Zorian (alchemist), male human Wiz8.

## Rivalis

With mere days left in the year, I trudged north from Nartok and at last came to my final destination, the bucolic city of Rivalis.

Rivalis occupies a grassy plain just north of Lake Placid. The Forest of Shadows presses to the southeast, and miles of cleared land stretch to the north. Rivalis originated as a scattered collection of sheep and goat farms, with the excellent pasturage overcoming the halfling settlers' natural

wanderlust. Once Lamordia appeared in 683 BC, however, the community grew by leaps and bounds in its position as the Lamordians' gateway to Darkon.

The vast majority of Rivalis' residents are halflings, and the city thus reflects their tastes, with most of the tree-lined streets bordered by cozy, rounded cottages. A traveler on horseback can easily see over most of the city's rooftops. More extensive halfling homes often include a slightly larger door and a sunken section of the floor to accommodate visits from their taller neighbors. A number of rustic log cabins scattered about town accommodate the larger locals, with many fine manors sitting on the periphery.

Nearly every home and business has its own flower garden. Although Rivalis was a bleak mix of browns and grays at midwinter, the city explodes with vibrant colors in the spring and summer. Rivalins take their gardens very seriously, with many amateur gardeners attempting to breed new strains of flower. In fact, I am told that Baron Windfoot and his family consider orchid bulbs in particular to be worth their weight in gold.

Fittingly, Rivalis' most notable landmark is a gargantuan greenhouse called the Crystal Garden, where the public can view rare and exotic plants throughout the year for a few coppers. The palatial greenhouse is surrounded by an extensive rose garden, which the public can tour for free. The gardens were nothing but thorny thatches during my visit, but in the summer these roses are exported as cut flowers or used in the manufacture of fine perfumes.

Strange, even monstrous plants have sprouted in the torrid climes inside the Crystal Garden for several years now. The gardeners scrutinize the flowerbeds every day, fearing that a true horror could emerge in some overlooked corner. They have yet to discover the origin of these aberrant plants, however. Theories include the idea that such plants may be mutations arising from the Requiem's energy wave, were maliciously seeded by unknown parties, or perhaps were accidentally transferred here with some exotic import—such as the tropical growths brought here a decade ago from the Verdurous Lands.

Most Rivalins continue to work as herdsmen or farmers, but the Two Brothers cheese factory is a major employer, producing all sorts of flavored cheeses. I made sure to purchase a wheel of Underjack, a hard cheese with a delicate, herbal taste.







## Where to Stay in Rivalis

Three inns support Rivalis. The Coachman's Rest (good quality rooms, good quality food) is a three-story villa, with its top floor built to smallfolk proportions. The resident chefs can serve all manner of cuisine from the northwestern Core to order. The Old Waypoint (common quality rooms, good quality food) is reputedly quite soothing, but I was physically unable to stay there — the inn caters entirely to smallfolk clientele, and even dwarves risk striking their heads against the ceiling. Lastly, the aptly named Traveler's End (poor quality rooms, poor quality food) subsides on messengers and similar professional travelers looking to pay for little more than a dry roof and a solid door.

**Rivalis (small city):** Conventional; ALLN; CL 8; 15,000 gp limit; Assets 4,125,000 gp; Population 5,500; Mixed (halfling 78%, human 11%, gnome 7%, elf 2%, dwarf 1%, other 1%).

**Authority Figures:** Baron Arian Windfoot, male halfling Ari 8; Chief Constable Schuyler von Anbach, male human War 10.

**Important Characters:** Gayle Tallgallows (groundskeeper), female halfling Exp 14; Mercia Goodland, female halfling Clr 9; Witness Ewing, male halfling Exp 10.

## Parting Thoughts

**D**arkon wields unparalleled resources, its king so powerful that he can swat away invading armies like flies from a corpse. The analogy is apt; like its ruler, Darkonian culture conceals extensive spiritual corruption beneath a thin veneer of civilization. Darkonians pride themselves on their open society, but when no is looking, they quickly turn on each other for personal gain. Even worse for Azalin, the Shrouded Years dragged Darkon's submerged flaws into the open. Even now, Darkon's foes must be wondering whether Darkon is truly rebuilding itself or merely hiding its rot once again.

Then again, my patron already knows all of this, doesn't he? It was high time for your charade to end, my dear patron. I record the rest of this report simply for the sake of posterity.

On the last day of 756 BC, I prepared once more to leave my homeland behind. Coaches do not run along the snowy Wauntmäa Road during the winter, so I set out alone and on foot. As I approached the foothills of the Sleeping Beast, and presumably the Lamordian border, the cold rain

that had plagued my trek since dawn turned to a haze of gentle flurries. I could see no more than a hundred feet down the road when I heard the first of them coming. One by one, a mob of walking corpses staggered out of the storm, coming from all directions. I knew their origin, but not their intentions. My pistols were useless; my hand went to the sword at my hip, though I knew that even spells could not prevail against their greater numbers.

Then they spoke, a chorus of dead, dry throats all groaning in perfect unison: "We are the voice of Azalin Rex. We know you, little scholar. It is time we spoke."

I must say: "Little scholar"! The nerve.

The dead chorus — my patron — Azalin Rex — then apologized for refusing me an audience at the masquerade. "Even in my innersanctum there are prying ears that should not hear what we must discuss."

Despite the biting cold and the surrounding throng of corpses, the discussion that followed was not entirely aggravating and occasionally even informative. We started by confirming several more of my suspicions: yes, the first leg of my survey had served as a test; yes, Azalin has specific goals for this project. When I asked for the details of those goals, however, I was told the following:

"You have no need for that knowledge. Indeed, you have already found part of what we seek. There are those who would know my secrets, little scholar, and your mind is not unassailable.

"Be wary," the dead continued. "I have shielded you as you pried into my kingdom's secrets, but beyond these borders I cannot protect you. Speak to no one of whom you serve. You will soon pass through lands ruled by those who gladly would see you dead merely to spite me."

A new corpse shambled into view, a peasant girl with a snapped neck. The creature presented me with a gift: a single bracer of stiff black leather, adorned with smooth onyx stones.

"Wear this always," commanded the dead chorus, "and its magic will keep you safe." I could hear the insistence in Azalin's voice even through the chorus' decaying tongues, and did as I was commanded. The bracer was cold to the touch, but had no further immediate effects.

"Go now," concluded the dead chorus, its members already starting to stagger back into the snow. "When you return to Darkon, we will speak again."

For nine months I have known you only as my patron, Lord Azalin. It seems almost wrong to end the practice now, though I do look forward to our new and improved working relationship.





# Report Two: Necropolis

*Death, be not proud, though some have called thee  
Mighty and dreadful, for thou art not so;  
For those whom thou think'st thou dost overthrow,  
Die not, poor Death, nor yet canst thou kill me.*

[...]

*One short sleep past, we wake eternally,  
And death shall be no more; Death, thou shalt die.*

— John Donne, “Holy Sonnets: Death, Be Not Proud”





**T**o say that I know more about Necropolis than any other living being is no idle boast. The Slain City has fascinated me ever since its creation, and crossing the Vuchar River to the village of Despondia was almost a homecoming for me.

As expected, my base of operations — a farmhouse abandoned when the few living beings left in Despondia fled after the Requiem — was undisturbed, still protected by the wards both magical and mundane I had placed upon it. Even the splash of my daughter's blood in the cellar and the skull of the ghoul that shed it were exactly as I remembered them.

Unlike the other lands I have surveyed, visiting Necropolis in person is quite impossible without surrendering one's very life. Thus, I have compiled this report from my extensive prior study, conducted through magical scrying and the interrogation of captured undead.

## Necropolis at a Glance

**Cultural Level:** Iron Age (3); Necropolis was Chivalric (8) prior to the Requiem.

**Ecology:** None

**Climate/Terrain:** Temperate settled

**Year of Formation:** 755 BC

**Population:** 26,800

**Races:** Humans (65%), Halflings (17%), Gnomes (8%), Elves (5%), Dwarves (3%), Other (2%); all are undead

**Languages:** Darkonese\*, Halfling, Gnome, Lamordian, Falkovnian

**Religions:** None

**Government:** Undead despotism

**Ruler:** Death

**Darklord:** Death.

## Landscape

**T**he domain of Necropolis is tiny — little more than four miles in diameter — and contains only the great city of Il Aluk, its satellite villages, and some surrounding farmland. The realm holds a vaunted position in Darkonese nightmares despite its small size due to the Shroud, an aura of negative energy

that kills all who enter the realm and reanimates them as undead.

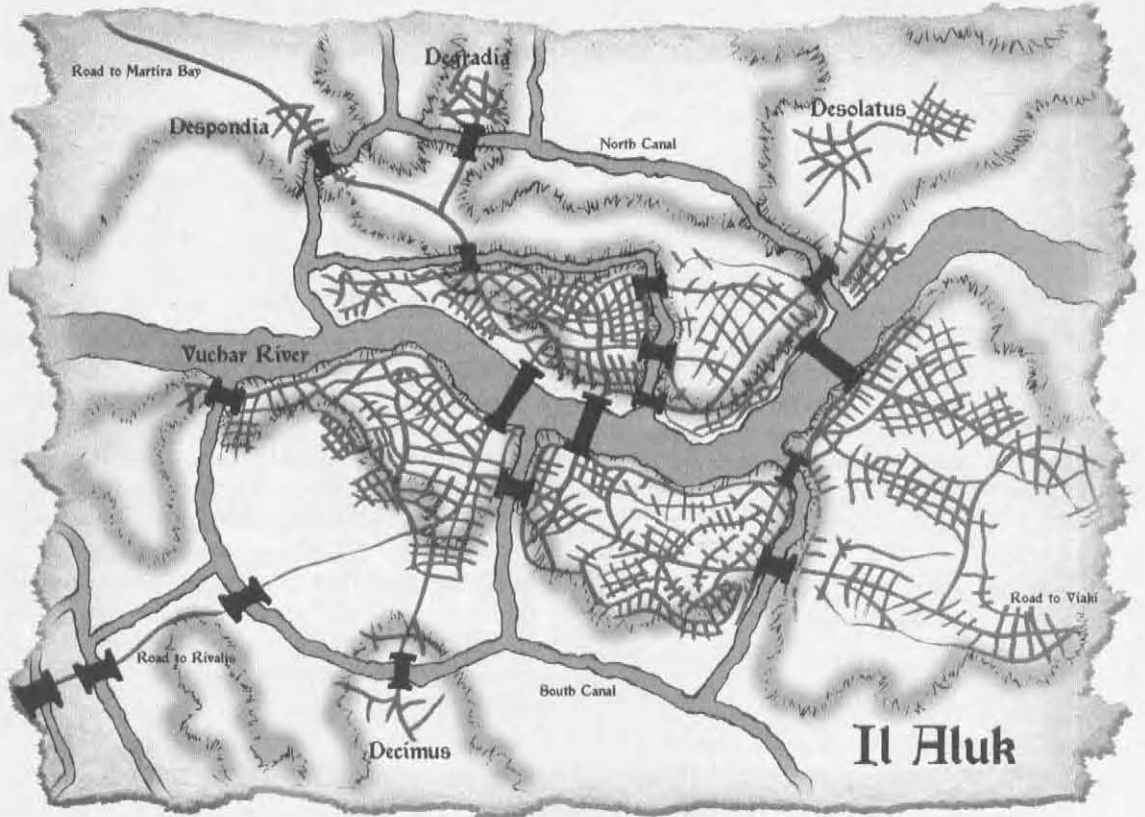
Il Aluk itself sprawls over the Vuchar River valley at a natural nexus for overland and river trade. Unfortunately, the land is exceptionally boggy, and riverside districts frequently flood during the wetter months. To control the problem, Baron Marchio commissioned an extensive sewer system equipped with gnome-built pumping stations to drain away excess water and transport it to the fields outside the city. More recently, the pumps have started failing, so the areas around the river are again swamped every spring.

At the edges of Il Aluk, the land rises into low hills, home to the city's tiny satellite villages. Despondia, Degradia, and Desolatus are found north of the city in the Desolatus highlands; Decimus is on the city's southern side. The villages present an eclectic mix of nobles' summerhouses, merchants' depositories, and the hovels of peasants who used to farm the surrounding fields. All except Despondia are contained completely within Necropolis' borders; Despondia is cut neatly in half.

## The Shroud

Any living thing that enters Necropolis acquires 2d4 negative levels per round, with no saving throw. Aberrations, animals, beasts, dragons, giants, humanoids, magical beasts, monstrous humanoids, shapechangers, and vermin killed by the Shroud acquire a Slain template (see Attached Notes). At the DM's discretion, such creatures can instead acquire the vampire, ghost, lich, or ancient dead template. Oozes and plants usually crumble to ash and blow away, although they can join the ranks of the Slain in unusual cases, at the DM's discretion. Fey are utterly annihilated and vanish. Elementals must succeed at a daily Fortitude save (DC 18) or be transformed into their dread counterparts. Only constructs, outsiders, and undead are unaffected. If a living creature survives contact with the Shroud, the Fortitude save to remove negative levels is at DC 18.

Nonmagical diseases cannot survive within Necropolis. Transmission of disease-like curses such as lycanthropy is also prevented, but magical diseases will spread normally. The undead's immunity to magical disease, however, prevents this from bothering them.



The farms around Il Aluk are no longer used; the Shroud stymies crops, and rotting livestock wander freely as most of the city's inhabitants no longer need to eat. Northern farms suffer particularly. As the irrigation pumps fail and the extensive canal network is blocked with mud, the system deteriorates and the fields grow parched and lifeless. With no plant life to hold the soil, the land becomes a muddy waste after heavy rains, and destructive landslides are common.

Outside the Shroud, the fields survive but are sickly and dull for about two hundred yards. They go unplowed, however; the land for five miles around Necropolis has been abandoned by all living beings. Decaying farmhouses stand empty, their inhabitants and livestock fled or killed by the undead.

### flora

The Shroud destroys most plants in Necropolis; their leaves and flowers turn to dust and blow away, leaving only the dead, twisted stems and trunks. The only plant still said to grow is the Necropolitan amaranth, a common grain with tall, crimson tas-

sels. Herbalists have often attributed life-extending properties to the plant, but this is mere folklore.

The amaranth gained true significance only after the Requiem, when several of the plants were discovered still alive and prospering in a private garden in Desolatus. Exactly how the plant can survive when all else dies is unknown, but I surmise that the energies of the Requiem somehow altered its very nature — it now absorbs negative energy just as other plants draw sustenance from sunlight. Indeed, the plant now quickly withers beyond the Shroud's tainted borders. According to my accounts, the amaranth garden is now considered a holy site by the Necropolitan downtrodden and is closely guarded by Death's minions.

Its sap can be treated to create a deadly poison that attacks its victim's life force, while the seeds and flowers can prevent decay and aging. This ability suggests that the bloom could be used to circumvent the Shroud, but so far, I have been unable to procure a sample for experimentation. The black market price for such a relic, understandably, exceeds even the limits of the impressive retainer my patron has supplied.



## Necropolitan Amaranth

Poison — injury, Fortitude save (DC 14); initial damage 1d2 negative levels, secondary damage 1 negative level; cost 2,500 gp.

Placing Necropolitan amaranth seeds under the tongue of a corpse affects the body as a gentle repose spell cast by a 6th-level sorcerer. Adding seeds to potions or food also prevents them from decaying, extending the amount of time before they become fouled by 6 days.

A creature wearing an amaranth bloom against its bare skin\* is protected from aging effects and the effects of the Shroud for as long as the bloom remains fresh.

Necropolitan amaranth dies instantly if targeted by concentrated positive energy, such as a cure wounds spell or a cleric turning undead.

Market Price: 5,000 gp for a bloom, or 100 gp for seeds.

## Fauna

As Necropolis is largely urbanized, few undomesticated animals are found in the domain, and all Necropolitan animals are undead. Slain animals generally behave like their living counterparts, so they present little danger to Il Aluk's humanoid inhabitants. Travelers should beware the populace of Necropolis more than any native monsters. I have heard tales, however, of ravenous, ghoulish rats infesting the sewers.

## Local Animals and Native Horrors

Any living creature presented here must apply an undead template.

**Wildlife:** CR 1/10 — toad; CR 1/8 — rat; CR 1/6 — donkey; lizard; raven; CR 1/4 — owl; pony; CR 1/3 — hawk; CR 1 — horse, heavy; horse, light; horse, light war; mule; CR 2 — horse, heavy war.

**Monsters:** CR 1/6 — *skeleton, Tiny, zombie, Tiny*; CR 1/4 — *skeleton, Small, zombie, Small*; CR 1/3 — *crypt cat\**; dire bat; *skeletal bat\**; *skeleton, Medium-size*; CR 1/2 — *geist\**; *zombie, Medium-size*; CR 1 — *carcass hound\**; *ghoul, skeleton, Large, zombie, Large*; CR 2 — *phantom hound\**; CR 3 — *allip, animator\**; *ghast, mummy, shadow, wight*; CR 4 — *dread wight\**; *vampire spawn*; CR 5 — *odem\**; *wraith*; CR 7 — *flesh golem*; *ghost, spectre, vampire (any\*)*; CR 8 — *ancient dead\**; *ghoul lord\**; CR 10 — *bone golem\**; *gargoyle golem\**; CR 12 — *lich*; *zombie golem\**.

## History



Il Aluk is named after a mythical giant that supposedly shaped the area as it tossed in its eternal slumber in the Gray Realm. Before the coming of Darcalus, the area housed several tiny villages, chief of which was Il Aluk. This village grew quickly by taking advantage of trade routes, absorbing its neighbors and turning them into boroughs dependent on it for survival. By 580 BC, Il Aluk already housed 15,000 people. For the first fifty-odd years of Azalin's reign, Baron Balitor ruled the city, a man supposedly granted eternal youth by the king for some service to the throne. Balitor remains the only person ever to abdicate willingly from a Darkonese barony, and he lived quietly in an opulent manor in Desolatus until the Requiem.

Yet Necropolis' history truly begins with the winter solstice of 750 BC, when Azalin performed the Requiem. When the Doomsday Device was activated at midnight, it exploded in a conflagration of negative energy. As the blast expanded, it created a deadly wave of positive energy, ripped from the surrounding planar fabric. The positive energy cremated many victims, burning their shadows into whatever surface they were standing before. It ignited fires throughout Il Aluk and triggered spontaneous transformations in the city's shapechangers. The negative energy that followed a heartbeat later killed and reanimated everything in the city, before settling over Il Aluk as the Shroud.

After the Requiem, a terrible creature, identifying itself only as Death, took power in Necropolis. Most sources claim this creature, composed of shadow and negative energy, is the mythical ruler of the Gray Realm, admitted into our world through the rift torn open by the Doomsday Device. Yet before it broke my control and mortally wounded my daughter, an ex-Kargat ghoul claimed that Azalin created Death long before the Requiem. I am not inclined to believe that Death is a god, but its true history is impossible to establish; I have included what I can in the Attached Notes. The only clear fact is Death's loathing for all life. Most of its initial activities and those of its mercilessly driven undead servants were designed to spread its influence further into Darkon. These activities subsided when the Drowning Dreams began, and



Death retreated into a period of deep reflection, punctuated by fits of lethal anger.

Without Death's despotic control, the Slain quickly turned on each other. A minor conflict over dwindling resources sparked a vicious riot in Aluk Meridian in 753 BC. When Death's enforcers tried to manage the situation, the commoners turned on the monsters that had terrorized them for so long. The violence quickly spread to the rest of the city, and only the sudden return of Death's attention — and absolute control — saved Il Aluk from self-destruction. The city's many factions, which previously abided each other in an uneasy peace, have since turned to violence whenever Death's attention wanes.

Death was not inactive during its long period of reflection, however. Evidence indicates that like most inhabitants of Darkon, Death received the Drowning Dreams, and its access to the minds of its servants offered it a greater grasp of the full truth. Aware that Azalin was preparing to return, Death created its three most powerful servants, the mythical Horsemen, apparently expending a great deal of itself to do so.

Thus armed, Death declared war on the people of Darkon, determined to consume Azalin's spirit and forcibly drag all of Darkon back into the Gray Realm. Only Azalin's return late last summer prevented the completion of the Hour of Ascension. The wizard-king destroyed the Horsemen, and the magical backlash shattered Death's absolute hold on the Slain City. At that moment, I detected a shift in the city's planar fabric. I believe that Necropolis has become a distinct domain, with Death its dread lord.

## Populace



Il Aluk was once the most cosmopolitan city in the Core, and strictly speaking, this remains true. Every major language spoken in the north is used in Necropolis, and drastically different costumes can be seen on every street corner. Read my report on Darkon for a description of the Necropolitans in terms of ethnicity and culture; only their undead nature unifies the Slain.

Skeletons and zombies compose the vast majority of Necropolis' population, followed by shadows, wights, geists, and ghouls. A smattering of more powerful undead is also present. Most shadows are trapped where they were killed and jealously attack all who approach them, while

ghouls only rarely leave the alleyways where they have made their homes.

The aura of death has drained Il Aluk of life both figuratively and literally. The Slain, with only a few rare exceptions, are bland, apathetic, and passionless. They go through the processes of real life without feeling any true emotion toward it. None of the undead I interrogated could satisfactorily explain why they pursued such a hollow life, no matter how deeply I probed.

Only in their endless schisms, vandalisms, and minor squabbles do the undead betray any interest, possibly because conflict represents one of the few aspects of existence still able to evoke real emotions. The Slain pursue strife the way the Dementieuse pursue culture: they thrive on it; it fills their lives. Yet this constant antagonism comes at the cost of progress — Il Aluk is falling into a state of societal entropy.

Everything in Il Aluk is gradually wearing out and breaking, and craftsmen no longer care to make repairs. The Slain wear what clothing they had and use what equipment was available when they died, supplemented by whatever they can steal. See how far the city's culture has fallen in only six years is terrifying... and immensely frustrating to think that the best university in the world — the only real asset about which Necropolis can still boast — languishes in disuse.

## Religion

As the former crossroads of Darkon, the Slain City's religious makeup is much the same as the kingdom that surrounds it. One religion, though, has taken on an entirely new and malevolent significance.

**The Eternal Order:** This religion suffered greatly during Necropolis' formation. First, most of the leading clergy were murdered just before the Requiem to fuel the Doomsday Device with their life energy. Later, many surviving clerics and faithful felt betrayed; they had obeyed the Order's tenets all their lives and were still cursed with undeath. The Eternal Order has been the focus of numerous riots, and many temples have been vandalized.

Still, the Order's most cunning clerics are opportunists at heart, and through them the religion has survived and even regained some of its lost power. Under Sentinel Claus Volneychev, church leaders have changed their dogma and their loyalties, now teaching that the Hour of Ascension has







come — and the living are lost. Undeath is the true state of being, and the Slain's duty is to recapture Darkon from the living. Volneychev's leadership has clawed the religion back from the brink of collapse. The cult is slowly gaining followers from the apathetic populace and may even outlast its Darkonese parent.

### The Eternal Order Revisited

In Necropolis, clerics of the Eternal Order have access to the Death, Evil, and Knowledge cleric domains; Claus Volneychev (male human rank three ancient dead, Clr11, NE) has declared the *Repose* domain heretical.

### Dread Possibility: The Old Ways

A few priests remember their original goal of averting the Hour of Ascension. Led by Serinida Brecht (female human rank three ancient dead Clr12, N), they secretly plot to destroy Death and the other undead while finding a way to restore themselves to life. They meet once a month in the nursery of Il Aluk's hospital, where they are protected from Death's minions by the room's association with birth.



Given the divisive nature of Necropolitans, innumerable other sects, factions, and coterie have arisen, based on original race, current form, neighborhoods, past occupations, gender, class, and countless other distinctions known only to themselves. While Necropolitan society is undeniably complex, it leads to nothing more productive than constant conflict. This fractious society is Necropolis' greatest weakness; if the undead were ever to unite, they would evolve from a regional menace to a national threat.

### The Necropolitan Hero

**Races:** All Necropolitan characters are undead, although they can be from almost any race originally. Skeletons, zombies, and rank one or two ghosts or ancient dead are particularly appropriate as PCs.

**Classes:** Barbarians, druids, and rangers are rare in the Slain City, usually coming from adventuring groups killed by the Shroud. Bards are increasingly rare, as the apathy of undeath robs them of the requisite creative spark. A Slain paladin would be rather unique. Other character classes are more common.

**Recommended Skills:** Alchemy, Appraise, Bluff, Craft (any), Diplomacy, Forgery, Gather Information, Handle Animal, Hide, Innuendo, Intimidate, Knowledge (any), Listen, Perform, Profession (any), Search, Sense Motive, Speak Language

**Recommended Feats:** Alertness, Ancestral Legacy, Courage, Dead Man Walking, Dodge, Endurance, Ethereal Empathy, Ghostsight, Greater Fortitude, Haunted, Indomitable, Iron Will, Jaded, Open Mind, Run, Scent of the Grave, Skill Focus (Bluff, Craft [any], Diplomacy, Gather Information, Intimidate, Knowledge [any], Profession [any], or Search), Sworn Enemy (undead type), Toughness, Unseen, Voice of Wrath.



## The Realm

**N**ecropolis is a city of anarchy and decay. Before the Requiem, Il Aluk was the wealthiest and most powerful city in Darkon, if not the Core, wielding its economic and political strength like a weapon. Now, however, it has collapsed into chaos. Death occasionally enforces a despotic hold over the city, but conflict consumes those areas that escape its interest. Few goods or services are available, and Necropolis' only interaction with its sole neighbor takes the form of terrorism.

### Government

Death holds the ultimate power over Necropolis. Its subjects exist or die at its whim, and all must obey its commands. As Death's chosen servants, the Unholy Order of the Grave also wields extensive power, but its members are also hated and feared for their vaunted station. The old power structures have vanished; Death destroyed the Baron of Il Aluk, Karl Ranherdt, shortly after coming to power. The remaining Kargat and Eternal Order clergy are too concerned with survival to enforce their power liberally.

All other assorted factions and gangs fall beneath the Unholy Order. While their lives are stagnant and melancholy, the undead cling determinedly to their parodies of lives by whatever means necessary. Necropolis leans on the brink of anarchy; although most laws are officially unchanged from before the Requiem, they are enforced erratically, whenever it benefits the enforcer.

The Slain are increasingly selfish and join others only to obtain what they require. They unhesitatingly betray friends if such best serves their interests. Roving packs of ghouls replaced the back-alley muggers and cutpurses, and victims of crime often lose far more than their coins.

Death has decreed only two rigorous laws: all magic items must be handed over to the Unholy Order, and the use of any magic involving the restoration of life is outlawed. Offenses may be punished by mutilation, imprisonment, or even dissolution at Death's hands.

**The Unholy Order of the Grave:** The Unholy Order serves as Death's answer to Darkon's secret police, although the Order acts much more openly. Only the most vile, malicious members of the Slain are initiated as Death's enforcers and special agents. Many were once members of the

Kargat, the Eternal Order, university mages, or the Baronial Guard. While wights are the most common members, any strain of undead can join and progress as far as ambition and malice allow.

During the induction ceremony, Death tattoos an hourglass over the initiate's heart, infusing it with negative energy that allows Death to control the creature from afar. To a degree, all members of the Unholy Order are extensions of Death itself.

### Secret Society: The Unholy Order of the Grave

Initiates of Unholy Order of the Grave are created when Death infuses an undead creature with a sliver of its own essence. All members gain the following special quality.

**Death's Child (Su):** The creature gains the ability to inflict one negative level with a natural attack. If it already has an energy drain attack, the number of negative levels inflicted increases by one. This attack can even affect the undead, though undead are subject only to the extra negative level, not the creature's full energy drain.

At will, Death can read the initiate's mind and impart new instructions to it from any distance. When Death communicates with its initiates, the oily image of a skull floats within the initiate's eyes. The initiate is also subject to Death's command undead and to the touch of the reaper abilities (see Attached Notes), regardless of the distance between them.

The initiate gains an aversion to symbols of birth, just as vampires are repelled by garlic, and its alignment changes to chaotic evil.

**The Kargat:** The Kargat no longer operates here as an organized force. Most agents joined the Unholy Order or were destroyed for their defiance. I have uncovered rumors, however, that lone, undead Kargat agents may now be infiltrating Il Aluk, seeking to destroy its master.







## Law Enforcement

The typical Necropolitan enforcer is a wight serving in the Unholy Order of the Grave. Living foes hit by its energy drain attack receive 2 negative levels; undead receive only 1.

**Unholy Order Enforcer:** Wight; CR 3; SZ M Undead; HD 4d12; hp 26; Init +1 (Dex); Spd 30 ft.; AC 21 (touch 11, flatfooted 20); Atk +3 melee (1d4+1 and energy drain, slam) or +3 melee (1d8+1/crit 19–20, longsword); Face/Reach 5 ft. by 5 ft./5 ft.; SA Energy drain, create spawn; SQ Undead, Death's child; AL CE; SV Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con –, Int 11, Wis 13, Cha 15.

*Skills and Feats:* Climb +5, Hide +8, Listen +8, Move Silently +16, Search +7, Spot +8; Blind-Fight.

*Possessions:* Longsword, banded mail, manacles.

## Economy

Despite the turmoil, the undead still go through the motions of daily life, though the negative energy poisoning the air stymies all their creative efforts. Necropolitans seem unwilling to manufacture goods or perform services; instead, they get what they need through barter or theft, or simply go without. The only merchant unaffected by the general apathy is Hadron Marquit, who has somehow gained a stranglehold over most of the market, promising that he can get any item, no matter how rare. Allegedly, even the Unholy Order has obtained his services in the past, although despite the most pointed interrogation, his store clerk would not reveal what they wanted. I have included some details on this unusual man in the Attached Notes (see sample Necropolitan zombie). Necropolis' only real resources are the knowledge and magic contained within the University of Il Aluk and the Grim Fastness, although both are strongholds of the Unholy Order and unavailable to the public.

## Diplomacy

**Darkon:** Death covets Azalin's throne, so most diplomacy, if such a term can be applied to such a crude policy, is designed to destabilize Azalin's rule and increase Necropolis' power. Members of the Unholy Order secretly undermine Azalin's information nets wherever they can, murdering or subverting Kargat agents and influential nobles, spreading terror among the general populace, and destroying crops and trade goods. The other inhab-

itants of Necropolis tend to look on Darkon as a source of food (particularly for vampires) or of new undead, though the siege mentality of the Vale of Tears has severely hampered the supply of both these staples.

## Sites of Interest



Il Aluk is a city of splendors, even in its ruined state. From the open boulevards of the southern city, to the crowded bazaars of the Hallad Market, to the grim splendor of Old Il Aluk, faded wonders are commonplace.

## Satellite Villages

Little distinguishes Decimus, Degradia, Despondia, and Desolatus from each other. All four were originally independent villages, but centuries of uneasy coexistence with their larger neighbor have robbed them of any individual character. Their town halls were converted into manors for Il Aluk's nobility in a transparent attempt to press home the city's dominance over its former rivals. Only sparks of independence are still visible: Decimus' unique balconies can still be seen around the town square, and the stained-glass windows in Degradia's Temple of Undying Virtue depicts Degradians menaced by undead dressed as Il Aluk's Guard.

The satellite villages are now a collection of merchant warehouses, nobles' manors, and peasant hovels, completely dependent upon Il Aluk for survival. Yet this dependence has worked in their favor: the Requiem left a significant number of well-stocked warehouses in each of the villages, allowing the Slain villagers to trade the goods back to the city dwellers at grossly inflated prices. Desolatus and Decimus have erected crude walls to protect their dwindling stores, and all four villages skirmish with city folk eager to seize their supplies.

Of the four, Desolatus is the largest and is now most notable as the home of the Garden of the Amaranth. Baron Ranherdt's summer residence sits in Decimus, its only inhabitant the Baron's daughter Jadis. The heir to the barony is no more than an impotent shadow trapped on a crumbling wall, posing no threat to Death's rule.

Most interesting is Despondia, half of which lies outside the Shroud: the perfect place from which to examine Necropolis covertly. Of course, Death is aware of this situation and frequently



sends packs of undead to prowl the streets. It will not allow undead to reside in Darkonese Despondia for fear Azalin will claim them and force Death's secrets from them, but for years captured folk were corralled here for the benefit of those Necropolitans who must feed upon the living. If this practice has continued, it is now much more secretive.

I have remained hidden for so long only by completely disposing of my subjects after their usefulness has ended. The only person who could betray my presence is my daughter, and her retribution has been unforthcoming.

**Despondia (Village):** Monstrous; AL CE; 200 gp limit; Assets 7,830 gp; Population 783; Mixed (human 79%, halfling 9%, elf 5%, dwarf 3%, half-elf 2%, other 2%).

*Authority Figures:* Reeve Gambia Mott, male human skeleton Ari6.

*Important Characters:* Francine Compton (merchant), female human wight War6.

**Degradia (Small Town):** Monstrous; AL CE; 800 gp limit; Assets 45,440 gp; Population 1,136; Mixed (human 78%, halfling 10%, elf 4%, dwarf 4%, gnome 2%, other 2%).

*Authority Figures:* Reeve Aleksandr Korsakov, male half-elf zombie Rog8.

*Important Characters:* Constanine Constani (sage), female gnome ghoul Sor3.

**Desolatus (Large Town):** Monstrous; AL CE; 3,000 gp limit; Assets 322,200 gp; Population 2,148; Mixed (human 76%, halfling 12%, elf 6%, dwarf 3%, caliban 1%, half-elf 1%, other 1%).

*Authority Figures:* Reeve Jomo Rockwell, male halfling shadow Ari7.

*Important Characters:* Michelle de Voure (protector of the wall), female human vampire Brd7.

**Decimus (Small Town):** Monstrous; AL CE; 800 gp limit; Assets 51,720 gp; Population 1,293; Mixed (human 80%, gnome 12%, halfling 5%, dwarf 2%, other 1%).

*Authority Figures:* Reeve Polybia Latuer, female human rank two ghost Ari3/Rog3.

*Important Characters:* Geofroy Tow (engineer), male dwarf zombie Exp5/Ftr2.





## Aluk Septentrion

Once an independent village, the north borough includes all of Il Aluk northwest of the Vuchar. The Martira Highway enters the city here before reaching its end across the river. The borough has retained its own identity far better than the satellite villages; to this day, it maintains its own guard, ruling council (once a puppet of the Baron of Il Aluk, now of the Unholy Order), and tax systems.

Aluk Septentrion was razed by the Great Fire of 617 BC and rebuilt according to the plan of Baron Vestmar, who was born in the borough and thus decided to make it the city's cultural center. Its streets are broad promenades paved with stone, and plaques, statues, or fountains mark most street corners. The famed Botanical Gardens (now only a dusty field), the Pangolin Theatre, and the majestic Art and Natural History Museum are all located here.

The Hallad Market, a vast bazaar dominated by the few merchants able to survive the literally cutthroat competition, dominates the northern shore of the Vuchar. All merchants employ thugs to ensure that their stalls are trouble free and that those of their rivals are not.

Despite his eccentric hatred for nonhumans, Vestmar never succeeded in driving out the city's elves and halflings, and the largest populations of both are still found here. Of particular note is the halfling quarter: since the Requiem, the residents have viciously attacked anyone who enters the area, but have shown no signs of expanding their territory. The halflings are rumored to protect some powerful artifact — possibly even shards of the ruined Doomsday Device — and to have degenerated into tribalism under its corrupting influence.

*If so, one wonders why Death takes no interest in the matter.*

**Aluk Septentrion (Large Town):** Conventional; AL CE; 3,000 gp limit; Assets 659,100 gp; Population 4,394; Mixed (human 60%, halfling 25%, elf 13%, half-elf 2%).

**Authority Figures:** Councilor Owen Wye, male human wight of the Unholy Order Ari8; Councilor Hilla Limoges, female elf vampire of the Unholy Order Brd6; Mother Dismass, female halfling lich Wiz11.

**Important Characters:** Dzungaria Tao (owner of the Pangolin Theatre), male human skeleton Brd5; Siobhan Glele (guard), female halfling zombie Rog4.

### Dread Possibility: The Halflings' Secret

Madness is said to run deep among the halflings of Aluk Septentrion. Why is unknown, though some say a powerful aberration is trapped deep underneath their quarter and slowly drives those above it insane. If so, the rumors of secret treasure are unfounded and the halflings' behavior simply a product of their madness. If they are hoarding the Doomsday Device, they are equally capable of toppling Death or recreating the Requiem. They may instead simply be jealously hoarding a staff of life.

## Aluk Meridian

The south borough includes those city blocks south and east of the Vuchar. The King's Highway laterally bisects the district. The district is universally cramped, its narrow streets filthy and thronged with people, its buildings tall and crushed together. The riverfront is crowded with docks — abandoned during the day and dangerous at night. Behind these docks lie the slums, which flood extensively in the spring and shade gradually up to wealthier districts as the land rises.

The central section of Aluk Meridian is Old Il Aluk. Unlike the rest of the city, most of the buildings here are stone and managed to escape the Great Fire, but scorch marks can still be seen on some facades. Most of Il Aluk's major landmarks are found here: the Grim Fastness (discussed in more detail below), the Temple of Eternal Penitence, the City Guard's headquarters, the City



Hospital, and the University of Il Aluk all sit within a few blocks of each other. All are uncompromisingly ugly and seemingly designed to intimidate passersby. Death's minions tightly control this area, and the anarchy that plagues the rest of Necropolis subsides into a tense quiet around these blocks.

The area east of the South Canal is often called the New Town, as it was built after the Great Fire. The streets are generally wider and the buildings less ramshackle than the rest of Il Aluk. Most of Necropolis' ghoul packs lair somewhere beneath this area.

*And now your daughter, one presumes?  
One should not neglect one's children, my  
little scholar.*

**Aluk Meridian (Large City):** Monstrous; ALCE; 40,000 gp limit; Assets 34,092,000 gp; Population 17,046; Mixed (human 56% halfling 21%, gnome 14%, dwarf 4%, elf 3%, caliban 1%, other 1%).

**Authority Figures:** Death; Brege Heuss, female human werewolf wight of the Unholy Order Ftr9/Rog1, George d'Arcy, male human vampire of the Unholy Order Sor3/Bbn3/Rog1.

**Important Characters:** Vice-Chancellor August Montalva (head of the University of Il Aluk), male human lich of the Unholy Order Wiz12; Charle Laevolose (merchant), male gnome zombie Exp7; Marie Pioche (glassmaker), female human shadow Ftr7/Ksh1.

## The Grim Fastness

The Grim Fastness, originally a prison and the headquarters of the Kargat, was utterly destroyed during the Requiem. Immediately afterward, however, Death ordered that the building be restored,

and it remains the only structure competently built in Necropolis since the Requiem. It serves as Death's capitol and the Unholy Order's headquarters.

The windowless fortress dominates an entire city block. It is built of granite and bluestone, carved into tortured columns and twisted sculptures. The entire building seems wrong to the living eye, a disturbing fever dream cast in stone. Simply looking at it is enough to make the eyes water, and its aura of horror and pain is palpable even via scrying magic. Reportedly, scores of undead were ground into the mortar or sealed into the walls to strengthen the building. Unfortunately, I could not penetrate the building itself, which is shielded by numerous powerful wards. Allegedly, the Black Vault — Azalin's vast collection of monstrously cursed artifacts — lies hidden deep beneath the foundations, but despite considerable effort, Death has not yet found it. How this can be when even Rudolph van Richten allegedly penetrated the Vault and escaped amazes me. Perhaps the great vampire killer is more myth than substance?

*Poor little fly. If only you could see the web  
as clearly as the spiders.*

## Final Thoughts



Necropolis is a city of entropy and slow dissolution. The city itself is slowly falling into disrepair, while the undead within it are tearing their society apart.

While it is a fascinating subject, Necropolis is a bleeding wound in Darkon's political and economic terrain and offers a serious threat to the living beings around it. I would not be entirely sorry to see Darkon reclaim its wayward capitol or to see Death cast back from whence it came.







# Report Three: Lamordia

*I saw how the fine form of man was degraded and wasted; I beheld the corruption of death succeed to the blooming cheek of life; I saw how the worm inherited the wonders of the eye and brain. I paused, examining and analysing all the minutia of causation... until from the midst of this darkness a sudden light broke in upon me — a light so brilliant and wondrous, yet so simple....*

— Mary Shelley, Frankenstein



I left the demesne of my patron behind on New Year's Day, following the Wauntmäa Road from Rivalis into the frozen landscape of Lamordia. Bleak winds whistled through eastern Darkon as I departed, and the roads were awash in muddy slush. These nuisances, however, paled before the winter that battered Lamordia. Unrelenting blizzards harried me throughout my weeks in this forsaken land, and temperatures dropped to lethal levels after sundown. Not surprisingly, the spring thaw, when it finally comes to this land in mid-May, often reveals the frozen carcasses of dozens of travelers.

Scholars have questioned how Lamordia's weather can vary so dramatically from that of its neighbors. Year after year, the realm's winters are brutal and its summers scorching, in defiance of milder conditions only a few miles away. For the Lamordians, the reasons must be natural, and their scientists struggle with theories concerning ocean currents and thermal transfer. I suspect, however, a potent supernatural force at work. That both Lamordia's rationalism and its aberrant weather isolate it from the other realms of the Core cannot be a coincidence.

My first destination was Schloss Mordenheim, the abode of this realm's all-too-human bogeyman. I suspected that the mad physician who dwells there would almost certainly be Lamordia's true master. Indeed, his rational worldview seems to have infected all the folk who dwell here, and his monstrous failures haunt Lamordia to this day.

## Landscape



Lamordia lies at the northwestern edge of the Core, thrust up against the Sea of Sorrows like a bullied child. The realm's brutal weather, broken coastline, and sparse population lend it the air of a borderland. Though only of modest size, Lamordia is blessed — or, as I came to conclude, cursed — with a hodgepodge of natural landscapes.

The terrain suggests a natural division of the realm into the rugged east and lowland west. In the latter, the Musarde River — called locally the Riefa Spandwäw, or Cobweb River — at last relinquishes its waters to the sea. By way of the Musarde and the Vuchar, Lamordia inherits refuse from the breadth of Darkon and the western Core. Consequentially, the Musarde is appallingly tainted by the time it reaches western Lamordia's floodplains.

## Lamordia at a Glance

**Cultural Level:** Renaissance (9)

**Ecology:** Full

**Climate/Terrain:** Temperate aquatic, forest, hill, plains, and swamp

**Year of Formation:** 683 BC

**Population:** 3,280

**Races:** Humans 99%, Other 1%

**Human Ethnic Groups:** Lamordians 99%, Other 1%

**Languages:** Lamordian\*, Darkonese, Mordentish, Falkovnian, Dwarven

**Religions:** None

**Government:** Hereditary aristocracy, with republican settlements

**Ruler:** Baron Vilhelm von Aubrecker (male human Ari5); Gerta von Aubrecker, regent (female human Ari2)

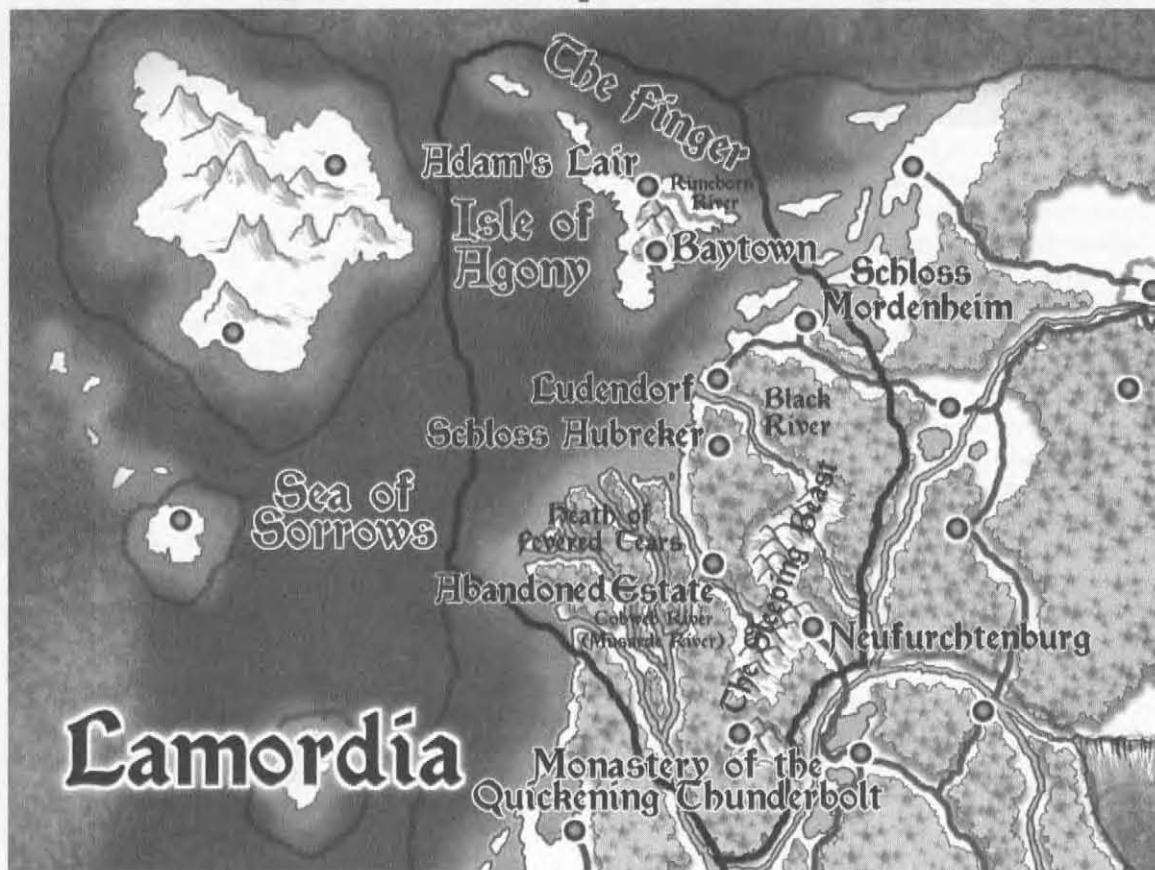
**Darklord:** Victor Mordenheim's monster, Adam

The waters here are the color of strong tea and filthy with silt and detritus. The farmers and herders that populate the west have grown accustomed to the septic odor, but I could scarcely keep down my meals whenever the wind gusted.

