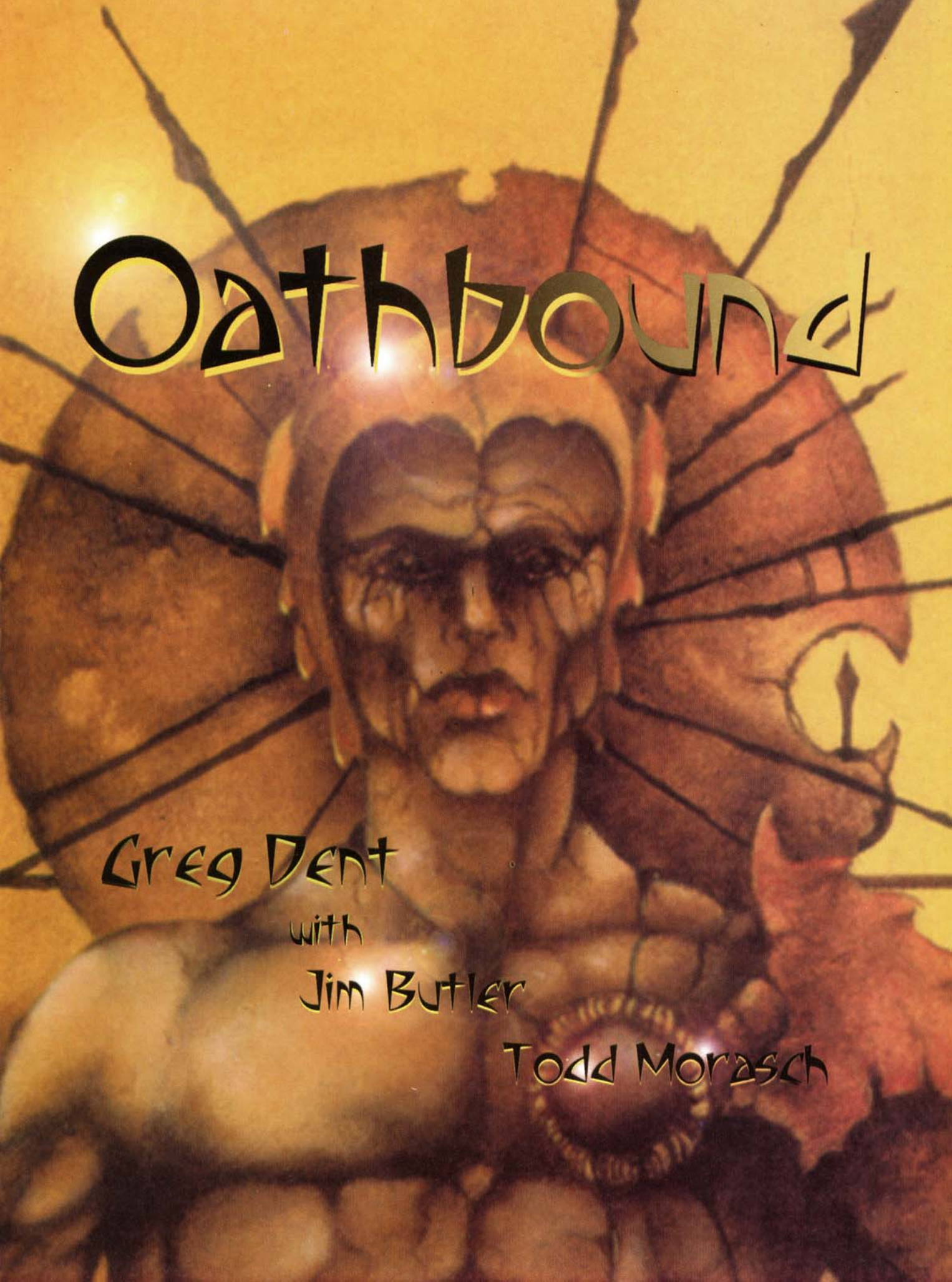

d20 system
Oathbound
Domains of the Forge
Greg Dent, Jim Butler, and Todd Morasch

Oathbound



Greg Dent
with
Jim Butler
Todd Morasch

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Introduction

Welcome to the Domains of the Forge, a world of violence and conflict that exists to test all who find their way to its shores. This is a place of danger and complex politics that are shaped and twisted by those drawn there. All who come are pulled in by one of seven guardians of the land through ravaged portals of feathers and claws. Most come for the promises of profit or power, some come seeking lost loves or family members, while others are ripped from their homes, abducted to awaken in the reflected realm known as the Forge.

The Forge is so named because it draws heroes from thousands of other worlds and pushes them toward their absolute limits, making them sharper, bolder, and more dangerous. The Forge is not precisely a "natural" world; it has been crafted over countless millennia by incredibly powerful beings—the seven four-horned feathered fowl of the Great Oath. These guardians have reached out through gates to other planes and built and populated the Forge with the best and most extreme elements of each world within their vision. Each of the Seven holds sway over a different section of the planet, and its surface reflects its creation by seven very different hands. The Seven are not gods, though it is not known to mortals what drives their actions.

Upon arrival, newcomers find themselves in a violent and overwhelming world. Everything brought to the Forge becomes more exaggerated and potent. Monsters and beasts become feral, and their offspring become even more ferocious. Humanoids and other intelligent races find their lives enriched and their passions inflamed. They find themselves pushed to grow to their full potential. Colors on the Forge seem richer, emotions run deeper, flavors are somehow stronger, and life encourages you to do all within your grasp—or die trying. Outsiders that return to their home world find themselves obsessed with the Forge and feel a deep pull to return. Few are able to resist this urge, and the ones that do so die regretting that they did.