The Musarde splinters into a broad delta as it flows north toward the Sea of Sorrows, or Mäa Trüa in the Lamordian tongue. Here the coastal floodplains give way to the bleak Essenbach Somp, or Heath of Fevered Tears, punctuated by stretches of fetid marsh. Trekking through this dismal, soggy landscape is torturous in the summer, when clouds of voracious mosquitoes are ubiquitous. When I traveled through the region, the Heath was thankfully buried under a crust of snow and hoarfrost.

Beyond the Heath, a strip of coastal plain continues to creep northwards. Gradually, the marshy shoreline rises up to become treacherous cliffs. Sea caves riddle the jagged coastline of the north, from flooded grottos to pirate havens high above the salt spray. Here, the waters of the Riefa Schwoat (Black River) flow from the eastern uplands, slicing through the cliffs near Ludendorf to create a natural cove.





Further north still, the shore begins to fragment into a string of islands as it approaches the Jagged Coast of Darkon. Known as the Finja, or the Finger, this chain reaches northwest into the Sea of Sorrows, dwindling from the forbidding Isle of Agony out to solitary spires of stone. The channels surrounding the Finger conceal a labyrinth of shoals, shallows, and choking seaweed, necessitating a long detour for seagoing vessels. In the winter, jagged ice floes create a treacherous path from the mainland to the islands. During low tide in the summer months, a causeway of black, brackish mud reportedly serves the same purpose. Locals cautioned me that the muck can reach to the waist in places, and the shorebirds gleefully harass mired travelers.

If one heeds foreign sailors, every island in the Finger harbors murderous buccaneers, the spectres of drowned whalers, and werewolves that swim the ocean currents. The Isle of Agony is the most notorious island, for even the skeptical Lamordians are terrified of its bogeyman. (I will consider the Isle in greater detail below.) The Finger terminates at Demise, a desolate isle with a reputation as a

doom for shipwrecked mariners. I intend to investigate its terrors myself when the time comes to survey the Sea of Sorrows.

Winding, forested crags distinguish eastern Lamordia, a feature the locals refer to as the Schlapfia, or the Sleeping Beast. The Beast is less a mountain chain than a twisting spine of rocky ridges clad in a cloak of evergreens. Despite their modest height, the peaks shelter Neufurchtenburg and Falkovnia beyond from the bitter nor'westers that buffet most of Lamordia. Though the shadows of the Beast conceal a host of natural predators, a substantial number of trappers, hunters, and miners eke out a solitary living in these hills. Lamordia's ruling family, the von Aubreckers, are said to prefer the seclusion and scenery of the Beast to the comparative bustle of Ludendorf. Their ancestral estate, Schloss Aubrecker, lies tucked away on a splendid wooded crest in the northern Beast.

Lamordia can claim only a few scant miles of proper cobblestone highway. The Wauntmäa Road and Timori Road link the two principal villages of Ludendorf and Neufurchtenburg with Rivalis and



Lekar, respectively. The remainder of the realm still suffers outdated dirt roads, a baffling oversight given the practicality of the locals. In the late summer months, these rutted roads transform into morasses of viscous mud.

The settlements of Lamordia struck me as assiduously tidy places. The Lamordians cannot suffer a single spot of mud on a doorstep or a browning leaf in a garden. Neighbors will tactfully but disdainfully remind those who fail to notice such blemishes on their homes. The typical Lamordian building rises two or three stories tall, is constructed of heavy timbers and brick, and plastered over in a bright white or rich cream color. Thick thatch covers the steep, gabled rooftops, while geometric and floral carvings frequently adorn the door and window frames. Deviations from this overall theme are frowned upon; villages feature orderly rows of homes and shops with essentially the same façade. Nothing about a Lamordian village appears ramshackle or neglected. Townsfolk ensure that both their homes and all public spaces are kept clean and well maintained. Even the prison of the *stautshüss*, or town hall, is dutifully scrubbed daily, whether or not it is currently occupied.

## flora

The forests of Lamordia are primarily coniferous, dotted with robust stands of hardwoods. Throughout the year, pines, larches, and silver firs blanket the Sleeping Beast in a mantle of verdant finery. Oak, beech, and walnut can also be found in the low areas of the hill country. The plains and heath of the west, meanwhile, feature a plethora of windblown herbs such as heather, broom, loosestrife, sedge, and mayweed, as well as sparse juniper, black alder, willow, and bog birch.

Intriguingly, Lamordia is home to numerous plants that are toxic or overtly hostile to humankind. Claude Hötzingen, a botanist residing in Ludendorf, graciously allowed me to peruse his collection of native plants. Selected botanicals, such as the blistercap mushroom, are valuable in the hands of a knowledgeable herbalist. Combined with the saliva of the heath-dwelling coal toad, the spores of this fungus produce a crippling poison. Some plants, such as the bile thistle and saltsear lichen, are naturally noxious and best avoided. Others, such as the yellow musk creeper, are naturally aggressive and prey upon unwary travelers.

## Blistercap Poison

Gathering enough blistercap mushrooms to make a dose of poison requires a successful Profession (herbalist) check (DC 12). Collecting the saliva of the coal toad requires a Knowledge (nature) check (DC 16) as well as some skillful grappling or an animal friendship spell (the saliva can be collected without injury to the toad). Combining the two substances properly requires an Alchemy or Profession (herbalist) check (DC 22).

Blistercap — Injury, Fortitude save DC 17; initial damage 2d4 temporary Dexterity, secondary damage 1d4 permanent Dexterity; 800 gp.

## fauna

Lamordia harbors all the creatures one would expect in a temperate land of diverse landscapes and weather extremes. Common game animals include the fallow deer, roe deer, elk, moose, and wild boar. Lamordia is widely known for its luxurious animal pelts, culled from the beaver, muskrat, hare, otter, marten, mink, polecat, and ermine. Predators are particularly fearless in Lamordia; during the long winters, starving wolves, lynxes, wild cats, brown bears, and even badgers will attack solitary humans. Perhaps most worrisome to travelers are the wolverines, or gluttons, normally found in much colder climes. The woodsmen of the Sleeping Beast revile these creatures as voracious brutes.

The vampires, ghosts, ghouls, werebeasts, and goblins that plague the other lands of the Core are comparatively rare in Lamordia. I encountered not a single undead creature during my weeks in this realm — not even a rumor. Instead, a menagerie of oddities harried my journey: twisted, moaning things that were clearly once men; animals and fantastic beasts that displayed remarkable abilities; mindless oozes that devoured everything in their path. I even collected accounts of a rampaging clockwork automaton. Astonishingly, the locals insist that none of these bizarre creatures are truly supernatural. They brushed off every encounter I described as either an aberration of nature or a scientific experi-





ment gone wrong. Though this obstinacy exasperated me at the time, I have since concluded that many of Lamordia's horrors indeed have a common origin in the laboratories of local scientist Victor Mordenheim. I will return to this matter in due course.

## Local Animals and Native Horrors

The DM should utilize uncanny monsters only if she wishes to highlight the "mad science" aspects of Lamordia. These creatures should always be very unique, the products of bizarre natural processes or demented scientific experiments.

**Wildlife:** CR 1/10 — bat; toad; CR 1/8 — rat; CR 1/6 — lizard; raven; CR 1/4 — cat; owl; weasel; CR 1/3 — hawk; snake, Tiny viper; CR 1/2 — badger; eagle; porpoise; CR 1 — octopus; shark, Medium-size; squid; wolf; CR 2 — boar; shark, Large; wolverine; CR 4 — bear, brown; CR 5 — whale, baleen; whale, orca; CR 6 — whale, cachalot; CR 7 — squid, giant.

**Monsters:** CR 1/2 — stirge; CR 3 — broken one\*; CR 8 — flesh golem, dread; CR 12 — mechanical golem, dread\*. Uncanny Monsters: any dire animal, giant vermin, or monstrous vermin; CR 1/2 — plant, bloodrose\*; CR 1 — bat, carrion\*; darkmantle; fungus, shrieker; krenshar; plant, fearweed\*; tentacle rat\*; CR 2 — assassin bug, giant\*; carrion stalker\*; choker; plant, crawling ivy\*; shocker lizard; CR 3 — ankheg; assassin vine; fungus, violet fungus; grick; impersonator\*; plant, bloodroot\*; ooze, gelatinous cube; rust monster; CR 4 — backwards man\*; carrion crawler; ooze, gray; otyugh; plant, lashweed\*; CR 5 — cloaker; gibbering moulder; ooze, ochre jelly; spider eater; winter wolf; CR 6 — digester; grave ooze\*; plant, shambling mound; tendruculos; CR 7 — bulette; chuul; ooze, black pudding; phasm; CR 8 — behir; destrachan; gray render; CR 9 — living wall (dread golem)\*; CR 10 — roper; CR 12 — frost worm.

beyond such vague statements about its prestige. No events stand out in the scant Lamordian history texts I perused as particularly significant or formative. Few of the locals can name a single specific ruler or battle prior to 683 BC, when the Mists first revealed their realm. Von Aubrecker genealogies chronicle a long line of noble lords, but these lackluster records reveal no tangible evidence that such men ever truly existed. I could find no trace of any previous baronial families save the von Aubreckers, and even their lineage fades from the written record after one goes back three centuries or so.

Why is it that neighboring realms have relatively seamless false histories while Lamordia's is so obviously imperfect? The Lamordians are a pragmatic people who value truth; it is unlikely that the paucity of the historical record is due to their academic sloth. I instead propose that the transparency of the land's false history is symptomatic of a subtle supernatural effect. This effect seems to bedevil the entire realm with a kind of temporal tunnel vision. The Lamordians are cursed to look toward the future but never to examine their past for historical reference. The exact origins of such a phenomenon have proven elusive, but I again suspect they are connected to the realm's most notorious villain, Victor Mordenheim.

Indeed, while pinpointing the seminal event that coincides with Lamordia's appearance has proven difficult, it is undoubtedly related to Mordenheim. Though records of Victor Mordenheim himself stretch back over a century, sightings of strange creatures in the Lamordian countryside first surface circa 675 BC. Such encounters escalated dramatically in the following years, reaching a crest in approximately 683 BC. During the same period, villagers in Ludendorf began to attribute a host of crimes to Mordenheim, from grave robbery to murder. Logic suggests that in 683 BC, Mordenheim shattered some scientific barrier with his unconventional experiments, no doubt in spectacular fashion.

In keeping with Lamordia's featureless false history, few events of political or social significance have taken place in the decades since the realm's emergence. During that time, the populace has languished in a kind of bland societal stasis, a sharp contrast to their industrious demeanor. Baron Vilhelm von Aubrecker mediocre rule is distinguished only by his own gregarious and preoccupied nature. The tragic deaths of his sons constitute the

## History



Perhaps more than any other realm in the Core, the peculiarities and frailties of false history become most apparent in Lamordia. The majority of Lamordians proudly maintain that their land has a rich history stretching back centuries. No Lamordian, however, can elucidate on that history





only notable events during Vilhelm's lordship. Gerta von Aubrecker now serves as regent for the bedridden Baron, preparing for the day when she must take up her father's mantle.

## Populace



he Lamordians themselves are the sole ethnic group found in any significant numbers here. Foreigners are generally unwilling to suffer Lamordia's desolation and harsh weather; immigrants seeking scholarship and culture gravitate instead toward Dementlieu. A smattering of tiny dwarven mining settlements can be found in the Sleeping Beast, but they are so secluded as to have no significant effect on the rest of Lamordian society.

## Appearance

Lamordians tend toward lean, attractive builds, with square shoulders and wiry limbs. They are of above average stature and blessed with well-defined chins and cheekbones. Their skin is extremely fair at birth, but the cruel winter winds permanently ruddy the features of most folk. Eye color is always a frosty shade of slate blue or sea green. Hair ranges from flaxen blond to rich brown, though lighter hair seems to predominate.

Male Lamordians prefer to keep their straight or slightly wavy hair trimmed to a medium length, often pulling it back into a short ponytail or braid. Women let their hair grow long throughout their lives, regarding short tresses as the mark of a harlot. Their locks are meticulously pinned up or woven into a pair of long braids. Men shun beards and mustaches, considering them vulgar, but frequently grow muttonchop sideburns.

## Fashion

Lamordian garb exhibits a kind of somber refinement. It is always superbly tailored in clean lines, but utterly bereft of adornment or distinction. Male Lamordians dress in a loose, collared shirt, vest, and trousers. Wealthier men also don a snug waistcoat, scarf, and pointed black hat. Long, heavy leather coats that reach down to the ground are standard attire for men who wish to ward off blizzard winds.

Lamordian women dress plainly and modestly. Heavy woolen dresses with high collars and long, tight sleeves are the norm. Most women wear snug, stiff white bonnets, though some are beginning to adopt the pointed hat, much to the consternation

of the men. When harsh weather strikes, women don leather cloaks, complemented with fur hats and muffs.

As a rule, Lamordian clothing is devoid of color. Black, white, and endless shades of gray comprise the only hues that the locals seem to favor in their attire. Neither men nor women wear jewelry or other ornamentation. Male Lamordians of means, however, are fond of carrying personal accessories that they believe mark them as enlightened men, such as walking canes and pocket watches.

## Language

The Lamordian language is a flat, guttural tongue, patently unappealing to the ear. Those who hear Lamordian for the first time — myself included — invariably compare its sound to a bland amalgam of Darkonese, Falkovnian, and Mordentish. This resemblance is merely superficial, however. The alphabet has hundreds of sounds, including many diphthongs and slurs that would be considered two, three, or even four distinct letters in any other tongue. Lamordian grammar and style are a world apart from those of any other language in the Core. The language's characteristics include euphemistic compound words, odd idiomatic expressions, and a needlessly complex system of tenses and genders. Lamordians are proud of their native tongue, insistently correcting travelers who make pronunciation or grammar errors. Most locals, though, also make a point to learn other languages, and well-to-do Lamordians are often fluent in half a dozen Core tongues.

### Lamordian Primer

*goodendach* = greetings (good day)

*aufscheet* = goodbye

*jo* = yes

*nä* = no

*halpe!* = help!

*aufreise!* = go away!

*oatst* = physician

*fe'nunft* = rationality, reason

*stiem* = blizzard

*je'spanst* = phantom, bogeyman





## Lifestyle & Education

Lamordians make their living primarily through the craft traditions. The harsh weather that afflicts their land renders it fairly inhospitable to farming. Late summer is too hot for most temperate crops, while the winter months are far too frigid. Local woodsmen stalk the wilds for game, but the majority of Lamordians subsist on victuals imported from Darkon and Falkovnia. In return, the Lamordians export a wide variety of crafted goods to neighboring realms. The guild system is quite strong here, but craftsmen and merchants are not antagonistic toward the local nobles. The craft traditions in Lamordia have a kind of simplicity and honesty in them. Earnest, hard-working attitudes prevail here, where the beauty of fine craftsmanship and the good name of a reputable workshop are valued above all else. Destitute poverty is not common in Lamordia, and most folk make a respectable living at their trade.

Lamordians are a passionate people, though one might never reach such a conclusion from cursory observation. For all their fussy practicality, they are decidedly emotional creatures in matters of the heart. Not that Lamordian romance is particularly torrid — a Lamordian's notion of an amorous rendezvous involves a chaste moonlight walk, hand-in-hand with his beloved. Young Lamordians in love have a naiveté about them, full of awkward gifts of wildflowers and earnest love letters, though such naiveté rarely goads them to early marriage. Most men seek to become established in their craft before wedding their sweethearts. Lamordian women strike me as unusually assertive and clever compared to females I have encountered elsewhere in the Core. Many women in the lower classes take up their husband's trade, while the wives of merchants and nobles often manage their spouse's affairs.

Children are prized in Lamordia, where they are euphemistically called *kjleen flocke*, or "little snowflakes." From a very young age, they are taught to be silent, courteous, and productive. As in neighboring Dementlieu, literacy is imperative to the Lamordians. Rather than rely on a state tutoring system, however, almost all parents take it upon themselves to school their children, encouraging them to value common sense, experience, and observation. Though youngsters may freely take up any trade they wish, most eagerly follow in their parents' footsteps.





Locals travel by the highways and trails whenever possible, preferring to cling obstinately to them even in the face of impeding mud and snow. Most folk make local journeys on foot, but those Lamordians who can afford to do so ride on horseback or in regal carriages, a mode of travel considered dignified and prestigious.

When winters seize this land, locals from all walks of life must turn to modes of transport that outsiders view as unorthodox. Villages bustle not with wagons and carts in winter, but with *schläde*, massive wooden sleighs pulled by draft horses. Instead of risking the lives of couriers, snowbound settlements often use carrier pigeons to send messages. Lamordian children learn early on how to travel with the aid of *autknosse* (skis) and *schneeschoo* (snowshoes), skills that the winter's deep snows demand. I found these ridiculous contrivances necessary during my travels through the realm but never mastered their use completely.

The only quality of Lamordian cuisine that I can praise is its quantity. The Lamordians have a deep fondness for food and drink, viewing each meal as a social, celebratory event that reaffirms their materialistic worldview. This is particularly true in the autumn, when each community holds a month-long festival before the winter snows seal them in. Unfortunately, Lamordian fare is nothing but an endless succession of bland meat, potatoes, and hearty vegetables. The locals actually prefer their food heavy and tasteless, a culinary tradition they refer to as *je'stuckt*.

Meat is the lynchpin to any meal, and pork in particular is widely consumed, as a cured ham, roasted with dumplings, or in local *worscht* (sausage). Other favorites include roasted goose; calf sweetbreads; venison with red cabbage; *süarefleesch* (pot roast marinated in vinegar); *schnäd* (fried veal cutlet); and *kommkje* (finely chopped trout, perch, or sole with vegetables). *Süarekomst*, a wretched dish consisting of salted and fermented cabbage, is served with every meal. I could scarcely stomach such delicacies at times, let alone local culinary atrocities such as blood pudding and pork knuckles.

Lamordians also crave delicate, sweet pastries, though only the wealthy can afford them. All adult Lamordians eagerly consume both wine and beer. Though the Lamordians laud the wares of their local breweries, few outsiders care for the weak, musty beers that the realm produces. Now that I dwell upon it, there is perhaps one Lamordian mealtime tradition worth preserving: *kjnipse*, a strong, dry liquor

made nowhere else in the Core and rapidly becoming popular in neighboring realms.

Three words best sum up the Lamordian demeanor: pragmatic, rational, and stoic. The Lamordians view these traits as virtues, but foreigners who deal with them extensively might argue otherwise. A Lamordian is suspicious of frivolity and fanaticism, spurning anyone or anything that promises easy answers or rewards without work. He values hard work and simple, honest pleasures such as good food, lively music, and stimulating company. Anything else is ancillary to a life of fulfillment and virtue.

Lamordian commoners believe in simple "peasant-sense," a practicality that is suspicious of overanalyzation and muddled academic jargon. Civic leaders, physicians, scientists, and other educated men snort at such simpleton's wisdom. They believe that the search for scientific truth represents the pinnacle of civilization and bear no patience for commoners who dismiss what they cannot comprehend. I doubt that my patron need speculate for long to deduce the stratum of society with which I agree.

## Attitudes Toward Magic

The rationality of the Lamordians stands out as an oddity in our world, brimming so obviously as it is with supernatural strangeness. The Lamordians believe in what they can see and feel for themselves and in the Truth gleaned by those men of genius who have gone before. They outright deny the existence of magic and unnatural creatures or — more commonly — dismiss them as natural phenomena for which there are not yet elucidated scientific principles. Those who dabble in such "preternatural" forces without truly understanding them, such as wizards, are akin to savages playing with gunpowder. Only disaster can come from this kind of carelessness and presumption, or so I was sternly reminded on more than one occasion.

The few spellcasters I encountered in Lamordia confirmed that the locals gave them a vaguely hostile reception. More alarming to most spellcasters, however, is the extremely rare but utter failure of their spells in Lamordia. One anonymous sorcerer I interviewed called this effect the *Dakj Fe'nunft* in Lamordian (literally, the Smothering of Reason). Though I never experienced the effect myself, the possibility of an unseen force stifling magic throughout Lamordia is certainly disquieting.







## Dread Possibility: The Smothering of Reason

Lamordia's skeptical atheism is not merely a cultural phenomenon but an outgrowth of Victor Mordenheim's logical worldview and unspeakable crimes. In recent years, the cold rationalism in which Mordenheim puts his faith has begun to infect Lamordia like a plague. It has settled not only over the minds of the Lamordians, but into the very fabric of the land itself.

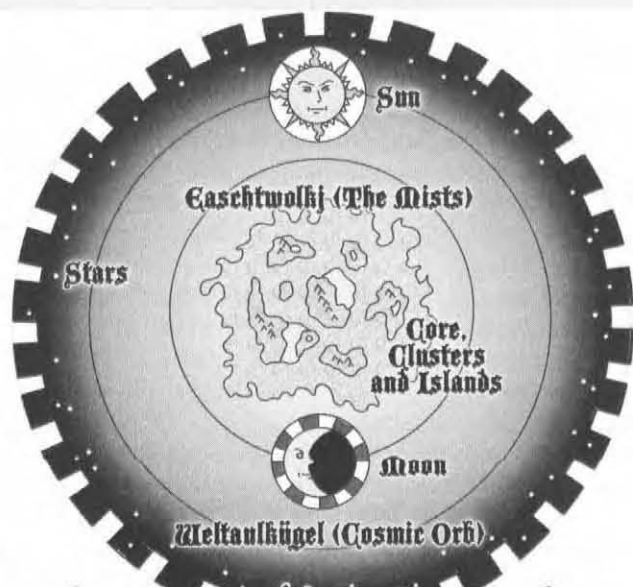
As of 757 BC, any spell, spell-like effect, or supernatural effect has a 2% chance of being suppressed as it is activated in Lamordia, just as if the entire domain were under the effects of an antimagic field. Continuing magical effects are checked for suppression when they enter the domain and once per day thereafter. The Dakj Fe'nunft never affects the abilities of any creature created by Victor Mordenheim or any creature created through science or natural processes. The Dakj Fe'nunft cannot be detected with magic and cannot be suppressed. The effect first manifested in 740 BC, when there was only a 1% chance that magic would be suppressed; this chance rose to 2% in 755 BC.

The DM should implement the Dakj Fe'nunft only after careful consideration, as it can drastically alter the tone and balance of her game. She should determine for herself the exact nature of the Dakj Fe'nunft and whether it will continue to escalate.

## Religion

Lamordians deny the significance — or even the existence — of the gods, not out of despair or cynicism, but simply because they see no need for them. Academics refer figuratively to classical gods in their writings, but merely as a scholarly contrivance. The modern Lamordian view of the universe is summed up as the Groot Tankjet Raut, the Great

Clockwork, a metaphor frequently invoked by craftsmen and philosophers alike. The Great Clockwork is said to operate with flawless and perpetual precision, adhering perfectly to a finite set of natural laws. While a divine intelligence may have established these laws, the world as it exists today does not require any further godly intervention for the Clockwork to function.



## The Lamordian Cosmology





While most commoners are deistic, at least accepting that gods played a part in the world's creation, educated men are often utterly atheistic. Such physicians and philosophers claim that the universe simply occurred as an inevitable natural event. Of course, this claim leads one to the unsettling conclusion that it may simply unoccur one day. Lamordians are never outright scornful toward those with religious conviction—they are far too polite for that; they do, however, subtly chide clerics and devout layfolk, speaking to them as they would to foolish children. No organized faiths, even the insidious Church of Ezra, have so far penetrated Lamordian rationality.

This is not to say that Lamordians lack morals. On the contrary, at times they can be quite strict in their views. Their culture revolves around simple, intuitive ethics, designed to promote community harmony and the well being of the maximum number of people. These ethics are followed for the social benefits they provide rather than out of spiritual fear.

Befitting their godless worldview, Lamordians subscribe to a vast, empty cosmology, governed by eternal and fundamental principles. They see no

place for other worlds populated by angelic hosts or demonic hordes. The Mists they envision as a mercurial but everlasting pool of creation, the Easchtwolkj, continually spawning and destroying new lands. Lamordians hold that no divine agency directs these periodic mutations, believing that they happen as completely natural and stochastic processes. Commoners typically dismiss the mystery of these processes as unfathomable. Scholars, though, are more determined, attempting to elucidate the complex principles that enable the Mists to coalesce so remarkably into mountains, rivers, forests, and whole nations of living people. Some theorize that the Mists are the elusive Fefstelstoff, an enigmatic substance believed to bind the cosmos together.

Lamordian cosmology holds that the Mists are surrounded and contained by a cosmic orb, the Weltalkügel. The sun and moon revolve through the void within this orb at a fixed distance from the Mists. To the Lamordian, no other worlds lie beyond the Mists; the Weltalkügel defines the boundaries of the universe. Outlanders are considered Mist-led travelers or natives of distant realms not yet discovered by civilized men.

## The Lamordian Hero

**Races:** Lamordians are almost exclusively human. A handful of half-Vistani can be found, but they are viewed with suspicion and a sneer of racial superiority. Nonhumans, including the dwarves of the Sleeping Beast, are regarded as natural abnormalities and flawed branches on the Great Tree of Life, the top of which is crowned by humanity.

**Classes:** Fighters, rangers, and rogues are the most common classes in Lamordia. Adventurers in general are perceived as shifty mercenaries without an honest trade. Fighters are given a healthy respect for their skills, though epithets such as “brute” are whispered behind their backs. The talents of rangers are admired, but those who espouse their woodland spiritualism are mistrusted. Rogues are despised unless they prove a willingness to apply their skills toward the protection of communities rather than the pursuit of criminal acts. All other PC classes are rare in the extreme or completely unknown. Heroes with levels in the expert class are not unusual, however, as master craftsmen and academics alike can be drawn into the sinister conflicts of the Realm of Dread.

**Recommended Skills:** Alchemy, Appraise, Craft (blacksmithing, carpentry, clockmaking, cobbling, gunsmithing, leatherworking, locksmithing, shipmaking, weaving), Decipher Script, Disable Device, Hypnosis, Knowledge (architecture and engineering, construct lore, nature), Profession (apothecary, brewer, farmer, fisher, guide, herdsman, lumberjack, miner, sailor, scribe, tanner), Search, Wilderness Lore.

**Recommended Feats:** Endurance, Exotic Weapon Proficiency (firearms), Expertise (plus derivatives), Great Fortitude, Iron Will, Jaded, Leadership, Open Mind, Point-Blank Shot (plus derivatives), Skill Focus (Craft, Knowledge), Toughness, Track, Weapon Focus (handaxe, halberd, musket, pistol, rapier, throwing axe).

**Lamordian Male Names:** Augustin, Berthold, Conrad, Dieter, Frans, Hubert, Juergen, Ludwig, Niklaus, Oscar, Rudolph, Stefan, Tomas, Werner, Yann.

**Lamordian Female Names:** Brigitte, Camilla, Daniela, Erika, Federica, Ingrid, Johanna, Katia, Mathilde, Pascale, Ramona, Sofia, Teresa, Ursula, Victoria.







## The Realm

**B**aron Vilhelm von Aubrecker has ruled Lamordia for over seven decades, since the domain first appeared in our world in 683 BC. If the records of the von Aubreckers can be trusted, the Baron was already a mature nobleman when the Mists revealed his realm. Little surprise, then, that the elderly Baron lies dying in snowbound Schloss Aubrecker as I write this, purportedly gripped by a lethal triad of pneumonia, tremor, and dementia.

In the prime of his rule, Baron von Aubrecker was known as a goodhearted lord, though possessed of a somewhat disinterested nature. By all accounts, he exhibited only the most passing concern for his subjects. The courtly life at Schloss Aubrecker was his passion, and he cared little for much beyond the feasting, drinking, dancing, and hunting that are a lord's privilege to enjoy. Unfortunately, the Baron's jovial nature began a slow descent into melancholy following the deaths of his two grown sons. Rudolph vanished in a shipwreck on the Sea of Sorrows in 712 BC, while Henrik perished in the chaos of the madness outbreak—apparently caused by fleas spreading a supernatural disease—at Schloss Aubrecker in 739 BC. Though the Baron initially appeared to weather these tragedies with stoicism, the loss of his sons eroded his sanity late in life, and illness followed soon afterwards.

With the Baron's death imminent, his only surviving child, Gerta, prepares to become Lamordia's first Baroness. Not all of Lamordia's aristocrats are pleased with this development, but the von Aubreckers have allegedly ruled Lamordia for so long that the dissenters keep their mutterings among themselves. Even at the tender age of 30, Gerta has begun to exhibit a monarch's will quite unlike that of her father, tempered by a compassionate heart that endears her to the unwashed masses. Whether she can survive the wider political world, especially with so many treacherous neighbors, remains to be seen.

*Bah! Figurehead princesses have nothing to fear from me, my little scholar. Besides, the real captain lurks below decks, as is so often the case in these dominions of darkness.*

## Government

The rule of the von Aubreckers has always been light. The Baron was most content in the darkest months of winter, when the settlements could not even reach Schloss Aubrecker to bother him with their petty troubles. Vilhelm's hand is felt most keenly in the coffers of the landowners, from whom he demands a regular tribute. The wealth is handed over without grumbling, more out of traditional obligation and loyalty than reciprocity.

At the local level, Lamordia's government is remarkably peaceful and egalitarian. A schult, or mayor, governs each settlement, his main responsibility being to encourage trade with other villages and realms. In this sense, the schult serves as a guildmaster for the entire settlement, negotiating all mercantile exchanges personally, with the guidance of the craft and trade guilds. The schult also acts as a formal leader for the village, receiving notable visitors and officiating at festivals and events.

Most local power, however, lies in the hands of the schultebott, a small council that appoints the mayor every two years. The members of the schultebott, called the stautsrote, serve for six-year terms. All the male landowners in the settlement elect the stautsrote from among their own number. The schultebott keeps a long but firm leash on the schult and may call him to account for his actions. All civic decisions not related to trade rest in the hands of the schultebott, which is known to engage in furious debates over matters as petty as the frequency of public street sweepings. The stautsrote hold a high opinion of themselves, viewing public service as among the paramount responsibilities of humanity. Commoners are often not so generous, believing that the stautsrote spend more time bickering than actually accomplishing the aims of government.

Though most settlements have numerous regulations to maintain civic aesthetics, there are few criminal laws in Lamordia. The von Aubreckers have never proclaimed any laws that apply to the entire realm. Each schult has a habit of passing a law only when a reckless act mandates that he do so. I discovered, to my astonishment, that some Lamordian thorps have no formal law against murder. Apparently, Lamordians have such devotion to order that they see little need for law.

Unfortunately, the lack of codified criminal law in Lamordia leaves a wide mandate for village militias to harass, detain, and abuse anyone they



deem a putsendoona, which loosely translates as “one who has no pride” or “troublemaker.” The schepmeista, or captain of the guard, is the only career soldier in a village’s militia and answers directly to the schultebott. The rest of the soldiery comes from able-bodied young men who pledge two years or more of service in the village’s defense. The von Aubreckers maintain a half-dozen or so of their own private soldiers in Ludendorf and Neufurchtenburg, more to keep a cautious eye on the schultebott than to contribute to the peace. A few donnermann, two-man teams assigned to a single blunderbuss, also patrol the borders. One man fires while the second holds the brace. “Deaf as a bracman” has become a common phrase here.

### Law Enforcement

A Lamordian enforcer can be used to represent a villager serving in the local militia or one of the Baron’s soldiers from Schloss Aubrecker. Blunderbusses can be found in **Van Richten’s Arsenal**.

**Lamordian Enforcer:** Human War1; CR 1/2; Size M humanoid (human); HD 1d8+2; hp 6; Init +2 (Dex); Spd 30 ft.; AC 12 (touch 12, flatfooted 10); Atk +2 melee (1d6/18–20, rapier) or +4 ranged (1d10/x3, pistol) or +3 ranged (1d12/x3, musket); Face/Reach 5 ft. by 5 ft./5 ft.; AL LN; SV Fort +4, Ref +2, Will +1; Str 13, Dex 15, Con 14, Int 10, Wis 12, Cha 8.

**Skills and Feats:** Handle Animal +1, Intimidate +1, Listen +4, Ride +4, Sense Motive +2, Spot +4; Alertness, Weapon Focus (pistol).

**Possessions:** Rapier, pistol, musket, 20 bullets, 2 daggers, light war horse.

### Economy

Lamordia boasts a thriving economy for its modest size, sparse population, and bleak surroundings. Lamordians have always made a point of shrewdly negotiating commerce with their neighbors, a practice that has garnered much wealth and comfort for what might otherwise be an austere land.

Although overshadowed by the craft traditions of the villages, farming remains a vital livelihood for a handful of Lamordian commoners in the lonely rural areas. Rye and barley are the only cereals grown widely in Lamordia, and grain must still be imported from Falkovnia to meet the realm’s needs. Local farmers usually raise a plot or two of vegetables, though only hardy, local varieties of

cabbage and potatoes are grown commercially. Cattle, sheep, and hogs are more common a sight than crops in the Lamordian countryside. When winter finally releases the realm from its grip, dairy farming thrives in the green pastures at the foot of the Sleeping Beast. Fishing along the Sea of Sorrows is a flourishing trade, and Lamordian seamen regularly bring forth a bounty of cod, flounder, herring, mackerel, and mussels. Lamordian breweries and sausage houses are popular among the natives, though outsiders find local beers and sausages unpalatable and revolting, respectively.

Furs have brought significant wealth to Lamordia, due in no small part to the vigorous populations of mammals native to the realm. Both the landowners and local trappers cooperate to prevent excessive hunting and thus maintain healthy numbers of fur-bearing animals. Poaching is a grave crime in Lamordia; a grizzled trapper will ruthlessly hunt down trespassers on his lord’s lands. Similarly, timber is felled only intermittently, when designated stands along the Sleeping Beast have reached maturity. Beyond the small salt mines found throughout the hills, Lamordia’s mineral resources are sparse, including only a smattering of lead, coal, copper, silver, and diamonds.

Lamordia’s true pride is her craftsmen, whose work has gradually acquired a reputation abroad for its quality. Local journeymen produce some of the finest crafted goods in the Core, including furniture, clockworks, tools, weapons, cloth, leather goods, carriages, and ships. The Lamordian guilds have a commitment to perfection and standardization and see little need for decoration or other elements that do not contribute to the utility of the finished goods. Several Lamordian cottage industries have only recently emerged, prompted by expanded access to raw materials from other realms. Lamordian gunsmiths, for example, outfit elite cavalry units of the Darkonian barons using iron and saltpeter imported from the Mountains of Misery.

Trade in Lamordia is conducted exclusively in coin, even among rural commoners. Barter is seen as an uncivilized exchange, the sort of thing one expects of foreign savages. Lamordian coins are periodically minted at the command of the von Aubreckers. The head sides of such coins are struck with the profile of historical — though strangely anonymous — von Aubreckers, while the tail sides depict local fur-bearing mammals. The Marten is the copper piece, the Sable is the silver piece, and





the Glutton is the gold piece. Such native coins are hardly the dominant currency, however, and I found that local shopkeepers deal in an assortment of foreign coins without complaint.

## Diplomacy

Lamordia's relations with other realms might best be described as distant but assertive. The schultebott of the realm's villages seem little interested in cultivating alliances for their own sake. Most schultebott are sufficiently canny, however, to sense when events call for aggressive politics. Thus, a settlement may have no dealings with a foreign kingdom for decades, only to dispatch an emissary quickly when rumors of war or new trade opportunities surface.

**Darkon:** Lamordians have always been suspicious of Darkon, if for no other reason than the kingdom appears — to their eyes — to be steeped in superstition and archaic traditions. Given the prevailing assessment of wizards here, my patron should not be surprised that he is viewed as a madman who routinely unleashes atrocity on his own subjects. Nonetheless, Lamordia has cultivated an aloof mercantile relationship with the

Darkonian barons, who have come to value the quality of Lamordian crafted goods. Prior to the Requiem, Lamordians had a reputation as the brightest — and most headstrong — students at the University of Il Aluk.

**Dementlieu:** I quickly discerned that Lamordians view Dementlieu with the bemused interest and disapproving mutterings normally reserved for eccentric artists. On the one hand, the Lamordians admire the rich civic and cultural life that is the pride of Dementlieu; Lamordians of even modest means often travel to Port-a-Lucine in their youth to broaden their classical education or just to take in the sights. Conversely, the Dementlieuse preoccupation with romantic foppery grates on the Lamordian nature. The relationship between the two realms remains politically cordial, but characterized by a solemn cultural mistrust.

**Falkovnia:** Lamordia enjoys a unique position in the Core with respect to Falkovnia's master, Vlad Drakov. Alone among that militant kingdom's neighbors, Lamordia seems free from threats of invasion at the hands of the Falkovnian army.





Outsiders have long speculated that either Drakov holds little interest in conquering so bleak and conservative a realm or that trade with Lamordia — in the form of grain for weapons, armor, and other tools of war — proves much more profitable than conquest. The Lamordians themselves assume the latter, though the details of such an agreement are kept secret by the schultebott of Neufurchtenburg. The council is rumored to have struck a pact with Drakov on the eve before the Dead Man's Campaign began in 700 BC.

*My little scholar does not know the mercenary as I do. Victory against a feeble old man or a woman would gain Drakov nothing. And failure? Unbearable. It is the mercenary's pathetic pride that keeps Lamordia safe.*

**The Sea of Sorrows:** Though obviously not a sovereign realm, the Sea of Sorrows deserves note for its vital function in linking remote Lamordia with other civilized realms along the western coast. Lamordia engages in commerce with most of the settled isles and has entertained thoughts of colonizing the scattered islands of the Sea. These thoughts of expansion were curtailed, however, following the failure of its early colonies. The complete disappearance of the Lamordian colonists on the isle of Markovia in 748 BC remains the subject of countless mariners' tales today.

## Sites of Interest



As I already noted, I had the displeasure of journeying though Lamordia during the depths of winter. Bitter winds, snow-bound roads, and slick ice perpetually complicated my travels. Though I spent several weeks here, the foul character of the weather only worsened as January changed unnoticeably to February.

## Schloss Mordenheim

As I followed the Wauntmäa Road from Rivalis, skirting the northern coast, I spied my first destination perched on the sea cliffs like a glowering patriarch. Schloss Mordenheim is the dilapidated estate of Victor Mordenheim, a disreputable physician of noble heritage. Though Schloss Mordenheim did not always bear the name of its current occupant, the locals cannot recall the

family that once dwelled there. The estate is an aristocrat's manor rather than a warlord's castle, but a forbidding place nonetheless, with its façade of cold gray stone and black slate that matches the overcast winter sky. I noted numerous spindly lightning rods affixed atop the towers.

I approached the gates in the hopes that I might arrange an audience with Mordenheim. Despite his purportedly abominable reputation and obstinate rationality, I thought that the doctor would prove an intriguing scholar to interrogate. Yet his seneschal — a vile little hunchbacked caliban named Horg — rebuffed me at the courtyard. When I insisted that a scholar of my caliber could not be refused, Mordenheim himself appeared and sternly ordered me to leave. Though I was not intimidated, I concluded that threats of violence would not move him. His haggard appearance and hollow eyes betrayed a man already on the brink of spiritual, if not physical, death.

In light of my failure to arrange a more extensive personal meeting, I gathered material on Mordenheim from the locals, all of whom have an opinion of the Oatst Wonsennijch, or Mad Doctor. Their various anecdotes and allegations are included in the Attached Notes. After hearing the tales told in Ludendorf, I became more convinced than ever that Mordenheim is Lamordia's dread lord. The commoners see him as a kind of object lesson in scientific hubris, the detached scholar taken to a lunatic extreme. Learned men dismiss the doctor as a wicked genius, a scholar who crossed over into moral depravity in an obsessive search for Truth. On the Isle of Agony, however, I would learn that the masses and myself still know only a fraction of Mordenheim's story.

## Ludendorf

After leaving Schloss Mordenheim behind in frustration, I continued on toward Lamordia's largest settlement, Ludendorf. The town rests at the mouth of the Riefa Schwoat, spreading out from its harbor on the northern riverbank up to the wind-blown cliffs overlooking the Sea of Sorrows. Shipping, fishing, whaling, and shipbuilding are all significant trades here, and the pirates of the Sea of Sorrows know it well. Accordingly, the village schultebott has recently ordered the schepmeista to begin building a bulwark along the sea cliffs this spring and to fortify it with artillery positions. Numerous other trades are practiced in Ludendorf, with the most prestigious workshops producing







engineering and scientific instrumentation, alchemical substances, and printed books.

The harbor lies outside of the old village walls, which effectively seal off the bulk of Ludendorf from the low-lying countryside to the east. One finds fragments of physical evidence hinting that Ludendorf was possibly destroyed by fire and rebuilt centuries ago, but the facts are apparently lost to the fog of false history. The village schult, Lars Grosshans, is a commoner shipwright whose talent earned him a thriving business and a proud village manor. Though Grosshans is competent and amicable, the stautsrote have evidently never allowed him to forget his commoner roots. Perennial rumors assert that the schultebott is attempting to woo trade guilds from the major ports on the Sea of Sorrows to establish a cross-border maritime league.

For a village of such modest size, Ludendorf has a distinctly prosperous and sophisticated atmosphere. The village lighthouse stands at the precipice of the sea cliffs, and the stautshüss features an enormous clock that displays time, celestial motions, and tides. Perhaps the most famous civic feature, however, is the so-called Fer'ein Birjre Ensejchtijch, the "Syndicate of Enlightened Citizens." This social club counts many of the male landowners in the village as members. Their purpose beyond aristocratic backslapping is not clear, but leery observers insist that the Syndicate conceals a conspiracy to stamp out superstition across the Core.

### Where to Stay in Ludendorf

Ludendorf's principal inn is the Breaking Wave (common quality rooms, good quality food), located just outside the village walls in the harbor district. Though it is hardly luxurious, the rooms are clean and staff is courteous and congenial. The real attraction here is the fresh seafood, prepared by a kitchen staff willing to go beyond the bland Lamordian norm with local flounder, eel and shellfish.

**Ludendorf (small town):** Conventional; AL LN; 800 gp limit; Assets 37,200 gp; Population 930; Isolated (human 99%, other 1%).

**Authority Figures:** Schult Lars Grosshans, male human Ari3/Coml.

**Important Characters:** Marcus Roggenstorf (merchant marine syndic), male human Ari5; Johanna Zecher (chirurgeon), female human Exp3/Rogl.

### Secret Society: The Syndicate of Enlightened Citizens

The Syndicate of Enlightened Citizens does indeed harbor a conspiracy, one built on a steely foundation of reason and duty. The Syndicate believes wholeheartedly in the supernatural but holds that it is a force of chaos and destruction that must be eradicated. The organization's members have appointed themselves to protect humanity against supernatural forces that would control it or do it harm.

The Syndicate has grand designs for all of the Realm of Dread, designs that include neither undead horrors nor benign spellcasters, neither rampaging lycanthropes nor unsavory nonhumans. It uses its influence to shift policy in universities throughout the Core, diverting funding from arcane studies. It secretly encourages pogroms against spellcasters and nonhumans in other domains and sabotages organized religions to discredit them in the eyes of the masses. The Syndicate's most sinister tactic is its sponsorship of monster hunters, whom it manipulates or actively recruits to destroy the creatures it designates. The organization maintains contacts and allies everywhere, but its vision is long-term and it is not above putting its puppets at cross-purposes. Darkonian anchorites, mercenary avengers, Richemuloise nobles, Tepestani clerics of Belenus, and racist Falkovnian military officers have all served the Syndicate at one time or another.

Though the Syndicate currently numbers less than thirty members from among the Lamordian elite, its power has grown by leaps and bounds in the past decade. The current Grand High Cynosure, Gerhard Reichenbach (male human Ari8/Exp2, LE), is a wealthy moneylender and fishing magnate and the most powerful man in Ludendorf. Gerhard has recently organized the construction of the Syndicate's luxurious new club in central Ludendorf and is attempting to make contact with like-minded aristocrats in Port-a-Lucine and Martira Bay.



## The Isle of Agony

The Isle of Agony, or Insel Weedoag, is the largest and most notorious island in the Finger. Even the normally stalwart Lamordians trembled when I broached the topic of the bleak island, which they also call Wonhüss Deiwel—the “Devil’s Domicile.” They insist that it is the abode of a wicked creature, an abomination that escaped from the laboratories of Victor Mordenheim. This beast is variously called the Snow-Killer, the Patchwork Man, or simply the Phantom. The locals attribute any mysterious deaths to the creature, which is said to have a ravenous appetite for murder. Several anecdotes, as well as my own sketches based on witness descriptions, are included in the Attached Notes.

I resolved to investigate this Phantom for myself, in part because I desired more concrete evidence of Mordenheim’s unsavory reputation. In Ludendorf, I outfitted myself to cross the channels of the Finger on foot, choked as they were with ice floes. I was unprepared for just how grueling an undertaking this would prove to be, however. My progress was arduous, and on several occasions I narrowly avoided a spill into the frigid Sea of Sorrows — and the death by hypothermia that would have momentarily followed.

The Isle of Agony is a barren stone peak that rises a few hundred feet above the Sea of Sorrows. Rocky mudflats and sparse woodlands surround this crest, while sinuous peninsulas reach out into the frozen channels. I expected a landscape of bleak silence, but the winds shriek constantly and wolflike howls echo across the shores at night. Beneath these sounds, one hears a distant rumble that intensifies as one ascends the frozen peak. This, I presume, is the subterranean roar of the icy Riefa Riepje’buare, or Rimeborn River, which emerges from the hills on the island’s eastern side.

The most surprising feature of the Isle of Agony is the cluster of shanties on the southeastern shore, home to a handful ragged souls. The residents claimed to be shipwrecked sailors and referred to their tiny settlement as Baytown. They were generally cordial toward me, but numerous aspects of their story and their demeanor did not ring true. Their ostensible leader, a weathered seaman who called himself Rudolf, seemed remarkably nonplussed about my presence on the island and studied me with far too predatory a gleam in his eyes. Although I had nothing to fear from a single, illiterate sailor, I realized that I was badly outnumbered.

Rather than interrogate Rudolf for further information about the Isle of Agony, I hastily took my leave. He reluctantly allowed me to depart, remarking cryptically that I was “not to be harmed.”

### Dread Possibility: The Wolves of the Sea

Baytown is populated exclusively by sea stalkers, a savage breed of aquatic lycanthrope. Immigrants from the Jagged Coast of Darkon, Rudolf (male human natural sea stalker Exp3/Ftr3/Rog3, NE) and his pack settled on the Isle of Agony with the tacit consent of Adam. In return for the right to scuttle and plunder ships that sail near the Finger, the sea stalkers observe and question interlopers on the Island. Noteworthy visitors are reported to Adam, while the rest are devoured or infected with lycanthropy. The pack is comfortable with the arrangement and has grown fat on its spoils. In recent years, however, Rudolf has grown restless, his feral mind simmering with half-formed schemes. He now suspects that Adam is not a unique creature and that other corpse-men may dwell on the mainland. Rudolf even ponders that Adam’s enemy, Victor Mordenheim, might know how sea stalkers could be made never to sleep, fall sick, or die, much like the fearful Adam.

Sea stalkers can be found in the Attached Notes.

As I began to fear that my exhausting trek to the Isle of Agony would go unrewarded, I became aware that I was being followed from a distance. Just beyond the haze of swirling snow, I caught a glimpse of a swift humanoid figure. When I attempted to double back and flank my stalker, I suddenly felt his presence behind me and whirled to confront him, pistol drawn.

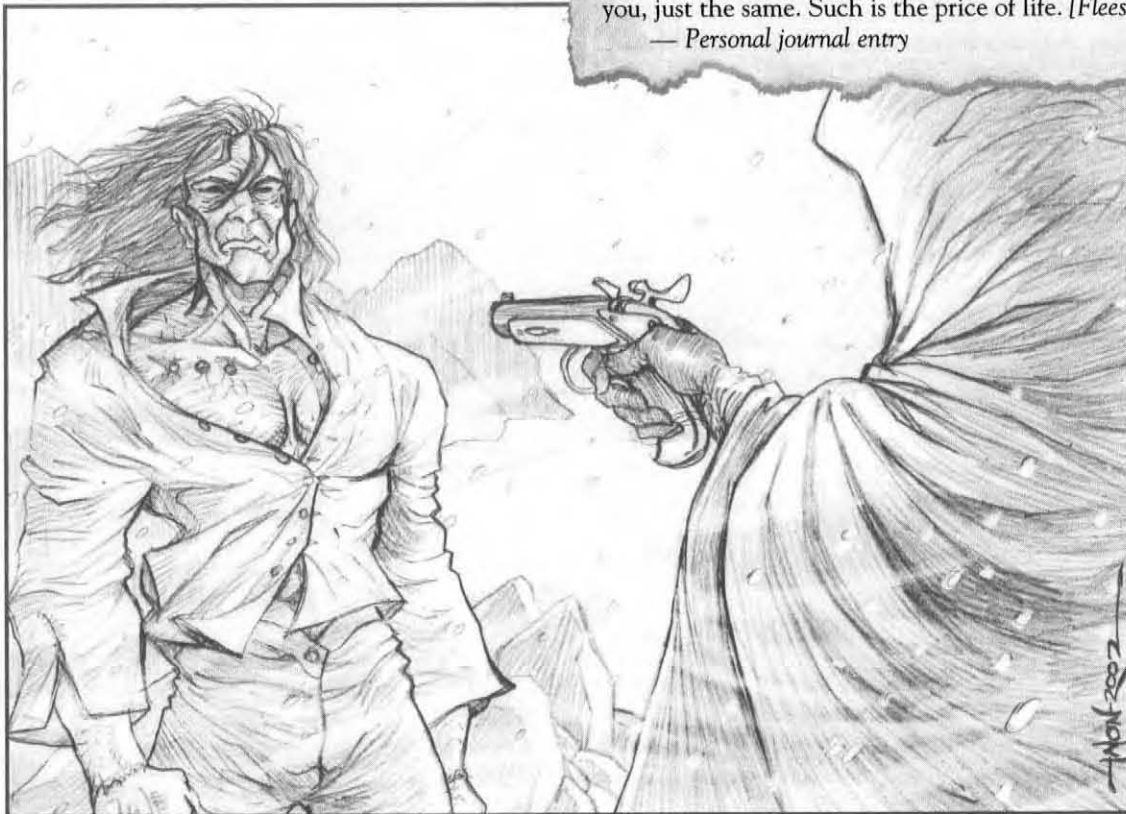
My first reaction, I must confess, was one of terror. Despite all the horrors that I have witnessed in my studies of Necropolis, something chilling emanated from this creature that crouched before me. Its watery blue eyes held soulless assurance and spoke of a being that feared no man. One glance told me that this thing was a flesh golem, a con-



struct cobbled together from the remains of numerous cadavers. Yet this creature did not have the usual vacant stare on its face, awaiting a master's commands. This thing was its own master and clearly bore the intellect of a man and the cunning of a beast. It could only be the Phantom of Lamordian legend.

I interrogated the creature briefly at gunpoint and have included a transcript of our conversation. There was hostility in the thing's glare but also curiosity. Once its interest in me appeared to lag, it vanished silently into the blizzard. I was left to return to the mainland by the tortuous route by which I had arrived, but the Phantom's words had given me much to ponder. I have long heard tales that golems could be created without the aid of magic, but the possibility that the resulting construct could also own the intellect of a man is fascinating.

*Creating a construct with magic, for all its costs and perils, is far less hazardous than the path that Mordenheim chose to walk. If a murderous, renegade golem is what one reaps with science, I think I shall keep with magic.*



S: Who are you?

A: I am Adam. Who are you?

S: Consider me a curious scholar. Are you Mordenheim's?

A: *[Cocks head slightly.]* He made me. But I belong to no man.

S: He made you? How? He's no wizard.

A: His will was enough.

S: What does that mean?

A: *[Touches own chest.]* His science gave me this body. But he did not give me a soul. That came from elsewhere.

S: Why do you live in this place?

A: It is my refuge. *[Glances at pistol.]* Why did you think you were welcome here?

S: I am looking for Mordenheim's legacy. You are it, are you not?

A: Yes. But it is more than me.

S: What do you mean?

A: His sins carry on. And so must his damnation.

S: *[Pause.]* Lamordia is his, isn't it?

A: Yes. It should not be his, but it is. We are all his. We are all his children.

S: Not I, fiend.

A: *[Eyes narrow.]* Perhaps. But damnation awaits you, just the same. Such is the price of life. *[Flees.]*

— Personal journal entry



## Schloss Aubrecker

After my strenuous journey to the Isle of Agony and back, I considered lingering for a time in Ludendorf to recuperate but elected instead to push on to the south, toward the Sleeping Beast. Schloss Aubrecker, the estate of the Baron and his family, lies at the northern edge of the Beast, perched on a wooded bluff and approached by a twisting trail. The manor is designed in the fashion of a hunting lodge, suited to the vigorous sportsman that the Baron was in his prime. Affectations such as decorative turrets and crenellations also give Schloss Aubrecker the unconvincing look of a castle.

The trail to the estate was not cleared, so I was forced to plod arduously up to the manor on schneeschoo. Once I arrived at the estate, however, the soldiers posted outside announced my presence to the household, and Gerta von Aubrecker herself received me warmly. I presented myself as a weary traveler and was rewarded with a warm hearth for the night and samples of the family's private kommkje label. Lady von Aubrecker displayed a polite interest in my travels and detailed notes, which I successfully painted as personal, purely academic pursuits. I was not permitted into the Baron's bedchamber, so unfortunately I cannot vouch for his current state.

## Monastery of the Quickening Thunderbolt

After my welcome respite at Schloss Aubrecker, I left the upland country of the east briefly and surveyed the Essenbach Somp. There, the only souls I encountered were the occasional lone barley farmer or shepherd or a gibbering figure dashing across the fens in the distance. As I have noted, the flora of Lamordia can be quite lethal, and I spent most of my days on the heath evading thorny, frost-covered tendrils.

When I eventually returned to the southern end of the Sleeping Beast, I set about locating a secluded monastery of which a local salt miner had spoken. According to this source, the abbey is home to an order of zealots who worship an archaic lightning god. If the rumors were to be believed, this struck me as a distinctly un-Lamordian phenomenon that warranted further investigation. Secreted away in the most rugged southern region of the Sleeping Beast, the monastery proved challenging to locate. Sheltered by stunted firs, the

squat structure clings to the side of a rocky cliff face and is accessible only from the west via a decrepit bridge.

As I approached, I hailed the cowed figures I saw moving about the monastery walls, and in response one of the monks emerged from the gates. He spoke to me politely across the rotted bridge, introducing himself as Kartad and naming the abbey as the Monastery of the Quickening Thunderbolt. I offered a convenient excuse to explain my presence in such a remote area and made an effort to come across as genuinely curious about his order's tenets. He tersely explained that the order, known as the Seekers of the Spark, believes that lightning is the divine source of all life. The monks, I was told, devote themselves to the perfection of the human form and to unraveling the mysteries of the living world. When I asked for a tour of the Monastery, Kartad quickly refused and asked me to depart immediately, insisting that I would not be accepted within its walls.

Given Kartad's vague and evasive demeanor, the Monastery of the Quickening Thunderbolt almost certainly hides some secret plot. The puckered flesh and twisting surgical scars that peeked from beneath Kartad's robes suggested only one conclusion. I suspect that he and all the Seekers are flesh golems, possessed of the same will as the creature Adam and similarly born of the experiments of Victor Mordenheim. To what purpose they are laboring, I cannot venture at this time.

## Neufurchtenburg

Leaving the Monastery behind, I returned northward, seeking a nameless, abandoned estate of which numerous local trappers had spoken. The ruined manor proved to be a disappointment. Little of the original structures remained standing, and the whole area hinted at withered legacies long turned to dust. The only residents, mortal or otherwise, were the snow hares that bounded through the overgrown, frozen meadows.

Disheartened, I pushed on to the village of Neufurchtenburg, the only settlement of any size in southern Lamordia. Nestled along the leeward edge of the Sleeping Beast, the town is a rural, soot-stained cousin to Ludendorf. Neufurchtenburg's steelworks are among the best in the Core. The village maintains a strong trading alliance with neighboring Falkovnia, wherein raw ore is shipped across the Vuchar River and finished weapons, armor, and tools are shipped back. Coal is mined on







### Secret Society: The Seekers of the Spark

The Seekers of the Spark are all flesh golems, cobbled together by Adam in the vain hope of recreating the success of Mordenheim. All of Adam's creations, however, were emotionless beings with conscious minds but no loyalty. Adam despised these mockeries of himself, and when they withdrew to the abandoned Monastery of the Quickening Thunderbolt and formed a community, he assaulted the sanctuary in a jealous frenzy. Eventually, Adam came to reconcile with his children, who see him as a Creator, a rare individual blessed with the ability to construct life from death. From time to time, Adam becomes convinced that he can correct the faults of his previous golems and tries to create progeny yet again. The results are always the same, however, and the failure sends Adam spiraling into despair until the process repeats itself.

The Seekers believe that their discovery of sanctuary in the monastery of a forgotten lightning god, Lothurr, is no coincidence. They hold that electricity is itself a divine force, the literal spark of life coursing through their own patchwork bodies. Purification through ritual exercise and meditation is central to their daily lives, along with intense scholarly study. Their holy texts are stolen treatises on biology, physics, and meteorology, and their rituals take place during powerful thunderstorms. The Seekers have constructed a primitive hand-cranked electrical generator based on schematics stolen from Mordenheim and are steadily expanding their knowledge of medicine through dissection and surgical experimentation. They have also developed a bizarre, utilitarian theology, combining elements of Lothurr's cult with the most attractive traits from faiths across the Core. The Seekers do not truly believe in any of these false gods, but reason that they can cobble together a true deity from spare parts, in much the same fashion as Adam made them.

Flesh golems created by Adam have the traits of normal dread flesh golems, with the following exceptions. They have no telepathic bond with Adam and will not obey his commands but can only cower if he attacks them, neither defending themselves nor fleeing. They never have a chance to go berserk and are always lawful neutral in alignment. Most Seekers of the Spark are dread flesh golems with 12 or more monster Hit Dice, but a handful possess levels in the monk class. Their fighting style emphasizes chokes, holds, throws, and rigid stances. With his comparatively articulate manner and easily concealed deformities, Kartad (dread flesh golem Mnk3, LN) serves as the Seekers' spokesman, and he alone can be found outside the Monastery with any regularity.

The Monastery's greatest secret is unknown even to the Seekers, however. Long before Lamordia was wrenched into the Realm of Dread, a demon was entombed beneath the site and the Monastery built to guard the captive fiend. The demon, Baltoi (a 17 HD marilith), still slumbers deep in the abandoned mines beneath the sanctuary, though she stirs whenever powerful thunderclaps echo down the shafts. The banished general of a demonic army, Baltoi dreams of slaughter and apocalypse. Her reality wrinkle is currently only 200 feet in radius, but should she awaken, this radius would grow to 20,000 feet. Her phylactery (see Van Richten's Arsenal) is a huge, uncut black diamond, and she has 0 corruption points.

the village outskirts, which the smiths use to fire their advanced blast furnaces, leaving a choking pall over the settlement. Neufurchtenburg further boasts skilled glassmakers, wheelwrights, brick makers, musical instrument makers, and apothecaries. The village is also home to Lamordia's most celebrated novelist, Martyn Smitskopf, whose lurid, allegorical tales of diabolism remain both popular and scandalous in his homeland.

Neufurchtenburg's schult is Ulrich Herzewalde, a blatant schemer who makes no secret of his

sycophantic relationship with the schultebott. Herzewalde does as the schultebott instructs him, no more and no less, and is currently engaged in a campaign to publicize the village's merits abroad. These merits include not only its industry, but also the lackluster gardens along the boulevards and a public library far more extensive than a town of its size would warrant. I was most struck, however, by the gaping clues that betray the false history of Neufurchtenburg. Massive wartime damage was evidently inflicted on the village in the past, but

## Dread Possibility: The Crusade of Ivan Dragonov

Ivan Dragonov (male human afflicted mountain loup-garou Rgr17, CG) is a Falkovnian obsessed with the destruction of lycanthropes. While he ranges far and wide in his quest, his is not a self-righteous crusade. He has witnessed far too many deaths at the hands of ravenous beasts, and in the case of his own mentor, the beast was Ivan himself. Dragonov became infected with lycanthropy during the hunt for a mountain loup-garou (see **Denizens of Darkness**) in 708 BC. When Ivan's mentor, an elder cleric, tried to cure him, he was caught off-guard by Ivan's resistance to silver and was mauled. Believing himself betrayed, Ivan's mentor cursed him as he died: nothing, save Ivan himself, would ever free him from his lycanthropy. Since that fateful day, Dragonov has not aged, a curse that only deepens his doubts about the unseen forces of the world. Ivan has since sworn a private oath to extinguish lycanthropy utterly from the Realm of Dread before at last doing himself in. His transformation is triggered by rage and pain.

Victor Mordenheim has indeed retained Dragonov's skills in the past, always for the ill-fated purpose of hunting down Adam, though the ranger never felt comfortable with the relationship. The golem remains the one creature that has successfully eluded Dragonov, a fact that chafes him to this day. Though Dragonov makes his home wherever his crusade takes him, he can be found in Neufurchtenburg at least once a season.

none of the residents even knows of such a conflict, let alone recalls the events that precipitated it. The Convent of the Alabaster Helm, a massive sanctuary dedicated to a lost goddess, stands at the village's center, now converted into the stautshüss. I unearthed intriguing evidence that over two centuries ago, the women cloistered here ruled the village as a theocracy, preaching of their regal goddess' wisdom and battle prowess. Crumbling frescoes name this goddess Skogul. Given the realm's atheistic tendencies, such a forgotten history is most definitely intriguing.

I had hoped to make the acquaintance of Ivan Dragonov while in Neufurchtenburg. The wandering Falkovnian woodsman is known to surface in the village from time to time, and I had it on good account that he has served Victor Mordenheim in the past. Evidently, his blustering crusade against lycanthropes currently occupies him in other lands.

### Where to stay in Neufurchtenburg

Lodging options are limited in Neufurchtenburg, with most Falkovnian visitors making a beeline for the Broken Horseshoe (common quality rooms, poor quality food). The accommodations are acceptable, but the house stews are despicable, no matter how hungry one may be after a winter journey. The atmosphere can get a bit rowdy and menacing on some nights. If the guests include Falkovnian Talons, you may wish to hunt down an anonymous common room for the evening instead.

**Neufurchtenburg (village):** Conventional; ALLE; 200 gp limit; Assets 7,600 gp; Population 760; Isolated (human 99%, other 1%).

**Authority Figures:** Schult Ulrich Herzewalde, male human Ari3.

**Important Characters:** Martyn Smitskopf (novelist), male human Ari4; Heidi Dümholzen (steelworker and village engineer), female human Exp6.

## Parting Thoughts



amordia strikes me as a realm at once enlightened and stunted, hopelessly mired in an outlook that bears little relevance in these ominous times. The country has no physical, political, economic, or cultural features that I would call strategically significant. Any risk of overt political ambition is effectively nonexistent here, and the sparse, sensible populace could easily be subjugated, enslaved, or wiped out by an invading force. Perhaps the most complimentary remark I can offer about this realm is that its educated class should be watched carefully. Though few in numbers, I suspect that if they had their way, they would remake the civilized world according to their cold, rational worldview.

With this sobering thought, I left the snow-bound forests of the Beast behind in February, traveling along the Timori Road into Falkovnian territory. Based on what I had heard of the realm of Vlad Drakov, I looked toward the coming weeks with little enthusiasm. I was comforted only by the fact that the chill in the air diminished a touch as the forests around me grew blacker and denser and the snowfall at last began to dwindle.





# Report Four: Salkovnia

*But vain the Sword and vain the Bow,  
They never can work War's overthrow.  
The Hermit's prayer and the Widow's tear  
Alone can free the World from fear.*  
—William Blake, "The Grey Monk"



**C**rossing into Falkovnia from Lamordia, I soon noted a change in the atmosphere. Instead of the steady and heavy snowfall that plagued my Lamordian travels, only a thin layer of fallen snow now covered the ground. More importantly, the wind picked up, howling and chill, bearing the stink of squalor and unburied corpses, a sure calling card of what lay ahead. When I crossed into Falkovnia, the border garrison issued me a set of mandatory travel papers; fortunately, a few simple enchantments allowed me to avoid questioning that would have otherwise caused some unpleasant results. With the slack-jawed border guards behind me, my way led onward to Lekar, capital of the oppressive kingdom of the Hawk.

### **falkovnia at a Glance**

**Cultural Level:** Medieval (7)

**Ecology:** Full

**Climate/Terrain:** Temperate forest, hill, marsh, and plains

**Year of Formation:** 690 BC

**Population:** 64,300

**Races:** Human 93%, Halflings 2%, Half-elves 2%, Gnomes 1%, Elves 1%, Other 1%

**Human Ethnic Groups:** Falkovnian (100%)

**Languages:** Falkovnian\*, Darkonese, Balok, Lamordian, Mordentish, Halfling, Gnome, Elven, Dwarven

**Religions:** Hala, Ezra

**Government:** Military despotism

**Ruler:** Kingfuhrer Vlad Drakov

**Darklord:** Vlad Drakov

Following the Great Upheaval and the disappearance of the lands of G'henna and Markovia, the Balinoks also disappeared, leaving Falkovnia's entire eastern frontier adjacent to the Shadow Rift. The wall of the Sleeping Beast spares Falkovnia from the frigid northwestern winds that plague Lamordia. Instead, Falkovnia enjoys a climate that has helped the nation gain its reputation as the "breadbasket of the Core." Falkovnia's year is characterized by extended and clement spring planting and fall harvest seasons. Summers in Falkovnia are long and painfully humid, but punctuated with enough precipitation to encourage great fecundity. The Falkovnia winter is not as wretched as that endured by Lamordia, but still suffers near-continuous frigid winds as well as thick snowfalls during the chill, gray weeks. This environment suits Falkovnia's role as a prosperous agrarian producer. Were it not for the current leadership of the nation, the majority of its citizens would find much more fortune in the use of agricultural resources.

*Your contempt for the mercenary shines through early, little scholar, but it is certainly deserved.*

The southward flow of the Vuchar River defines the landscape of western Falkovnia. Once an essential trade conduit for the northern Core, this broad waterway's utility has diminished greatly since the Requiem. Today, Necropolis straddles the Vuchar River in the heart of Darkon, its deadly Shroud slaying the local marine life and blocking river traffic between eastern and western Darkon. Because of the Necropolitan blight, the river traffic and fishing industries along the Falkovnian shores of the Vuchar have dropped by nearly half, fueling Falkovnian ill will against the northern domain. The Vuchar River crosses the border ruddy and filth-ridden from its journey through Darkon and Necropolis, even before the run-off of sewage and offal from Lekar reduces the river to a sluggish crawl.

The Vuchar's course begins in the northwestern-most corner of Falkovnia. Here, the western bank of the river is home to a thin ribbon of Falkovnian territory along the entire Lamordian border. This territory, known as the Weissfalkund, consists of the last wooded slopes of the Sleeping Beast foothills, wherein merchants and bargemen ply their trades, doing business with fellow tradesmen from Lamordia. The Weissfalkund follows the

### **Landscape**

**F**alkovnia fills the Blacksoil Vale, the broad basin formed by the flood plain of the Vuchar River. Gifted with the rich black soil that gives the region its name, Falkovnia contains rolling lowlands of fertile fields and vast, lush forests. This natural splendor once spread from the Sleeping Beast Mountains in the west to the Balinoks in the east.





curvature of the Vuchar and the Lamordian border until both reach Dementlieu.

Beyond the Weissfalkund stretches the Scythe's Crescent, Falkovnia's prime agricultural region. Beginning just south of the West Timori Road near Lekar, the waving golden fields of the Crescent extend southward toward Silbervas and Aerie. Here, Falkovnia's peasants work the long fields of golden wheat and bountiful orchards, producing the exports Falkovnia supplies to domains throughout the Core. Despite the clearing of wooded areas this cultivation requires, thick stands of Falkovnia's dark forests dot the region, providing a haven for wildlife. The Scythe Road follows the spine of the region from Lekar to Aerie, and like all of the kingdom's roads, it is a corduroy road, paved with timber.

East of the Scythe's Crescent, agricultural land becomes increasingly sparse, yielding to the massive dark forests of the interior. North of the West Timori Road lies the Dunkelhertzwald, a thick extension of Darkon's Forest of Shadows, which shrouds the region between the cities of Lekar, Stangengrad, and Morfenzi. South of the Timori Road, the Scythe's Crescent gives way to the equally dark Seelewald, the ancient forest that encom-

passes Falkovnia's heart. Much of the Seelewald interior has never been seen by human eyes, though Falkovnian peasants tell many tales of woodsmen who discovered enchanted groves and haunted ruins within its blackness.

The Vigilia Dimortia Forest, so named for its legendary "sentries of death," rises to the east of Morfenzi and Aerie. Here, the woods become sparser and the soil grows increasingly rocky as the land approaches the Balinoks. The eastern Vigilia Dimortia's trees suffer from a strange "blight" that creates the "sentries of death." The afflicted trees lose their leaves and bark, with only a dead, dried white trunk left behind. Most Falkovnians believe that these vigilia dimortia, as they call these trees, are not actually blighted, but spontaneously combust with every death perpetuated in Vlad Drakov's name. I observed the spontaneous combustion of one tree, thanks to Sage Siderous Totenfeld; the root cause of this phenomenon remains unknown, but the explanation offered by the peasantry is unlikely.

Beyond the Vigilia Dimortia Forest lie the Crumbling Hills. These stony foothills are the remains of the Balinok peaks ripped away from the eastern border during the Great Upheaval. Riddled



with tunnels and caves, The Crumbling Hills succumb to unexpected sinkholes. Indeed, the entire region feels unstable, as though it will break apart and tumble into the Shadow Rift at any moment. Despite these factors and the tendency of the surface stone to crumble swiftly, the region is rich in minerals just below the surface. Thus, much of Falkovnia's mining industry is based in the Crumbling Hills region.

In addition to the Vuchar River, Falkovnia's fresh-water resources include several breathtakingly beautiful lakes. The largest of these, Lake Kriegvogel, is justly famous for its icy, midnight blue waters and is a notable point on the Musarde River trading route. The city of Silbervas overlooks Lake Kriegvogel, its fishing fleets harvesting the crystal-clear waters. In fact, Kriegvogel's waters are surprisingly clear and clean, especially given the Falkovnians' typical befoulement of their natural resources. The citizens of Silbervas credit the beauty of Lake Kriegvogel to the fact that the lake is bottomless, allowing eternally fresh water to bubble up from its elemental depths. While determining if Kriegvogel is truly bottomless is impossible, the lake's bed lies out of reach, even at the shoreline. Fearless divers find that the shores of the lake drop straight down, presenting only sheer stone faces as far down as anyone has ever reached. Falkovnia's other lakes lie along the Vuchar, with the Raptor Lakes (Lake Falk, Lake Adler, and Lake Eule) near Lekar, and Lakes Schvort and Beschir near the Dementlieu border.

In addition to the Vuchar and Musarde Rivers, Falkovnia contains a number of other waterways. Near the Darkonian border runs the Drogach River. Once, this river poured from springs in the cold G'hennan wastes, cutting a broad course along the Darkonian border; since the Great Upheaval, the Drogach is no more than a trickle as the G'hennan springs that fed it have disappeared. Today, the Grashen River, a tributary of the Drogach, provides the majority of the river's westward flow, while the eastern Drogach is a minor tributary of its primary course. The Grashen flows northward across the eastern regions of Falkovnia, where it joins a tributary known as the Umysher River. The point at which the Grashen meets the Drogach is known as Grashen Falls and is home to a small village of the same name. According to Dr. Van Richten, the fiend Elsepeth entered the Land of Mists here via the process of transposing bodies with a young woman by the name of Ammie Weaverson.

A few short miles south of Lake Kriegvogel, the Arbket River flows into the Musarde. Originating from a spring at the confluence of the Borcan, Richemuloise, and Falkovnian borders, the Arbket defines the border between Falkovnia and Richemulot. The Arbket's Falkovnian tributaries are the Talon River and the Zhukfer River.

Falkovnia's cities connect via an extensive and continuously maintained system of corduroy roads. The West Timori Road links Lekar to Morfenzi, and the Scythe Highway, running south out of Lekar, turns east to connect Silbervas and Aerie before reaching its terminus in Borca. The poorly maintained Seelewald Road runs through the backwater region between the smaller cities of Morfenzi and Aerie. The Lecher's Road splits off from the Seelewald, running due east to Lechburg in Borca. To the west, the Prey's Road stretches from the city of Chateaufaux in Dementlieu, connecting to the Scythe Highway. Finally, the great King's Highway of Darkon passes through Stangengrad before joining the West Timori Road.

Despite Falkovnia's great natural beauty, the domain's settlements lack any aesthetic sense. Falkovnia's buildings come in two simple varieties. The first, the style used for common structures such as homes and taverns, consists of squat, cramped, blocky buildings of unfinished stone and wood, possessing thatched roofs and bearing the marks of shoddy construction. More poverty-stricken peasants forego these shelters, living out their lives and raising families in wattle and daub hovels or constructing lean-to shelters from scrap wood, loose stone, cast-off cloth, and other garbage. The constructions of Falkovnia's military government employ a second style characterized by impersonal monolithic buildings fashioned of gray stone. These monstrously ugly, wasteful hulks tower over the surrounding structures, augmenting the oppressive air of Falkovnian settlements.

Falkovnia's cities are ill kept, filled with garbage and dung. Built in a cramped, haphazard fashion that inevitably leads to overcrowding, with unpaved streets long since churned into morasses of stinking, clinging mud, Falkovnia's cities are cesspits of squalor and urban blight that rival the worst excesses of Nova Vaasan settlements. In addition, all Falkovnian settlements are fortified. Imposing stone walls surround larger settlements such as Silbervas and Stangengrad, while stockade walls or palisades of sharpened tree trunks guard rural thorps and hamlets.





In rural Falkovnia, explorers may find a variety of ruins left from an array of civilizations. The largest of these ruins are castles and keeps built during the age of the Silver Kingdoms. The Silver Kingdom ruins, though, are difficult to pin down. Accounts state that the landscape seems to twist and skew when adventurers attempt to find their way back to a previously discovered site. Though the white stones of the Silver Kingdoms faded long ago, and the ravages of untold wars have gutted the structures, rumors persist among the peasantry claiming that the treasuries of Silver Kingdom lords remain untouched in the dark heart of the Falkovnian wilds. Undoubtedly, this is merely wishful thinking on the part of downtrodden commoners, but similar ruins often serve as lairs for a number of intelligent monstrous species.

Besides the Silver Kingdom ruins, a variety of entrances to tombs and crypts harboring ancient dead litter rural Falkovnia. These inexplicable catacombs display a stunning variety, based on cultures found in tropical, arctic, desert, and temperate regions. Some crypts run deep enough to

pose a danger to Falkovnian mines. At deeper strata, Falkovnian miners have broken through into ancient mine tunnels of dwarven design during their excavations, disturbing angry spirits and strange aberrations. The dwarven slaves who work the mines alongside Falkovnian laborers call these tunnels the H'rakizuhm and view them with an obsessive, morbid dread. According to dwarven legends, H'rakizuhm was an ancient prison constructed to house the abominations unearthed as the dwarves delved ever deeper beneath the earth's surface. Between the discovery of the crypts of the ancient dead and the mines of H'rakizuhm, many Falkovnian miners are now forced to collapse dangerous tunnels or abandon their sites altogether.

## flora

Falkovnia is home to a dense blanket of old-growth forests that support massive specimens from a wealth of species, including oak, beech, cherry, spruce, and pine. In the west, Falkovnia's forests are predominately broadleaves, but further east evergreens make up an increasing portion of the growth.





A curious property of Falkovnian trees is their unusual black bark. Not only do older trees share this dark hue, but saplings and typically light-barked species such as birch exhibit this black coloration. Even trees of normal coloration transplanted from beyond Falkovnia's border take on this coloration within a month of replanting in Falkovnian soil.

Tangled undergrowth and choking creepers blanket Falkovnia's dense forests. In addition to typical hazards such as brambles and poisonous plants, Falkovnian forests are home to such mobile plants as assassin vines and crawling ivy. Yet Falkovnia is also the source of many herbs considered essential to a healer's craft. In addition to these essentials, a Falkovnian creeper known locally as *abfalduz* is a potent source of anesthetic medicine. Unfortunately, far too many commoners know of this property and chew *abfalduz* leaves as an escape from the harsh reality of their lot. Thus, being greeted upon entering a village by a large group of shiftless, glassy-eyed *abfalduz* chewers grinning idiotically through green-stained teeth is not uncommon.

## fauna

The forests of Falkovnia support a variety of wildlife. Hunters and trappers benefit from the abundance of game, including deer, boar, ermine, and other species. Fierce predators such as wild cats, wolves, and bears are found throughout the Falkovnian wilderness, and reports abound of vicious animals of extraordinary size. Falkovnia is home to numerous raptors, including hawks, zweifalk, falcons, eagles, owls, and vultures, as well as carrion birds such as crows and ravens, which feed upon the numerous unburied dead.

Initially reported in 751 BC, a new disease now afflicts a small but growing number of Falkovnian animals. The disease is characterized by squirming cancerous growths that slowly overtake and replace the infected animal until all that remains is a massive animal-shaped growth. The source of the disease is unknown, but my research indicates an unnatural cause. Travelers passing through Falkovnia are strongly advised to examine any wild game they may catch for signs of this disease. The Attached Notes at the end of this report supply further details on this blight (see

## Medicinal Herbs and Abfalduz

Spending 12 hours searching the fields and woods of Falkovnia for herbs yields enough to mix and replenish the herbs, salves, and poultices of a healer's kit. This search requires a Profession (herbalist) check at DC 20. Though some materials will still need to be bought, this process reduces the cost to replenish a healer's kit to 10 gp.

**Abfalduz Vine:** With a successful Alchemy check (DC 35), characters may create a powerful anesthetic called "sleepglass" from the leaves of the *abfalduz* vine. Chewing *abfalduz* leaves causes them to act as a narcotic.

**Sleepglass** — Injury, Fortitude save (DC 30); initial damage 6d6 points subdual damage, secondary damage 1d6 temporary Dexterity. Once unconscious, the creature feels no pain and has no chance of awakening until all hit points lost to subdual damage are regained.

**Abfalduz Leaf** — Ingested, Fortitude save (DC 20); initial and secondary damage stupor. A creature in an *abfalduz* stupor is desensitized to pain and thus ignores half of all subdual damage taken. The user also ignores all Fear and Horror effects, but suffers 1d4 points of temporary Wisdom damage and a -2 competence penalty to all other Intelligence-, Wisdom-, and Charisma-modified checks and saves. Wisdom points return at the rate of 1 per hour. All stupor effects end when the user's Wisdom returns to normal.

*Abfalduz* leaf is addictive. When the user's Wisdom returns to normal, she must make a Will save (DC 15) or enter withdrawal, suffering 1d2 points each of temporary Dexterity and Constitution damage. Lost ability points return at the rate of 1 each per day or when the user ingests more *abfalduz* leaf, whichever comes first. In addition, the user must make a successful Will save (DC 18) or seek out more *abfalduz* leaf to ease her withdrawal. The user must make an additional Will save each day, but the DC drops by 1 for each day that has passed since the last use of *abfalduz* leaf.





Green Maiden). Additionally, swarms of hornets, wasps, and yellow jackets plague Falkovnia during the summer while clouds of flies infest the land year round.

*My little scholar is correct. The Falkovnian Wasting sickness has the unpleasant effect of transforming natural beasts into pseudonatural spawn.*

Falkovnia's wild places hide more fantastical beasts than mundane wildlife. Woodsmen and rangers have reported sightings of gryphons and hippogriffs, animals frequently seen on the personal standards of Drakov's generals. I was fortunate to witness the mounted head and tail of the Waintower Scourge, a beast widely believed to be a mythical mantichora that nearly destroyed the hamlet of Waintower before being slain. Giant insects known as ankhegs pose a common problem in the fields and orchards of the Scythe's Crescent. The weathered remains of hapless adventurers mark the Crumbling Hills as home to basilisks, while wyverns are sometimes sighted in flight near the lip of the Shadow Rift.

Since the Great Upheaval, Drakov's grasp upon the eastern reaches of his kingdom has deteriorated severely. Reports of strange and malicious

fey have risen dramatically, locking the local populace in terror. This phenomenon is undoubtedly due to the presence of the Shadow Rift, as incidents of unseelie contact have increased significantly in bordering regions since its appearance.

A particularly effective coalition of lesser humanoid vermin (principally kobolds) further challenges Drakov. Called the Spawn of the Lizard, these beasts form a law unto themselves midway between Morfenzi and Aerie, from the Crumbling Hills to just west of the Seelewald Highway. Led by a kobold of unusual size and intelligence called the Basilisk, the Swarm employs guerrilla tactics against Drakov's hide-bound soldiers and often goads the goblin vermin that plague eastern Falkovnia into helping them. The Spawn of the Lizard is perhaps the most successful resistance movement in Falkovnia; only the work of the legendary warrior Gondegal has proven more successful. In addition to these creatures, Falkovnia is plagued by scattered numbers of other creatures. While not as frequent as in some domains, undead appear throughout Falkovnia, particularly vengeful incorporeal undead and ancients disturbed from their resting places. Lycanthropes, hags, skin thieves, and other shapechanging monsters can be found in many regions, attempting to blend in with the human populace and to hide their depredations behind the carnage of the Talons.

## Local Animals and Native Horrors

**Wildlife:** CR 1/10 — bat; toad; CR 1/8 — rat; CR 1/6 — donkey; lizard; raven; CR 1/4 — cat; owl; pony; pony; war; weasel; CR 1/3 — dog; hawk; snake, Tiny viper; CR 1/2 — badger; eagle; snake, Small viper; CR 1 — dog, riding; hound, mastiff; horse, heavy; horse, light; horse, light war; mule; snake, Medium-size viper; CR 2 — bear, brown; boar; horse, heavy war; lizard, giant; wolverine; CR 4 — bear, black.

**Monsters:** CR 1/6 — kobold; CR 1/4 — goblin; CR 1/3 — dire rat; gremishka\*; scavyt\*; CR 1/2 — geist\*; hobgoblin; human, Vistani\*; CR 1 — bat, carrion\*; changeling\*; dryad; ghoul; grimlock; plant, fearweed\*; quevari\*; razorback\*; sprite, grig; sprite, nixie; CR 2 — carrion stalker; crimson bones\*; dire badger; dire bat; dire weasel; hippogriff; hound, phantom\*; plant, crawling ivy\*; ravenkin\*; skin thief\*; worg; CR 3 — allip; ankheg; assassin vine; boowray\*; broken one\*; cat, midnight\*; cockatrice; doppelganger; drowning\*; ghaist; giant eagle; giant owl; head hunter\*; lycanthrope, wereraven\*; mummy; ooze, gelatinous cube; plant, bloodroot\*; scarecrow, dread\*; shadow; wight; CR 4 — arak, powrie\*; arak, teg\*; baobhan sith\*; dire boar; gargoyle; griffon; ooze, gray ooze; satyr; sprite, pixie; unicorn, shadow; vampyre\*; CR 5 — arak, shee\*; arak, sith\*; basilisk; hag, green; lycanthrope, lowland loup-garou\*; mantichora; odem\*; ooze, ochre jelly; paka\*; wraith; CR 6 — bastellus\*; corpse candle\*; grave ooze\*; grim\*; hag, annis; nymph; red widow\*; troll, dread\*; will-o'-wisp; wyvern; CR 7 — dire bear; ghost; grim reaper\*; ooze, black pudding; spectre; CR 8 — ghoullord\*; mohrg; shadow fiend\*; treant, dread\*; CR 9 — tenebris\*; zombie lord\*; CR 10 — golem, gargoyle.



## History



he history of Falkovnia, or those records of it not put to torch to feed the ego of Vlad Drakov, is a study of both the virtues the nation abhors and the vices it embraces. Though much of this history is undoubtedly Mist-born fabrication, research by modern Falkovnian sages and the folk beliefs of the commoners indicate that the ancestry of modern Falkovnia and its people lies in the Silver Kingdoms era.

The earliest reference to Falkovnia is found in the Silberkudexa, where the scribe Zeitsgraeng wrote the following:

*"... in this time, there were 12 Kingdoms in Silver, whose great standards bore the Device of the Founding Spirits... and these are the Kingdom of the Lion, and the Bear, and the Hart,... and the Kingdom of the Falcon..."*

The period described above is known as the Silver Kingdoms Era, a time when the world was vastly (though vaguely) different prior to the coming of the Mists, thus marking it as false history. The Silver Falcon Kingdom, based on the Silberkudexa and other sources, is a mélange of idyllic vistas that loosely conform to the topography of modern Falkovnia. Cities gleaming in white and gold dotted the landscape of this idealized proto-Falkovnia, and records of treaties and diplomacy between the Silver Kingdom's assorted races reveal traditions of peace, equality, and good-will entirely absent in modern Falkovnia. In addition, most sources during this period refer to a beloved king, the Gutefalk, noted for his justice, mercy, and wisdom. Sadly, few facts beyond these survive within Falkovnian records, though perhaps further information can be found beyond the borders of Falkovnia (and, therefore, beyond the reach of Vlad Drakov).

*A tale designed to drive the hireling to fury, I'm certain.*

This nebulous utopian period ends with the Crimson Storm, as recorded in *The Waning of Leybria and Others*.

*"For weeks, strange red storm clouds lashed the land violently, and the twelve Silver Kings held council to determine the root of this phenomenon. At midnight of the final night, as the Crimson Storm's fury reached its height, the vast celestial Silver Hawk, the founding*

*spirit of Falkovnia, appeared high above the countryside. The Silver Hawk was locked in mortal combat with another hawk, this one infernal. The hawk burned crimson in the night sky; the feathers of its wings were an army of swords, and madness shone in its eyes. The hawk spirits battled, soaring and plunging through the air for a space of hours, until with a savage scream the Crimson Hawk made a killing dive. Both spirits fell in a silver and crimson blaze, crashing into the citadel where the Silver Kings watched. And then the storm broke, and the fogs rolled in, and nothing was the same."*

Following this cataclysm, the people of Falkovnia found their kingdom cut off from the rest of the Silver Kingdoms, adrift in an ocean of mist. With the Gutefalk destroyed in the wake of the hawk gods' conflict, numerous warlords sprang up, each staking a claim to the Falkovnian throne. The warring lords swiftly degenerated into barbarism, each faction committing atrocities against the others and becoming victims in turn. This time of unrestrained bloodshed is called the Era of Bloodied Steel, and the warlords of that era are nameless and forgotten. The Era of Bloodied Steel lasted for an unknown number of centuries—estimates range from a mere two centuries to upwards of 2,500 years—ending under the hand of the Cruel Panoply, a queen known only by the name of the armor she wore. The Cruel Panoply was a suit of armor, demonic in aspect, which allowed its mistress to force the reunification of Falkovnia under her banner. Though the Cruel Panoply's reign was harsh and given to dealings with horrors from the Mists, most Falkovnians willingly accepted the Panoply's rule as a respite from the wartime horrors of the Era of Bloodied Steel. Their relief was short-lived, as the Cruel Panoply soon instituted state-sponsored slavery, focusing primarily on the land's demihuman races.

This situation continued until the abrupt disappearance of the Cruel Panoply and the rise of the wizard-king Falcon the Great. Falcon's reign was chiefly characterized by his successful efforts to develop Falkovnia's military prowess. Except for this accomplishment and his interest in gladiatorial sports, little marks the reign of Falcon the Great until the appearance of the mercenary known as the Hawk—Vlad Drakov.

When he first appeared late in the year 689 BC, Vlad Drakov was the leader of a band of outlander mercenaries known as the Talons of the Hawk. Traveling from beyond the Mists, Drakov's







group arrived in Darkon, where their first act consisted of brutal massacres in the villages of Pound, S'realm, and Glymshire in the south. Drakov, of course, made a mistake, as the vengeful undead shells of the slaughtered ultimately rose and drove Drakov and his Talons into the Mists. This much, at least, is historical fact, as the longer-lived citizens of the southlands still recall the slaughter caused by the "Hawk-Winged Butcher."

Supposedly, once within the Mists, Drakov regrouped his men and hatched a plan to fulfill their collective dreams. Vlad Drakov's capture of the Falkovnian throne came about through the infamous Bloody Ride, his most successful military endeavor. Leading the Talons of the Hawk south out of the Darkonian wilderness, Drakov rode into the heart of Lekar, where he faced down Falcon the Great in the throne room of the wizard-king's castle. Supposedly Drakov slew Falcon the Great, though the struggle for control of Falkovnia was unwitnessed by any save the two combatants. The Bloody Ride and other events surrounding Drakov's ascent are vastly under-detailed, and several conflicting versions have circulated as historical truth. By the time Falkovnia appeared at Darkon's southern border in 690 BC, Drakov had apparently ruled the domain for several years, molding the land to his whims and building a vast and loyal military government, complete with a fanatical inner circle of generals and a cowed population. The obvious discrepancies surrounding Drakov's seizure of power in Falkovnia mark Falkovnian history prior to its appearance as a part of the Core as "false history." Only Drakov's Darkonian atrocities and the time following the kingdom's appearance as part of the Core are real in any meaningful sense.

*My little scholar has done as well as can be hoped for from one of the living. As anyone with any true knowledge can tell, the mercenary's sole success abides entirely as the result of stories woven by the dark powers of this fog-damned prison.*

Continual strife, directed at both inward and outward foes, marked the reign of the mercenary king. The first of these conflicts occurred in 691 BC, during the first years of Drakov's reign, testing

his power with a two-fold threat. A new thieves' guild arose, burglarizing military and civilian targets alike. Coincidentally, an unexplained plague of wererats afflicted the sewers of Silbervas. Drakov ordered a purge of both these menaces, relocating to his summer palace in Silbervas in order to lead his troops personally against these threats. Several times, Drakov stood on the front lines of battles waged in Silbervas's undercity, facing off against the leader of both enemy groups, a lycanthrope known as "the Clawed." Three years of intermittent combat passed before Drakov drove the wererats out of Silbervas in 694 BC. This period, from 691 to 694, is known as the Years of Impaled Rats.

Following the retreat of the lycanthropes, Drakov turned his hunger for power and respect toward his neighbors. In 695 BC, Falkovnian troops crossed the border into Lamordia. Fortunately for that realm, Drakov's troops were unprepared for neither the extraordinary harsh winter that blasted Lamordia that year nor the superior weaponry of the blunderbuss-wielding Lamordian border guard. Drakov pushed the offensive as long as possible, but by January of 696, the beleaguered Falkovnians withdrew. The effects of the so-called Winter War proved short-lived. In 703 BC, Drakov and von Aubrecker forged a treaty, ensuring non-aggression on the part of Falkovnia in exchange for martial supplies from Lamordia. Since then, Lamordian weapons and armor have been standard issue for the Falkovnian military-government.

Following the Winter War, Drakov again attempted to invade a neighboring country. In 700 BC, Falkovnia went to war with the larger kingdom of Darkon, marking the start of the series of wars now known as the Dead Man's Campaign. Massing his troops in Stangengrad, Drakov launched the First Dead Man's War, his armies pressing into Darkon's Forest of Shadows region. Hordes of undead met the initial thrust of the Falkovnian invaders, easily pushing back Drakov's troops. Even as Falkovnian soldiers fell before the zombie army, their corpses rose up to attack their countrymen. Drakov, accustomed to battling mortal foes, poured more resources into the war. Falkovnian soldiers died in droves and were inexorably driven back onto Falkovnian soil. In the spring of 701, Drakov recalled the Falkovnian army to Stangengrad. Kingfuhrer Drakov's wrath toward Azalin Rex boiled over, and he began planning his next assault against his northern neighbor. Revitalized and





equipped with Lamordian armaments, Drakov ordered a second assault on Darkon in 704. Undead forces again met the Falkovnian army, this time within minutes of crossing the Darkonian border. Though better prepared, the Falkovnians still fell before the undead opposition. A hasty retreat followed.

Vlad Drakov set about licking his wounds and purging his circle of allies, executing those whose weakness he believed had caused the failure of the first Dead Man's Wars.

Desiring to prove himself, Drakov's avaricious eye fell briefly upon his southern neighbors. In 706, Drakov sent a small force into Borca, the land of Camille Boritsi, believing that domain presented easy-pickings due to its female ruler. A single member of the expeditionary force returned, stumbling back to Draccipetri bloated, trembling, and purple-fleshed from an exotic poison before collapsing into a stinking pool of ordure before the mercenary king.

Following the appearance of Dementlieu in 707 BC, Drakov ordered the annexation of the new territory. Unsurprisingly, the Falkovnian military proved ill equipped for the task. After a successful initial drive into the heart of Dementlieu, the Falkovnian army crumbled before the superior weaponry — including gunpowder weapons such as muskets and cannons — of the enemy forces.

After the Widow's Massacre and the Dementlieuvian Annexation, Drakov returned to his campaign against Darkon. In 711 BC, Falkovnian soldiers again attempted to breach Darkon's borders, only to be turned back by undead. As a result, Drakov entered the longest planning phase of the Dead Man's Campaign, lasting from 712 to 722. While preparing his next move against Darkon, Vlad Drakov initiated losing conflicts with Richemulot and G'henna. During the Borderlands War of 716, he faced off against the citizenry of Richemulot, led by the famous and powerful Renier clan. Following the appearance of the G'hennan wastes, Drakov sought to overthrow that brutal theocracy and annex its lands in 719's Starving March. Attempting to cross the Balinoks into central G'henna, the Falkovnians were rebuffed by the combined forces of twisted humanoids that dwelt in the mountains, strategically positioned priests of Zhakata, and strange beasts that decimated entire units. Mass starvation further depleted Falkovnia's forces.

The final conflict of the Dead Man's Campaign came in 722. Having amassed more troops than ever before, the Falkovnian war machine pressed into Darkon, once more clashing with undead hordes. Despite years of planning, Drakov's forces failed yet again. Following this crushing defeat, Drakov once more turned his wrath against his subordinates, ordering a purge of all "traitors" and "men of weakness."

Save for the Executioners' Campaign against Dementlieu and Richemulot of 724 and the Gold Claw Massacre of 727 in Dorvinia, Vlad Drakov has focused his attentions internally, indulging his sadistic tendencies within his own borders. While border skirmishes with the surrounding domains continue, most are at the orders of over zealous commanders rather than by the command of the mercenary-king himself.

Following the Requiem, however, Drakov seized the opportunity created by the vacuum of power in Necropolis, invading the much-changed domain a mere two months after that fateful winter solstice. Though Falkovnian forces came within sight of the city of Nartok, they were soon repulsed by the awakened undead of Necropolis. Since 751, Drakov has bided his time. Undoubtedly, the aging warlord plans another attempt to prove his might in the field of battle; the only question is which of his neighbors he will choose to invade next.

## Populace

**F**alkovnians are the sole human ethnic group of Falkovnia. By nature, Falkovnians possess a sturdy build and average height, but the unrelenting hardship of life under the heel of Vlad Drakov leaves most of them visibly underfed and overworked.

## Appearance

While a fair-skinned race, the illness and hardship of their lives lend a gray cast to their skin. Many Falkovnians suffer from boils and rashes from diseases caused by general malnutrition and exhaustion. Field workers tend to have heavy tans or sunburns. Falkovnians typically have dark blonde to dark-brown hair, while common eye colors range from hazel to dark brown, with the occasional brilliant green. Men's hair is chopped short in a rough crew cut, while women leave their hair long, wild, and unadorned. Some women, particularly those in the military, wear the same crew cuts as







men. Every Falkovnian has the hawk seal of Vlad Drakov branded on their forehead shortly after their birth. This brand identifies every Falkovnian as the property of Vlad Drakov. In addition to their brands, many Falkovnians sport scars and mutilations from punishments meted out by soldiers dispensing Falkovnia's brutal version of military justice.

## Fashion

Typically, Falkovnians wear drab and unremarkable clothing to avoid standing out to passing soldiers. The clothing of commoners is invariably ragged and of poor quality. A typical outfit for men consists of a simple tunic and breeches; women generally wear blouses and long skirts. Most commoners cannot afford shoes, instead wearing rag wrappings around their feet. Due to the endemic filth found throughout Falkovnia, the clothes of commoners are generally splattered liberally with mud and dung and are infested with lice and fleas.

Military commissioned merchants enjoy somewhat better accoutrements than commoners. Having a military rank roughly equal to a corporal, these collaborators receive a small tax break, enabling them to purchase quasi-military uniforms for themselves and their families. In addition to higher quality versions of typical Falkovnian clothes, these men and women wear simple military coats bearing Drakov's hawk seal. Soldiers of both genders wear brown tunics and various types of armor adorned with the Falkovnian hawk symbol.

## Language

Linguistically unrelated to the tongues of the other lands of the Core, Falkovnian is notable for its ability to evolve new terms and to convey complex nuances in a single word.

## Lifestyle and Education

The vast majority of Falkovnians live in conditions of crushing poverty. From wheat field to alleyway, commoners struggle daily to meet their most basic needs. Most Falkovnians work as serfs, cultivating the soil and harvesting crops on land owned and managed by the military. Cruel overseers ensure that workers labor from dawn to dusk, enforcing their orders with a quick lash. Free families lucky enough to own land enjoy a less backbreaking pace, but still forfeit to the government the majority of the crops produced. Craftsmen are forced to sell their goods through merchants

## Falkovnian Primer

*arayngeyn* = enter

*abreisen* = leave

*yo* = yes

*neyn* = no

*hilf* = help!

*zutsuruckziehien!* = withdraw!

*soldat* = soldier

*krieg* = war

*imstechen* = impaled

*falk* = hawk

authorized by the military to conduct commerce. The military takes a substantial cut of crops and goods in addition to levying sales and civic taxes, tolls, fees, and fines. Expensive bribes are often required for even trivial matters involving the military government. In the cities, many Falkovnians survive through begging or theft. Unfortunately, both options quickly lead to brutal punishment from city patrols. Only soldiers enjoy a decent standard of living.

Falkovnia has no true nobility. Instead, the families of generals and other high-ranking officials of the military government occupy the highest social positions, forming a court that revolves around pleasing Vlad Drakov and his family.

Given the brutal conditions of life in Falkovnia, a student of history might expect the population to rise up en masse against their oppressors. Generations of relentless oppression, however, have essentially crushed the will to rebel. Despite the cow-like demeanor of the vast majority of Falkovnians, some few manage to summon up rebellious action. These bold, albeit foolish souls generally band together to form resistance groups. Such groups spring up and die out like fungus after the rain, but a few have survived long enough to become serious thorns in Vlad Drakov's side.

In particular, the actions of the legendary knight Gondegal have harried Drakov's steps for years, thwarting his ambitions, undermining his military campaigns, and offering the citizens of Falkovnia a respite from Drakov's depredations. Recently, a group calling themselves the Freeman of Falkovnia has provided mobile pockets of resistance throughout the realm. In addition, the humanoid rebels of the Spawn of the Lizard have





proved a persistent annoyance to Drakov, especially as Gondegal's Shadow Insurrection and the Spawn at times cooperate, coordinating their efforts. Further information on Gondegal can be found in the Attached Notes at the end of this document.

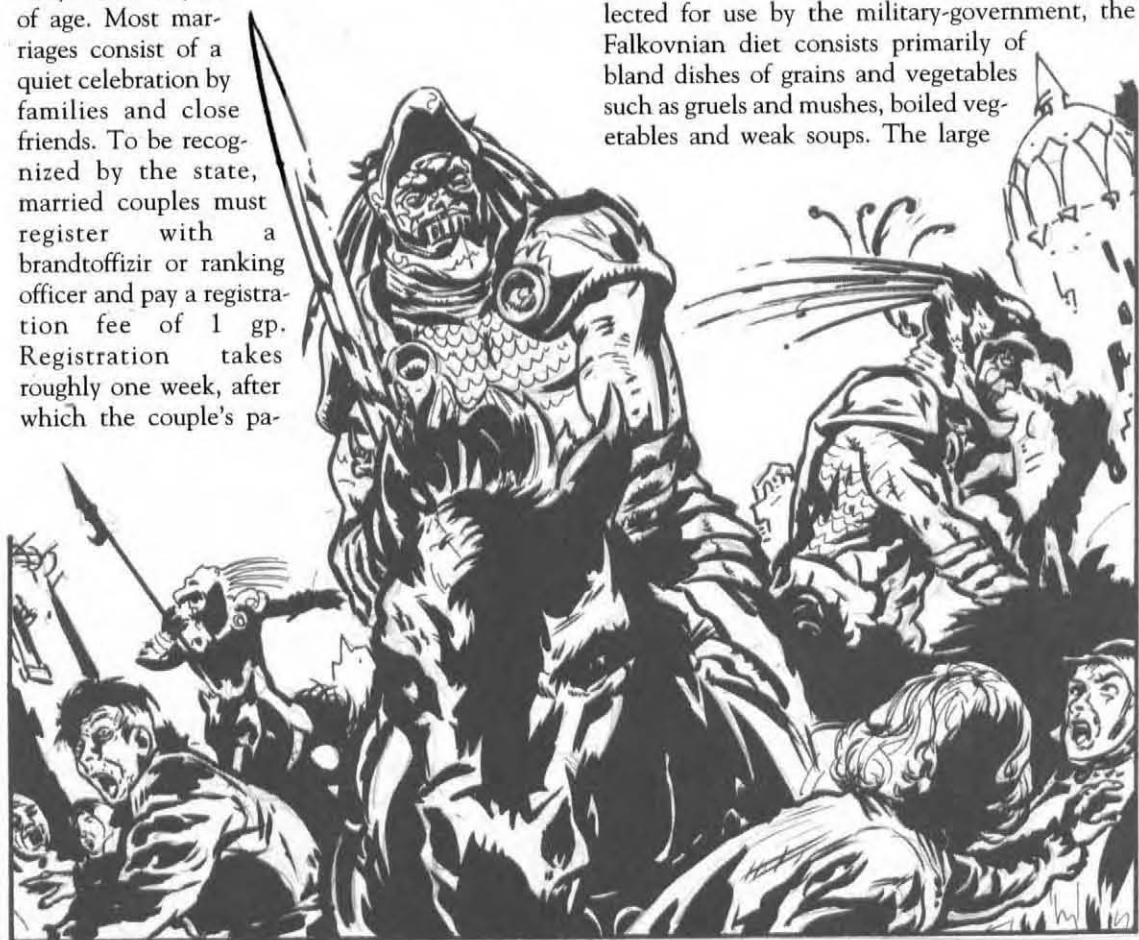
Falkovnia serves as a breeding ground for a wide variety of diseases, and the populace suffers accordingly. Cholera from tainted water sources is common in Falkovnia's cities. Outbreaks of bubonic plague seem to haunt the domain's cities each decade. Away from major settlements, hidden in the vast interior forests, Falkovnia contains several leper colonies. Other diseases common to Falkovnia include typhoid fever, dysentery, tuberculosis, blinding sickness, cackle fever, filth fever, mindfire, the shakes, and red ache — to name but a few.

Due to the ever-present possibility of death at the hands of Vlad Drakov's brutal regime, Falkovnians tend to marry young, sometimes as early as 12 or 13 years of age. Most marriages consist of a quiet celebration by families and close friends. To be recognized by the state, married couples must register with a brandtoffizir or ranking officer and pay a registration fee of 1 gp. Registration takes roughly one week, after which the couple's pa-

pers are updated. The officer issuing the registrations or any superior officers may demand the right of the "first night" from the couple, requiring the new bride to submit to an officer of the state for one night as a sign of fealty to Vlad Drakov. Drakov himself partakes of this right, selecting the finest brides to serve in his bedchambers.

Education is next to non-existent in Falkovnia. Commoners receive only the education their parents manage to pass along; the vast majority of the peasantry is illiterate. Falkovnian soldiers receive a minimal instruction in literacy in training camps, but true education is reserved solely for high-ranking officers and their families through the Stangengrad Military Academy. Curiously, despite the general plight of the people, Falkovnia is home to a number of learned sages. Ensclosed in their lairs in the domain's cities and wilds, these learned persons can prove an invaluable aide to scholars, adventurers, and others whose paths may require obscure and specialized knowledge.

Due to the large amounts of foodstuffs collected for use by the military-government, the Falkovnian diet consists primarily of bland dishes of grains and vegetables such as gruels and mushes, boiled vegetables and weak soups. The large







amounts of grain harvested in Falkovnia make a variety of breads, particularly ryes, a staple as well, though occasional ergot infestations of rye and other cereal crops sometimes renders these baked goods unsafe. As the livestock of the Morfenzi region satisfies much of the army's demand for meat, commoners can enjoy meat dishes, though the price remains too steep for most Falkovnians to have them regularly. Most Falkovnian meat dishes are heavy and grease-laden. A staple Falkovnian dish is *suaerktsvaust*, an extremely sour boiled and pickled shredded cabbage. Common meat dishes include a variety of sausages (called *wursts*) and *schnitzelraust*, a breaded and fried cut of beef, pork, mutton, or chicken. Falkovnia also produces a large variety of local ales, stouts, and lagers of varying quality, ranging from the dreadful to the sublime.

The Falkovnian mentality manifests itself in two distinct manners. Most Falkovnians seek only to survive from day to day. These souls wear drab clothes, tend to their own business, avoid strangers, and do their best to avoid running afoul of the military, though the effectiveness of their strategy is dubious. Citizens of this type who find their way into the military, voluntarily or involuntarily, generally remain in positions of low rank, fulfilling the letter of their duties but taking little pleasure in the enforcement of Falkovnia's sadistic code of law. Others actively seek to fit into the brutal system perpetuated by Vlad Drakov. These Falkovnians rise to prominence within the military, dominating their fellows and exercising their power to their advantage. Due to Drakov's desire for conquest, all Falkovnians are indoctrinated so that they hate and fear foreigners; Darkonians in particular are considered Falkovnia's mortal enemies. Additionally, Falkovnians generally look down upon the humanoid races such as elves, dwarves, gnomes, halflings, and calibans. These peoples are considered chattel by the military-government, and most Falkovnian citizens offer only scorn and abuse to these slaves.

Falkovnians leave life much as they enter it, amid miserable squalor. Most citizens are buried in mass graves. Rag pickers remove their tattered, filthy clothing, and the corpses, pale and unclothed, are dumped unceremoniously into wide pits. The pits are covered with muddy earth when they reach capacity, which rarely takes long. In the meantime, however, the living endure the stench, the flies, and the disturbing sound of the cadavers settling.

Due to disease, mortality among infants and young children is particularly high in Falkovnia. I must confess that even my stomach turned at the sight of hundreds of still, naked babes piled like so much refuse outside a quarantined thorp.

For Falkovnians with military rank, death is a touch more dignified. Simple, standardized headstones, each bearing a name, date, and Drakov's seal, mark their individual graves. Military cemeteries are often built near battlefields. The "Granite Ramparts" is a euphemism for the cemeteries that dot Falkovnia's northern border, a legacy of the Dead Man's Campaign. Regardless of their professed faith, if any, the Falkovnians do not generally believe in an afterlife. I suspect that life under Drakov crushes the possibility of hope, while rendering moot the suffering of any hell.

## Attitudes Toward Magic

Falkovnians are aware of the existence of magic, but view it with a mixture of awe and fear. Some citizens may accept the divine magic of clerics, but the majority sees magic as simply another tool of the oppressors.

Through the Ministry of the Arcane, the state rigidly controls arcane magic. Based in the Radiant Tower in Lekar, the Ministry watches Falkovnian citizens for signs of arcane aptitude. Those citizens who follow the path of the wizard or sorcerer are brought before the Ministry to swear oaths of loyalty to Vlad Drakov and the kingdom of Falkovnia. The Ministry of the Arcane may then call upon any Falkovnian arcane spellcaster to aid the Ministry's mages in their work. Fortunately, the number of Falkovnian magic users is low, and Vlad Drakov possesses a general disdain for the magic arts. Otherwise, the resources of the Ministry of the Arcane could be put to use effectively, making Falkovnia a greater threat to the Core. The citizenry of Falkovnia fear the Ministry of the Arcane and thus treat all arcane spellcasters as objects of trepidation.

Falkovnians tolerate divine spellcasters, but their belief in benevolent and worship worthy divine beings finds little acceptance among the populace. Still, Falkovnians are willing to turn to clerics for aid, once their divine magic proves legitimately helpful.

## Religion

No religions enjoy a particularly strong following in Falkovnia. According to Vlad Drakov's will,





the Falkovnian government supports no state religion, though faiths from beyond Falkovnia may establish small temples within the domain. Most Falkovnians believe the gods died centuries ago in the Crimson Storm; now, humankind must struggle without the hope of aid from the merciful divine. While some have adopted the faiths of neighboring domains, most dismiss the claims of foreign priests. A few people continue to invoke the memory of the Silver Hawk and the Crimson Hawk in superstition, marking the image of a white hawk to bring good luck or the image of a red hawk to bring ill luck.

**Eternal Order:** Brought back to Falkovnia by veterans of the Dead Man's Campaign, the Eternal Order operates secretly in Falkovnia. United by mutual terror of the undead they fought during the wars, Eternal Order worshippers seek to appease the gods of death and the restless dead in order to prevent them from swarming across the Darkonian border and wiping out all life in Falkovnia. The cult

of the Eternal Order is largely concentrated in Stangengrad.

**Ezra:** The most open of the churches that have attempted to gain acceptance in Falkovnia, the Church of Ezra is nonetheless hindered by its ties to Darkon and to the League of Four Nations. Still, travelers often find Ezran chapels a welcome port in the storm that is Falkovnia. Unfortunately, the Church of Ezra has lost a number of anchorites to Drakov's forces for aiding and abetting Falkovnian resistance groups.

**Hala:** Remaining quiet and unobtrusive, the witches of Hala maintain numerous small hospices throughout Falkovnia. The Hospice of Bowed Heads near the Lecher's Road is noted for housing a number of important relics of the witch goddess. Sadly, disaster haunts the Falkovnian hospices. In 737 BC, the Hospice of the Doe was destroyed when a doppelganger plant decimated the town of Delmunster. In 750, the Sisters of Mercy Hospice was massacred to the last witch.

## The Falkovnian Hero

This section provides information helpful in creating PCs from Falkovnia.

**Races:** Humans, including half-Vistani, are the sole free race found in Falkovnia. All other races are considered state chattel, subject to imprisonment and forced labor.

**Classes:** Fighters, rangers, and rogues are the most common classes in Falkovnia. Clerics are free to follow their gods within Falkovnia, so long as they inspire no disobedience in the populace. In addition to the large numbers of fighters in the military, fighters such as mercenaries and retired veterans can be found throughout Falkovnia. Rangers are common in rural areas, where their skills are needed to hold back the woodland shadows of the interior. Rogues are common throughout Falkovnia's squalid cities, where crime and stealth are often all that ensures day-to-day survival. Falkovnian wizards (and more rarely, sorcerers) are uncommon, but those found within the domain are quickly brought to the military's attention and forced to take oaths of loyalty and service to Vlad Drakov. No other PC class finds significant representation in Falkovnia.

**Recommended Skills:** Bluff, Craft (armorsmithing, blacksmithing, leatherworking, weaponsmithing), Handle Animal, Hide, Intimidate, Move Silently, Profession (brewer, butcher, farmer, herdsman, lumberjack, stablehand, tanner), Wilderness Lore.

**Recommended Feats:** Back to the Wall, Great Fortitude, Improved Critical, Jaded, Run, Toughness, Weapon Focus (bastard sword).

**Falkovnian Male Names:** Alber, Artur, Felix, Franz, Hans, Helmut, Igor, Ivan, Karl, Leopold, Otto, Vladimir, Viktor, Wulfgang.

**Falkovnian Female Names:** Anya, Berta, Emma, Greta, Inga, Ingrid, Klara, Marie, Olga, Rebek, Sylvi, Tasha, Vika.

**Outcast Ratings in Falkovnia:** Over the decades, the policies of the Falkovnian state have bred widespread ethnic and racial bigotry in the Falkovnian people. Darkonians, Valachani, Sri Rajians, Rokuma, and Souragnians increase their Outcast Rating by +1 when dealing with Falkovnians. Elves, half-elves, dwarves, gnomes, halflings, and calibans also increase their OR by +1 when dealing with Falkovnians. The OR of other races and ethnic groups remains the same.







## The Realm

**K**ingfuhrer Vlad Drakov rules Falkovnia on a throne of unremitting brutality. After my brief time in the Hawk's demesne, I can come to one certain conclusion: Drakov is unquestionably the dread lord of Falkovnia. The kingdom's horrors flow inexorably to Drakov and his unending appetite for suffering. All of Falkovnia's significant laws are personal edicts of Drakov, and the cruelest tortures in the realm occur in his abode, Castle Draccipetri.

## Government

Falkovnia is a military state and as such is organized along military lines. Every action on the part of the state serves only to heighten or strengthen the army's power. Given that the army is the realm's most prominent (one might say only) social institution, the commoners obey soldiers of any rank as if they were gods. Indeed, Falkovnian soldiers hold power over life and death. They may maim or execute a commoner for any reason — or no reason at all. Drakov's whims are the highest law in the land, however, and mere shifts in his mood have been sufficient to condemn legions to death.

Outside the army stand the five Ministries, military bureaucracies that address the needs of the state — beyond the repression of its citizens and habitual defeat on the battlefield. The Ministry of Science, headed by Falkfuhrer Doktor Vjorn Horstman, conducts secret research at the cutting edge of science. Bolstered by technologies bought or stolen from realms far more advanced than Falkovnia, the Ministry dedicates itself to enhancing the army's capabilities. This research allegedly involves everything from bizarre war machines engineered on shaky mechanical and alchemical principles to living soldiers enhanced to heal more quickly and fight more ferociously. The Ministry of the Arcane is Drakov's concession to the tactical advantages of magic. Falkfuhrer Mikhail Drakov directs the Ministry from the Radiant Tower in Lekar, described below. The Ministry of Finance and Trade oversees taxation and the financing of the realm's military exploits. Falkovnia's notorious trade colony program is the creation of Falkfuhrer Jardian Kovedknochen, who first saw the imperial potential of merchant outposts secured with Falkovnian soldiers. While the colonies expand

Falkovnian legitimacy and wealth, the garrison enforces Falkovnian law within its boundaries. Falkfuhrer Calons Weir directs the Ministry of Intelligence, a cagey bureaucracy that performs reconnaissance, sabotage, and counter-intelligence for the realm's war machine. Falkfuhrer Vigo Drakov commands the Ministry of the Central Prison, whose eponymous headquarters stands just south of Lekar. There, the truly damned of Falkovnia await death. The Central Prison houses nonhumans, gladiator fodder, political prisoners, rebels, traitors, and those unfortunates selected randomly or deliberately for Drakov's evening entertainment. The Falkfuhrer proudly ensures that his Ministry remains the most feared and despised in the realm.

Three limitations hinder Falkovnia's army from reaching its full potential, all due to Vlad Drakov's prejudices. The Kingfuhrer keeps to very specific and antiquated beliefs regarding the art of war and cannot be persuaded to abandon them. He stubbornly refuses to acknowledge gunpowder and its enormous bearing on warfare, regarding it as a commoner's weapon, designed to emasculate the career soldier and strip him of his prestige and power. Drakov also holds a dim view of magic as a weapon on the battlefield, regarding it as the tool of scrawny, effeminate, book-learned cowards. He admonishes the Ministry of Arcane to focus their efforts on enchanting arms and armor and tackling the occasional special project rather than training battle wizards. Finally, Drakov is an unflinching chauvinist, believing that women are weak creatures unfit for the art of war. Female soldiers struggle twice as hard for promotions within the Falkovnian army as their male counterparts, and no woman has ever served as a Falkfuhrer or a Talon.

Falkovnian commoners may not own weapons beyond the crudest cudgels, daggers, and bows — the tools they need for work and daily subsistence. No such law applies to soldiers, naturally. Foreigners must pay a tax of one gold piece per weapon at the Falkovnian border to retain their arms during their travels through the realm. Refusing this fee or failing to present travel papers that record its payment is punishable by death. Even if legally taxed and retained, all weapons brought into the kingdom by foreigners must be restrained with a peace-bond. This is a complex knotwork of cord, effectively fixing the weapon in its scabbard, harness, or loop, thus preventing a rapid withdrawal.



## Peacebonding

Untying a peacebonded weapon requires 1d6+1 rounds. With a successful Use Rope check (DC 20, or the Use Rope check of the soldier who the tied peacebond), a character can free his weapon in 1d4 rounds.

The army requires Falkovnian commoners to carry identification papers with them at all times. These documents — stamped with the seal of the Hawk and whispered to contain arcane protections against counterfeiting — are a necessity for the most fundamental activities. Commoners must have their papers at hand to buy or sell anything within Falkovnian territory or even to move from place to place. Identification papers are an emblem of citizenship, indicating the bearer's age and marital status, not to mention providing an exhaustive record of the tolls, fees, and taxes he has paid and his movements into and out of major Falkovnian cities and villages in the past year. Identification papers must be updated regularly, which of course can only be accomplished with a long, abusive appointment with a military bureaucrat.

The army keeps a pitiless eye open for commoners without their identification papers, often demanding that random passers-by present their papers. Those without papers or with out-of-date or otherwise faulty papers are promptly arrested and sent to Draccipetri for the Kingfuhrer's evening entertainment. Foreign visitors to Falkovnia must carry travel papers, documents containing records of weapon taxes paid and also a signed oath against harming the state or the interests of Vlad Drakov while traveling through Falkovnian territory. Travel papers must be shown upon entering or leaving any Falkovnian settlement; though, of course, a soldier may demand their presentation at any time.

Falkovnia has the most secure borders in the entire Core, at least when one limits one's appraisal to mundane methods of defense. Soldiers patrol every road and trail entering Falkovnia, and fortified checkpoints at the borders house permanent garrisons. Falkovnians are not permitted to emigrate to other realms, save for a handful of state-approved exceptions. The government allows merchants to travel abroad under the colony program of the Ministry of Finance and Trade, though they must always return to Falkovnian soil.

The army puts foreigners entering and leaving the domain under harsh scrutiny, and the cruel border garrisons have a talent for turning up "mysterious" discrepancies in travel papers when Draccipetri's prisons grow bare.

The severity of Falkovnian law is not consistent across the breadth of the realm. Officers with a less than stellar reputation in Drakov's eyes are pushed to distant villages and backwater hamlets. In such places, daily life is more tolerable for the masses, although not by much. The ruling officers in these locales are either steadfast leaders lacking the streak of cruelty that Drakov prefers or monstrous little tyrants lacking any initiative, leadership, or competency. Under either sort, life for the peasantry is a touch less desperate.

Punishments are harsh and often final in Falkovnia. Mitigating circumstances and clemency are alien concepts here. The highest-ranking soldier that happens to be nearby when a law is broken acts as judge and jury, arresting the lawbreaker, accomplices, witnesses, and even bystanders who do not happen to jump quickly enough when ordered to do so. Death, whether meted out in the streets or in a prison, is the typical punishment for crimes of even moderate severity. Impalement on long wooden or metal pikes represents the most common method of execution, if only because it is a personal favorite of Drakov's. The Kingfuhrer demands a nightly execution to accompany the somber chamber music that plays during his dinner.

Other execution methods include beheading, hanging, quartering, and boiling in oil. Though the means is often poetically appropriate to the crime, the sadistic whims of the sentencing officer are the only real guide. Lesser crimes warrant gruesome maimings. Theft begets amputation of the hand and vagrancy a hamstringing, foot amputation, or other hobbling. Scarification, torture, floggings, vicious beatings, time in the stocks, and other punishments are all meted out, again varying by the crime and by the caprice of the judge. Long-term imprisonment for its own sake is virtually unknown in Falkovnia.

Though often forgotten amid the horror of execution and maimings, slavery is also a common punishment. Prisoners are sold by the state directly to wealthy merchants or military officers. Owners can use and abuse their slaves in any manner they see fit, and many owners purchase slaves simply to exercise this right and satisfy their own cruelty.



Female prisoners may be selected to serve as slave-concubines for the Kingfuhrer's unthinkable predilections.

The government marks those prisoners who are physically strong, martially skilled, or just plain lucky — I use the term loosely — for the realm's gladiatorial arenas. Life as a gladiator is extremely brutal, but successful warriors eventually earn better treatment than common prisoners, even gaining the respect of their guards. During wartime, the army forces physically capable prisoners into service in "sacrifice formations". The prisoners receive substandard weapons, or none at all, and find themselves consigned to the vanguard of suicide charges or human shield walls for officers. Press gangs wander city and village streets during times of war as well, arresting commoners at random and sending them without training to the front lines.

Service in the Falkovnian military is not mandatory, but many desperate commoners would rather join up voluntarily and receive proper training and weaponry than risk a press gang.

Few Falkovnians fare worse than nonhumans that fall into the clutches of the army. The Falkovnian government regards the various non-human races — dwarves, elves, half-elves, gnomes, halflings, and calibans — as chattel slaves by virtue of their birth. Those nonhumans who enter Falkovnia are quickly slapped into chains, marked as state property, and marched off to the Central Prison. From there, the Ministry of the Central Prison assigns them to work details throughout the realm, including repairing roads, walls, and government structures, as well as laboring in the state lumber camps and mines.

## Law Enforcement

The soldier below can represent any of Falkovnia's typical, omnipresent foot soldiers. Many of these soldiers join the army simply to protect their families and are often as terrified of Drakov's regime as are the peasants they brutalize. The officer represents a more experienced and influential army officer. These career soldiers are far more dedicated to Drakov's ideals.

## Falkovnian Talons

Only a handful of Vlad Drakov's soldiers possess the sufficient ruthlessness, determination, and bloodlust necessary to become Talons. The few that undergo the Talons' mysterious initiation ritual emerge as changed men. They are always lawful evil and never question the monstrous orders they carry out. The Talon below represents a typical member of Drakov's fearsome shock troops. Talon bracers and Talon full plate are detailed in the Attached Notes.

**Falkovnian Soldier:** Human War3; CR 2; SZ M Humanoid (human); HD 3d8; hp 13; Init +0; Spd 20 ft.; AC 14 (touch 10, flatfooted 14); Atk +5 melee (1d10/x3, halberd) or +3 ranged (1d10/19–20, heavy crossbow); AL LN or LE; SV Fort +3, Ref +1, Will +1; Str 11, Dex 11, Con 11, Int 10, Wis 10, Cha 10.

*Skills and Feats:* Handle Animal +6, Intimidate +6, Ride +6; Jaded, Weapon Focus (halberd).

*Possessions:* Masterwork halberd, heavy crossbow, 20 bolts, masterwork scale mail.

**Falkovnian Officer:** Human War5; CR 4; SZ M Humanoid (human); HD 5d8; hp 22; Init +0; Spd 20 ft.; AC 18 (touch 10, flatfooted 18); Atk +8 melee (1d8+1/19–20, masterwork longsword) or +6 melee (1d10+1/x3, halberd) or +5 ranged (1d8/x3, composite longbow); AL LE; SV Fort +4, Ref +1, Will +1; Str 12, Dex 11, Con 11, Int 10, Wis 10, Cha 10.

*Skills and Feats:* Gather Information +2, Handle Animal +6, Intimidate +8, Knowledge (local) +2, Ride +6; Jaded, Weapon Focus (halberd), Weapon Focus (longsword).

*Possessions:* Masterwork longsword, halberd, masterwork composite longbow, 40 arrows, masterwork banded mail, large steel shield.

**Falkovnian Talon:** Male human Ftr7; CR 7; SZ M Humanoid (human); HD 7d10+14; hp 52; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft.; AC 21 (touch 11, flatfooted 20); Atk +12/+7 melee (1d10+5/19–20, masterwork bastard sword) or +8/+3 ranged (1d8/x3, composite longbow); SR 12; AL LE; SV Fort +7, Ref +3, Will +5; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

*Skills and Feats:* Craft (weaponsmithing) +2, Gather Information +1, Handle Animal +2, Intimidate +8, Knowledge (local) +3, Ride +4, Sense Motive +6; Cleave, Exotic Weapon Proficiency (bastard sword), Improved Initiative, Jaded, Power Attack, Weapon Focus (bastard sword), Weapon Specialization (bastard sword).

*Possessions:* Masterwork bastard sword, composite longbow, Talon bracers, Talon full plate, large steel shield.



The labor is back-breaking, exhausting, and often lethal. The taskmasters starve, whip, and beat nonhuman slaves with calculated regularity, thereby keeping the efficiency of the work and the fear among the slaves to a maximum. The state's enslavement policy extends even to those with only one-quarter elven blood. Through propaganda, Drakov encourages human Falkovnians to mate with half-elves and quarter-elves, so as to "breed out the taint." Unfortunately, Falkovnian custom forbids these inter-racial relationships, and thus far the state has not pushed the issue.

## Economy

The Blacksoil Vale is the richest agricultural region in the Core, and the war chest of the Falkovnian army has reaped the economic benefits of such a resource. (Note that I did not say the people of Falkovnia have benefited.) Grain in particular is a staple. The realm's role as breadbasket to the Core has become even more deeply entrenched in past two decades. Falkovnian farms produce a bounty of wheat, rye, barley, oats, and hops, all exported to grudging but hungry neighbors and realms beyond. The natives also raise a local variety of potato, though its twisted shape, oozing black eyes, and mineral aftertaste make it unpopular outside of Falkovnia. Massive local breeds of hogs and cattle, possessing oversized tusks and horns, comprise the significant livestock. The local dairies produce an array of soft, sour cheeses, desired even on Darkonian tables. Falkovnian breweries also export their wares, but there the demand is genuine. Falkovnian beers are diverse and universally robust, reluctantly praised by brewmasters throughout the Core. As well, Falkovnia is, unsurprisingly, known for its falcon breeders. Aristocrats from across the Core seek the prized Falkovnian lineages, renowned for their obedience and unerring strikes.

Scarred and weary lumberjacks fell timber throughout Falkovnia, though the edges of the Dunkelhertswald and the Vigilia Dimortia are exploited most heavily. The Dunkelhertswald also produces several valuable dyes and pigments: vermilion from the stringy bark of the leper tree, violet from the berries of the wounded bird vine, and azure from the sap of the trembling headsman tree. The Crumbling Hills yield abundant salt, but also iron, lead, silver, and a local coal that gives off greasy, sulfurous smoke. Lumber and mining camps in Falkovnia are as hazardous and miserable as one

might expect, made all the more unbearable by the army's cruel management.

Craftsmen and other skilled workers are hardly a keystone of Falkovnian wealth, though carpenters, masons, leatherworkers, weavers, and other artisans ply their trade within the realm's cities and villages. Nearly all are conscripted into the service of the state. Lamordia's workshops supply many of Falkovnia's more specialized needs, particularly for weapons and armor; Falkovnia has its own smiths, to be sure, but their skill is competent, at best. Many Falkovnian weapons are exported, snatched up by savvy merchants and sold to gullible customers who surmise that a kingdom as militaristic as Falkovnia must logically produce quality weapons. Drakov always has a cadre of craftsmen secretly laboring on strange and menacing war machines, though such contraptions have only seen use during a few battles of the Dead Man's Campaign. Despite their fearsome appearance, these juggernauts have never performed well on the battlefield; Drakov's persistence in developing them to this day is baffling.

The Falkovnian government mints its own coins, struck on both sides with a crude reproduction of the hawk crest of Vlad Drakov. The falconeye is the copper piece, the falconclaw is the silver piece, and the falconhead is the gold piece. Falkovnian merchants are notorious for rejecting foreign currency, a policy that makes traders from neighboring realms positively livid. The edict comes from on high, however, and the military harshly punishes merchants who attempt to sidestep the law. Drakov long ago established a system of state moneychangers, who convert foreign coins in exchange for a twenty percent fee. The foreign currency thus collected is later melted down and recast as Falkovnian coin.

## Diplomacy

The aggressively militaristic nature of Falkovnia severely hampers its diplomatic relationships with neighboring domains, as does its consistent failure at both military and diplomatic goals. Normally, Falkovnia's attitude would make the realm a widely hated and weak player in international politics. Instead, Falkovnia's agricultural bounty and important trade routes elevate the kingdom of the Hawk to the position of a major player within the Core, though most nations continue in their disdain for Falkovnia, viewing Vlad Drakov as a psychopathic fool.





**Borca:** Drakov regards Borca as a weak nation, ruled by a woman and a fop. Though Drakov believes he could conquer the domain, he currently sees it as unworthy of his efforts at this time. As one of the domains in the League of Four, Borca stands firmly against Falkovnian aggression. Open trade with Falkovnia is important to the Borcan economy, however, as Falkovnian agricultural products are shipped south via the Svalich trade routes. Yet should Falkovnia attack any League of Four nation, Borca will swiftly lend aid.

**Darkon:** The kingdom of Darkon is Falkovnia's bitterest enemy, especially in the wake of the Dead Man's Campaign. Long the object of Drakov's jealous desire, Darkon remains impervious to Falkovnian attack. While most Darkonians return the Falkovnians' animosity, Azalin Rex apparently cares little for the mercenary-king at his southern border. Despite their feelings toward the giant of the north, Falkovnians are forced to accept the Darkonese as a trading partner, though Darkonian traders are limited to specific areas of the Vuchar River, Stangegrad, and Lekar.

**Dementlieu:** Falkovnia believes Dementlieu to be a weak nation, ruled by fops with no military inclination. Dementlieu's instigation of the Treaty of Four Towers, which formed the League of Four nations, only exacerbates Drakov's contempt, seeing the plan as a sign of Dementlieu's fear and insecurity. Recently, Drakov's ever-roving eye has turned again to the south; his inner circle of generals is making plans for Dementlieu to demonstrate the folly of the Treaty. Dementlieu is prepared to come to the aid of the other Treaty domains in the event of Falkovnian aggression. Unfortunately, economic necessity demands that Dementlieu import grain and other crops from Falkovnia, in addition to other trade relations.

**Invidia:** Though it does not adjoin Falkovnia, I include Invidia here due to the unusual military alliance that Drakov has brokered with Malocchio Aderre. I use the term alliance loosely, for though Falkovnian soldiers have been sighted in Invidia hunting down Vistani alongside Aderre's mercenary forces, the details of any pact or treaty remain hidden. Public diplomatic dealings between the two lands are virtually nonexistent, which only fuels the suspicion of Falkovnia's neighbors. Speculation is most rampant regarding precisely what Drakov has received in return for his military favors. Some have noted that Falkovnian and Invidian armies, if mobilized, could close in on the

Mordentish realms from two sides, effectively crushing them.

**Lamordia:** The sole cordial diplomatic relationship Falkovnia maintains is with Lamordia. For decades, Lamordia has supplied Falkovnia with arms, armor, and supplies for its military campaigns in exchange for non-aggression agreements and foodstuffs. With the decline of Baron von Aubrecker's health and the impending ascendance of Baroness Greta von Aubrecker, this mutually beneficial relationship may soon change.

**Richemulot:** As a participant in the 729 BC Treaty of Four Towers, Richemulot is listed among the enemies of Falkovnia. Richemulot's militias are ever watchful and armed against the possibility of Falkovnian aggression. Drakov still remembers Claude Renier, the first leader of Richemulot, and reciprocates the Richemuloise antipathy with barely suppressed hatred. Drakov regards the current leader of Richemulot, Jacqueline Renier, as weak, due to her gender. Even so, rumors insist that Richemulot has instigated diplomatic contact with Drakov on more than one occasion — something unheard of from other participants in the Treaty. As noted, Drakov's failures on the northern front have resulted in his turning south, with Richemulot as one of his targets. Careful plans, taking years in the making, are being laid within the war rooms of Draccipetri.

**The Shadow Rift:** The Shadow Rift is a source of fear for Falkovnians. Many believe that the unseelie fey that have appeared in increasing numbers throughout eastern Falkovnia since the Great Upheaval emanate from the Shadow Rift. Sensible Falkovnians want as little as possible to do with the macabre chasm.

## Sites of Interest



Falkovnian cities have common features I wish to make note of before I begin examining these settlements in depth. Of primary interest is the fact that most Falkovnian settlements of any notable size are walled fortifications. The larger cities detailed below all possess city walls of hewn stone; the rotting bodies of executed criminals hang from those walls near the gates as a warning to citizens and travelers alike. In addition, these major cities all follow a design based around a city square. Located in front of each city's municipal fortress, the city square serves as the location for public executions. Each square features an executioner's



platform complete with gallows, chopping block, and gibbet. A group of stakes for public impalements stands in the city square as well. The major Falkovnian cities each contain a coliseum where gladiators fight for the public's amusement. Built during the reign of Falcon the Great, the events held daily at the coliseums are free to the public — to sate their passions and allow Drakov's military-dictatorship to keep the common Falkovnian firmly cowed. The major settlements of Falkovnia also boast extensive drainage systems, though the date of construction of these sewers is unknown.

### **Dread Possibility: The Shadow Cities**

A common element of rumor, folklore, and children's story in Falkovnia is the tale of the shadow city. Supposedly, every settlement has a shadow, a town of blacks, whites, and grays deep beneath the streets. Though tales claim that these shadow cities are empty, master thieves and expert arcanists have used them as secret passages, escape routes, and lairs. More likely, however, is that these shadow cities are home to creatures that blend in and prey upon the tide of humanity that dwells in the streets of the true city above.

### **Lekar**

The capital city of Falkovnia, Lekar straddles the Vuchar River between Lake Falk to the north and Lake Adler to the south. Arriving at the westernmost gate of Lekar, the Arch of Talons, I entered the walled River Quarter on the Vuchar's west bank and crossed the Bralgaoljanglangzeit Bridge into Lekar proper on the eastern shore. Due to the portcullis gates of the Bralgaoljanglangzeit Bridge (literally, "bridge-prison of jangling chains"), Lekar can entirely block river travel on the Vuchar, enabling city authorities to extract exorbitant tolls on river traffic through the city. North of the bridge, on an island in the middle of the Vuchar, stands Castle Draccipetri, home of Kingfuhrer Vlad Drakov.

The Harbor Gate leads into Lekar proper. The West Timori Road continues through Lekar to the northwest, passing the Old City Palace and the city square with its thicket of impaled victims, eventually leaving the city via the Bastion of Iron as it

### **Dread Possibility: The Central Prison**

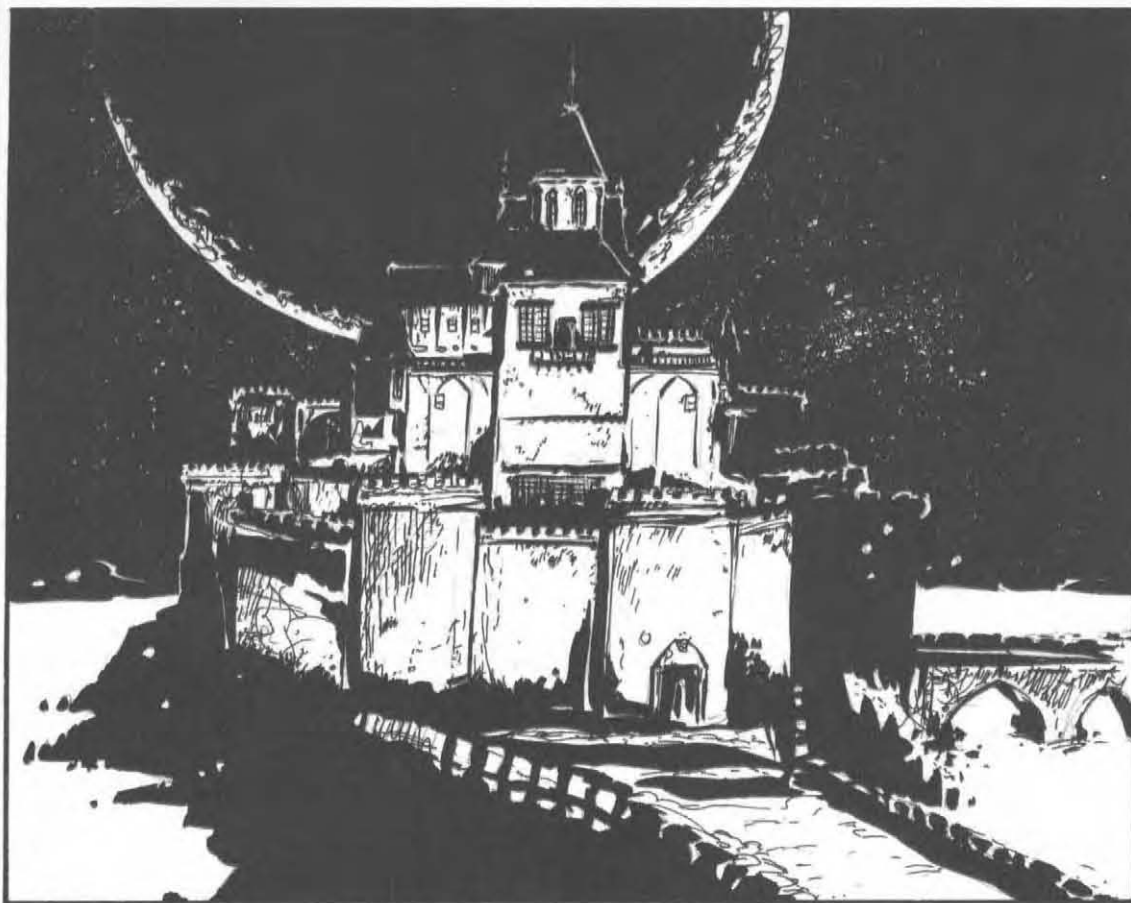
Just south of Lekar, near the shores of Lake Alder, stands a monument to pain and cruelty known as the Central Prison of Falkovnia. Ringed with high, spike-studded walls and guard towers, the Central Prison is a complex of three massive, slab-like buildings housing thousands of prisoners brought here from all over Falkovnia. Humanoid slaves, prisoners sentenced to combat in the public arenas, and those slated for impalement for the amusement of Vlad Drakov languish here in intolerable circumstances. Conditions are harsh, with most prisoners kept in tiny, damp, lightless cells, fed on starvation diets, and forced to perform back breaking labor. Gladiators receive slightly better treatment in order to keep them in good enough shape to fight their death battles. Prisoners who die within the Central Prison feed the compound's vast crematory oven.

The director of the Central Prison and head of the Ministry that governs it is Vigo Drakov, supposedly one of Vlad Drakov's bastard offspring. Born in 705 to a half-Vistani concubine-slave of the mercenary-king, Vigo is not in fact one of Drakov's by-blows. In truth, a nameless, faceless nobleman forced himself upon the terrified half-Vistani girl in her cell in the depths of Draccipetri. Drakov, ignorant of this, believes Vigo to be his offspring, perhaps the sole child in whom he finds any pride. Vigo, however, is aware of his parentage, though he has hidden his true nature from his supposed father and disguises his fiendish deformities under a cloak of illusion.

continues toward Morfenzi. The northern section of town is the Generals' Quarter, home to Drakov's closest generals and their families. Drakov's family holds court with the upper class of generals and their families at the Old City Palace.

South of the General's Quarter is the Laborers' Quarter, home to Lekar's markets. Here, travelers trade with Falkovnians and bargain with military





representatives. This quarter also holds the Great Coliseum of Lekar, where condemned prisoners engage in gladiatorial battles. Lekar's slums contain two abandoned arenas.

The majority of the city's southern end comprises a seemingly endless maze of slums, home to the majority of Lekar's residents. Slumlord Vladimir Ludzig, under the approval of the military, owns much of the property in this section of the city. I have included further information on Ludzig in the Attached Notes.

Near the border between the slums and the Laborer's Quarter stands the Radiant Tower, Falkovnia's sole school of magic and the home of the Ministry of the Arcane. Originally, the Radiant Tower was a dilapidated ruin of ill repute. Following the discovery of a nest of Darkonian spies called the Ebon Fold sheltered within the tower, Drakov ordered the structure razed and built a new Radiant Tower. Now the tower's white stone walls loom over Lekar's slums, breeding even greater fear than in the structure's earlier days. At the

southern end of the slums stands the Gate of Justice.

Persistent rumors of vampiric infestation have plagued Lekar for several decades despite efforts by the military to root out and destroy these creatures of the night. The low number of instances of actual encounters with vampires within the city indicates that the rumors are groundless and that other beings may be responsible for the so-called vampire killings. Inhuman creatures do dwell in the city's sub-structures, however, as the city guard has repeatedly slaughtered groups of broken ones, known as the Dark Men, found living in the sewers.

Due to their proximity to Drakov, the soldiers and commander of Lekar are crueler and more brutal than anywhere else in Falkovnia, and the populace suffers accordingly. Because of the soldiery's over-zealous effort to root out threats such as vampires, resistance groups, spies, and thieves' networks, roughly a quarter of the area within Lekar's city walls lies abandoned in ashes and ruins at any given time.



## Dread Possibility: The Feeding Houses

The rumors of vampires infesting Lekar are untrue; instead, the blood-sucking fiends that plague the city are vampyres, a savage race of living blood drinkers. Lekar's vampyre population, organized under the leadership of Prince Vladimir Ludzig, has grown to several hundred in number. Under Ludzig's direction, the vampyres have constructed "feeding houses" in the lowest structures beneath the streets and sewers of Lekar. Kidnapped humans are treated as cattle in these pits of despair — bred, raised, and slaughtered to provide the predators with ever more flavorful feasts. Because Lekar's vampyres are not only monstrous predators but also decadent sensualists, some of their "cattle" serve as toys for the predators to use and abuse for their amusement.

A few of the higher-ranking vampyres choose to disguise themselves as members of Lekar's human society. Thanks to arrangements with powerful human allies, the military rarely questions the actions of these vampyres. Several of these human allies, including Vlad Drakov II, eldest son of Falkovnia's darklord, have been brought into the fold through the vampyres' practice of hosting wild parties of sadism and sexuality within their feeding houses.

## Where to Stay in Lekar

Travelers who must linger in Lekar would do well to head for the City of Stones Inn (common quality rooms, poor quality meals), a dingy but serviceable establishment in the River Quarter. Though several inns are scattered throughout Lekar, I would only recommend a sojourn at the City. With its flea-ridden beds, weak beer, and crusty, molded bread, the traveler might wonder what precisely the City has to offer. The rooms are quiet after sunset, beggars are not allowed inside, and the Talons do not frequent the tavern downstairs. In Lekar, these factors alone rate the City as a veritable sanctuary.

**Lekar (large city):** Conventional; AL NE; CL 7; 40,000 gp limit; Assets 31,800,000 gp; Population 15,900; Isolated (human 93%, halflings 2%, half-elves 2%, gnomes 1%, elves 1%, other 1%).

**Authority Figures:** Kingfuhrer Vlad Drakov, male human Ftr16; Stadtfuhrer Heinrich Tayvlkeyt, male human Ftr14; Wachekapitan Marrow Rudvolkholt, male human Ftr13.

**Important Characters:** Vladimir Ludzig (slumlord), male vampyre Ari3/Ftr10; the Last Mistress (head of the Buried Hands, undead thieves' guild), female rank 4 ancient dead Rog16; Tsarzina Duchku, the Butcher Queen (mercenary captain and mistress to Vlad Drakov), female human Ftr15; Gjarm Olshammer (Shadow Insurrection spy/saboteur), male human Ftr4/Rog3.

## Stangengrad

Stangengrad is the dreariest and most restrictive city in Falkovnia. Due to its proximity to the Darkonian border, Stangengrad stays on a perpetual war footing. Owing to this situation, as well as the presence of the Stangengrad Military Academy, the city has more soldiers per capita than any other Falkovnian city. It is laid out as a large compass-aligned square, ringed with squat stone walls. The city gates, at the centers of the northern and southern walls, pass under the walls. Portcullises on the inner and outer ends of these tunnels allow the city watch to capture and inspect suspicious travelers.

Laws restrict foreigners from much of the city, allowing them to move and work only within the Central Market district. Stangengrad's municipal offices and city square lie in the center of this district. The fortress housing the municipal offices is a crumbling structure built long before the settlement of Stangengrad. Its sprawling wings and rotting towers contain rooms no one has entered in decades, as well as catacombs that descend deep beneath the streets. In the Central Market, the business of Fennelstock & Upton has a reputation as a reliable source for items of power, as well as for employing experts at removing cursed items.

Stangengrad is home to several strange locales. Near the northwestern corner of the city stands the Tower of the Horns. No one currently living knows what lies beyond the black towers' locked doors, made of beaten bronze, but from sunset until dawn the hollow notes of the towers'





horns echo across the city each hour. In the southern slums, a decaying warehouse disguises the anomaly known as the Gears, a massive clockwork mechanism of mysterious origin and purpose, larger than a house and filled with twisting corridors and rooms. Some suggest that the Gears is a massive dormant mechanical golem, while others believe the device is a clock counting down to some unknown doom, a prison for some otherworldly entity, or simply a very old and extensive folly built by a wealthy eccentric. Adjacent to the city's western wall stands the estate of the Uberholt family. The Uberholts have long allowed the city to use portions of their estate as burial grounds for the war dead. Unsurprisingly, the family has gained an unsavory reputation as possible ghouls or necromancers. Exploring the city incognito, I encountered many sites with macabre histories (far more than typical for a city of Stangengrad's size), and the locals always seemed to have the time and inclination to share tales of these places.

Large numbers of Dead Man's Campaign veterans make their home in Stangengrad. In the last three years, increasing numbers of these veterans have disappeared, only to be found dead of unknown causes, the blood in their veins turned black and thick. The city watch refuses to pursue the matter, claiming the deaths and disappearances are not a criminal matter. Speaking with veterans I encountered, the former soldiers spoke of having "brought something back from the front" and of repeatedly seeing figures they called "the jittermen" following them in the distance.

### Where to Stay in Stangengrad

With their movements restricted to the Central Market district, outsiders will probably find their way to the Broken Bauble (common quality rooms, common quality meals), located just off the square. The Bauble has a genteel reputation as Falkovnian businesses go. The proprietors are said to pay a handsome kickback to the Stadtfuhrer to keep soldiers out of their establishment. The rooms are hardly spectacular, but spacious and relatively clean. Rumors claim that a black market in magic items runs through the Bauble, though my own inquiries produced only an unremarkable array of trinkets.

**Stangengrad (small city):** Conventional; AL NE; CL 7  
15,000 gp limit; Assets 4,875,000 gp; Population  
6,500; Isolated (human 95%, halflings 1%, half-elves  
2%, other 2%).

*Authority Figures:* Stadtfuhrer Iones Furcht, male  
human Ftr16; Wachekapitan Lana Dusklicht, female  
human Ftr11.

*Important Characters:* Sardonicht the Obese (mer-  
chant lord), male human Exp7; General Falkfuhrer Pol  
Amarant (director of the Stangengrad Military Acad-  
emy), Arit/Ftr15/Rog4; Keldresh One-Eye (veterans  
leader), female human Ftr8/Rog4.

### Morfenzi

Called the Butchers' Burg for its slaughterhouses and leatherworks, Morfenzi lies in northwestern Falkovnia where the Seelewald Road meets the West Timori Road. A densely packed, walled settlement of midnight black stone and timber, Morfenzi is the region that produces Falkovnia's finest livestock. Thus, livestock industries from breeding to herding to butchering to leatherworking make up the city's central industries. Breeding stock from Morfenzi lines of cattle, hogs, sheep, and chickens are considered the best in Falkovnia and, some say, beyond the borders of the realm. Due to the historical influence of these animals over the town's development, the residents of Morfenzi place knee-high statues of cows, sheep, chickens, or pigs on the doorsteps of their homes and businesses as signs of gratitude. Each night, these totems are brought indoors and given a place of honor within the house to ensure that the spirits continue to bless Morfenzi's residents. A larger version of these statues stands beneath the arches of the Speaking Tower in the town center. Morfenzi's tanneries and slaughterhouses lie at the southeastern edge of the town, allowing the businesses to dump waste products more easily into the Grashen River. The West Timori Road passes through the north end of town, with the city square and the Morfenzi barracks lying just south of the road. Beyond the barracks, the Seelewald Road leads south to Aerie.

Unfortunately, stinking mounds of dung and puddles of animal blood generated by Morfenzi's traditional industries clog the streets. The city's air is heavy with the choking stench of tanneries and clouds of well-fed flies. Because of this waste and the proximity of large quantities of livestock, diseases present an even greater problem in Morfenzi



than in other Falkovnian cities. The clogged drainage system is inadequate, siphoning off only the smallest portion of the city's filth. In addition, a beast known as the Dark Lurker of Morfenzi has taken residence in the sewage tunnels, appearing at night as a dark humanoid form that prowls near entrances to the drains. Additional reports of luminescent green tentacles bursting from drains and wells at night have only increased fears regarding the city's drainage tunnels. In hopes of ridding his city of this menace, Stadtfuhrer Theodorn has written to Van Richten's heirs, the Weathermay-Foxgrove twins, who previously unearthed the alchemical nature of one of Morfenzi's sensational "Morfenzi murderers," for aid.

Once, Morfenzi was a much more prominent community, receiving trade from G'henna, Tepest, and Nova Vaasa along the West Timori Road and ushering it westward. Following the Great Upheaval, this vital trade route was destroyed and the town's fortunes suffered. Remnants of the West Timori Road's days as a trading route equal to the Svalich Road remain evident as the deteriorating eastward portion of the road can still be followed to the edge of the Shadow Rift. Aside from the Vulchardtweache, the crumbling fortress that watches over the former G'hennan border crossing, little save dark forest and rocky hill lies in that direction today.

### **Dread Possibility: The Morfenzi Murders**

The reputation of Morfenzi and the surrounding area has suffered due to the frequency of violent, sadistic murders within the city's limits. Marked by little save the killer's sheer joy in the act of murder, the Great Detective Alanik Ray has labeled these crimes "Morfenzi murders." While Morfenzi murders occur elsewhere without connections to the city of Morfenzi, a substantial number of Morfenzi murderers are inexplicably found to have lived in or visited Morfenzi in the recent past. One of the most infamous of such murderers was Bathros Feldspur, a native of Morfenzi who served as a city guardsman in Silbervas. Feldspur beheaded 24 of his fellow guards and donated soups made of their remains to the city's charitable institutions before his apprehension and execution for his crimes.

Behind the mask of the Morfenzi murders lies the Lustmorde, a cadre of killers joined by a lust for murder. Introduced to murder by a demonic presence known as the Tsvtieyft Schattendertodd, a name that translates loosely as "the Second (or Deeper) Shadow of Death," the Lustmorde seeks only to explore its new freedom and expose new devotees in this savage joy. Meetings are irregular and rare, but on occasion several Lustmorde gather in an abandoned place in Morfenzi to contact the Tsvtieyft Schattendertodd and direct the entity to its newest pupils. No outward signs betray the nature of the Lustmorde. Members identify their fellows by the psychic mark of the Tsvtieyft Schattendertodd, a taint that only members perceive as glowing red eyes and a blurred form. Lustmorde members do not prey upon each other because of their shared bond consisting of the mental touch of their demonic master, but most refuse to aid each other.

In truth, Tsvtieyft Schattendertodd is a tenebris, an incorporeal fiend with talents for possession and corruption, summoned into Falkovnia shortly after the domain's formation. Tsvtieyft Schattendertodd has roamed northeastern Falkovnia ever since, favoring the town of Morfenzi. The Lustmorde embodies the fruits of his corruption, and he delights in spreading their wickedness. The fiend's phylactery is a globe of black glass, hidden in a deep cave outside Morfenzi. Tsvtieyft Schattendertodd possesses a reality wrinkle of 1000 feet, with the land-based powers poison touch (Borca), rage (Falkovnia), geas (Sea of Sorrows), and deeper darkness (Shadow Rift), and seven Corruption Points.





## Where to Stay in Morfenzi

Frequented by local drinkers, the Butcher's Leathers (common quality rooms, common quality meals) is a cut above most Falkovnian inns. Its popularity rests in the boisterous atmosphere of its common room, nightly music, a broad selection of Falkovnian ales, and the aroma of a half-dozen cooking meats that greet hungry visitors as they walk through the inn's doors. The owner, Vorst Grunheist, a retired adventurer of advanced years, works to keep his house in good spirits and to aid his hometown when he can. Idle rumor holds that Grunheist returned from his years abroad with a sizable horde that he has hidden somewhere in the cellars of the inn. Whatever the case, Grunheist manages to keep the city authorities appeased, no mean trick in this land.

**Morfenzi (small town):** Conventional; AL NE; CL 7  
800 gp limit; Assets 60,000 gp; Population 1,500;  
Isolated (human 94%, halflings 2%, half-elves 2%,  
other 2%).

**Authority Figures:** Stadtfuhrer Weistocht Theodorn,  
female human Ftr10; Wachekapitan Urislav Jurgens,  
male human Ftr8

**Important Characters:** Otus Waasdrau (merchants'  
guild leader), male human Exp7; Vorst Grunheist (inn  
keeper/ex-adventurer), male human Ftr6/Rog5

## Dread Possibility: Selberhas Aerie

This stone spire, 500 feet in diameter, towers 60 feet above the town. A winding set of tall, narrow steps proceeds up the sides of the spire, leading to a windswept knot of jagged outcroppings at the top. While the purpose and origin of the Selberhas Aerie are unknown, the landmark is ill-regarded by locals. Strange lights sometimes circle and weave about the tower's peak, but no other unusual phenomena have been reliably reported in connection with the aerie. Still, for as long as anyone recalls, the town guard has checked the bolts sealing the gates to Crucea's Park every six hours, insuring the peace of mind of Aerie's citizens. Though most who view the Selberhas Aerie do not realize the nature of the place, those with the ability to see ethereal resonance understand that the spire looms over Aerie's spirit world. Numerous ethereal doorways open off the winding stairs. Though any spirits of human aspect that frequent this place remain hidden, large winged spirit creatures fly forth at times from the ethereal Selberhas Aerie.

## Aerie

The southernmost city in Falkovnia, Aerie functions as an important trading center, serving as a gateway for goods from Lechburg, Sturben, and points south along the Svalich trade route. Due to this cosmopolitan influence and the town's relative distance from Lekar, Aerie remains comparatively open and hospitable. Ringed at a distance by a low wall of blond stone, Aerie possesses a more spacious layout than Falkovnia's other cities. Much of Aerie, however, is still a warren of filthy alleys, home to smugglers and thieves. At the center of Aerie lies Crucea's Park, a small, forested area ringed with a high stone wall; in the park's center lies Aerie's namesake, the Selberhas Aerie.

Despite its status as a center for trade, Aerie remains true to the Falkovnian spirit. The town's Stadtfuhrer, Igor Feiggein, is a man of inventive cruelty. Aerie's guardsmen are urged to follow Feiggein's penchant for cruelly inventive punish-

ments. Thus, in addition to the usual punishments found through the kingdom of the Hawk, Feiggein has reach new heights of barbarism. Some of his more memorable punishments include removing the eyes of a man convicted of usury and pouring molten gold into the sockets, stitching together the hands and feet of a bandit, and the slow flaying of a resistance fighter. Only the efforts of Wachekapitan Rattezenburg and Handelleutnant Truantheim keep the creative excesses of the Stadtfuhrer in check. Due to their efforts, Aerie manages to meet Drakov's prisoner quotas and keep merchants frequenting the city, despite Feiggein's excesses.

Aerie also serves as home to a selection of mediums, many of whom have gained deserved reputations in the occult community. Among the town's notable mediums are the automatic writer Silva Winterhearth, the sympathetic medium





Hildegren, and guide medium Fraulien Liebheldin of the House of Doors.

By entering a trance and allowing the spirits of the dead to enter her body, Silva Winterheart transcribes these entities' often disturbing words for her clients. Occultists with gold to spare may buy large books filled with pages of scribbled missives from the afterlife.

Once a companion of Dr. Rudolph Van Richten, Hildegren's talent allows her to receive psychic visions and impressions from the objects around her. On her most famous expedition, Hildegren accompanied Van Richten during the exploration of an unnamed castle, previously the long-time lair of an unknown fiend. Wiser and more cautious now, Hildegren continues to aid monster hunters throughout the Land of the Mists.

The young widow of the town's former chief trade officer, Liebheldin of the Door (nee Liebheldin Kriegling) continues unofficially to oversee much of the city's trade by aiding current Handelleutnant Truantheim. This is a secondary duty at best for the young medium, who spends her days watching over the House of Doors, the reputedly haunted manor left to her in her late husband's will. Through the many doors of the blocky fortress-like manor, Fraulien Liebheldin guides those she deems worthy into the spirit realm and guards against the things that attempt to enter this world through the House of Doors.

### Secret Society: The Veiled Palm

- Founded by the mediums of Aerie, the Veiled Palm is a network of mediums and psychics who try to aid seekers of light and truth in need of their talents. With the aid of magic spells and items of communication, initiates of the Veiled Palm can swiftly send word should someone need a certain member's unique talents. The Veiled Palm's members all possess legitimate supernatural abilities and zealously guard the group and the adventurers they work with against frauds. The Veiled Palm counts just over 30 members scattered throughout the Core.

### Where to Stay in Aerie

The Owl and Scythe (common quality rooms, common quality food) caters to traders from the southern Core. Brightly lit and spacious, the inn offers meals of *suaerktsvaust* and *schnitzelraust* with a selection of local beers. In the alleys of Aerie's north side, more foolhardy travelers can find the Kneeling Mage (poor quality food, poor quality rooms). This flea-ridden pit is the favored watering hole of the city's thieves and bandits; it also plays host to several fences and a large-scale rat-baiting den. As well, the Kneeling Mage is home to Scherttin, a ranger and avenger allied with the freedom fighters Gondegal and the Basilisk, and maintaining loose ties with some cells of the Freeman of Falkovnia.

**Aerie (large town):** Nonstandard; AL NE; CL 7; 3,000 gp limit; Assets 370,000 gp; Population 2,600; Isolated (human 74%, halflings 2%, half-elves 2%, other 2%).

**Authority Figures:** Stadtfuhrer Igor Feiggein, male human Ftr11; Wachekapitan Gottfried Rattezenburg, male human Ftr9.

**Important Characters:** Liebheldin of the Door (trade advisor/guide medium), female human Exp1/Rog3/Sor4; Handelleutnant Gerher Truantheim (city trade officer), Exp2/Ftr4; Oslo Knopf (crime lord), male human Rog10.

### Silbervas

The so-called Jewel of Falkovnia, Silbervas rests on the shores of Lake Kriegvogel. The city's buildings resemble the styles of Dementlieu and Richemulot, and its city walls are sturdy and tall, constructed of light gray stone trimmed with white and topped with crenellations. Silbervas stands upon a stony hill, with Drakov's summer palace, Silberkopf, at its peak. The northern and eastern faces of the hill are sheer cliffs, over which the city walls have been built. Thus, travelers must traverse the long stair between the Upper Hill Gate and Lower Gate to leave Silbervas by the Scythe's Highway; livestock and vehicles passing through the Hill Gates use an elevator platform powered by cranks and gnomish clockworks to reach the upper and lower levels.

The Scharhag River, a minor waterway that empties into Lake Kriegvogel, splits the city in two. The city square and municipal fortress rest upon







Faust Island, in the center of the Scharhag's course through Silbervas. The river flows out of the Nachtfliegen Woods that lie just northeast of the city. The Nachtfliegen Woods hold thousands of bats, which nightly rise in billowing clouds from the forest to eat the insects found over Silbervas and the nearby waterways. Unfortunately, citizens of Silbervas claim that monstrous lycanthropic bats also lurk within the woods, making the harmless bats unwelcome within the city.

Silberkopf, Drakov's summer palace, is a sprawling estate resembling a cross between a Falkovnian fortress and a palatial manor of Dementlieu. The luxurious summer mansion contains the greatest art treasures of Falkovnia; opulent furnishings fill every room. Several of Drakov's offspring usually inhabit the estate, but only during the summer months, when Drakov himself is in residence, does Silberkopf show its true face. The courtyard within which Drakov takes his dinners and observes his nightly executions is built with unusual acoustic properties. Because of this, the screams and moans

of Drakov's impaled victims echo across the city and the lake each evening.

The fishermen of Silbervas are intimately familiar with and dependent on Lake Kriegvogel. In addition to the dangers posed by Kriegvogel's bottomless nature, the citizens of Silbervas maintain that strange beasts in myriad forms lurk in the lake's depths. In 741BC, today called the Year of the Grey Wurm, a leviathan resembling a monstrous gray, winged eel rose from the lake, swallowing several of the boats upon the lake before rampaging through the city. Though the Grey Wurm was driven back into the lake, the citizens of Silbervas fear it may one day return or that Kriegvogel may someday disgorge more terrible horrors.

### Where to Stay in Silbervas

The Drowned Fisherman (common quality rooms, good quality meals), a fine establishment a stone's throw from the docks, was formerly known as the Dour Fisherman. Locals bestowed its current sobriquet when the inn's original sign, torn loose





during a vicious thunderstorm, was recovered a year later from the depths of Lake Kriegvogel in a fisherman's net. The atmosphere is a bit rough in the Fisherman, but the rooms are tidy and functional. True to the nautical theme, the inn offers the only palatable freshwater seafood available found in the realm.

**Silbervas (small city):** Conventional; AL NE; CL 7; 15,000 gp limit; Assets 4,350,000 gp; Population 5,800; Isolated (human 73%, halflings 2%, half-elves 2%, gnomes 1%, elves 1%, other 1%).

**Authority Figures:** Stadtfuhrer Lonz Schzonspiegel, male human Ari2/Ftr9; Wachekapitan Dante Marter, male human Ftr7.

**Important Characters:** Mircea Drakov (caretaker of Silberkopf), male human Ari3/Ftr1; Harborkapitan Silass Feuerhaupt, female human Exp2/Ftr5; Mousespeaker (sage), male human Exp12/Wiz 3.

## Parting Thoughts



alkovnia has all the traits of a rabid hound. It is a sickly, vicious, tightly wound mass of self-destructive lunacy, lunging at anything that moves. Vlad Drakov, simply put, is a wicked sadist of

the highest order and the most ridiculous fool to sit upon a throne in the entire Core. I need not make a case to my patron for his status as Falkovnia's dark master; Drakov does this well enough himself. Any attempt to subvert or overthrow the mercenary-kings hinges on the sponsorship of numerous, organized resistance movements, each with the savvy and the gall to stand up to the juggernaut of the Falkovnian military. Following a concerted rebellion and Drakov's removal, any weak monarch could clamber his way to the Falkovnian throne and would thereafter be easily removed. Aside from its formidable resources in the form of grain and arcane secrets, Falkovnia boasts a population accustomed to subjugation, one that could be molded to suit a ruler's needs.

As I turned my path toward the serene countryside of eastern Dementlieu, Falkovnia hung heavy on my breast. For all the bizarre terrors I have witnessed in my journeys, no sights have proved as disquieting as those of Falkovnia. I have found nothing to contradict my suspicions that a man with a blade is capable of greater cruelty than any vampire, werebeast, or fiend. If anything, they are strengthened. Whatever horrors its gilt façade of civic and cultural life might conceal, Dementlieu seems a paradise compared to the purgatory of bloody, rotten, cruel, wretched Falkovnia.

Regards,

S





# Attached Notes: DNI's Appendix

*'No song of bird nor any drone of bees,  
Nor light leaf lifted by the wholesome breeze:  
The air was stagnant all, and Silence was  
A living thing that breathed among the trees.  
'Conspiring spirits whispered in the gloom,  
Half-heard, the stilly secrets of the tomb.  
— Ambrose Bierce, "Can Such Things Be"*



This section offers new game material for the Dungeon Master to include in her campaign. If you are a player, you should stop reading now.

## New Magic



This section presents new cleric domains, spells, and magic items particular to the northern Core. Under certain circumstances, DMs may allow characters from outside the specified region special access to these magics.

### Spells

The following spells are most commonly found in the northern Core, though their use may have spread to other lands.

#### Bone Seizure

*Manipulate a victim's skeleton like a marionette.*

Necromancy [Evil]

Level: Sor/Wiz 4

Components: V, S

Casting Time: 1 action

Range: Medium (100 ft. + 10 ft./level)

Target: One living creature

Duration: Concentration (10 rounds)

Saving Throw: Fortitude negates

Spell Resistance: Yes

The caster seizes telekinetic control of the subject's bones, forcing the subject to perform one partial action per round. These may be physical actions only: walking, standing still, making attacks, and so forth. The subject can try to resist control; apply the subject's Strength bonus as a penalty to initiative, AC, attack rolls, and all Dexterity-based checks for every action she declares she's resisting. (So a +2 Strength bonus is treated as a -2 penalty to the above checks.) The subject moves in a stiff and jerking motion, and can still hiss out words and execute purely mental actions (such as casting a spell with no components). This spell cannot affect creatures without bones (or an exoskeleton) such as oozes, elementals, plants, incorporeal creatures, or most constructs.

Casting this spell requires a powers check.

#### Create Quasimancer

*Create a spellcasting undead minion.*

Necromancy [Evil]

Level: Clr 7, Sor/Wiz 9

Components: V, S, plus see text

Casting Time: One action, plus see text

Range: Touch

Target: One humanoid corpse or mindless undead creature

Duration: Instantaneous (see below)

Saving Throw: Will negates (harmless)

Spell Resistance: Yes

The caster transforms the target into an undead creature with the statistics and abilities of a standard wight (see the *Monster Manual*). This quasimancer is completely loyal to the caster.

At the time of casting, the caster can imbue the quasimancer with the ability to cast spells as a spellcaster of up to half the caster level. The caster must provide each spell to be conferred to the quasimancer, just as if he were crafting a magic item. The spellcaster must supply all the necessary time, components, and XP costs, and is subject to any applicable powers checks. The quasimancer's relevant ability score increases to the minimum needed to cast its highest-level spell.

When casting is complete, the quasimancer can cast each conferred spell at will as a spell-like ability. Once the quasimancer casts each spell, however, that spell is used up and cannot be regained, just as if the quasimancer was using a scroll. The quasimancer casts its spells at its effective caster level. When the quasimancer expends all of its spells, it reverts to its original state — either a corpse or a non-intelligent undead.

A quasimancer's Challenge Rating is 3 + quasimancer's effective caster level.

*Example:* An 18th-level wizard lich can create a quasimancer with spellcasting ability up to 9th level. The resulting quasimancer casts its spells (as spell-like abilities) as a 9th-level wizard. It has an Intelligence score of 19 and is CR 12.

Casting this spell requires a powers check.

#### Corpse Whisper

*Send telepathic commands to the undead.*

Necromancy [Mind-Affecting]

Level: Clr 3, Sor/Wiz 4

Components: S, M

Casting Time: 1 action

Range: Close (25 ft. + 5 ft./2 levels) and 1 mile

Target: One undead creature

Duration: 1 message or command/2 levels (no more than 24 hours) (D)

Saving Throw: Special (see below)

Spell Resistance: Yes

The spellcaster transmits a telepathic message or command to an undead creature within the spell's range. If the caster currently controls the







subject, it does not need to be within his line of sight. If the subject is non-intelligent and not under the control of any other creature, it receives no saving throw and must obey the command. Intelligent undead and undead under the control of other creatures can ignore the command with a successful Will save. Communication is one-way only; this spell does not grant the ability to hear the target's thoughts.

The spell establishes a link between the spellcaster and the targeted undead. Once contact is established, the caster can continue sending commands to the subject so long as it is within 1 mile (the subject does not need to remain within line of sight). Each message or command must consist of a single simple sentence. The spell wears off in 24 hours or when the commands are used up, whichever occurs first.

Casting this spell requires a powers check.

*Material Component:* A dead humanoid's tongue.

## Death Sight

*The subject sees dead people.*

Illusion [Phantasm]

**Level:** Sor/Wiz 3

**Components:** S

**Casting Time:** 1 action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Target:** One humanoid

**Duration:** 6 rounds

**Saving Throw:** Will negates

**Spell Resistance:** Yes

The subject sees every creature around her as a shambling, rotting undead corpse. The subject must make a Fear save in the first round and a Horror save in the following round. The DC for these saving throws is equal to that of this spell's Will save.

## Eyes of the Undead

*Scry through the senses of an undead creature.*

Necromancy

**Level:** Clr 3, Sor/Wiz 4

**Components:** V, S, M

**Casting Time:** 1 action

**Range:** Medium (100 ft. + 10 ft./level) and 1 mile

**Target:** One corpse or undead creature

**Duration:** 1 hour/level (D)

**Saving Throw:** Special (see below)

**Spell Resistance:** Yes

The spellcaster create a magic link between himself and any one corpse or undead creature within medium range. For the spell's duration, the caster can then see and hear through the subject's eyes and ears. Corpses and undead currently under the spellcaster's control do not receive a saving throw. Once cast, he can continue to see and hear everything the subject senses so long as it is within 1 mile (the subject does not need to remain within line of sight). This spell does not grant the caster any control over a targeted undead creature's actions.

*Material Components:* A dead humanoid's eye and ear.

## Locate Mark

*Sense the direction of your personal runes.*

Divination

**Level:** Sor/Wiz 2

**Components:** V, S

**Casting Time:** 1 action

**Range:** Long (400 ft. + 40 ft./level)

**Area:** 400 ft. + 40 ft./level radius circle, centered on caster

**Duration:** 1 minute/level

**Saving Throw:** None

**Spell Resistance:** No

The spellcaster senses the direction of all his arcane marks that lie within the area of effect. This spell can find only those arcane marks that the caster has inscribed; it cannot detect those created by other spellcasters. This spell is blocked by lead.

## Reanimate

*Bestow unnatural life upon the dead.*

Necromancy [Evil]

**Level:** Sor/Wiz 6

**Components:** V, S, M

**Casting Time:** 1 action

**Range:** Touch

**Target:** One corpse

**Duration:** Permanent

**Saving Throw:** Will negates

**Spell Resistance:** Yes

The spellcaster reanimates the corpse of a single corporeal, once-living creature as a construct. The corpse must be largely intact; severed limbs must first be sewn back on, and gaping wounds must be sutured shut. This spell does not grant control over the reanimated subject; the caster must gain its trust by other means.

The reanimated subject retains all memories, class levels, and abilities, but its type changes to "construct." It can no longer gain XP or class levels.



The subject appears alive on a cursory examination, but its cosmetic wounds never heal, including the wound that originally took its life. Curing magic has no effect, but the reanimated does regain hit points “naturally” at the standard rate as its animating force replenishes itself. As a construct, the reanimated has no Constitution score.

Upon reanimation, the subject must make a Madness save with a DC of 30 – caster level. In addition to the standard effects of a failed Madness save, the alignment of a subject who fails this save permanently shifts toward chaotic evil as follows: Minor effect = 1 step; Moderate effect = 2 steps; Major effect = 3 steps.

Casting this spell requires a powers check.

**Material Component:** Glands from a creature capable of generating an electrical charge, such as an electric eel or shocker lizard.

## Steal Vitality

*Drain youth from one creature to bestow on another.*

Necromancy [Evil]

**Level:** Sor/Wiz 6

**Components:** V, S, M

**Casting Time:** 1 action

**Range:** Close (25 ft. + 5 ft./2 levels)

**Target:** Two living creatures

**Duration:** 1 round/level (D)

**Saving Throw:** Fort negates

**Spell Resistance:** Yes

The spellcaster opens a channel of necromantic energy between two living creatures — himself and one other, or two separate beings. This spell cannot affect ageless creatures such as constructs, elementals, fey, outsiders, or the undead. Both subjects must be within the spell’s range, and the caster selects which is the victim and which the recipient. Each round the spell remains active, the victim withers as if having aged one year.

Assuming the recipient has never been the subject of this spell before, she grows healthier as if reclaiming one year of youth for every two years stolen from the victim (or six months for each year stolen). This aging affects only the subjects’ physical attributes (refer to the *Player’s Handbook*). Magical aging cannot affect a subject’s Intelligence, Wisdom, or Charisma. The spell automatically ends if either subject moves beyond the spell’s range.

Recipients can grow resistant to this spell. Keep track of the cumulative number of “stolen years” a creature receives in its lifetime, in incre-

ments equal to the age the creature would reach “Middle Age.” Each time the recipient reaches this increment she must receive one additional stolen year to grow younger by a year.

**Example:** After gaining a total of 35 stolen years, a human subject will receive only one year of restored youth per three years stolen from victims. If she receives a total of 70 stolen years, she requires four stolen years to regain one year (or one year to regain three months).

Casting this spell requires a powers check.

**Material Component:** A handful of sand, which runs out through the caster’s fingers.

## Magic Items

The magic items detailed below are found in the northern Core. Though they might be found elsewhere, their flavor is best suited to that area when first encountering them.

**Anvil of Darkness:** Azalin created the *anvil of darkness* to facilitate the manufacture of his creation, the dread guards (see *Monster Manual II*). The anvil must be forged from the remains of a slain iron golem, with an iron golembane scarab set at the anvil’s heart when the anvil is cast (the market price below does not include the cost of these special materials). The anvil must then be enchanted before its metal cools.

Once the *anvil of darkness* is complete, any masterwork suits of heavy armor forged on it and then assembled will automatically animate as dread guards. This requires a successful Craft (armorsmithing) check (DC 25) and the expenditure of 800 XP per suit. (Using an *anvil of darkness* bypasses the other requirements listed in *Monster Manual II*). Only one armorsmith may craft each suit, and only a single person can use the anvil at a time. Newly created dread guards regard their creator as their “master,” but the master can pass the title to someone else. If an *anvil of darkness* is destroyed, all dread guards created upon it immediately collapse into mundane piles of armor.

**Caster Level:** 15th; **Prerequisites:** Craft Arms and Armor, Craft Wondrous Item, *dimensional anchor*, *fabricate*, *geas/quest*, *polymorph any object*, *iron golem remains*, *iron golembane scarab*; **Market Price:** 162,000 gp; **Weight:** 600 lb.

**Talon Bracers:** These metal wristbands are issued to each soldier who joins Drakov’s Talons. The bracers are welded shut during the initiation ceremony, ensuring that they are never removed. *Talon bracers* grant their wearer Spell Resistance 12





and hone his mind, granting a +2 morale bonus to Will saves and a +4 competence bonus to Sense Motive checks. However, each set of bracers also insidiously charms its wearer: Talons are always utterly loyal to Vlad Drakov.

*Caster Level:* 12th; *Prerequisites:* Create Wondrous Item, bestow curse, charm person; *Market Price:* 4,000 gp.

### Falkovnian Talon Armor

This non-magical masterwork full plate armor is specially crafted for each of Vlad Drakov's Talons. Each suit has a highly stylized design reminiscent of fiendish birds of prey. The helm's front has the curving shape of a wicked screaming raptor, while a collection of long, thin metal "plumes" extend from its back. These plumes clang against one another, creating a sound like a frenzied melee. They are also designed to snap when struck and are easily replaced. The gauntlets bear sharp, curving talons that function as spiked gauntlets.

Though slightly heavier than normal (60 lb.), Talon armor offers the standard AC bonus for full plate (+8 AC). It also imposes a -6 circumstance penalty to Move Silently checks (in addition to its -5 armor check penalty), but grants a +4 circumstance bonus to Intimidate checks (+8 vs. Falkovnians).

The armor is not commercially available, but there are whispers that a few suits, gained through nefarious means, may be had for the right price. Anyone who dons the armor while not in service to Vlad Drakov is certain to face the unbridled wrath of the Talons, should he be exposed.

### Artifact

**The Rift Spanner:** This major artifact was created by the night hag, Styrix. In 684 BC, Azalin called a night hag from the Lower Planes in hopes that he could tap into the outsider's understanding of planar travel to find a way out of Ravenloft. Unfortunately, Styrix proved to be just as trapped as the lich was. Azalin sponsored her research for months, to no avail. Azalin eventually lost interest and cast Styrix out of Avernus.

Unbeknownst to the lich, Styrix had sworn two private oaths on the night that she was bound: first, she would escape from the Lands of Mist; second, Azalin would know of her escape, yet be unable to follow.

Assuming the guise of a harmless old woman, Styrix settled in Martira Bay and started her research in earnest. Working alone, she spent decades furthering her knowledge of Ravenloft's planar fabric... perhaps secretly guided by the Dark Powers themselves. In 738 BC, Styrix finally developed the key to her escape: *The Rift Spanner*. She spent almost a year constructing it in a huge, damp cavern beneath the ruined manor that she calls home. Styrix has charged the artifact's power source cautiously ever since, balancing its needs against the risk of discovery — and against her own ravenous appetite.

With a framework reminiscent of an open brass pyramid, *The Rift Spanner* measures some 8 feet to a side. An *iridium orb*, 5 feet in diameter and pulsing with the energies it contains, is suspended at the pyramid's heart. It hangs above three brass seats, each suitable for human-shaped creatures and equipped with strong leather restraints. A small bank of bizarre controls, which connects the framework to the orb and seats, provides *The Rift Spanner* with two essential functions.

**Energy Drain (Su):** When the controls are thrown in one particular configuration, the orb tears the life force from any living creatures sitting in the brass seats. A strapped-in subject receives no saving throw; all of his levels are drained instantly, leaving behind a lifeless husk. If a subject is not restrained, he may strain against the energy draining effect and try to throw himself clear. On a successful Fortitude save (DC 18), the subject gets loose having acquired only a number of negative levels equal to half his character level. The energy drain is essential to power *The Rift Spanner* for its primary function.

**Plane Shift (Su):** By triggering its unique capability, *The Rift Spanner* is designed to puncture the planar fabric of Ravenloft itself. This journey has three phases: dematerialization, transit, and rematerialization. Each phase requires a d% roll against the total number of levels contained within the *iridium orb* (thus, if the orb has drained a total of 63 levels, each phase has a 63% chance of success). The breach aborts if any phase fails, and *The Rift Spanner* and its occupants return to their point of origin instantly. If all three phases succeed,



the artifact can travel to any destination just like a standard *plane shift* spell unfettered by the restrictions of the Dark Powers. Any darklord aboard the artifact is automatically left behind when *The Rift Spanner* dematerializes.

Whether successful or not, any attempt to use this capability drains the *iridium orb* completely. Regardless of plane shifting, the orb loses one level from its total "charge" per day. The orb can be overcharged, but each trapped level beyond 100 creates a cumulative 1% chance that *The Rift Spanner* will destroy itself in a massive burst of positive energy when its *plane shift* function is activated. The resulting blast would utterly anni-

hilate everything within 300 feet (no saving throw). Everything beyond this point, up to 3,000 feet distant, receives a Fortitude save (DC 20) to avoid annihilation. If successful, the subject suffers 30d6 points of damage instead. *The Rift Spanner* automatically explodes if the orb is ever overcharged to contain 200 or more levels.

Styrix theorizes that if the fully overcharged artifact were detonated at the very heart of Necropolis, the resulting explosion could possibly neutralize the Shroud that hangs over the Slain City. This is merely idle conjecture on her part, since such altruism is utterly alien to her nature.

Charging *The Rift Spanner* requires a powers check.

## New Monsters

This section presents monsters known to roam the lands of the northern Core.

### Birds, Dread

	<b>Corvus Regis (King's Raven)</b>	<b>Zweifalk</b>
	<b>Tiny Magical Beast</b>	<b>Tiny Beast</b>
<b>Hit Dice:</b>	1/2d10 (2 hp)	2d10+2 (13 hp)
<b>Initiative:</b>	+2 (Dex)	+3 (Dex)
<b>Speed:</b>	10 ft., fly 40 ft. (average)	10 ft., fly 60 ft. (average)
<b>AC:</b>	14 (+2 size, +2 Dex)	18 (+2 size, +3 Dex, +3 natural)
<b>Attacks:</b>	Claws +5 melee	Claws +6 melee, 2 bites +1 melee
<b>Damage:</b>	Claws 1d2-4	Claws 1d4-2; bite 1d3-2
<b>Face/Reach:</b>	2 1/2 ft. by 2 1/2 ft./0 ft.	2 1/2 ft. by 2 1/2 ft./0 ft.
<b>Special Attacks:</b>	—	Eye pluck
<b>Special Qualities:</b>	—	Darkvision 90 ft.
<b>Saves:</b>	Fort +2, Ref +5, Will +2	Fort +4, Ref +6, Will +2
<b>Abilities:</b>	Str 2, Dex 15, Con 10, Int 12, Wis 14, Cha 10	Str 6, Dex 17, Con 12, Int 2, Wis 14, Cha 6
<b>Skills:</b>	Appraise +6, Diplomacy +6, Listen +6, Search +5, Spot +6	Listen +8, Search +4, Spot +16
<b>Feats:</b>	Flyby Attack, Weapon Finesse (claws)	Weapon Finesse (claws, bite)
<b>Climate/Terrain:</b>	Temperate forest, hill, plains, and mountains (Darkon)	Temperate forest, hill, plains, and mountains (Falkovnia)
<b>Organization:</b>	Solitary or unkindness (5-20)	Solitary or mated pair
<b>Challenge Rating:</b>	1/2	3
<b>Treasure:</b>	Standard coins and goods, no items	None
<b>Alignment:</b>	Always lawful neutral	Usually chaotic neutral
<b>Advancement:</b>	1-2 HD (Tiny)	3-4 HD (Tiny), 5-6 HD (Small)

### Corvus Regis (King's Raven)

Shortly after Azalin assumed the mantle of darklord of Darkon, a flock of ravens presented themselves to him and offered their services. Azalin has utilized them (and their descendants) ever since as spies and messengers.

A gift from the Dark Powers, king's ravens are physically identical to common ravens, but are proud, highly intelligent, and capable of speech. Like their mundane kin, king's ravens are fond of glittering treasures, which they use to adorn themselves and their nests. King's ravens obey Azalin







without complaint, but Azalin's other servants must typically bargain with the birds, trading gems or bits of jewelry for cooperation.

#### Combat

King's ravens avoid combat whenever possible. Few adventurers would even think to attack them, for these birds reveal their keen intellects only to Azalin and his minions. When they must fight, king's ravens seldom try to harm creatures larger than themselves. Instead, they often swoop in, attempting to pluck items away from their foes (requiring a disarm attack) before returning to their lofty perches.

### Zweifalk

Zweifalk are a breed of two-headed hawks found in Falkovnia. Fierce and wild by nature, zweifalk are savage and efficient hunters known for tearing to shreds the animals they hunt in order to gorge on their prey's heart. Zweifalk are extremely territorial and only a mated pair will share the same hunting grounds. A zweifalk will attempt to drive away any interlopers who enter the raptor's hunting areas, often employing surprisingly cunning tactics.

Infant zweifalk can be trained as hunting birds, but the process takes a great deal of time, and each hawk's training is tailored to the single master it will serve in its lifetime. More than one hawkmaster has been blinded or killed by poorly trained birds. If properly trained, zweifalk can exhibit the loyalty and intelligence of a well-trained, if vicious, dog.

#### Combat

Zweifalk favor swift, savage hit-and-run attacks as they attempt to rip and gouge at their enemies. Zweifalk frequently target vulnerable areas such as eyes and ears, taking ruined pieces of their prey to a safe, high location to eat.

**Eye Pluck (Ex):** If a zweifalk deals a critical hit with a claw or bite attack, it plucks the victim's eye out of its socket. This blinds the eye and applies a -2 penalty to Dexterity checks, Reflex saving throws, and Dexterity-related skill checks. See the *Dungeon Master's Guide* for specifics. A creature





that loses all its eyes is blinded. Only the *regeneration* and *heal* spells can cure this form of blindness.

**Skills:** Zweifalk gain a +8 racial bonus to Spot checks.

## Golem, Dread

The following rules supersede those presented in the *Ravenloft Campaign Setting*.

**Skills:** At their creation, dread flesh golems receive a number of skill points equal to their Intelligence score. These skill points represent the lingering abilities retained in the golem's myriad parts. All dread golems receive 2 + Intelligence bonus skill points per Hit Die gained as a result of advancement in monster levels (see "Advance-

ment" in the *Monster Manual*). These skill points are usually spent on ranks in physical, animalistic skills. Only the following skills are class skills for dread golems: Climb, Hide, Jump, Listen, Move Silently, Spot, Swim, and Wilderness Lore. Constitution-based skills use the golem's Charisma modifier.

**Feats:** Dread golems receive 1 feat per 4 Hit Dice gained from monster levels.

**Advancement:** As base construct. In extraordinary circumstances, a dread golem can advance by character class, gaining all the accompanying benefits of acquiring a level, including skill points and feats. Regardless of class, a dread golem's Hit Die type is always d10. Dread golems are limited to non-spellcasting classes, however, including barbarian, fighter, monk, rogue, commoner, expert, and warrior. Dread golems have no favored class.



## The Green Maiden

(Advanced Pseudonatural Nymph)

Medium-size Outsider

<b>Hit Dice:</b>	8d8 (35 hp)
<b>Initiative:</b>	+1 (Dex)
<b>Speed:</b>	30 ft., swim 20 ft.
<b>AC:</b>	11 (+1 Dex)
<b>Attacks:</b>	Bone spike +5 melee, 1 bite (alternate form only) +1 melee
<b>Damage:</b>	Bone spike 1d4; bite 1d6
<b>Face/Reach:</b>	5 ft. by 5 ft./5 ft.
<b>Special Attacks:</b>	Blinding beauty, unearthly beauty, spell-like abilities, disease touch, true strike
<b>Special Qualities:</b>	Acid and electricity resistance 15, damage reduction 5/+2, SR 16, alternate form
<b>Saves:</b>	Fort +1, Ref +4, Will +8
<b>Abilities:</b>	10, Dex 13, Con 10, Int 16, Wis 17, Cha 19
<b>Skills:</b>	Animal Empathy +10, Escape Artist +7, Heal +9, Hide +7, Knowledge (nature) +7, Listen +11, Move Silently +7, Sense Motive +9, Spot +11
<b>Feats:</b>	Ability Focus (unearthly beauty), Alertness, Dodge, Iron Will
<b>Climate/Terrain:</b>	Any land
<b>Organization:</b>	Solitary
<b>Challenge Rating:</b>	9
<b>Treasure:</b>	None
<b>Alignment:</b>	Always chaotic evil





Summoned by a long dead sorcerer, the creature known as the Green Maiden harbors within her the source of the pseudonatural infection that plagues Falkovnia's wildlife. Hailing from one of the Far Realms, the Green Maiden now finds herself trapped in the Land of the Mists, unable to return to whatever odd realm she calls home. She roams the forests of Falkovnia, spreading disease and chaos in her wake.

The Green Maiden resembles a humanoid female of unnatural beauty such that any who see her are struck blind with awe and tremble with fear or sometimes die outright.

## Combat

Like most nymphs, the Green Maiden prefers to avoid physical combat, but uses her bone spike to attack when necessary. Otherwise, she relies on her beauty to devastate any intruders. The Green Maiden possesses an alternate form that contrasts horrifically with her nymphly beauty. This form resembles a mass of coiled vegetation topped by a bulbous head possessing a gaping, sharp-toothed maw.

**Blinding Beauty (Su):** A continuous ability that affects all humanoids within 60 feet, this power forces those who look directly at the Green Maiden to succeed at a Fortitude save (DC 15) or suffer permanent blindness as though affected by the *blindness* spell. The Green Maiden may suppress or reactivate this ability as a free action.

**Unearthly Beauty (Su):** The Green Maiden can use this ability once every 10 minutes. Anyone within 30 feet who looks directly at her must succeed at a Will save (DC 17) or die.

**Spell-Like Abilities:** Once per day, the Green Maiden possesses the ability to use *dimension door* as a 7th-level sorcerer. She may also cast druid spells as if she were a 7th-level druid (save DC 13 + spell level).

**Disease Touch (Ex):** Once per hour, the Green Maiden may attempt to inflict a pseudonatural infection upon a living creature through a melee touch attack. Statistics for the pseudonatural infection are:

Pseudonatural Disease — Contact, Fortitude save (DC 18); Incubation: 1 day; Damage: 1d4 temporary Constitution. After six failed saves, the infection's alien matter overwhelms the afflicted creature. The victim is essentially dead at this point, having become a creature native to the

horrifically alien Far Realms. It is an NPC under the DM's control, and is subject to the "pseudonatural creature" template found in the *Manual of the Planes*.

**True Strike (Su):** As the spell, but usable once per day. The Green Maiden may even attack concealed targets without the usual chance to miss that normally applies.

**Alternate Form (Su):** As a standard action, the Green Maiden may take the alternate form of a shapeless mass of vegetation that possesses a head-like appendage with a large mouth. In this form only, the creature has a bite attack that deals 1d6 points of damage to its victim.

## Lycanthrope, Sea Stalker

These monstrous werebeasts prowl the waters off the coast of the Sea of Sorrows, preying on marine life and sailors alike. In their animal form, sea stalkers resemble seals from afar, but combine fishlike traits such as scales and fins with stringy manes of hair and heads and forelimbs that often resemble those of mammalian predators such as lions or wolves. In humanoid form, sea stalkers tend to have small, low ears and matted hair.

**Denizens of Darkness** and the **Ravenloft Campaign Setting** contain full rules for Ravenloft's lycanthropes; the information below details the sea stalker only as it differs from other sample lycanthropes.

## Creating a Sea Stalker

"Sea stalker" is a template that can be added to any humanoid creature (referred to hereafter as the "character"). The character's type changes to "shapechanger." The sea stalker takes on the characteristics of a sea lion (see the *Monster Manual*), referred to hereafter as the "animal." A sea stalker uses either the character's or the sea lion's statistics and special abilities in addition to those set out below.

**Hit Dice:** See **Denizens of Darkness**.

**Speed:** Same as the character or animal, depending on which form the sea stalker is using. A sea stalker in animal form can drag itself 10 feet across the ground as a full-round action.

**AC:** See **Denizens of Darkness**.

**Attacks:** See **Denizens of Darkness**.

**Damage:** See **Denizens of Darkness**.

**Special Attacks:** A sea stalker retains all of the special attacks of the character or sea lion, depend-

ing on which form it is using, and gains those listed below unless noted otherwise.

**Lycanthropic Empathy (Ex):** A sea stalker can communicate and empathize with sea lions, as the standard lycanthrope. On the other hand, seals are markedly hostile toward sea stalkers, even those in humanoid form.

**Curse of Lycanthropy (Su):** Any humanoid hit by a sea stalker's bite or claw attack in animal form must succeed at a Fortitude save (DC 15, or DC 18 in Ravenloft) or contract lycanthropy. Lycanthropic triggers for sea stalkers are almost always tied to the sea, such as tidal cycles or immersion in seawater.

**Special Qualities:** A sea stalker retains all the special qualities of the character or animal and also gains those listed below.

**Alternate Form (Su):** Sea stalkers can shift into sea lion form as though using the polymorph selfspell (though their gear does not change). Sea stalkers have no hybrid form. Changing to or from animal form is a standard action. Upon assuming either form, the sea stalker regains hit points as if having rested for a day. A slain sea stalker

reverts to its humanoid form, although it remains dead. Separated animal parts retain their animal form. This shapeshifting ability can be difficult to control (see "Lycanthropy as an Affliction" in Appendix 3: Templates of the *Monster Manual*).

**Damage Reduction (Ex):** A sea stalker in animal form gains damage reduction 15/seal bone.

**Chemical Bane (Ex):** Sea stalkers are vulnerable to natural sponge.

**Saves:** See **Denizens of Darkness**.

**Abilities:** For a sea stalker in humanoid form, ability scores are unchanged. In animal form, a sea stalker's ability scores improve as follows: Str +8, Dex +2, and Con +6.

**Skills:** See **Denizens of Darkness**. In addition, Swim is always a class skill for sea stalkers.

**Feats:** Same as the character. Natural sea stalkers also have the Improved Control Shape feat (see Appendix 3: Templates in the *Monster Manual*).

**Climate Terrain:** Temperate and warm aquatic (Sea of Sorrows).

**Organization:** Solitary, pair, or pride (5–12).

**Challenge Rating:** Character level +6.

**Treasure:** Standard.

**Alignment:** Always neutral evil.

**Advancement:** By character class.





## Sample Sea Stalker

This example uses a 6th-level human fighter as the base creature.

### Morwyck, Sea Stalker Medium-Size/Large Shapechanger

<b>Hit Dice:</b>	6d10+12 (45 hp)
<b>Initiative:</b>	+1 (Dex); +2 (Dex) as sea lion
<b>Speed:</b>	30 ft.; swim 40 ft. as sea lion
<b>AC:</b>	16 (+1 Dex, +3 masterwork studded leather, +2 natural); 21 (-1 size, +2 Dex, +10 natural) as sea lion
<b>Attacks:</b>	dagger of venom +10/+5 melee or dagger of venom +8/+3 ranged; 2 claws+10melee, bite+5melee as sea lion
<b>Damage:</b>	dagger of venom 1d4+3 (plus poison); claw 1d6+7, bite 1d8+3 as sea lion
<b>Face/Reach:</b>	5 ft. by 5 ft./5 ft.; 5 ft. by 10 ft./5 ft. as sea lion
<b>Special Attacks:</b>	Rend, curse of lycanthropy as sea lion
<b>Special Qualities:</b>	Sea lion empathy, alternate form, chemical bane, damage reduction 15/seal bone
<b>Saves:</b>	Fort +10, Ref +6, Will +5
<b>Abilities:</b>	Str 17, Dex 13, Con 15, Int 11, Wis 10, Cha 8; Str 25, Dex 15, Con 21 as sea lion
<b>Skills:</b>	Climb +9, Intimidate +2, Listen +4, Search +4, Sense Motive +6, Spot +4, Swim +10; Listen +14, Search +8, Spot +14 as sea lion
<b>Feats:</b>	Blind-Fight, Cleave, Dodge, Improved Bull Rush, Improved Control Shape, Great Cleave, Mobility, Power Attack, Skill Focus (Sense Motive)
<b>Challenge Rating:</b>	12
<b>Alignment:</b>	Neutral evil

Morwyck is an imposing and taciturn man, standing nearly seven feet tall. He shaves his scalp, and his back is covered in elaborate tattoos. As a Kargat officer, he leads a small pack of sea stalkers that roams the straits of the Jagged Coast, seeking out smugglers and pirates. When they encounter a suspect ship, they wait for cover of darkness and slip onboard. If they discover incriminating evidence, they massacre and devour the crew, then set the drifting ship on a course toward Martira Bay. During the years of Azalin's absence, Morwyck served as Lady Kazandra's chief enforcer, and he remains one of her most trusted lieutenants.

## Combat

**Rend (Ex):** If Morwyck hits with both claw attacks in animal form, he latches onto his opponent's body and tears the flesh. This attack

automatically deals an additional 2d6+6 points of damage.

**Magic Items Carried:** *dagger of venom*

## The Slain

When the energy wave of the Requiem washed across Il Aluk, all life within two miles of the Grim Fastness was slain and reanimated as the walking dead, their intellect largely intact. To this day, any living creature that enters the Shroud must join the ranks of the Slain.

Apply the following templates to any character or creature killed by the negative energy of the Shroud; undead created through standard means still use the entries found in the Monster Manual.

The Slain speak whatever languages they knew in life.

## Creating the Slain

The following Necropolitan templates — “Ghoul,” “Shadow,” “Skeleton,” “Wight,” and “Zombie” — can be added to any corporeal aberration, animal, beast, dragon, giant, humanoid, magical beast, monstrous humanoid, shapechanger, or vermin (referred to hereafter as the “base creature”). The creature's type changes to “undead.” It uses all of the base creature's statistics and special abilities except as noted here.

**Hit Dice:** Increase to d12.

**Speed:** Same as the base creature, unless noted otherwise.

**AC:** See individual templates.

**Attacks:** See individual templates.

**Damage:** Some undead gain natural attack forms. If the base creature does not have the listed attack form, refer to the damage values in the table below.

## Undead Damage Values

Size	Damage by Type	
	Slam/Bite	Claw
Fine	1	—
Diminutive	1d2	1
Tiny	1d3	1d2
Small	1d4	1d3
Medium-size	1d6	1d4
Large	1d8	1d6
Huge	2d6	2d4
Gargantuan	2d8	2d6
Colossal	4d6	2d8



**Special Attacks:** See individual templates below. All saves have a DC of 10 + 1/2 Slain's HD + Slain's Charisma modifier, unless noted otherwise.

**Disease:** The Slain cannot spread nonmagical diseases or disease-like curses; all such diseases are eradicated within the Shroud. The Slain can spread magical diseases (such as mummy rot), but the undead's immunity to disease greatly mutes this ability within Necropolis.

**Special Qualities:** See individual templates below. All Slain gain the undead type.

**Alternate Form (Su):** The Slain lose any shapeshifting ability they possessed in life. A shapechanger killed by the Shroud is locked in whatever form it had when it died. Most shapechangers revert to their true form at death, and thus often reanimate in mid-transformation. This is most easily expressed by using the statistics of the true form while adding cosmetic details from another. The actual blast of the Requiem caused all shapechangers then present in the city to spontaneously transform, and as such most are now locked in twisted, hybrid forms.

**Undead:** Immune to mind-influencing effects, poison, sleep, paralysis, stunning, and disease. Not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage. Immune to effects requiring a Fortitude save, unless such effects specifically target objects.

**Saves:** Same as the base creature.

**Abilities:** See individual templates. As undead, the Slain have no Constitution scores.

**Skills:** See individual templates.

**Feats:** See individual templates.

**Climate/Terrain:** And land and underground (Necropolis).

**Organization:** Same as the base creature.

**Challenge Rating:** See individual templates.

**Treasure:** Same as the base creature, unless noted otherwise.

**Alignment:** Same as the base creature, at first. Due to the Shroud's corrupting influence, however, once a month a Slain must succeed at a Will save or have its alignment shift one step toward chaotic evil. This save DC is equal to the number of months since the last such failure.

**Advancement:** Same as the base creature.

## Ghoul, Necropolitan

Ghouls are feral and cunning predators that hunt in packs and preserve their own decaying bodies by feeding on the flesh of the dead, including their fellow Necropolitans. Ghouls must be of at least Tiny size.

**AC:** The base creature's natural armor improves by +2.

**Attacks:** A ghoul retains all the attacks of the base creature. If the base creature has a mouth, the ghoul gains a bite attack if it did not already have one. If the base creature has hands, the ghoul gains a number of claw attacks equal to its number of hands if it did not already have such attacks.

**Damage:** Ghouls have bite and claw attacks. If the base creature does not have these attacks, use the damage values in the table above. Creatures with natural attacks retain their old damage ratings or use the values listed in the Undead Damage Values table, whichever is better.





**Special Attacks:** A ghoul retains all the special attacks of the base creature (except as noted above) and also gains those listed below.

**Paralysis (Ex):** Those hit by a ghoul's bite, claw, or gore attack must succeed at a Fortitude save or be paralyzed for 1d6+2 minutes. Elves are immune to this paralysis.

**Create Spawn (Su):** If a humanoid killed by a ghoul is left uneaten, it rises as a ghoul itself in 1d4 days. Casting protection from evil on a body before the end of that time averts the transformation.

**Special Qualities:** A ghoul retains all the special qualities of the base creature unless noted otherwise and gains those listed below.

**Charnel Feasting (Ex):** Whenever a ghoul devours enough rotting flesh (see the Ghoul Feeding table, below), it heals 1 point of damage per Hit Die (as if it rested for a day). This is the only way for a ghoul to heal damage naturally.

**Turn Resistance (Ex):** A ghoul gains +2 turn resistance.

**AC:** 16 (+4 Dex, +2 natural)  
**Attacks:** Bite +9 melee, 2 claws +7 melee; or wire garrote +10 melee touch  
**Damage:** Bite 1d6+4 and paralysis, claws 1d4+2 and paralysis; wire garrote 1d8+4  
**Face/Reach:** 5 ft. by 5 ft./5 ft.  
**Special Attacks:** Paralysis, create spawn, sneak attack +4d6  
**Special Qualities:** Undead, evasion, +2 turn resistance  
**Saves:** Fort +1, Ref +13, Will +6  
**Abilities:** Str 18, Dex 18, Con —, Int 8, Wis 15, Cha 14  
**Skills:** Balance +7, Climb +9, Hide +10, Intimidate +5, Listen +7, Move Silently +10, Search +4, Spot +5, Swim +8  
**Feats:** Exotic Weapon Proficiency (garrote), Improved Initiative, Lightning Reflexes, Multiattack, Weapon Finesse (bite), Weapon Focus (garrote)  
**Challenge Rating:** 7

The Mists brought Salizarr to Il Aluk more than eight years ago. Until the Requiem, Salizarr was the undisputed master of Il Aluk's sewers: he killed anyone he encountered in his noisome home and occasionally even took victims from the city above. He became one of Il Aluk's most notorious bogeymen.

Although the Requiem changed Salizarr very little, it undeniably changed his sewer home. He must compete with the other ghoul packs for prey, and his garrote and sneak attacks are not as effective as before. He is cunning and malicious, however, and remains more than a match for those who share the sewers with him. His name is still synonymous with terror for Necropolis' inhabitants.

#### Combat

Salizarr uses a lethal length of wire studded with barbs and broken glass to attack his prey — or simply tears them apart with his claws and needle-like fangs. He is a master of ambush. Rules for garrote attacks are found in Song and Silence.

The Fortitude save against his paralysis attack has a DC of 15.

## Shadow, Necropolitan

Shadows are spirits composed of darkness and negative energy. They are largely similar to ghosts: both are the lingering spirits of the deceased, trapped on another plane, although shadows are trapped on the borders of the Plane of Shadow, not the Ethereal Plane. While travelers on the Plane of Shadow can interact with shadows as though they were alive, to most people, shadows are nothing more

### Ghoul Feeding

Ghoul's Size	Flesh Required
Tiny	1 lb.
Small	5 lb.
Medium-size	20 lb.
Large	40 lb.
Huge	75 lb.
Gargantuan	500 lb.
Colossal	2,000 lb.

**Abilities:** Increase from the base creature as follows: Str +2, Dex +4, Wis +4, and Cha +6.

**Skills:** Same as the base creature.

**Feats:** Ghouls gain Multiattack and Weapon Finesse (bite), assuming the base creature meets the prerequisites.

**Challenge Rating:** Same as the base creature +1.

### Sample Necropolitan Ghoul

This example uses a 2nd-level meazel rogue (see *Monsters of Faerun*) as the base creature.

**Salizarr, Necropolitan Ghoul**  
**Medium-size Undead**

**Hit Dice:** 6d12 (43 hp)  
**Initiative:** +8 (+4 Dex, +4 Improved Initiative)  
**Speed:** 30 ft.



than incorporeal silhouettes that thirst for the light and warmth of the living.

**Speed:** Shadows have a fly speed of 40 feet with good maneuverability. If the creature can already fly, use the higher speed, but its maneuverability is still good.

**AC:** The base creature's natural armor is unchanged, but applies only to opponents on the Plane of Shadow. Otherwise, the shadow's natural armor value is +0, but it gains a deflection bonus equal to its Charisma modifier or +1, whichever is greater.

**Attacks:** The shadow gains an incorporeal touch attack for each natural or unarmed attack the base creature possessed. If the base creature has any other attacks relying on physical contact, they can affect only shadow-walking foes.

**Damage:** See below.

**Special Attacks:** A shadow retains all the special attacks of the base creature (except as noted above) and also gains those listed below.

**Strength Damage (Su):** The touch of a shadow deals 1d6 points of temporary Strength damage to a living foe. Within the Shroud, this attack is bolstered to where it can affect even the undead. A living creature reduced to Strength 0 by a shadow dies.

**Create Spawn (Su):** Any humanoid reduced to Strength 0 by a shadow becomes a shadow under the control of its killer within 1d4 rounds.

**Special Qualities:** A shadow retains all the special qualities of the base creature unless noted otherwise and gains those listed below. Shadows with less than 3 Hit Dice cannot leave the surface onto which they were burned and thus can attack only those creatures that wander within their reach.

**Incorporeal:** Can be harmed only by other incorporeal creatures, +1 or better magic weapons, or magic, with a 50% chance to ignore any damage from a corporeal source. Can pass through solid objects at will, and own attacks pass through armor. Always moves silently.

**Turn Resistance (Ex):** A shadow gains +2 turn resistance.

**Abilities:** Unless interacting with other creatures or objects on the Plane of Shadow, a shadow is considered to have no Strength score. Increase other abilities as follows: Dex +4, Wis +2, and Cha +2.

**Skills:** Shadows receive a +8 racial bonus to Hide checks in shadowy areas.

**Feats:** Shadows gain Dodge, assuming the base creature meets the prerequisites.

**Challenge Rating:** Same as the base creature +1.

**Treasure:** None.

## Sample Necropolitan Shadow

This example uses a 4th-level human rogue as the base creature.

### Jadis Ranherdt, Necropolitan Shadow Medium-size Undead

<b>Hit Dice:</b>	4d12 (26 hp)
<b>Initiative:</b>	+4 (+4 Dex)
<b>Speed:</b>	Fly 40 ft. (good)
<b>AC:</b>	17 (+4 Dex, +2 deflection, +1 dodge)
<b>Attacks:</b>	Incorporeal touch +7 melee
<b>Damage:</b>	Incorporeal touch 1d6 temporary Strength
<b>Face/Reach:</b>	5 ft. x 5 ft./5 ft.
<b>Special Attacks:</b>	Strength damage, create spawn, sneak attack +2d6
<b>Special Qualities:</b>	Undead, incorporeal, evasion, +2 turn resistance, uncanny dodge
<b>Saves:</b>	Fort +1, Ref +8, Will +4
<b>Abilities:</b>	Str—, Dex 18, Con—, Int 18, Wis 13, Cha 15
<b>Skills:</b>	Bluff +9, Decipher Script +11, Diplomacy +9, Forgery +10, Hide +11*, Knowledge (local) +9, Knowledge (nobility and royalty) +7, Listen +8, Open Locks +7, Pick Pockets +11, Perform (clarinet, dance, harpsichord, violin) +6, Read Lips +11, Search +10, Sense Motive +8, Use Magic Device +9
<b>Feats:</b> Dodge,	Back to the Wall, Iron Will, Weapon Finesse (incorporeal touch)
<b>Challenge Rating:</b>	5

\*Jadis gains a +8 racial bonus to Hide in shadowy areas

Jadis is the daughter of Karl Ranherdt, the previous Baron of Il Aluk. Before the Requiem, Jadis' father was only a single step down from Lord Azalin himself, and Jadis herself was being groomed to replace him as baron. Then, Karl was executed by Death as a sign of the darklord's contempt for Azalin, and Jadis became an impotent shadow etched into the wall of her family's manor. The spoiled youth contained an indomitable will, however, and after months of effort, Jadis finally tore herself free of her prison. Since that momentous day, she has worked quietly from behind the scenes to depose Death and return to her rightful place as Baroness of Il Aluk.

### Combat

As far as the Necropolitans know, Jadis is still trapped in her manor. To maintain this illusion,





Jadis always attacks from behind when her prey is alone and she is sure of victory. So far, she has been lucky in her few assassination attempts, as most of her victims cannot tell one shadow from another. More often, she engages in subterfuge and spying than outright violence.

## Skeleton, Necropolitan

Skeletons, the animated bones of the dead, are the most common form of undead in Necropolis. Powerless peasants in life, they remain voiceless in death. For the obvious reason, the base creature must have a fully organized skeleton or exoskeleton.

**Speed:** Same as the base creature. If the base creature could fly, it loses that ability.

**AC:** If the base creature has a hard shell or carapace (such as a turtle or most vermin), it retains its original natural armor rating. Otherwise, the base creature replaces its original natural armor score with one based on its size: Tiny +0, Small +1, Medium-size +2, Large +3, Huge +4, Gargantuan +6, Colossal +10.

**Attacks:** A skeleton retains all of the attacks of the base creature, assuming that those attacks are made with bony limbs. If the base creature had hands, it gains claw attacks equal to its number of hands if it did not already have such attacks.

**Damage:** Skeletons have claw attacks. If the base creature does not have such attacks, use the damage values in the Undead Damage Values table, above. Creatures with natural attacks retain their old damage ratings or use the values on the Undead Damage Values table, whichever is better.

**Special Attacks:** A skeleton loses any attack forms produced through biological processes, such as poison, acid, disease, breath weapons, musk, blood drain, or the ability to swallow whole. The DM should rely on her discretion when determining which attack forms survive the loss of flesh. Also, see Mute below.

**Special Qualities:** The DM should follow the guidelines above when determining which special qualities are lost in undeath. A skeleton also gains the special qualities listed below.

**Immunities (Ex):** Skeletons have cold immunity. Because they lack flesh or internal organs, they take only half damage from piercing or slashing weapons.

**Mute (Ex):** A skeleton's vocal chords slough away, leaving the creature unable to vocalize in any

way, including speech, spells with verbal components, and most sonic attacks. A skeleton character can take Dust Tongue as a feat; this supernatural ability fully restores the skeleton's ability to vocalize. More powerful forms of skeletal undead do not require this feat.

**Abilities:** Increase from the base creature as follows: Dex +2.

**Skills:** Same as the base creature.

**Feats:** Skeletons gain the Improved Initiative feat.

**Challenge Rating:** Same as base creature -1.

## Sample Necropolitan Skeleton

This example uses a human 6th-level Fighter/6th-level Avenger (see *Van Richten's Arsenal*) as the base creature.

### Marasyk Huzak, Necropolitan Skeleton Medium-size Undead

<b>Hit Dice:</b>	12d12 (78 hp)
<b>Initiative:</b>	+7 (+3 Dex, +4 Improved Initiative)
<b>Speed:</b>	30 ft.
<b>AC:</b>	20 (+3 Dex, +5 breastplate, +2 natural)
<b>Attacks:</b>	Scythe +17/+12/+7 melee or 2 claws +16/+11/+6 melee
<b>Damage:</b>	Scythe 2d4+5 or claws 1d4+3
<b>Face/Reach:</b>	5 ft. x 5 ft./5 ft.
<b>Special Qualities:</b>	Undead, mute, immunities, resolve +6/ +2, intuition
<b>Saves:</b>	Fort +10, Ref +7, Will +5
<b>Abilities:</b>	Str 16, Dex 16, Con —, Int 11, Wis 7, Cha 12
<b>Skills:</b>	Climb +6, Gather Information +4, Knowledge (undead lore) +15, Search +3, Sense Motive +4
<b>Feats:</b>	Cleave, Courage, Endurance, Jaded, Power Attack, Sworn Enemy (undead), Weapon Focus (scythe), Weapon Specialization (scythe)
<b>Challenge Rating:</b>	11

Marasyk Huzak counted his life as over long before the Requiem. As he saw it, he had been killed along with his wife and children when a hideous undead monster rampaged through his house, and his life since constituted nothing more than a tortured search for vengeance. His search led him to Il Aluk, where he somehow lost his prey. Huzak became Undertaker of Il Aluk to bide his time until his foe reappeared, before becoming caught in the Requiem.

### Combat

Huzak wields a monstrous scythe in battle against any undead that he meets. Passing into undeath drove him insane; he is obsessed with



pursuing his duties as Undertaker, prowling the Great Cemetery for undead but never stepping outside its gates.

The DC for Huzak's Intuition ability is 16.

## Wight, Necropolitan

Negative energy flows strongly through the withered body of wights. They despise the living, draining life force not because they must but simply because they can. Most wights in Necropolis serve as Death's enforcers in the Unholy Order of the Grave.

**AC:** The base creature's natural armor improves by +4.

**Attacks:** A wight retains all the attacks of the base creature and gains a slam attack if it did not already have one.

**Damage:** Wights have slam attacks. If the base creature does not have this attack form, use the damage values in the Undead Damage Values table, above. Creatures with natural attacks retain their old damage ratings or use the values on the Undead Damage Values table, whichever is better.

**Special Attacks:** A wight retains all the special attacks of the base creature (except as noted above) and also gains those listed below.

**Energy Drain (Su):** Living creatures hit by a wight's natural attack receive one negative level. Note that regardless of the number of natural attacks the base creature may have, it can use its energy drain no more than once per round. See above for the DC of the Fortitude save to remove the negative level.

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

**Special Qualities:** A wight retains all the special qualities of the base creature, except as noted above. They gain turn resistance and damage resistance as indicated on the table below.

### Wight Turn Resistance and Damage Reduction

Hit Dice	Turn Resistance	Damage Reduction
1-4	+0	—
5-8	+0	5/+1
9-12	+1	10/+2
13+	+3	15/+3

**Abilities:** Increase from the base creature as follows: Str +4, Dex +2, Wis +2, and Cha +4.

**Skills:** Wights receive a +8 racial bonus to Move Silently checks.

**Feats:** Wights receive the Blind-Fight feat.

**Challenge Rating:** Same as the base creature +1.

## Sample Necropolitan Wight

This example uses a 5th-level human wererat fighter as the base creature. This wight is also a member of the Unholy Order of the Grave (see Report Two: Necropolis).

### Jacques Dauphant, Necropolitan Wight Medium-size Undead

<b>Hit Dice:</b>	5d12 (32 hp)
<b>Initiative:</b>	+6 (Dex)
<b>Speed:</b>	30 ft.
<b>AC:</b>	21 (+6 Dex, +2 leather, +3 natural)
<b>Attacks:</b>	Dire flail +8/+4 melee or slam +9 melee; bite +9 melee
<b>Damage:</b>	Dire flail 1d8+6/1d8+6; slam 1d6+4 and energy drain; bite 1d4+4
<b>Face/Reach:</b>	5 ft. x 5 ft./5 ft.
<b>Special Attacks:</b>	Energy drain, create spawn
<b>Special Qualities:</b>	Undead, damage reduction 15/silver, Death's child, rat empathy, scent.
<b>Saves:</b>	Fort +4, Ref +7, Will +2
<b>Abilities:</b>	Str 17, Dex 23, Con —, Int 12, Wis 15, Cha 17
<b>Skills:</b>	Climb +14, Control Shape +8, Handle Animal +7, Hide +10, Intimidate +5, Jump +8, Listen +10, Move Silently +9, Ride +10, Search +9, Spot +10
<b>Feats:</b>	Blind-Fight, Dodge, Exotic Weapon Proficiency (dire flail), Mobility, Multiattack, Power Attack, Two-Weapon Fighting, Weapon Finesse (bite), Weapon Focus (dire flail), Weapon Specialization (dire flail)

**Challenge Rating:** 6

Jacques Dauphant was born to a poor farmer outside Rivalis. He was seduced away from his simple life by a mercenary, and the errant farmer became a master of the dire flail. His skill at this unusual weapon attracted the interest of the Kargat, who felt he would make a valuable addition to their enforcers. Jacques was infected with lycanthropy and served the Kargat well until the Requiem. In the wake of that catastrophe, he swiftly joined the Unholy Order of the Grave.

### Combat

Dauphant is highly accomplished with the dire flail, his weapon of choice. The Requiem





trapped him in hybrid form, equipping him with a vicious bite and hammer-like fists. He is a flexible and canny combatant and will use any tactic to gain an advantage. Once he has his opponents at his mercy, he gloatingly taunts and tortures them.

**Energy Drain (Su):** Dauphant inflicts two negative levels with a successful slam.

**Rat Empathy (Ex):** Jacques receives a +4 racial bonus to checks when influencing rats and dire rats, and can communicate simple concepts and commands to them.

**Death's Child (Su):** See Report Two: Necropolis.

## Zombie, Necropolitan

Zombies are corpses reanimated by dark necromancy. Although the lack of bacteria prevents decomposition in Necropolis, zombies quickly wear their slack flesh from their bones, and rot soon sets in on those that leave the Shroud. Zombies make up nearly one third of Necropolis' population and can be deceptively intelligent.

**AC:** The base creature uses its original natural armor rating or gains one determined by its size, whichever is better: Tiny +0, Small +1, Medium-size +2, Large +3, Huge +4, Gargantuan +6, Colossal +11.

**Attacks:** A zombie retains all the attacks of the base creature and gains a slam attack if it did not already have one.

**Damage:** Zombies have slam attacks. If the base creature does not have this attack form, use the damage values in the Undead Damage Values table. Creatures with natural attacks retain their old damage ratings or use the values on the Undead Damage Values table, whichever is better.

**Special Attacks:** A zombie retains all the special attacks of the base creature, except as noted above.

**Special Qualities:** A zombie retains all the special qualities of the base creature, except as noted above, and gains those listed below.

**Partial Actions Only (Ex):** Zombies have poor reflexes and can perform only partial actions. Thus they can move or attack, but can only do both if they charge (a partial charge). Zombie spellcasters lack the coordination to cast any spells with a casting time longer than one action.

**Abilities:** Modify from the base creature as follows: Str +2, Dex -2, and Cha -2.

**Skills:** Same as the base creature.

**Feats:** Zombies gain the Toughness feat.

**Challenge Rating:** Same as the base creature.

## Sample Necropolitan Zombie

This example uses a 1st-level ogre mage expert as the base creature.

### Hadron Marquit, Necropolitan Zombie Large/Medium-size Undead

<b>Hit Dice:</b>	6d12+3 (42 hp)
<b>Initiative:</b>	+4 (Improved Initiative)
<b>Speed*:</b>	30 ft., fly 40 ft. (good) / 30 ft.
<b>AC*:</b>	18 (-1 size, +4 chain shirt, +5 natural) / 17 (+2 natural, +5 chainmail)
<b>Attacks*:</b>	Greatsword+9 melee / greatsword+4 melee
<b>Damage*:</b>	Greatsword 2d6+6 / 2d6+1
<b>Face/Reach:</b>	5 ft. x 5 ft. / 10 ft.
<b>Special Attacks:</b>	Spell-like abilities
<b>Special Qualities:</b>	Undead, flight, partial actions only, regeneration 2, SR 18
<b>Saves:</b>	Fort +4, Ref +1, Will +6
<b>Abilities:</b>	Str 24/13*, Dex 11, Con -, Int 16, Wis 17, Cha 20
<b>Skills:</b> Appraise	+4, Bluff +8, Concentration +7, Diplomacy +7, Gather Information +7, Listen +5, Profession (merchant) +7, Sense Motive +5, Spellcraft +5, Spot +5
<b>Feats:</b>	Improved Initiative, Skill Focus (Appraise), Skill Focus (Profession [merchant])

\*Numbers before the slash apply to Hadron in his natural form. Those after apply to his human form.

To most people, Hadron Marquit is a small, intense man devoted to the acquisition of money. In reality, the merchant is a magically disguised ogre mage. Status among ogre mages is measured by wealth; in life, Marquit was ruthlessly avaricious, and death has hardened this lust for power into an obsession that allows him to thrive among the apathetic merchants of Necropolis. Marquit will do literally anything and deal with anyone to turn a profit. He has jealously guarded his true nature only because he fears it will cut into his profits. In his natural form, Hadron is 10 feet tall, with pale blue skin, proud features, and short ivory horns.

### Combat

Hadron uses an ornate greatsword in battle, swinging it two-handed in human form and single-handed in his natural form. He wears specially crafted armor that functions as a chain shirt in his true form and chainmail as a human. He has survived any number of assassination attempts, and his memory is long and vicious.





**Spell-like Abilities:** At will — *darkness, invisibility*; 1/day — *charm person, cone of cold, gaseous form, polymorph self, sleep*. Hadron casts spells as a 9th-level sorcerer. The save DC is 15 + spell level.

**Flight (Su):** In his natural form, Hadron can cease or resume flight as a free action. While in gaseous form, he can fly at full speed with perfect maneuverability.

**Regeneration (Ex):** Hadron takes normal damage from fire and acid. He can reattach but not regrow severed body parts in 1 minute by holding the severed member to the stump. If his head is severed, it must be reattached within 10 minutes or he dies.

**Challenge Rating:** 8

## Vassalich

Vassaliches are the horrid servants of true liches, the masters of undeath. Many a mortal spellcaster has sought immortality or fostered a morbid fascination with death, but thankfully most of these villains lack the time, patience, or talent to follow the path to true lichdom. These lesser aspirants may enter into an unholy pact with a lich, gaining eternal life for the price of eternal servitude.

By their very nature, vassaliches are scheming, power-hungry creatures, willing to make any sacrifice to advance themselves. Vassaliches obey their masters perfectly at first, but obedience often chafes under the weight of time, and many vassaliches eventually come to plot against their masters — if their masters allow them to survive that long, of course.

Vassaliches are physically indistinguishable from true liches. Their flesh withers from their bones, and their empty eye sockets glow with pinpoints of hellish light. Many an adventurer has mistaken a vassalich for its more powerful master.

Vassaliches speak whatever languages they knew in life.

## Creating a Vassalich

“Vassalich” is a template that can be added to any humanoid creature (referred to hereafter as the “character”) that has undergone the ritual of creation (see *The Vassalich’s Phylactery*, below). The creature’s type changes to “undead.” It uses all the character’s statistics and special abilities except as noted here.

**Hit Dice:** Increase to d12.

**Speed:** Same as the character.

**AC:** The vassalich has +3 natural armor or the character’s natural armor rating, whichever is better.

**Damage:** Creatures without natural weapons gain a touch attack that uses negative energy to deal 1d4+3 points of damage to living creatures; a successful Will save (DC 10 + 1/2 vassalich’s HD + vassalich’s Charisma modifier) reduces this damage by half. Creatures with natural attacks can use their natural weaponry or use the touch attack, as they prefer.

**Special Attacks:** A vassalich retains all the character’s special attacks and also gains those listed below. Saves have a DC of 10 + 1/2 vassalich’s HD + vassalich’s Charisma modifier, unless noted otherwise.

**Fear Aura (Su):** Like their masters, vassaliches are shrouded in a dreadful aura of death and evil. Creatures of less than 5 HD must succeed at a Fear save or be affected as though by fear as cast by a sorcerer of the vassalich’s level, except that the creature is frightened, not panicked.

**Chilling Touch (Su):** Any living creature the vassalich touches must succeed at a Fortitude save or be slowed, as the spell, for a number of rounds equal to the vassalich’s Hit Dice. Remove paralysis or any spell that can remove a curse will restore the victim. The effect cannot be dispelled. This power works in conjunction with the vassalich’s damaging touch (see above).

**Spells:** The vassalich can cast any spells it could while alive, assuming it is still high enough in level to do so (see *Vassalich Characters*, below).

**Special Qualities:** A vassalich retains all the character’s special qualities and those listed below, and also gains the undead type

**Turn Resistance (Ex):** A vassalich has +4 turn resistance.

**Damage Reduction (Su):** A vassalich’s undead body is tough, giving the creature damage reduction 5/cold iron.

**Immunities (Ex):** Vassaliches are immune to cold, electricity, polymorph, and mind-affecting effects or spells.

**Saves:** Same as the character.

**Abilities:** Same as the character, but being undead, a vassalich has no Constitution score.

**Skills:** Vassaliches receive a +8 racial bonus to Hide, Listen, Move Silently, Search, Sense Motive, and Spot checks. Otherwise, same as the character.



**Feats:** Same as the character.

**Climate/Terrain:** Any land and underground.

**Organization:** Solitary or cadre (1–4 serving 1 lich)

**Challenge Rating:** Same as the character +1.

**Treasure:** Standard.

**Alignment:** Any evil.

**Advancement:** By character class. A vassalich cannot gain XP on its

automatically loses half of its total levels (thus, a 9th-level mortal would arise as a 4th-level vassalich), but otherwise retains all class abilities it had in life.

### The Vassalich Phylactery

Like its lich master, a vassalich stores its life force within a magic phylactery. Unless the phylactery is destroyed, the vassalich reappears 2d10 days after its apparent death.

Unlike liches, vassaliches do not create their own phylacteries. Creating a vassalich phylactery requires the Craft Wondrous Item feat, and the creator must be a lich. The phylactery usually takes the form of a small but precious gem, requiring a total of 10,000 gp and 400 XP to prepare. The phylactery has a caster level equal to that of its creator at the time of creation.

To create a vassalich, the lich must soak the phylactery in a lethal concoction similar to the brews many liches use to ritually end their mortal lives. The character then swallows the brew and the gem. Then, in its final moments of life, the character must consume some portion of the lich—perhaps a dribbling of ichor or a scrap of withered flesh. To survive the process, the character must have at least 2 sorcerer, wizard, or cleric levels (that is, the new vassalich must be at least a 1st-level spellcaster). If the character meets this



own, however; its master must donate XP to the servant, just as the master would expend XP to create a magic item. A vassalich that reaches 11th level and gains possession of its phylactery can become a true lich by creating a true phylactery (see “The Lich’s Phylactery” in Appendix 3: Templates of the *Monster Manual*).

### Vassalich Characters

The process of becoming a vassalich is an irredeemably evil act and can be undertaken only by the character’s free will. A new vassalich



requirement, she dies and rises again moments later as a vassalich, forever bound to her master.

The new vassalich spits up the gem into its master's waiting hand as one of its first acts of undeath. A lich typically conceals its minion's phylactery in a secure place, ensuring the creature's enslavement. Azalin keeps his collection of vassalich gems in a warded puzzle box, stored in the same chamber that houses his own phylactery.

## Sample Vassalich

This example uses a caliban Rog2/Wiz3 as the base creature.

	<b>Foedus, Vassalich</b> <b>Medium-Size Undead</b>
<b>Hit Dice:</b>	5d12 (32 hp)
<b>Initiative:</b>	+6 (+2 Dex, +4 Improved Initiative)
<b>Speed:</b>	30 ft.
<b>AC:</b>	16 (+2 Dex, +3 natural, +1 deflection)
<b>Attacks:</b>	Damaging touch +5 melee touch; or short sword +5 melee; or spells +4 ranged
<b>Damage:</b>	Damaging touch 1d4+3 (Will save for half) and chilling touch; short sword 1d6+3
<b>Face/Reach:</b>	5 ft. by 5 ft./5 ft.
<b>Special Attacks:</b>	Chilling touch, fear aura, sneak attack +1d6, spells
<b>Special Qualities:</b>	Undead, damage reduction 5/cold iron, evasion, familiar (Tiny snake), immunities, turn resistance +4
<b>Saves:</b>	Fort +1, Ref +6, Will +3
<b>Abilities:</b>	Str 17, Dex 14, Con 13, Int 14, Wis 11, Cha 8
<b>Skills:</b>	Climb +8, Disable Device +7, Hide +15, Knowledge (arcana) +6, Listen +13, Move Silently +15, Open Lock +7, Read Lips +7, Scry +6, Search +15, Sense Motive +8, Spellcraft +6, Spot +13, Tumble +7
<b>Feats:</b>	Improved Initiative, Scribe Scroll, Silent Spell
<b>Challenge Rating:</b>	6
<b>Alignment:</b>	Neutral evil

Foedus was born 40 years ago in Sidnar, son to a mage whose dark experiments tainted his unborn son — at birth, Foedus had deep crimson splotches across his skin and an odd number of useless, fleshy tentacles dangling from his back. In undeath, Foedus takes small comfort in knowing that his worst deformities are now peeling away. His father allowed his misshapen child to serve as a laboratory assistant, but he grew concerned when the resentful caliban demonstrated middling arcane talents. When Foedus' father refused to continue his son's

education, the caliban killed the old wizard, then presented himself to Azalin as a prospective student. Somewhat bemused, Azalin accepted the apprentice, eventually ensuring the caliban's loyalty with the "gift" of undeath.

Azalin considers Foedus to be highly expendable, but occasionally sends him into neighboring lands to fetch rare components or steal particular items.

## Combat

The Will save against Foedus' fear aura and damaging touch, and the Fortitude save against his chilling touch, have a DC of 11.

**Undead:** Immune to disease and mind-influencing spells and effects. Not subject to subdual damage, ability damage, energy drain, or death from massive damage.

**Wizard Spells per Day:** 4/3/2. Base DC = 12 + spell level.

**Spellbook:** 0 — all; 1st — *alarm, animate rope, change self, charm person, comprehend languages, enlarge, hold portal, identify, magic missile, message, obscuring mist, ray of enfeeblement, silent image, unseen servant*; 2nd — *alter self, arcane lock, darkness, flaming sphere, invisibility, knock, locate object, magic mouth, minor image, mirror image, see invisibility, shatter, spectral hand, web*.

**Magic Items Carried:** Ring of protection +1.

## Who's Doomed

This section presents the darklords of the four domains in this gazetteer as well as other notables. Information presented here takes precedence over previous versions already detailed in *Secrets of Dread Realms* or elsewhere. The NPC descriptions adhere to the following format:

**Statistics:** The character's complete game statistics. Some characters use special rules found in the *Ravenloft Campaign Setting* or *Denizens of Darkness*. The character's native language is always listed first and marked with an asterisk.

**Background:** The character's history.

**Current Sketch:** The character's personality and current activities.

**Combat:** Tactics and strategies the character usually employs in battle. If the character has any unique special attacks or qualities not found in the core rulebooks, the *Ravenloft Campaign Setting* or *Denizens of Darkness*, they will also be detailed here.





**Lair:** The character's home or where she can often be encountered.

**Closing the Borders:** If the character is a darklord, this section details how a border closure manifests in his domain.

## Azalin, Darklord of Darkon

**Male human lich Wiz18:** CR 23; Size M undead (5 ft., 11 in. tall); HD 18d12; hp 126; Init +0; Spd 30 ft.; AC 20 (touch 10, flatfooted 20); Atk +12/+7 melee touch (1d8+5 [Will save for half] and paralysis, negative energy) or +9/+4 ranged touch (by spell); SA damaging touch, fear aura, spells, paralyzing touch, modify memory, undead dominion; SQ undead, +6 turn resistance, damage reduction 15/+1, immunities, lich sight, alternate form, imp familiar ("Squalimous"), SR 17; AL LE; SV Fort +7, Ref +7, Will +16; Str 17, Dex 10, Con —, Int 24, Wis 14, Cha 16.

**Skills and Feats:** Alchemy +19, Bluff +8, Concentration +16, Diplomacy +16, Disguise +6, Hide +8, Innuendo +5, Intimidate +14, Knowledge (arcana) +16, Knowledge (history) +9, Knowledge (local) +16, Knowledge (the planes) +9, Knowledge (Ravenloft) +25, Knowledge (undead lore) +8, Listen +10, Move Silently +8, Scry +16, Search +15, Sense Motive +15, Spellcraft +26, Spot +10; Brew Potion, Craft Magic Arms & Armor, Craft Wand, Craft Wondrous Item, Empower Spell, Forge Ring, Heighten Spell, Improved Familiar, Iron Will, Scribe Scroll, Spell Focus (Necromancy), Spell Mastery (dimension door, scrying, sending, steal vitality, telekinesis).

**Languages:** Darkonese\*, Balok, Draconic, Dwarven, Elven, Infernal, Mordentish, Vaasi.

**Wizard Spells per Day:** 4/6\*\*/6\*\*/6\*\*/5/5/5/4/3/2. Base DC = 17 + spell level

**Spellbook:** 0 — all; 1st — *alarm, animate rope, change self, charm person, comprehend languages, enlarge, floating disc, hold portal, identify, magic missile, message, obscuring mist, ray of enfeeblement, silent image, unseen servant*; 2nd — *alter self, arcane lock, darkness, daylight, flaming sphere, invisibility, knock, locate object, magic mouth, minor image, mirror image, see invisibility, shatter, spectral hand, Tasha's hideous laughter, web*; 3rd — *clairaudience/clairvoyance, death sight, dispel magic, fireball, fly, gaseous form, haste, hold person, lightning bolt, magic circle against evil, magic circle against good, nondetection, suggestion, summon monster III, wind wall*; 4th — *arcane eye, bestow curse, charm monster, confusion, contagion, corpse whisper, dimension door, emotion,*



*Evard's black tentacles, eyes of the undead, fire trap, ice storm, minor globe of invulnerability, phantasmal killer, polymorph other, scrying, shadow conjuration, stoneskin, wall of ice*; 5th — *animal growth, animate dead, dominate person, feeblemind, hold monster, magic jar, mind fog, passwall, permanency, sending, shadow evocation, summon monster V, telekinesis, wall of stone*; 6th — *acid fog, analyze dweomer, Bigby's forceful hand, contingency, disintegrate, eyebite, flesh to stone, geas/quest, guards and wards, legend lore, permanent image, planar binding, project image, reanimate, steal vitality, stone to flesh, true seeing*; 7th — *Drawmij's instant summons, finger of death, forcecage, limited wish, power word stun, spell turning, summon monster VII, teleport without error, vision*; 8th — *binding, demand, incendiary cloud, Otiluke's telekinetic sphere, maze, prismatic wall, symbol, trap the soul*; 9th — *Bigby's crushing hand, energy drain, foresight, gate, Mordenkainen's disjunction, temporal stasis, wish.*

\*\* Azalin can use his rings of wizardry to double his daily allotment of 1st, 2nd, and/or 3rd level spells to 12/day. He can wear only two of the three rings at a time, however, and will plan accordingly.

**Signature Possessions:** Ring of wizardry I, ring of wizardry II, ring of wizardry III, wand of ice storm



(18th-level caster), *wand of emotion* (18th-level caster), *helm of comprehending languages and reading magic* (the Iron Crown, lost in the Requiem), *crystal ball with telepathy*, *black robe of the archmagi*, *stone of controlling grave elementals*. Azalin has accumulated a vast collection of scrolls and magic items, many crafted by his own hand, including a wide variety of cursed items. If Azalin has time to prepare, he will often wield magic items specifically tailored to his foes' weaknesses or see that cursed items fall into his foes' hands.

Azalin is a lich, an undead spirit inhabiting a skeleton, held together by foul magic. He has long considered lichdom a poor substitute for true immortality, but it is far superior to death. The dusty bones Azalin now wears once belonged to his grown son, Irik Zal'honan; his original body was discarded long ago. His eye sockets are black pits burning with pinpoints of hellish light. Azalin's fleshless hands lack the dexterity he enjoyed in life, infuriating him to no end.

When he wants to shock onlookers, Azalin wears a burial shroud to gird his loins, a cape to drape across his shoulders, and a few ornate baubles to adorn his arms. The cape is usually black with blood-red trim, left open to expose his withered body. Most of the "baubles" carry powerful enchantments. Azalin was known to wear a crown of black iron, a single large yellow gem adorning its central spike, but this crown was lost in the Requiem. Azalin believes that it is now in Death's possession and seeks its return. He usually dons more regal — and concealing — garb, however.

In public, Azalin uses his *alternate form* ability to cloak himself in powerful illusions. He can choose any humanoid appearance, male or female, close to his own height. Even his voice and odor change to fit the illusion. Unless assuming a false identity for a specific purpose, though, Azalin wears an illusion approximating his appearance near the end of his mortal life: an aged man with avian features and a stern demeanor. Azalin continues to include his iron crown in this illusion out of habit and pride.

When not wrapped in illusion, Azalin smells of mold, dust, and decay: the scent of death. The only thing Azalin's illusions cannot conceal is his aura of netherworld cold. This otherworldly chill is not harmful in itself, but even arctic creatures shiver in his passing. Azalin thus always keeps his distance from those he wishes to deceive.

## Background

Firan Zal'honan was born almost four centuries ago on a distant world, the second of three sons of the lord of a small earldom. Firan began studying magic at a young age and soon was dabbling in dark forces beyond his ken. When Firan was 15, a failed demon summoning resulted in the death of his beloved younger brother Irik. Firan's noble lineage saved him from being punished with death; instead he was expelled from his home. He quietly continued his studies in the dark arts, learning forbidden, necromantic methods of extending his own life by stealing the life energy of his foes.

More than three decades later, when his elder brother Ranald died after having ruled for 13 years, Firan assumed the crown. Firan's citizens loved him in those days, calling him their Azal'Lan: their "wizard-king." He was known for his loyalty to his subjects and for the harsh demands he made of them in return.

As Firan neared the age of 60, he began to reach the limits of his life-extending spells and considered the need for an heir. He wed a kind young noblewoman, Olessa, whom Firan thought of as little more than a brood mare. She despised him, and it took them 18 years to produce an heir. Olessa died giving birth to their son, Irik, cursing Firan with her final breath.

Firan tried to raise Irik in his own image, grooming him for the throne, but the boy had his mother's kind heart, which Firan interpreted as weakness. When Irik was caught helping Firan's political foes escape, Firan personally executed his son in a public ceremony. That night, as Firan chastised himself for his failures as a father, a dark, nameless force visited the Azal'Lan and offered him the secrets of becoming a lich. With no heir and with the weight of decades hanging heavily upon his aged shoulders, Firan accepted the offer. It took him two years to complete the rites and shed his mortality.

Firan carefully hid his undead nature from his subjects. To conceal his true name, Firan officially changed his name to Azal'Lan, the title his subjects had known him by for a generation. As a lich, Azal'Lan's absolute reign grew even more extreme. His lands continued to prosper even while neighboring regions suffered from barbarian raids, but unrest festered within the hearts of his people.

After more than six decades of undead rule, Azal'Lan turned his armies on his most powerful neighbors. His enemies dispatched mercenaries to







topple the ancient tyrant once and for all. Caught off-guard, Azal'Lan was forced to flee, losing his pursuers in a bank of fog. When the fog lifted, Azal'Lan found himself in the domain of Barovia. The year was 542 BC. The first Barovians he encountered misunderstood his name, calling him "Azalin."

Azalin's grandiose ego chafed in provincial Barovia. The lich was more powerful than Count Strahd, but Azalin quickly learned of the Count's connection to the land and concluded that destroying Strahd would also destroy all of Barovia. This was not a major concern, except that Azalin himself would also be destroyed. Azalin thus remained Strahd's most powerful, least loyal servant. For decades, Azalin studied his planar prison and tutored Strahd in powerful magics. Azalin swore that once free from Strahd's yoke, he would never serve another master.

In 579 BC, Azalin and Strahd succeeded in opening a portal to another world, where a mysterious alchemist was engaging in experiments on the human soul—but the land was wrenched into Ravenloft, becoming the new domain of Mordent, before either villain could escape. To this day, neither can remember more than fleeting details of what occurred there.

For Azalin, this event was the final straw. Shortly thereafter, he left Barovia forever. The Mists parted to reveal the vast domain of Darkon, and Azalin quickly assumed the throne. He was a

ruler once more, but at a terrible cost. The spirit of Azalin's son, Irik, haunted a crypt in his new castle, always reminding Azalin of his crimes but unwilling to condemn him for them. Even worse, Azalin's magical powers were frozen, crippling his ability to study new means of escape. Azalin experimented with countless ways to circumvent his curse, but all ended in failure.

In 740 BC, Azalin manipulated the seer Hyskosa's prophecies to bring about the Grand Conjunction, nearly tearing the Realm of Dread apart. When that bid for freedom failed, Azalin spent a decade creating a magic artifact called the doomsday device, which would use the energy of countless stolen souls to allow him to shed his physical body permanently and flee the Mists' clutches.

Azalin's grand schemes failed again, producing the cataclysm known as the Requiem. He did not find the freedom he sought. Instead, his physical form was utterly destroyed, his spirit dispersed across the entire domain. Azalin spent nearly five years merged with Darkon, unable to separate his own thoughts from those of the Darkonians. He reconstituted his mind, but the process was painfully slow. Eventually, he could send dream messages to his most loyal servants, including the retiring Baron Balitor. With the aid of a band of heroes, they restored him to power in the summer of 755 BC, channeling his spirit into the physical remains of his son.

## DM Tip: No New Magic?

An astute reader may notice that, despite Azalin's supposed curse, his spellbook has grown slightly since *Secrets of the Dread Realms*. How can this be?

If you find or create a new spell that perfectly fits Azalin's persona or schemes, you need not "punish" him simply because the spell does not appear in the *Player's Handbook*. Azalin could easily have known the spell all along.

So, what spells should Azalin be able to "learn"? When is he merely extrapolating from what he already knows, and when is he breaking new ground? Give Azalin the benefit of the doubt when it comes to foul necromantic spells, particularly those that involve animating undead or transferring life force. He is nearly as proficient at divination and illusions. He is somewhat weaker in other areas, and you should feel free to introduce odd, niggling limitations. For example, Azalin never made extensive study of the elemental planes before arriving in Ravenloft. Because of this, he can summon dread elementals but not true elementals. You can also play with limitations such as energy types; Azalin knows many evocation spells utilizing fire and electricity, but perhaps he cannot grasp the concept of sonic attacks.

On the other hand, Azalin can never learn spells not available to wizards, nor can he grasp forms of magic entirely outside his own tradition, such as bard magic, divine magic, psionics, or more obscure traditions such as shamanism or witchcraft.

Remember, this curse is intended to thwart *Azalin's* creativity, not yours.





## Current Sketch

Azalin desires power above all else. The Dark Powers gave him tremendous might, but they paralyzed him as well. Azalin has an experience cap of 170,000 XP. He can spend XP to cast spells or create magic items, then earn more XP to make up for the loss, but he can never earn a single XP beyond this limit or gain additional levels. Azalin can further refine magical principles he understood before becoming the lord of Darkon, but cannot learn completely new magic. Whenever he witnesses another wizard cast a spell that he does not know, Azalin seethes with frustration.

Azalin has maintained his façade of humanity so zealously that even if his subjects are presented with evidence of his undead nature, most will reject it as preposterous. The majority see him as a despotic tyrant, evil but human, who uses dark magic to extend his life. Azalin's closest advisors are fully aware of his undead status, but all of them are monsters in their own right. Most of his subjects, particularly after the years of his absence, consider Azalin a harsh but fair sovereign, the proverbial "iron fist in a velvet glove."

Azalin encourages his subjects to debase themselves as a method of societal control and to soothe his battered ego. He throws depraved, seasonal masquerades for the nobility to flaunt his superiority; he toys with his servants' allegiances, seeing how far they will sink to curry his favor. Azalin has honed torment to an art form.

Often dedicating years of planning to his plots, Azalin's long-term goals usually strain mortal comprehension. His thirst for power is both his driving force and his greatest failing. Once he sets his sights on achieving a goal, nothing can dissuade him from his path. As Azalin pursues a given scheme over the years, he tends to become so obsessed with its completion that he may ignore minor flaws that might appear. His foes have often used such tiny oversights to undermine his ultimate goals.

Although Azalin cannot learn new spells, he possesses a remarkable grasp of other details. He knows who has visited his kingdom in the past and who is visiting Darkon today. He can identify any Darkonian by name and on sight. The years spent merged with Darkon greatly enhanced Azalin's knowledge of his subjects: he can now peer into the memories of anyone within his borders (see below).

Now that Azalin wears his son's bones, Irik's spirit actively haunts his father, omnipresent but

usually manifesting only when Azalin wishes to be alone. Light to his father's darkness, Irik acts as counsel, trying to open Azalin's eyes to the self-destructive evil of his machinations. Azalin loathes Irik's visits. He sees the ghost's pleas as nothing but a distraction from his goals.

## Combat

Azalin monitors his foes in Darkon and in other domains. His plots contain circles within circles, and his most effective tactic involves subtly setting his rivals at each other's throats. Foes who believe they are capitalizing on one of Azalin's mistakes often learn that they are fulfilling his exact expectations.

Azalin engages in melee combat only as an absolute last resort, greatly preferring to rely on his formidable magic. When possible, he attempts to immobilize his opponents rather than destroy them outright. Captured foes are dragged into Azalin's dungeons to be tortured for information, subjected to eldritch experiments, or added to Azalin's undead armies.

**Special Attacks:** Saving throws against Azalin's spell-like and supernatural abilities have a DC of 22.

*Modify Memory (Sp):* Azalin can shape the false memories created by Darkon. He can shield specific individuals from having their memories stolen, restore such memories once taken, or even imprint new, false memories at any time in any subject within Darkon's borders. Unlike the modify memory spell, there is no limit to the amount of time Azalin can rewrite in the subject's mind. The target receives no saving throw. As with Darkon's standard memory drain, however, subjects immediately regain their true memories the moment they leave the domain. In addition, whenever Azalin enters the memories of his subjects, their minds subconsciously touch his thoughts as well. Thus, people whose recollections Azalin reads or alters will always have disturbing, incongruent elements subtly woven into the relevant memories.

Although Azalin can peer into the minds of other spellcasters and mentally examine their prepared spells, he loses all knowledge of these new spells as quickly as he gains it. Even with this new ability, he is still no closer to escaping his curse.

*Undead Dominion (Su):* Azalin can animate any humanoid corpse in Darkon as a zombie or skeleton, as the spell *animate dead*; however, there





is no limit to the number of undead Azalin can animate or control at any time. Azalin can also automatically command all undead creatures in Darkon. Azalin can see, hear, and even speak through any non-intelligent undead he commands.

#### Special Qualities:

**Phylactery:** Azalin's phylactery is a Medium-size dragon's skull, crafted from gold and weighing 1,000 pounds. The phylactery's mass is a bitter reminder to Azalin of his limited mobility; before he became a darklord, the skull was that of a newborn human infant. The golden skull has a hardness rating of 60, 40 hit points, and a break DC of 80.

### DM Tip: Opposing the Omniscient

Azalin can raise entire armies of the undead with a thought. Not only can he read the memories of his foes, he can rewrite those memories as well. How can a band of heroes who oppose Azalin possibly succeed where Death and Drakov have both failed?

The secret is a simple matter of time and attention. Azalin must concentrate to send orders to his undead minions or to rewrite a Darkonian's past, and he can focus on only one such task at a time. If Azalin spent all day spying on heroes or personally puppeteering Darkon's undead, he would have no time left to govern Darkon or conduct his private projects. While Azalin would immediately notice an invading Darkonian army or similar massive threat, a lone, clandestine quisling or small party of adventurers could well slip under his notice indefinitely.

### Lair

Azalin rules Darkon from Castle Avernus, a collection of several massive towers sitting atop a rocky hill. The Slain City is distantly visible from the castle's highest balconies. Only scavenging birds fly above Avernus; the moment the shadow of any other bird falls upon the castle stones, the creature drops dead from the sky. The castle is riddled with secret passages, and entire levels are reputedly concealed within.

Avernus houses Azalin's court, dungeons, and seldom-used living quarters. The Book of Names rests at the heart of a massive library, tended by a ghostly librarian. Avernus also holds numerous laboratories, including one dedicated to each school of arcane magic. Any spell of a given school cast in its respective lab is automatically heightened and empowered. Other chambers are imbued with further strange, supernatural effects.

Darkonians believe a gateway to an otherworldly abyss can be found deep within the castle's extensive dungeons. Hundreds of humanoid corpses are stacked like cordwood in one such sublevel. Azalin can animate these bodies at a moment's notice to defend his home. The torment of Azalin's prisoners usually raises Avernus' sinkhole of evil to rank 3 or 4; this rating dropped in Azalin's absence, but has been slowly rising again.

### Closing the Borders

When Azalin wishes to seal his domain, an army of zombies and skeletons, twenty creatures deep, claws up from the earth at the borders. These creatures can be turned as 21 HD undead, but there are far too many for any cleric ever to overcome.

### Death, Darklord of Necropolis

**Unique Negative Energy Elemental:** CR 11; SZ M elemental (6 ft., 6 in. tall); HD 10d8+10; hp 67; Init +9 (+5 Dex, +4 Improved Initiative); Spd Fly 20 ft. (perfect); AC 20 (touch 20, flat-footed 20); Atk +11 melee touch (touch of the reaper); SA aura of fear, bestow corruption, command undead, corrupting essence, entropy, numbing aura, touch of the reaper; SQ elemental, darkvision 120 ft., immunities, incorporeal, life aversion, undead traits, undying soul; SR 21; AL NE; SV Fort +4, Ref +8, Will +11; Str 18, Dex 20, Con 13, Int 17, Wis 18, Cha 16.

**Skills and Feats:** Bluff +8, Intimidate +9, Listen +6, Knowledge (arcana) +9, Knowledge (local) +9, Knowledge (Ravenloft) +9, Knowledge (religion) +8, Search +8, Sense Motive +10, Spellcraft +8, Spot +10; Alertness, Flyby Attack, Improved Initiative, Skill Focus (Knowledge [local]).

**Languages:** Darkonese\*, Abyssal, Falkovnian, Infernal, Vaasi.

Death is a horrifying sight. The only solid parts of its body are its fleshless skull and hands, which float unsupported in a cloak-like body of shadowy mist. Cold ashes fall with every movement, and a



chill wind endlessly blows around it. Nothing symbolizes the dissolution of all living things as completely as Death.

## Background

Death began its existence as a human priest of the Eternal Order named Lowellyn Dachine. Dachine was unusual for two reasons: he was one of the few living humans to rise to the Kargat's upper echelons, and he was also the product of one of Azalin's fiendish experiments.

In one of his many attempts to learn new magic, Azalin magically impregnated a number of Darkonese women with clones of himself, hoping he could steal any magical information they might learn from their minds. Many of these children died in the womb and most of those that survived were monstrosities killed at birth by horrified midwives and parents. Only a handful appeared human, though they were as keen-witted and magically talented as their "father." Of these children, Dachine was the most like Azalin in temperament and ambition.

Dachine was inducted into the Eternal Order as a double agent for the Kargat and quickly rose through the ranks in both organizations. In 750 BC, the officer was rewarded for his fanatical loyalty by becoming the test subject of Azalin's infernal machine. He was transformed into Death.

Dachine's apotheosis shattered his sanity. Although Death continued to serve Azalin for the rest of the Grim Harvest, it came to believe that it truly was the legendary manifestation of death. When Azalin disappeared from the doomsday device and Il Aluk was slain, Death rejoiced. It convinced itself that both events were due entirely to its manipulations, and it would soon complete the Hour of Ascension and rule the transformed Darkon.

Death was furious when it found that Azalin was not truly destroyed. Not only was the discovery a terrible setback to the fiend's plans for Darkon, it staggered Death's deluded perception of itself: If it truly was the embodiment of death, how could one mortal king have escaped it? In Death's unhinged mind, Azalin became a wayward spirit that had escaped its eternal reward. Death grew obsessed with returning Azalin to oblivion and so gaining Darkon's vacant throne. Extending its own negative essence into lesser creatures, Death created the Unholy Order of the Grave and the Horsemen to drain Azalin's spirit from that of his people.

During the years between the culmination of the Grim Harvest and Azalin's return, Death's minions slaughtered hundreds of people, funneling their life energy back into their master. This systematic murder led the Dark Powers to make Death a true darklord when Azalin returned.

## Current Sketch

Death is a lunatic. It has almost completely wiped the memories of its life as Lowellyn Dachine from its mind, replacing them with its monstrous, fantasy persona. Yet Death cannot purge its memories completely, and they relentlessly torment it. Deep in its twisted mind, Death knows that it has built its existence upon a lie and will never be able to rival its creator for control of Darkon. This knowledge terrifies and shames Death. It ignores this gnawing truth as much as possible, throwing itself more and more into its role, but, at heart, it knows this pursuit is hollow.

## Combat

Although not the true force of nature it would have others believe, Death may seem like one. Death was struck a dire blow when Azalin destroyed its Horsemen, so it no longer possesses dominion over all the undead minds in Necropolis. Foes who face Death in person, however, may still find it nearly invincible.

### Special Attacks:

*Aura of Fear (Su)*: At the mere sight of Death, the viewer must succeed at a Fear save (DC 18) or be panicked for 4d4 rounds. Whether or not the save is successful, that creature cannot be affected again by Death's fear ability for one day.

*Bestow Corruption (Su)*: With a touch, Death can imbue a portion of itself in corpses or undead, either creating new undead creatures or giving an existing creature the Death's Child special quality. Death can do this at will as a full-round action, but not without cost. When creating undead, Death permanently loses a number of HD equal to the HD of his creation. Death must spend one Hit Die to bestow the Death's Child special quality.

*Command Undead (Su)*: Death can command any undead creature within 60 feet as a cleric. These undead creatures automatically submit to Death's will. Death can command an unlimited number of undead in this manner, sending mental orders as a free action. As soon as a minion completes its assigned task or moves more than 60 feet from Death, however, it regains its self-control.



**Corrupting Essence (Su):** Any creatures that pass through Death's incorporeal form, including creatures that make successful unarmed attacks against Death, suffer 1d4 points of damage. This ability does not affect creatures hit by Death's touch attack.

**Entropy (Ex):** Objects that strike Death must make a successful Reflex save (DC 16) or explode into hundreds of black, glassy fragments.

**Numbing Aura (Su):** Creatures within 15 feet of Death must succeed at a Fortitude save (DC 16) or be slowed as the spell cast by a 10th-level sorcerer. Creatures with cold immunity are immune to this effect.

**Touch of the Reaper (Su):** Creatures hit by Death's touch attack must succeed at a Fortitude save (DC 18) or receive 2d4 negative levels. A creature that succeeds receives 1d4 negative levels instead. This is a death effect, but it even affects undead, as Death sucks the animating force from their decaying frames. An undead creature that acquires negative levels equal to its HD is destroyed. Whenever Death absorbs a number of undead "levels" equal to its own Hit Dice, it permanently advances by one Hit Die.

**Special Qualities:**

**Immunities:** Immune to cold and electricity.

**Life Aversion (Ex):** Death recoils from objects associated with birth, such as an infant's blanket, as a vampire recoils from mirrors or holy symbols. If Death hears the sound of a crying newborn creature (though not a figment or other artificial recreation), it loses control of all undead currently under its command. As long as it is exposed to the sound, Death cannot use its command undead, bestow corruption, or touch of the reaper abilities.

**Undead Traits (Ex):** Immune to disease and mind-influencing spells and effects. Not subject to subdual damage, ability damage, energy drain, or death from massive damage. Cure/inFLICT wounds spells affect Death as an undead creature.

**Undying Soul (Ex):** If Death is reduced to 0 hit points, its skull and skeletal hands crumble, leaving only its shadowy body. In this form, neither material nor ethereal opponents can strike Death, though it loses its touch of the reaper and bestow corruption abilities. Restoring Death to its normal condition requires 2d4 weeks and five necromancers of at least 12th level. The rite demands 50,000



gp for ritual materials and drains 1,000 XP from each necromancer. Death cannot exist outside the Shroud.

**Cair**

The Grim Fastness is a reconstructed prison, and rates as a rank 4 sinkhole of evil. It is filled with traps, many of which even Death has forgotten about. Its layout is nonsensical, with pointless, winding corridors, sudden drops, and rooms with no possible purpose.

Death usually floats just above a bone throne at the heart of his citadel, lost in delusions of conquest and memories of its betrayal of Azalin and the night Il Aluk died.

**Closing the Borders**

On the rare occasions when Death wishes to seal its domain, a gigantic dome of impenetrable darkness rises to surround Necropolis. Creatures that enter the dome are subjected to the bitter, airless cold of the void. They suffer 3d6 points of cold damage each round (no saving throw), regardless of any cold resistance or cold immunity.



## Vlad Drakov, the Hawk, Darklord of Falkovnia

**Male human Ftr16:** CR 17; SZ M humanoid (6 ft., 3 in. tall); HD16d10+48; hp 155; Init +1 (Dex); Spd 20ft.; AC 31 (touch 13, flat-footed 30); Atk +25/+20/+15/+10 melee (1d6+10/17-20, +3 short sword) or +21/+16/+11/+6 ranged (1d8+4/x3, +2 mighty composite longbow [Str 18]); SQ SR 21; AL NE; SV Fort +15, Ref +8, Will +8; Str 20, Dex 12, Con 16, Int 15, Wis 12, Cha 16.

**Skills and Feats:** Climb +6, Craft (armsmithing) +9, Craft (weaponsmithing) +9, Handle Animal +10, Intimidate +7, Jump +6, Knowledge (local) +5, Listen +9, Ride +9, Sense Motive +9, Spot +9, Swim +12, Wilderness Lore +4; Cleave, Combat Reflexes, Expertise, Far Shot, Great Cleave, Improved Critical (short sword), Mounted Combat, Point Blank Shot, Power Attack, Precise Shot, Quick Draw, Ride-by Attack, Trample, Weapon Focus (composite longbow), Weapon Focus (short sword), Weapon Specialization (short sword).

**Languages:** Falkovnian\*.

**Signature Possessions:** +3 full plate, +3 large steel shield, +3 short sword, +2 mighty composite longbow (Str 18), +1 arrows, amulet of natural armor +2, boots of speed, cloak of resistance +2, gauntlets of ogre power, ring of freedom of movement, ring of protection +2, rod of flailing.

Though more than 90 years old, Vlad Drakov appears to be a man in his fifties and carries himself as if he were still in his prime. He possesses the demeanor of a natural warrior, radiating arrogance and self-assurance in equal measure. Drakov towers well over six feet in height, with broad shoulders and a well-muscled, finely honed body. Long exposure to the outdoors has tanned his skin, emphasizing the many battle scars he bears. His hawklike nose and keen blue-gray eyes, along with his angular features, give his face the look of a predator, not unlike the hawk that he displays on his personal crest. His shoulder-length brown hair is often disheveled and is marked with silver streaks; his long beard is also streaked with gray. He wears over his military-style clothing a long black cape lined and trimmed with white fur. The cape and a broad black leather belt with a buckle shaped like the head of a hawk are his symbols of office.

## Background

Drakov's childhood and early years have faded into insignificance against the gory details of his adulthood. As the leader of a band of mercenaries known as the Talon of the Hawk, Vlad Drakov made a reputation for himself (and his soldiers) as effective, bold, and ruthless warriors for hire. While Drakov owned a decent grasp of strategy and tactics on the battlefield, his prowess in hand-to-hand combat and swordsmanship was undisputable. These necessary skills, however, paled against his sheer personal charisma. His powerful personality and ability to command the loyalty of his men inspired unswerving obedience in those who followed him.

Drakov's Talons proved unstoppable on the battlefield, never hesitating to carry out even their warlord's harshest, most brutal commands. Because of this willingness, the Talon of the Hawk often carried the day against formidable odds and greater numbers.

Drakov believed not just in winning the battle but in destroying the opposition utterly. Preferring to execute captured enemies rather than ransom them, his favorite form of execution was impalement, often on a mass scale. Drakov reveled in the agonies of the dying prisoners, considering their death throes the epitome of entertainment and often dining as he watched the executions.

Though the men of his mercenary band revered and respected Drakov, the nobles who bought his services were not so fond of his brutal and gory tactics. Though they appreciated his talent for winning battles, they abhorred his personal tastes and his often barbaric manners, finding his presence unsettling at best, repulsive at worst. Many rulers condemned Drakov's tactics while accepting the victories he laid at their feet. Drakov soon tired of this treatment, longing instead for a kingdom of his own to rule, where he could receive the respect and fear he felt he deserved.

These dark desires were not unheard. One evening, as he and his soldiers withdrew from a small village they had finished plundering, a heavy fog-like mist rose up from the ground, surrounding them as they rode. When the mists finally dissipated, the Talon of the Hawk found itself in a strange land — one they later came to know as Darkon. Drakov wondered at this odd turn of luck, but the prospect of new lands to ravage excited him and he set out to pursue his goal of conquest.





He found a small village and chose it for his first foray. Ordering his soldiers to plunder the village thoroughly, Drakov easily prevailed. As usual, he commanded his men to impale all those who resisted. His anticipated enjoyment of these executions, however, was thwarted by an unexpected turn of events.

The impaled villagers died, to be sure, but moments after they stopped moving, they wrested themselves from their stakes, imbued with a jerky semblance of life. Reanimated as zombies, these undead villagers threw themselves at Drakov and his men. At the same time, as if from the very ground itself, a second wave of undead creatures appeared and surrounded the invaders. Drakov's soldiers fought a desperate battle despite their terror at facing enemies that did not die. Drakov and most of his men managed to flee back into the Mists. When they emerged from the Mists a second time, they arrived in the new land of Falkovnia, which Drakov quickly claimed for himself, becoming, at long last, the darklord of his own domain.

### Current Sketch

Drakov has met with only limited satisfaction in his new realm. Though Falkovnia's undisputed ruler, he is not blind to the limitations of his territory. Falkovnia enjoys neither the size nor the status of neighboring Darkon, the realm that handed him his first defeat. Darkon and its wizard-king grate on Drakov's sense of pride, and he has determined to conquer that land and add it to his own holdings.

Over the long years of his rule, he has attempted several times to invade Darkon. Each time, Azalin's armies both living and undead have forced Drakov's troops back. Drakov has also attempted to invade and conquer his other neighbors, but those campaigns have also ended in failure — almost as if he were fated to lose. The Hawk finds himself confused and frustrated by his inability to increase the size of his kingdom and to bring neighboring lands under his control. His general lack of understanding of the nature of the Land of Mists prevents him from grasping the idea that his goals are forever unattainable. With each failure, however, his reputation diminishes among his neighbors, most of whom regard him as a boorish fool.

Drakov consoles himself by lashing out against his subjects, who find themselves cowed by their leader's harsh methods of rulership. Cruelty and



oppression are built into the Falkovnian system of government; numerous harsh laws keep the populace under strict control. The Talons serve as Drakov's enforcers, employing the same brutal methods as their commander. Most crimes are punishable by death, and execution has many forms in Falkovnia — the most common of which is, of course, death by impalement. Drakov requires at least one execution every night to serve as his dinner entertainment.

Drakov has numerous children, many of them by slave-concubines, and some of them enjoy his favor and hold positions in Falkovnia. His real affection, however, is reserved for the hawks he raises and trains.

Recently, Drakov has initiated a plan to move against his neighbors to the south, though he remains years away from military action.

Despite repeated experiences, Drakov still holds a minimal understanding of his realm and the cosmic rules that govern it. His connection with Falkovnia stays weak. While he senses the disruption caused by the presence of paladins or outsiders possessing strong elements of either good or evil, he understands this feeling as only a vague premonition of trouble centering on the creature's general location.



### Dread Possibility: The Drakov Bloodline

Despite his advanced age, Vlad Drakov boasts the virility of a far younger man. In the 66 years of Drakov's rule, the Hawk has sired a number of children by his wives, mistresses, slave-concubines, and affairs. Drakov acknowledges and supports a large number of his offspring, but many slip through the cracks living out their lives as normal Falkovnian citizens or escaping into nearby domains. Most of Vlad Drakov's spawn are a great disappointment to their sire, displaying signs of weakness or rebellion, being drawn to pursuits other than warfare, or simply being born female. Nonetheless, Drakovs such as Vlad II, Mircea, Mikhail, and Vigo play important and powerful roles in Falkovnia's military-government.

### Combat

In battle, Drakov is a terrible and intimidating opponent. Skilled with most weapons, he favors the short sword and is a master with that weapon. He also excels in archery and is quite skilled in mounted combat.

#### Special Qualities:

*Spell Resistance (Ex)*: Drakov cannot lower his spell resistance voluntarily.

### Lair

Drakov administers his realm from Draccipetri, his island castle in the middle of the Lukar River. Surrounded by high, thick walls, Draccipetri is accessible only by a narrow, easily defended bridge. Built to withstand invasion, its defenses have yet to be tried. The daily executions that take place in the courtyard for Drakov's amusement have rendered the castle and its islands a rank 4 sinkhole of evil.

### Closing the Borders

Unlike most other darklords, Drakov cannot employ supernatural means to close his borders, evidence both of his lack of true understanding of the nature of the Dread Realms and of the bad military luck that seems to be his curse. When he wishes to seal the borders, he must send his own soldiers to patrol the limits of his domain. Those capable of outrunning or outwitting these troops can escape Falkovnia and the clutches of its darklord.

### Ebb

**Female old shadow dragon:** CR 17; Size H dragon (shadow) (38 ft. long, plus 34 ft. tail); HD 25d12+88; hp 287; Init +4 (Improved Initiative); Spd 80 ft., fly 150 ft. (poor); AC 36 (touch 8, flatfooted 36); Atk bite +31 melee (2d8+8), 2 claws +26 melee (2d6+4), 2 wings +26 melee (1d8+4), 1 tail slap +26 melee (2d6+12); Face/Reach 10 ft. by 40 ft./10 ft.; SA breath weapon, crush (2d8+12 damage), frightful presence, spells, spell-like abilities; SQ blindsight 240 ft., damage reduction 10/+1, immunities, shadow blend, SR 27; AL CE; SV Fort +19, Ref +14, Will +21; Str 27, Dex 10, Con 21, Int 24, Wis 24, Cha 25.

**Skills and Feats:** Bluff +27, Concentration +25, Hide +13, Jump +33, Knowledge (arcana) +17, Listen +32, Search +32, Sense Motive +12, Spellcraft +32, Spot +32; Cleave (tail slap attacks only), Flyby Attack, Hover, Improved Initiative, Power Attack, Snatch, Sunder.

**Languages:** Draconic\*, Abyssal, Darkonese, Sylvan.

**Sorcerer Spells per Day:** 6/8/8/8/5. Base DC = 17 + spell level; caster level 9th; can cast cleric spells and spells from the Chaos, Evil, and Trickery domains as arcane spells).

**Spellbook:** 0 — *arcane mark, dancing lights, detect magic, detect poison, flare, light, mage hand, resistance*; 1st — *bane, comprehend languages, detect undead, hypnotism, protection from good*; 2nd — *blur, darkness, locate mark, see invisibility*; 3rd — *deeper darkness, speak with dead, vampiric touch*; 4th — *shadow conjuration, unholy blight*.

**Signature Possessions:** Treasure hoard containing 72,000 gp worth of coins, goods, and items.

Ebb is a reptilian, bat-winged horror measuring over 70 feet from her-flickering tongue to the tip of her tail. Ebb's sinuous body is covered in smoky, translucent scales. From afar, she seems to bleed into the darkness. Ebb speaks in a smug, rumbling hiss.

### Background

Ebb hatched 453 years ago, miles beneath the surface of an ancient and dying outlander world. For most of history, the decadent civilization on the surface had ritually animated its dead, sending the zombies on a mindless pilgrimage deep into the literal Underworld to find the afterlife. As a hatchling, Ebb often fed on these walking corpses as they wound their way through her caverns. As





Ebb aged, however, the world grew cold and dark, and the surface-dwellers delved into the Underworld, following the dwindling warmth of the planet's heart. By the time Ebb had reached her 300th year, her monstrous kin had come into open conflict with the encroaching humanoids. The shadow dragons jealously guarded their territory, but the humanoids were too numerous and too desperate to be thwarted. Many of Ebb's larger kin were slain; Ebb herself survived simply because she was young and still relatively small, allowing her to slip through narrower passages. A century ago, as Ebb relentlessly stalked a human clan through the darkness, she failed to notice the vapors that slowly drew about her. When the Mists parted, Ebb found herself staring at something she had never seen before: the dawn.

Ebb had arrived in the domain of Darkon. Angered and confused, she attacked the nearest settlement, drawing the personal attention of Azalin Rex. Azalin was intrigued by the powerful outlander's potential, but the dragon could offer the lich no means of escape. They respected each other as beings of power with a mutual disdain for the mortals that surrounded them, however. Azalin constructed a lair for Ebb in Avernus' highest tower, and they began an unusual alliance. Ebb occasionally served as Azalin's mount, but she has always viewed Azalin as her equal.

Six years ago, Ebb watched from atop Avernus as Azalin apparently destroyed himself in the Requiem. Ebb's mournful cries — screeching howls straight out of a nightmare — could be heard for miles around the castle for weeks to come. Azalin's abandoned citadel soon proved an irresistible target for foolhardy explorers. Ebb despised the intruders, slaughtering those who managed to survive the castle's other defenses. In 752 BC, she tired of the interlopers and winged her way to the Shadow Rift, hoping to find a way into the lightless realm below. When this proved impossible, she turned her attention to the winding caverns of Mt. Nyid. Finding the remote and desolate surroundings to her liking, she spent several weeks transferring her accumulated treasures to her new lair. She has never returned to Avernus.

### Current Sketch

Fearful legends of the Night Wyrm have spread throughout Darkon and its neighbors, but the number of folk who claim to have seen Ebb far outweighs those who have actually beheld her. Ebb



despises both living creatures and bright sunlight and avoids contact with either. She is not particularly greedy, as far as dragons go, and is usually content to remain in her lair and admire her glittering hoard. She is merciless and intensely possessive, however, and will stop at nothing to recover anything stolen from her, no matter how insignificant. Over the years, Ebb has meticulously inscribed every last item of value in her possession with invisible arcane marks, which she uses to track down missing treasures.

Ebb has recently come to the attention of two of Darkon's secret societies. Shortly after Ebb settled into her new lair, the Dark Delves discovered her during their exploration of Mt. Nyid. For a time, they held Ebb as their Hated Mother, but they now believe that their Hated Mother may be an even more horrific creature, suspected to lurk even farther beneath Ebb's caverns. Loathsome Consort Xaktos S'kryll approached Ebb, wisely bearing tribute, and a pact was forged. Ebb now allows the Dark Delves to pass through her lair unharmed; in return, the Dark Delves gather up would-be dragon slayers in the valleys below and steer the adventurers into Ebb's ambushes.

The Kargat faction led by Beryl Silvertress also focuses on Ebb, although their association is far



more insidious. When the Corvia Kargat needs someone dead but is unable or unwilling to face the foe itself, Ebb becomes its unwitting weapon. A Kargat vampire slips into the dragon's lair, usually in mist form, and steals one of Ebb's minor treasures, such as a goblet. The trinket is then rushed to the target's home and there hidden. If the foe has not discovered and disposed of the marked trinket by sunset, her fate is sealed. Fortunately, this trickery is as risky for the Kargat as it is for the intended victim, so they engage in it only when pressed.

### Combat

Mentally, Ebb is a cunning foe; physically, she is an engine of destruction. Within Mt. Nyid, she utilizes every inch of her lair, funneling intruders into blind alleys and using her magic to attack from unexpected directions. When encountered on the surface, she usually stays airborne, strafing foes with her breath weapon. When recovering a trinket stolen from her hoard, she can easily demolish stone walls to reach a cowering thief.

#### Special Attacks:

**Breath Weapon (Su):** Ebb breathes a 50-foot cone of billowing, enervating shadows. Living creatures within the cone gain 5 negative levels. The Fortitude save to remove a negative level has a DC of 29. A successful Reflex save (DC 29) halves the number of negative levels.

**Frightful Presence (Ex):** Ebb can terrify lesser creatures with her mere presence. Creatures with less than 25 HD within 240 feet of Ebb must make a Fear save (DC 29). A creature that succeeds at this Fear save remains immune to Ebb's fearful presence for one day.

**Spell-like Abilities:** 3/day — *mirror image*, *nondetection*; 2/day — *dimension door*.

#### Special Qualities:

**Immunities (Ex):** Ebb is immune to sleep, paralysis, and energy drain effects.

**Shadow Blend (Su):** During any conditions other than full daylight, Ebb can fade into the shadows, giving her nine-tenths concealment. No artificial illumination short of a daylight spell can negate this ability.

### Lair

Ebb makes her lair in a network of vast caverns and winding tunnels deep within Mt. Nyid. Phosphorescent crystals and lava-filled chasms cast eerie shadows, and many caverns still hold remnants of the shadow fey culture that reigned here

before the Grand Conjunction. Ebb has carefully collapsed most of the passages through which she cannot fit, ensuring that intruders penetrate her home only through a handful of carefully monitored entrances. Smaller tunnels that have not been sealed are often choked with the webs of monstrous spiders. Ebb herself comes and goes through rents near the mountain's peak.

Ebb's treasure hoard rests at the heart of her lair. If the "Twin Shadows" Dread Possibility is true, then Ebb also uses her hoard as a nest for her precious eggs.

### Gondegal, the Lost King, the Knight of Falkovnia

**Male human Ftr10/KoS6\*\*:** CR 16; SZ M humanoid (human) (6 ft., 5 in. tall); HD 16d10+48; hp 136; Init +1 (Dex); Spd 30 ft.; AC 27 (touch 11, flat-footed 26); Atk +21/+16/+11/+6 melee (1d8+6/15–20, "Scourge") or +17/+12/+7/+2 ranged (spells); SA guardian of Innocence +2; SQ virtue is its own reward +3; AL CG; SV Fort +19, Ref +10, Will +12; Str 17, Dex 12, Con 16, Int 15, Wis 16, Cha 16.

**Skills and Feats:** Concentration +7, Diplomacy +18, Gather Information +9, Handle Animal +10, Knowledge (geography) +8, Knowledge (local) +6, Move Silently +5, Ride +9, Spellcraft +6; Cleave, Courage, Dead Man Walking, Expertise, Great Cleave, Improved Critical (longsword), Improved Disarm, Power Attack, Skill Focus (Diplomacy), Sunder, Weapon Focus (longsword), Weapon Specialization (longsword).

**Languages:** Vaasi\*, Falkovnian, Nidalan.

**Knight of the Shadows Spells per Day:** 1/1/1. Base DC = 12 + spell level.

**Signature Possessions:** +1/+3 *keen shapechanger bane longsword* ("Scourge"), +3 *silent moves full plate*, +3 *large bashing steel shield*, *cloak of resistance* +4.

\*\* The Knight of the Shadows prestige class can be found in *Van Richten's Arsenal*. DMs without that book can substitute the paladin spell list for Gondegal's spells.

In his mid-60s, Gondegal still cuts an imposing figure. With long gray hair worn loose to his shoulders, a long moustache that extends beyond his jaw, and a powerfully muscled body, this tall warrior carries himself confidently, striding into battle with the assurance of a veteran soldier and a born leader. If he appears arrogant, he has earned





his right to display his expertise. He usually wears a suit of black plate armor with a red-eyed wolf's head emblazoned on his breastplate. His black and yellow cape, secured by a clasp resembling a sun in eclipse, denotes him as a member of the Knights of the Shadows.

## Background

Gondegal is not a native of the Dread realms. He comes, instead, from a distant world in which he led a band of mercenaries. Having conquered a city whose name he no longer remembers, Gondegal hoped to use the city as a base from which he could build his own kingdom. His plans did not come to fruition as he had hoped, however, for although he was a skilled soldier and a brilliant general, he did not have the knack for ruling as king. The combined armies of several neighboring lands united against him, negating all his victories and reconquering the city that served as the seat of his power.

Gondegal retreated in ignominy into the wilderness, becoming known as a bandit king in the legends of his world. The truth, however, was very different. Attempting to escape pursuit, Gondegal traveled through an area of dark marshlands. Soon a thick fog arose, blinding him to his surroundings. When the fog disappeared, Gondegal found himself in the domain of Falkovnia.

Initially, the military dictatorship of Vlad Drakov fascinated Gondegal. Though he did not approve of Drakov's sadistic streak or the pleasure he took in executing his enemies and his prisoners, Gondegal did understand the necessity of discipline to keep order in the ranks.

Eventually, Gondegal realized that Falkovnia was more than just a militaristic realm, that an undercurrent of palpable evil permeated it and that this evil stemmed from none other than Drakov himself. Slowly, but surely, Gondegal understood something of the nature of the land that was now his home. Rather than becoming part of the evil, however, Gondegal found himself transformed from potential tyrant and conqueror into a freedom fighter and liberator of the downtrodden.

He determined to wrest control of Falkovnia from Drakov in the name of the forces of good. Unfortunately, his attempt failed, crushing both his allies and his organization before they could really gain a secure foothold. To escape capture, Gondegal fled into Darkon, hoping to find refuge among Drakov's enemies. Before he could seek out the wizard-king of Darkon and make his plea for



asylum, however, a trio of vampires attacked him. Despite his magic and his might, Gondegal fell. Believing he had finally met his death, the warrior slipped into darkness.

The powers of the realm had other plans for Gondegal. He returned to consciousness days later, badly wounded but alive and under the care of a squire belonging to a lady knight who called herself Helna Vladinova. Dame Helna was, in fact, a prominent member of a group known as the Circle and a member of the Knights of the Shadows.

While he healed, Gondegal spoke with Helna, whose wise words and passionate convictions convinced him that he needed to make a drastic change in his life. He petitioned to join the Circle and become one of the Knights of the Shadows.

With Helna as his sponsor, he was accepted.

Over the years, Gondegal grew wiser, regaining his strength and his prowess, though never achieving the sheer power he knew before his encounter with the vampires of Darkon. He has embraced the cause of a free Falkovnia with all his might and has focused his will on freeing the oppressed populace from Drakov's tyrannical rule.

He has earned the respect of his peers, and in 751 BC, he participated in the ceremony of Final Ascension, becoming the head of the Circle. No



longer a “Lost King,” or even a bandit prince, he is a true leader with the good of his people at heart.

### Current Sketch

Gondegal’s inner strength comes from having found a purpose to his life. His loyalty to the Circle is evidenced by the change in his morals from a position of neutrality to a desire to serve good, though he still disdains conventional authority.

He has discovered, moreover, that he enjoys being a “hero.” While he is still respected and trusted by his allies and feared by his enemies, he takes the greatest satisfaction from the fact that the average Falkovnian regards him with awe and affection, looking to him as someone who cares about the plight of the common person.

He still demonstrates a marked attraction for adventure, preferring the simplicity and directness of combat to the subtler nuances of diplomacy. He now fights only those who serve evil. Even more important, he has discovered how to grant mercy to a fallen foe and how to feel compassion for those who suffer from evil rulers.

He has also found love. Helna Vladinova, who inspired the change in his life, has become his lover and his steadfast advisor in his grand campaign of liberation. His movement, called the Shadow Insurrection, has made an alliance with the Basilisk and the Spawn of the Lizard. Occasionally, he works with the Freemen of Falkovnia, but their tight organization does not always cooperate with outside forces for fear of betrayal.

Though he spends most of his time in Falkovnia, Gondegal also travels throughout the Core and to many of the islands, combating evil wherever he finds it — and he does not lack for opportunities to do so.

### Combat

In combat, Gondegal demonstrates a straightforward style. He is a master of the longsword and is quick to capitalize on his enemies’ weaknesses. Rather than finessing his opponents, he likes to get his battles over quickly, preferring a clean kill to causing lingering wounds to his foes. He does grant quarter to those enemies who show some capability of rehabilitation or redemption.

He depends heavily upon his magical longsword “Scourge,” which assists him ably in his goals. His mastery of the longsword grants him several advantages in combat and he makes good use of all of them.

He wears the plate armor of his order of knighthood but uses his shield as a weapon rather than for defensive purposes. Only rarely does he employ magical defenses.

When he fights a foe that reminds him of Drakov, Gondegal receives a temporary increase of 5 hit points; should he face Drakov himself, this temporary bonus increases to 10 hit points due to his determination to defeat his foe. These hit points absorb damage before Gondegal suffers any actual wounds.

Because Gondegal has studied Drakov’s methods, he understands intuitively the actions that Drakov’s soldiers might take in most situations. When stalking any of Drakov’s soldiers, Gondegal receives a sudden insight (a “gut feeling”) that tells him where his enemy is or what he plans to do. He must make a successful Wisdom check (DC 15) to receive this insight.

His reputation in Falkovnia grants him a +1 bonus to Charisma checks when dealing with the Falkovnian peasantry. Those outside Falkovnia, however, often see him as arrogant, giving him a –1 penalty to Charisma checks when dealing with anyone outside that realm.

**Guardian of Innocence (Su):** Gondegal receives a +2 sacred bonus to attack rolls, saving throws, and skill checks when fighting to protect intelligent, good-aligned creatures from harm at the hands of evil-aligned creatures. This bonus doubles when an Innocent is in danger.

**Virtue is its Own Reward (Su):** Gondegal receives a +3 sacred bonus to Diplomacy and Gather Information checks when interacting with good-aligned characters. This bonus drops to +1 when interacting with a mixed group where non-good characters are present, but doubles when dealing exclusively with Innocents.

**Spells:** Gondegal may cast spells from the list of spells available to a Knight of the Shadows (see **Van Richten’s Arsenal**).

### Cair

As the leader of an underground resistance movement, Gondegal cannot afford to stay long in one place. He moves about the Falkovnian countryside, changing his base of operations frequently and taking advantage of several safe-houses in many of the realm’s cities.





## Lady Kazandra, Kargat General

**Female human fledgling vampire Rog5/Asn3:** CR 10; Size M undead (5 ft., 8 ft. tall); HD 8d12; hp 60; Init +9 (+5 Dex, +4 Improved Initiative); Spd 30 ft.; AC 25 (touch 15, flatfooted 20); Atk +10 melee (1d4+5/19–20, +1 returning dagger) or +9 melee (1d6+4 and energy drain, slam) or +11 ranged (1d4+5/19–20, +1 returning dagger); SA blood drain, children of the night, create spawn, death attack, domination, energy drain, sneak attack +5d6; SQ undead, alternate form, cold and electricity resistance 20, damage reduction 15/+1, evasion, fast healing 5, gaseous form, spider climb, turn resistance +4, uncanny dodge; AL LE; SV Fort +4, Ref +14, Will +5; Str 19, Dex 20, Con —, Int 16, Wis 16, Cha 19.

**Skills and Feats:** Appraise +8, Bluff +23, Climb +9, Diplomacy +15, Disguise +8, Escape Artist +10, Forgery +9, Gather Information +15, Hide +18, Innuendo +11, Intimidate +9, Listen +13, Move Silently +17, Open Lock +9, Pick Pocket +9, Search +16, Sense Motive +14, Spot +13, Tumble +13; Alertness, Combat Reflexes, Dodge, Expertise, Improved Disarm, Improved Initiative, Great Fortitude, Lightning Reflexes, Mobility.

**Languages:** Darkonese\*, Lamordian, Mordentish.

**Assassin Spells per Day:** 2/1. Base DC = 13 + spell level.

**Spellbook:** 1st — *change self*, *detect poison*, *obscuring mist*; 2nd — *darkness*, *pass without trace*.

**Signature Possessions:** +1 returning dagger, studded leather +1.

Lady Kazandra is an alluring beauty known for her clinging, scarlet gowns of crushed velvet and for her mane of auburn hair, worn in shoulder-length ringlets. Known to the public as an adventuress and owner of the exclusive and controversial Cosmopolis Club, she savors and encourages the gossip that surrounds her — it is good for business. Behind closed doors, Kazandra leans toward more utilitarian fare, often donning a crimson doublet and leggings of rust-tinted leather.

Lady Kazandra's charms are only enhanced by the mystery of her left eye, kept hidden behind a leather eye-patch. She always deflects questions about this injury with the wry quip that a lady must be permitted to keep her secrets. As a vampire, Lady Kazandra has good reason to keep her left eye a secret: it was once splashed with holy water. The



healing wound developed an unusual form of stigmata: the skin surrounding the eye is red and puckered, and the iris is distorted and luminous green. Kazandra reveals her “witch’s eye” only as an intimidation tactic or to those who she knows will not spread her secret. She will allocate all manner of occult powers to this eye, depending on the situation; when interrogating prisoners, she often claims it can “see lies.”

### Background

Born in Maykle in 645 BC, Kazandra joined the secret police while still a young, mortal woman, choosing the demanding life of service to Azalin Rex over the drab fate of a farmer’s daughter. She has never regretted her decision. After several years as a Kargat foot soldier, she was rewarded for her loyalty and skill with the kiss of undeath. In the eight decades since her transformation into a vampire, Kazandra has served the Kargat in a variety of roles across the domain.

Kazandra was sent to Martira Bay in 744 BC to help the local Kargat tighten its grip on the local crime scene, a shady business her superior Tavelia dared not link to her pet project, the Overseer. Kazandra established a new identity: the young widow of a disgraced baron, a bold woman with an



empty title but full coffers. She opened the luxurious Cosmopolis Club, catering to the city's elite. Soon the talk of the town, Lady Kazandra used the club to gain information, recruit new underlings, and gradually usurp control of the local thieves' guild.

Kazandra continued her work through the years of the Grim Harvest, transforming the local Kargatane into her own cult of personality and using them to infiltrate the underworld. This activity nearly led to her undoing. At that time, Tavelia was facing two problems. First, Kazandra was growing in influence and not under Tavelia's direct control, yet Tavelia knew that to eliminate Kazandra directly would cost her the support of the Kargatane. Meanwhile, the Kargat was losing its grip on the City Constabulary, owing to its incorruptible and unpredictable Chief Constable Alanik Ray. Indeed, that famed detective came dangerously close to exposing the Kargat's many operations.

Shortly after the Requiem, Tavelia elected to kill two birds with one stone, ordering Kazandra to assassinate Ray. Their encounter was a draw. Ray fled Martira Bay for safer shores, and Kazandra was left nursing a maimed eye. Tavelia decided to leave her lieutenant well enough alone, and Kazandra continued to serve her superior faithfully through the years of Azalin's absence. Kazandra remained oblivious to Tavelia's plan to enslave Azalin's spirit until almost too late. When a small band of heroes seeking to thwart Tavelia and restore Azalin brought the situation to light, she was aghast at her superior's treachery. Kazandra threw her support behind Azalin's struggling allies, and with them restored Azalin to power.

## Current Sketch

Kazandra is immensely charismatic, exuding energy and confidence at every turn, and she can be remarkably loyal to those who serve her. Many of her foes and underlings have mistaken these traits for a soft heart, but such is not the case. Kazandra is not sadistic, but she is merciless when provoked; her wry smile can change from comforting to chilling in a heartbeat. Even the Kargatane, who revere Kazandra as a nearly divine figure who has unlocked magical secrets of immortality, can find themselves her utterly expendable pawns.

Upon his return, Azalin rewarded Kazandra's loyalty and natural leadership abilities by promoting her to the highest echelons of power. In theory,

General Kazandra is now the leader of the Kargat as a whole, but in practice her command is unquestioned only by the Martira Bay faction. The other vampires of the Kargat see Kazandra as an upstart — too public in her persona and scarcely more than a century old — and they provide her with the barest minimum of cooperation short of provoking Azalin's ire. Kazandra's long-term orders are to reunify the Kargat, by any means necessary.

Kazandra is willing to suffer the other faction generals their petty rivalries for now, but if the Kargat can be restored only through the utter eradication of the Karg and Corvia factions, then so be it.

## Combat

Kazandra keeps an ornate *+1 returning dagger* hidden under her skirts and relies on this weapon to defend herself in public. In addition, several bodyguards, usually sea stalkers or Kargat foot soldiers, typically accompany her. By no means will Kazandra expose her true nature to the general public. As a trained assassin, Kazandra prefers to trail her foes, waiting for a moment of weakness before striking from the shadows.

### Special Attacks:

*Death Attack (Ex)*: The Fortitude save DC against Kazandra's death attack is 16.

*Vampire Abilities*: The save DC against Kazandra's vampire abilities is 18.

### Special Qualities:

*Alternate Form (Su)*: As the standard vampire, but Kazandra's alternate forms are bat, dire bat, red fox (use the *Monster Manual* dog), and dire fox (use the *Monster Manual* wolf). She retains her luminous "witch's eye" in all forms.

*Phobia (Ex)*: Kazandra must make a Fear save (DC 15) whenever she sees holy water burn the undead (whether or not that undead is her). This save bypasses the usual undead immunity to mind-influencing effects.

## Cair

Lady Kazandra's main base of operations is The Cosmopolis Club, an exclusive "gentleman's club" in an affluent section of Martira Bay. Here, the city's merchants and gentry often meet for fine meals, a game of cards, or any manner of discreet entertainments. The risqué nature of some of the club's services is Martira Bay's most poorly kept secret, and the city's matrons find both the club and its mistress highly scandalous. The Cosmopolis





Club is an exquisitely furnished manor, surrounded by walled gardens and thoroughly riddled with secret passages and listening tubes the Kargat “servants” can use to spy on their patrons. Some guests have complained of the thieving ravens that often gather along the manor’s eaves.

A veritable fortress lies beneath the manor, housing the club’s true secrets. A mere handful of lethally trapped entrances offer access to this cellar complex. Kazandra uses the upper cellar as the headquarters for Martira Bay’s thieves’ guild, the members of which also serve as her Kargatane. Below, concealed even from the Kargatane, the lower cellars house the Kargat’s offices, record library, and dungeons. The Cosmopolis Club usually builds up rank 3 ethereal resonance, but only in the cellar complex does this frequently manifest as a sinkhole of evil.

## Vladimir Ludzig, Vampyre-Prince of Vladantilan

**Male vampyre Ftr6:** CR 10; SZ M monstrous humanoid (6 ft. tall); HD 8d8+6d10+14; hp 83; Init +6 (+2, Dex, +4 Improved Initiative); Spd 30 ft.; AC 19 (touch 12, flat-footed 17); Atk +17 melee (1d4+3, bite and domination), +16/+16 melee (1d4+3/19–20, claws); SA domination, blood drain; SQ darkvision 60ft.; AL CE; SV Fort +8, Ref +10, Will +9; Str 16, Dex 14, Con 13, Int 16, Wis 12, Cha 20.

**Skills and Feats:** Bluff +17, Climb +12, Diplomacy +9, Disguise +11, Hide +18, Intimidate +17, Jump +12, Listen +9, Move Silently +9, Spot +9; Alertness, Cleave, Combat Reflexes, Dodge, Improved Critical (claws), Improved Initiative, Mobility, Multiattack, Power Attack, Run, Weapon Focus (claws), Weapon Specialization (claws).

**Languages:** Wardin\*, Darkonese, Falkovnian, Mordentish.

Note that “Wardin” is the language of Ludzig’s home world (see below).

**Signature Possessions:** +1 shadow leather armor, 1,440 gp.

Master of Lekar’s vampyre population, Vladimir Ludzig appears as a normal human, though his slightly pointed ears hint at a touch of elven blood in his background. With dark hair worn fashionably short, dark bottomless eyes, and a perfectly formed, muscular body, Ludzig exudes great personal magnetism, making him one of the most attractive individuals in the city — if not in



all of Falkovnia. He dresses severely in clothing made from pliable black leather, adorning his clothes with silver or platinum chains. He wears a crimson sash as a belt and carries no weapons, needing only his natural weaponry for his dark purposes. Ludzig speaks Falkovnian, though it is not his birth language. His inherent snobbishness betrays itself in his superior tone of voice.

## Background

Though he now claims to be a native of Falkovnia, Vladimir Ludzig originally came from the land of Vladantilan, a country outside the Dread Realms — a country in which vampyres ruled humans as slaves and cattle. In that realm, Ludzig held the position of a warlord, keeping a well-stocked array of human chattel to serve himself and his followers as food and playthings.

Though his treatment of his human slaves was somewhat more “inhumane” than that of the other vampyres in his realm, no one remarked on his excesses — until his slaves rose up in revolt one night, weary of their lot and determined to make a stand against their doom. Ludzig put down the rebellion with little effort, capturing its leaders. Upon questioning his captives, he made an astonishing discovery. The planners of the revolt did not



hail from his world but, instead, came from another realm entirely. Unlike most humans in his world, they were not cowed by their vampyre masters and exhibited more aggressive tendencies than the humans native to Ludzig's world.

From torturing the ringleaders, Ludzig learned of the existence of other worlds, lands where his kind were unknown. The ambitious vampyre saw these worlds as realms of opportunity, fruit ripe for the plucking, if only he could reach them.

He ordered his most trusted and knowledgeable followers to research ways to travel to other worlds. Finally, after many years of study, some of these scholars believed they had discovered a way to open a gate into another dimension. As Ludzig watched, the researchers inscribed mystical symbols in a pattern on the floor of their laboratory, lit magical candles, and pronounced lengthy incantations. As hoped, a portal shimmered into existence in the air above the symbols. Within the portal, Ludzig glimpsed a grand city populated solely by humans. His lust for power over these helpless mortals nearly overcame him. Just as he was about to cross through the portal, the spell went awry. The portal took on the appearance of a gigantic maw that swallowed Ludzig and his companions whole. Ludzig felt himself falling through an infinite cloud of fog and mist; energy coursed through his body and he fell into unconsciousness.

When he awoke, he discovered that he had reached his grand city. His companions, however, had not survived the journey and lay dead by his side. Ludzig disposed of their remains and determined to discover as much as he could as quickly as possible about the land that was now his prison.

He found out that the city of his vision was called Lekar and that it was the capital city of the land of Falkovnia. Furthermore, he discovered that he was not the only vampyre in the realm or even in Lekar. Others of his kind existed, though in small numbers, and they needed to hide from humans, who were the dominant race. Over the next year, Ludzig located the vampyres residing in Lekar and formed them into a secret and formidable society. With a support group as his base, the "Master Vampyre of Lekar" intends to increase his power in the realm.

### Current Sketch

Ludzig is aware that his journey to Falkovnia from his home world was a one-way trip and that he must spend the rest of his existence in this new

world. While he does not yet comprehend the true nature of the Dread Realms, he retains his sense of superiority, believing that he is one of an ancient species of predators destined since their origins to feed upon humans. His mission, he believes, is to deliver the vampyres of Falkovnia from their status as furtive and secretive stalkers of the night. He has convinced those who follow him that he will restore them to their rightful place as masters of humanity.

Though these schemes are grandiose, Ludzig has managed to make some headway. Since he arrived in Falkovnia more than 10 years ago, the population of vampyres in Lekar has grown threefold. He has needed to learn how to manage the increase in the number of killings necessary to support such a large population so that his vampyres do not arouse the concern of the officials of Lekar or of Falkovnia's ruler, Vlad Drakov.

One solution involves the institution of "feeding houses" (see Report Four: Falkovnia). In these underground havens, captive humans are preserved for their blood as vampyres feed upon them daily, but never drain them of blood entirely. These houses also serve as the sites for wild parties in which every form of perverse desire is indulged. By inviting select humans to these affairs and drawing them into the fold, Ludzig ensures that the vampyres' activities remain ignored by the city's authorities. One of his most potent allies is Vlad Drakov II, one of the many offspring of Falkovnia's darklord, who enjoys the sensual depravity of the feeding house parties.

With his success in Lekar, Ludzig now looks to expand the influence of his vampyre clan to the cities of Stangegrad and Silbervas in the not-too-distant future. Assisting him in his plans is the female vampyre Nira, who often poses as a warrior-priestess of an unspecified deity.

### Combat

In battle, Ludzig gives in to a primitive bloodlust, entering combat with an exuberance and ferocity that resembles a wild animal honing in on the kill. He enjoys using his claws to tear his opponents apart, leaving them to die in agony as he feasts upon their blood. Unfortunately, the need to keep a low profile makes indulging in this kind of sport difficult.

#### Special Attacks:

*Domination (Su)*: Creatures bitten by Ludzig must succeed at a Fortitude save (DC 20) or suffer







the effects of his poisonous saliva. Those who fail their save fall under the effects of a dominate person spell as cast by a 10th-level sorcerer. Creatures with poison immunity are not affected by this ability.

**Blood Drain (Ex):** By making a successful grapple check, Ludzig can suck blood from a living victim with his fangs, draining blood and inflicting 1d4 points of temporary Constitution damage each round he maintains his hold. If the victim's Constitution falls to zero, it dies; otherwise, lost Constitution is recovered normally.

## Lair

Ludzig keeps a house in Lekar's slums. The vampire, in fact, owns much of this sector of the city. He also has rooms in most of the feeding houses that lie beneath the slums of the city. He moves about from place to place as a security measure and to ensure that he knows what is going on in his sphere of power.

## Victor Mordenheim

**Male human Exp15:** CR 14; SZ M humanoid (6ft., 1 in. tall); HD 15d6-15; hp 54; Init +3 (Dex); Spd 30 ft.; AC 13 (touch 13, flat-footed 10); Atk +12/+7/+2 melee (1d6/18-20, masterwork rapier) or +15/+10/+5 ranged (1d10/x3, masterwork pistol); SQ regeneration 5, telepathic bond, undying soul; AL LE; SV Fort +4, Ref +8, Will +10; Str 10, Dex 17, Con 9, Int 20, Wis 8, Cha 12.

**Skills and Feats:** Alchemy +18, Bluff +9, Craft (clockmaking) +18, Diplomacy +5, Handle Animal +14, Heal +19, Hide +7, Knowledge (construct lore) +25, Knowledge (local) +17, Knowledge (nature) +22, Knowledge (scientific engineering) +25, Move Silently +7, Open Locks +7, Ride +4, Search +18, Sense Motive +12; Exotic Weapon Proficiency (firearms), Iron Will, Martial Weapon Proficiency (rapier), Skill Focus (Heal), Skill Focus (Knowledge [construct lore]), Skill Focus (Knowledge [nature]), Skill Focus (Knowledge [scientific engineering]).

**Languages:** Lamordian\*, Balok, Darkonese, Falkovnian, Mordentish, Vaasi.

**Signature Possessions:** Masterwork rapier, masterwork pistol, healer's kit, laboratory.

Dr. Victor Mordenheim appears as a man in his mid-30s, but he has not aged a day in the decades since Lamordia was drawn into Ravenloft. He is tall, with a wiry but not athletic frame. His sharp, pronounced features hint at his aristocratic

background. Although his face still looks young, the strain of his intense obsession with his work has prematurely grayed his brown hair. A reclusive lifestyle and meager diet have given him a pale and anemic complexion. His eyes are tired and mud-died, and he rarely blinks.

Victor is plagued by tension. The tendons on the back of his hands are always taut and raised, and the thin dry skin on his knuckles is as white as the bone it conceals. His lips never relax into a smile, and he has developed a facial tic. While he always seems nervous, when provoked his agitation never rises to a true burst of anger. Instead, he trembles quietly for a moment, and then his composure returns.

Victor picked up a handful of minor deformities in his early life. He has a distinguishing scar on his forehead gained when he tumbled from a tree at the age of five. At the age of 10, he attempted to perform a simple medical experiment on the family dog. The bowl of wine he fed the hound failed to drug it properly, and it retaliated at the first incision, nearly tearing off Victor's left earlobe. Victor's father refused to have the lobe reattached in the vain hope that it would teach the young surgeon a lesson, and it remains missing. At the age of 23, Victor accidentally severed the tip of his left ring finger with a surgical saw; he still chides himself for this careless slip today.

Mordenheim wears the austere clothing popular in Lamordian fashion. In his lab, he dons a surgical gown to protect his garments from blood and other fluids. The only jewelry he wears is a gold ring bearing his family crest and a gold pocket watch and chain given to him by his wife.

## Background

Victor Mordenheim is a gifted scientist and surgeon. At an early age, following his mother's passing, he became obsessed with the pursuit of knowledge and developed a lasting animosity toward death. While other boys played simple games and then later played at love, Mordenheim studied the sciences, both natural and arcane. He soon disdained magic, however, deeming it a "diversion from Truth."

Shortly after graduating early from medical university at age 21, Victor surprised his family and handful of friends by marrying Elise von Brandthofen, the daughter of his biological chemistry professor. If not for Elise's own persistence and admiration for Victor, he would never have met





her, much less married her. She was an unusual and intelligent young woman who shared Victor's interest in chemistry, though she could not match his passion. Victor's father died shortly before his son's graduation. After settling his father's estate, Victor possessed the wealth to pursue any of his interests.

Unfortunately, Mordenheim and his wife soon discovered that Elise was barren and could not bear children. Determined to cheat the hand that fate had dealt them, Mordenheim launched his research into the resurrection — or more appropriately the creation — of human life. He eventually grew so obsessed with his experiments that he sent Elise away to live with her family until his work was done. After thirteen years of research, Mordenheim accomplished his goal, creating a monster from human flesh. Mordenheim discovered virtually every piece of the puzzle he pursued, modeling his chain reaction of cellular life on the tumors he had once observed in the corpse of a bear. Yet the actual spark, the true wonder of life, was not of his own accomplishment. He was dabbling in the work of the gods, so the distant gods of his world dabbled in his work in turn.

Mordenheim neither worshipped nor believed in any power higher than humanity. He was a learned atheist with a strictly empirical worldview. If he revered anything, it was knowledge — particularly his own. At other times, the gods might have tolerated such blasphemy or even protected him from his own ignorance and arrogance. Mordenheim, however, had become a festering sore to their sensibilities. So fierce became his desire to create life, so strong his denial of their existence, and so frustratingly close was he to success, that the gods decided to grant his wish. They imbued his foul patchwork creation with a twisted and troubled soul, rife with evil intent. Then, the gods washed their hands of Mordenheim's fate, leaving him and his dark mockery of creation to their own devices.

As the gods turned away, however, other forces became interested. On the night the monster first drew breath, the Mists settled around Schloss Mordenheim in a kind of deathwatch, observing the progress of Mordenheim and his creation. Mordenheim summoned Elise home to share in his "triumph." When the Dark Powers were satisfied that Mordenheim had relinquished all hope of redemption, the Mists drew Schloss Mordenheim and all of its inhabitants into the new domain of

Lamordia. Victor never noticed the change in scenery.

Victor delighted in his creation, regarding "Adam" as the child he and Elise could never have, but Elise was repulsed. Adam did little to improve the situation, exhibiting a disturbing affection toward her. Two years later, in an attempt both to appease Elise and provide Adam with a "playmate," Mordenheim adopted a pretty, seven-year old waif whom he had found in the streets of Ludendorf. Victor named the foundling Eva. Adam simply seemed to grow jealous of the attention Elise showered on the girl. As Adam's antagonism deepened, Elise threatened to take Eva and leave Victor forever if he did not stop using the girl in his twisted attempts to encourage Adam's "social development." A wiser man might have heeded his wife, but Adam's education continued unabated.

One night soon thereafter, Victor's world came crashing down. He awakened to the sound of screams and rushed to Eva's bedchamber. The girl was missing, never again to be found. Victor found his wife's crumpled, mangled body in a heap beside the bed. The monstrous Adam loomed over her, holding a bloody scrap of Eva's nightgown. With a furious roar, Adam bounded off the high balcony and disappeared into the night.

Mordenheim discovered that Elise was still clinging to life. She would surely die within the hour unless drastic measures were taken. Mordenheim now faced a new challenge: not creating the spark of life, but preserving it. He employed the same machines he had used to create Adam to sustain Elise and started researching new methods to restore her to health.

### Current Sketch

Lamordians despise the reclusive Doctor Mordenheim. He is regularly credited with both powers he does not possess and crimes he does not commit. Victor does rob graveyards and haunt local hospices in search of fresh, feminine cadavers. He may have even arranged a gentle death or two, using toxins that cause no pain and leave no trace. Yet he does not abduct specimens that are still warm — such is the work of his estranged creation, Adam. Lamordians seem strangely unaware that Mordenheim should be more than a century old now.

Mordenheim's waking hours are still devoted to science and to restoring his wife. What little is left of Elise breathes in Mordenheim's laboratory.



On the few brief moments that Elise has regained consciousness and lucidity in the decades since Adam's attack, she has cried out for Eva and begged Victor to release her from her torment. Her heart continues to beat, but not of its own accord. She lives solely through the intervention of Victor's contraptions. The Dark Powers have also quietly ensured Elise's existence to prolong Mordenheim's suffering. With each year that passes, Victor must replace more and more of his wife's failing flesh with his machines.

Compelled by remorse, some sliver of love, and what must truly be madness, Victor continues to seek to restore his wife by creating a new body for her that will all but surpass perfection. He has experimented with many different methods of restoring Elise, from transferring her brain into a living body, to tissue regeneration, to building a flesh golem body of surpassing beauty. All attempts have failed. Although he has never created another life on the level of Adam, his experiments have loosed a succession of new horrors into the world.

Barring the intervention of the gods that spurned him, Victor can never restore Elise. Perhaps some part of him knows this. In his endless quest for a perfect replacement, Victor can deny the truth: his life's work is a failure. Elise is lost to him forever, and he is as much her murderer as the wretch that struck her down.

## Combat

Mordenheim is an untalented combatant and is unlikely to start a fight. Aristocratic training with a rapier and pistol is the extent of his martial skill. He is a fearless man, however, and will unlikely be fazed by even spectacular displays of power. He faces any threat of violence with cynical disdain, chiding his opponents for their brutish ways or calmly attempting to bargain for his life. Victor's confidence stems from his link to Adam: he cannot die until Adam dies with him. Victor still feels the pain of any wounds he suffers, however, and tries to avoid coming to harm.

### Special Qualities:

*Regeneration (Ex)*: Acid and fire deal normal damage to Mordenheim.

*Telepathic Bond (Ex)*: Mordenheim experiences any physical pain that Adam feels. Though as a construct Adam himself is unfazed by even the most excruciating pain, Mordenheim is not so lucky. The doctor suffers a -2 penalty to all attacks,



saves, and checks for 1d4 rounds following any round in which Adam takes massive damage or if Adam is helpless and subjected to torture.

*Undying Soul (Su)*: So long as Adam still lives, Victor continues to regenerate even if "killed." If Victor's body is utterly destroyed, his soul is instantly transferred into the most recently deceased male human corpse in Lamordia, regardless of distance. The corpse is immediately restored to life, and its ability scores change to match those of Mordenheim, who retains all of his skills, feats, and abilities. Over the course of 2d6 days, Victor's new body slowly transforms to match his original appearance. Victor's undying soul ability ceases to function if Adam is first "destroyed"; this event represents only way truly to slay Mordenheim.

## Cair

Mordenheim dwells in his secluded private estate, Schloss Mordenheim. The noble manor has been converted wholly to the purpose of scientific experimentation. Schloss Mordenheim is not guarded or trapped in any significant way; fear keeps the locals away. The Isle of Agony is plainly visible to the west. Many rooms contain advanced machines Victor has created, including life-support systems and even a large electric generator,



though all these machines serve Mordenheim's research rather than his comfort.

The manor is not large, and Mordenheim's only companions are the remains of his wife, his loyal servant Horg (male caliban Com2/Rog3, LE), and the rare student he manages to procure. Occasionally, Schloss Mordenheim may house some new abomination, "prototypes" created by Mordenheim through processes he has developed for use on Elise. His curse ensures that these creatures rarely remain at the manor for more than a few weeks, either escaping into the Lamordian wilderness or being destroyed by Mordenheim himself as failures. Should trespassers assault the estate, Mordenheim always has at least one creation in the works (CR 5+ aberration, beast, construct, ooze, plant, or vermin) that he can release with minimal effort. Schloss Mordenheim is a rank 2 sinkhole of evil, though Mordenheim's experiments on Elise and other subjects can temporarily raise it to rank 3.

## Mordenheim's Monster (Adam), Darklord of Lamordia

**Dread flesh golem Ftr4:** CR 11; SZ L construct (8 ft., 1 in. tall); HD 14d10; hp 94; Init +3 (Dex); Spd 30 ft. (can run); AC 26 (touch 12, flat-footed 23); Atk +16/+16 melee (2d8+7, slams); SA berserk, improved grab, constrict 2d8+7; SQ construct, magic immunity, damage reduction 15/+1, telepathic bond, regeneration 5, undying soul; AL CE; SV Fort +4, Ref +7, Will +5; Str 24, Dex 17, Con —, Int 16, Wis 12, Cha 15.

**Skills and Feats:** Balance +4, Bluff +3, Climb +11, Hide +5, Intimidate +3, Jump +11, Listen +4, Move Silently +7, Sense Motive +2, Spot +4, Swim +10, Tumble +5, Wilderness Lore +3; Dodge, Mobility, Track. OR 8.

**Languages:** Lamordian\*, Darkonese, Falkovnian, Mordentish.

### Mordenheim and the Limits of Mad Science

Victor Mordenheim is doubtlessly the most brilliant natural scientist in the Realm of Dread. Though Lamordia is a CL 9 domain, Mordenheim's own achievements are centuries ahead of even this advanced age. The DM must decide, though, how far Mordenheim's deeds can reach before they shatter the limits of believability and possibility. Mordenheim has independently developed many thoroughly modern scientific theories and processes, though he frames his discoveries in strange, archaic terms. He is familiar with cell theory, atomic theory, and the germ theory of disease. He is beginning to deduce the principles of genetics and natural selection. His research into bioelectricity has led to numerous practical advances, such as electrical power and illumination, advanced optics, and synthetic chemistry. Ultimately, however, Mordenheim's curse renders him unable to apply these principles to anything but his own demented schemes, and his peers will never accept or appreciate his achievements, no matter how brilliant.

Using the machinery in his laboratory, Mordenheim can create any number of horrific effects, including the creation of dread flesh golems and broken ones. He also can reproduce spells such as clone, feeblemind, and animate as extraordinary effects, requiring a successful Heal check (DC 20 + spell level) and one week of work per spell level. Victor's assistant Horg is, in fact, a third-generation clone. Unlike arcane clones, Victor's creations gain none of the original's memories. To achieve that feature, Victor must transplant the original subject's brain, an operation requiring one day and a successful Heal check (DC 25). If Victor fails this check, the subject permanently loses 1 point each from Intelligence, Wisdom, and Charisma for each point by which Victor fails. If any ability score is reduced to 0, the subject dies.



From a distance, Mordenheim's creation appears as a towering and powerfully built man, his body finely muscled, his limbs well proportioned. Adam's raven hair grows long and wild, flowing halfway down his back. Yet upon closer examination, one discovers that Adam is a patchwork of body parts cobbled together from different human corpses. A jigsaw of angry raised scars crisscrosses his physique. Although each piece of Adam's body is perfect, as a whole, they become grotesque.

Adam's skin is pale, gray, and too thin to conceal the play of muscles and arteries beneath. His skin grows bluish and shriveled at the edges of his eyes and mouth. Thin, straight black lips frame his perfect, pearly white teeth. His watery blue eyes gleam with unexpected intelligence, but they seem loosely anchored in their sockets, his eyelids scarcely able to cover them.

## Background

Dr. Victor Mordenheim created Adam from the body parts of many dead men and gave him life. Much of Adam's history is given under Mordenheim's background but, perhaps unsurprisingly, Adam and his creator seldom agree on the exact details of their shared history.

Adam insists that he came into the world as an innocent and that his love for Elise was pure, despite her revulsion. If he is cruel, then it was Mordenheim that made him so. The fateful night that Adam became the darklord of Lamordia forms their greatest point of contention. Adam claims that the girl Eva had come to accept him, no longer seeing him as a scarred freak. Adam chose to leave Schloss Mordenheim and decided that he would make a better guardian for the foundling than the squabbling Mordenheims.

He crept into Eva's bedchamber to tell her of his plans and have her gather her things, but he accidentally frightened her by looming over her as she woke. Adam placed a hand over her mouth to stop her from screaming — and that is how Elise found them when she burst in a moment later, wielding an ornamental pike. Adam tried to explain himself, but Elise attacked him. As Adam pulled away, Eva fled at a full sprint out onto her balcony, where she lost her footing and tumbled over the edge. Horrified, Adam lunged to her aid. Thankfully, he discovered that the girl was dangling just out of sight, her nightgown snagged on the balcony's broken railing. Adam reached down to rescue Eva, grabbing her by one wrist. Just as



Adam was going to pull the girl to safety, Elise stabbed him again with the pike. Startled by the pain, Adam's grip slackened. Eva's arm slipped away. All Adam drew back was the girl's torn nightgown. Adam erupted into a mad rage, attacking Elise with all his fury, and that is how Mordenheim found him. Adam leapt from the balcony not to escape Mordenheim's wrath, but to follow Eva into death. When he woke the next morning, having washed up on shore, Adam knew that destroying himself lay beyond his power.

Adam's tale likely presents him as more innocent and noble than he truly is, just as Mordenheim describes him as the rampaging monster he is not. Regardless of the truth, Adam became the darklord of Lamordia for maiming Elise.

## Current Sketch

Adam is the most powerful being in his domain. Lamordians know him as a vague monster of legend, and many believe that he is nothing more than a bogeyman in a tale told to frighten naughty children. He has no contact with Baron von Aubrecker.

Adam dwells on the fringes of Lamordia, living as a recluse. The cold and whipping winds cause him no discomfort, and he has little need for food



or water. Adam can live as freely and wildly as any animal, but he does not want to be a beast. He wants to be treated as a man, not a monster. His hunger for acceptance runs deeper than even he is willing to admit, but it is his curse never to find it. Adam is bitter and frustrated by his lot in life, and sometimes his emotions boil over into acts of violence and cruelty. His temperament is uneven and tenuous; one false word or action can send him into a horrible rampage. Those who treat Adam with politeness and dignity, however, may find him returning the favor, at least until his fury is again stoked.

Adam despises Victor Mordenheim above all else, particularly since so many aspects of Lamordia remind Adam of his creator. Adam spends most of his lonely existence plotting to make his creator miserable. He often sabotages Mordenheim's work when he fears that the doctor is too close to restoring Elise. Nonetheless, Adam cannot bring himself to end Elise's life, despite knowing what torture her existence must be. Similarly, Adam cannot bring himself to harm his creator physically, as the Dark Powers have bound them together in body and spirit. Adam senses Victor's physical pain, and the doctor in turn shares his monster's eternal anguish.

## Combat

When in battle, Adam quickly dispels any notions his opponents may have of flesh golems as slow, lumbering automatons. He is swift, nimble, and a master of using Lamordia's harsh terrain to

his advantage. Adam prefers guerilla tactics rather than frontal assaults, picking off his foes one by one. Should a battle turn against Adam, he will retreat to plan a fresh attack. Time is meaningless to an immortal construct, and he can always strike again another day.

If attacked with magic, Adam may pretend to be harmed by ineffectual spells to lull his opponents into a false sense of security — then strike when their defense drops.

### Special Attacks:

*Berserk (Ex)*: Like most flesh golems, Adam has a chance to go berserk, though the rampage ends naturally after 2d6 rounds. Victor Mordenheim cannot attempt to calm or control Adam when he is berserk.

*Constrict (Ex)*: Adam deals 2d8+7 points of damage with a successful grapple check against Medium-size or smaller creatures.

### Special Qualities:

*Magic Immunity (Ex)*: Unlike most flesh golems, Adam is not slowed by cold effects. Instead, he is immune to cold damage. Furthermore, all spells that successfully target Adam (other than those with acid, fire, or electricity effects) cure him of 1 point of damage per spell level.

*Regeneration (Ex)*: Acid and fire deal normal damage to Adam. In addition, see "Regeneration Among the Unliving," below.

*Telepathic Bond (Ex)*: Adam cannot sense Mordenheim's every thought as most flesh golems can with their creators. He can, however, sense

## Regeneration Among the Unliving

Some creatures in Ravenloft such as Adam or the nosferatu vampire (**Denizens of Darkness**) are not subject to subdual damage due to their unnatural metabolisms, yet they also possess the regeneration special quality, which converts most attacks into subdual damage. This can seem paradoxical at first: are such creatures immune to harm? Fortunately, this paradox is easily resolved. Such creatures ignore all attacks that deliver subdual damage, but are still subject to subdual damage that has been "downgraded" from attacks that otherwise would have inflicted hit point damage.

In short, if a hero tries to knock Adam unconscious through non-lethal means, Adam will always shrug it off. If that hero attempts to slay Adam, however, her attacks may instead temporarily knock him senseless.







Mordenheim's dominant emotions, giving him a +4 circumstance bonus to Bluff, Intimidate, and Sense Motive checks against the doctor. Victor ignores Adam's Outcast Rating. Moreover, Adam experiences any physical pain that Mordenheim feels, though these sensations do not hinder him in any way.

*Undying Soul (Su):* So long as Victor Mordenheim lives, Adam continues to regenerate even if "destroyed." If Adam's body is utterly destroyed, his spirit is instantly transferred into one of his flesh golem creations, snuffing out that golem's spirit. The golem's ability scores change to match those of Adam, who retains all of his skills, feats, and abilities. Over the course of 2d6 days, Adam's new body slowly transforms to match his original appearance. Adam's undying soul ability ceases to function if Victor is first "killed"; this is only way truly to slay Adam.

### Lair

Adam calls the Isle of Agony home, taking comfort in the bleak solitude it offers. His lair is a

network of natural caverns on the island's seaward side. These caves can be accessed only by swimming 425 feet up a frigid underground river (Swim DC 20) or by descending a 200-foot natural chimney (Climb DC 20). The caves contain few creature comforts, just Adam's small collection of books and mementos of Elise. Adam may spend weeks at a time brooding on the island, but normally makes frequent trips to the mainland to bedevil Mordenheim or satisfy his curiosity about a person or place. The caves are normally a rank 1 sinkhole of evil, though they can rise to rank 2 when Adam is present and mired in melancholy.

### Closing the Borders

When Adam wishes to seal his domain, a blizzard whips up at Lamordia's borders, regardless of the season. The blizzard causes all creatures of all sizes to be blown away (no saving throw), rolling or blowing them back into Lamordia (refer to "Weather Hazards" in the *Dungeon Master's Guide*). Creatures that manage somehow to withstand the winds and march into the blizzard vanish forever, devoured by snow, sleet, and unholy cold.



Markovya

Domima

Blaustein

The Sea of Sorrows

Ghastma

Demenlieu

Pemault Bay

Mordent

Valauban

Marina Bay

Camolona

Jagged Coast

The Sleeping Beast

Vuchar River

Musarde River

Falkovnia

West Cimori Road

Lake Krievogel

Rabimulot

Musarde River

Musarde River

Verbrich

Noisette River

Little Hradin River

Little Hradin River

Sithicus

Musarde River

Kartabas

Musarde River

Little Hradin River

Musarde River

Boglands

Nectopolis

Stagnus Lake

Lake Placid

Radical forest of Lake Shadows

Vuchar River

Vuchar River

West Cimori Road

Falkovnia

Lake Krievogel

Rabimulot

Musarde River

Musarde River

Verbrich

Noisette River

Little Hradin River

Little Hradin River

Sithicus

Musarde River

Kartabas

Musarde River

Little Hradin River

Musarde River

Necron River

Somulus River

Great Salt Swamp

Dathon

Corvus River

Keening River of Tears

Blackmist River

Keening River of Tears

Blackmist River

Keening River of Tears

Blackmist River

Keening River of Tears

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Blackmist River

Vuchar River

Great Salt Swamp

Dathon

Corvus River

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Markovia

Markov's Gate

Monastery

Fairfire's Helyim

Domina

Blaustein

The Sea of Sorrows

Ghastria

Lamordia

Necropolis

Darkon

Keening

Falkovnia

Mordent

Richemulot

Borca

Verbrek

Valachan

Invidia

Kartakass

Sithicus

The Rift

Nova Vaasa

Barovia

Forlorn

Hazlan

Isle de la Tempete

Isle of the Ravens

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