In contrast, many of the peoples born on the Forge taste few such passions and are content to live ordinary lives. These natives are generally resourceful souls born from countless outsiders who found themselves trapped here long ago. Their milder demeanor is thought to be due to their immersion to the strong sensations of this world. Interestingly, if a native of the Forge travels to another world, he finds his senses dulled until he returns again to his home.

The extreme challenges presented in the world of the Oathbound to creatures from other homelands make it suitable for characters of 7th and higher levels. Characters can enter the world for a brief visit, an extended stay, or a lifetime of opportunities; the choice is yours. Characters cannot leave easily, but few should want to, as the potential for ambitious souls here is far greater than on most worlds.

The Oath of Binding

Your children, your wards, share your sentence clear,
Forever and a year we bind you here.

Seven citadels to hold your fate,
Seven to cradle you in our hate;
Feathered four-horned fowl protect from breach,
And bar all creation from your reach.

None less than the greatest of the grand,
Wielding at their side or in their hands
Not less than the grandest of the great,
May ever aspire to break this fate.

Hear our laughter from pantheons on high,
As you envy mortals who simply die.

Layout

Here's a brief breakdown of what each chapter contains:

Chapter 1—Arrival: This chapter contains information for how to merge the Domains of the Forge with your current campaign and how to use it as a campaign all on its own. It presents various elements of the world of the Oathbound that you'll need to know when you first arrive on the Forge and explains how characters are brought to the world. It's here that you'll find information about the time of day, seasons, planar astronomy, and gifts bestowed on player characters upon arrival.

Chapter 2—Inhabitants of the Forge: The many races that inhabit the Forge are detailed here, as are the flora, fauna, and animal life one will discover while exploring the world.

Chapter 3—Matters of Prestige: This chapter focuses on prestige classes and 'enchantments of the flesh,' alterations that characters can undertake to transform themselves into prestige races.

Chapter 4—The Seven Domains: This section provides an overview of the seven domains of the Forge.

Chapter 5—The Black Flock: The 'four-horned feathered foul' of the Great Oath are detailed in this chapter. Each of the Seven are detailed, providing valuable information as to their motivations and desires for creatures that enter their domains.

The Dark Truth

In a time before time, a great god arose and created an array of incredible worlds of beauty and terror. The god grew in power, and his plane expanded until it touched on the edges of a million others. As his realm grew greater and wider, he attracted the envy of all gods. His dominance threatened the realms and powers of thousands of other gods, and they joined together—good and evil, lawful and chaotic—to lock him away forever.

The army of gods descended on the worlds of the great god and shattered them all, scattering them into dust. The great god himself was bound into a tiny prison in the center of his plane, and seven powerful citadels were put in place around it to seal it forever. No creatures of the world were spared except for seven of the god's chief servants, who—as their penance—agreed to guard the great citadels from all breach.

Through use of incredibly powerful magic, and by the words of the one Great Oath, these seven were bound for all eternity to guard their citadels, each one given their own set of specific instructions and oaths that could not be broken. Time beyond time passed, and then passed again, and these seven four-horned fowl began to see cracks in the laws that bound them to their duties.

Ever so slowly, they drew the dust of the shattered worlds around the prison, and formed it into a new landscape. As the land settled, the Black Flock (as they are called) began to shape seven domains out of the reflections of other worlds brought to them by the eyes of their black-winged bird children. The Seven constructed their own unique domains, each matching the guardian's own particular desires and styles. When the world was complete, the Seven took advantage of loopholes that they had discovered in their oaths that allowed them to pull in beings from other realms to populate this new one.

Each of the seven domains of the Forge is a lock to the god's prison, while the whole of the world's underbelly is a great twisting maze that is a door forever closed. The Seven are not able to go free until they can find individuals more powerful than themselves to take their places. To this end, the Seven strive to create a world that constantly pushes everything to its absolute limit, hoping to drive a mortal to achieve the power of a god—and thus free them from their own imprisonment.

Inside the prison, the great god stirs, eager to be free. The power and life energy from the god seeps into the landscape and into the inhabitants, making every sensation in the world of the Forge stronger and more pronounced. Though none but the Black Flock is aware of it, the god's power has increased over the ages, and it is straining at the bonds of the prison. The sensations, gifts, and fantastic powers that the world bestows on its inhabitants are not the uncontrolled magics that most assume them to be, but a conscious force that purposely drives all who feel them toward the level needed to break the bonds of the cell and set its lone inmate free.

Chapter 6—The City of Penance: The rule of law, the cost of goods, the Bloodlords, religions, the undercity and the Wrack, and the interaction of the various components of the great city of Penance are detailed here.

Chapter 7—Bloodholds: This chapter details the powerful Bloodlords that rule the city of Penance. Each of the Bloodlords rule under a strict set of guidelines established by the Queen, but each has motivations and desires that serve as a springboard for adventure.

Chapter 8—The Hub Tavern: The largest and most prestigious inn of Penance, the Hub Tavern is a favored home base for seeds from across the cosmos.

Chapter 9—Dark Welcomes is an adventure designed to propel the heroes into the challenges of the Forge.

The Appendices provide new spells, magic items, feats, monsters, and an assortment of other material to bring the Domains of the Forge alive. Also included are a glossary of standard terms and an index.

Terminology

In addition to the game statistics detailed below, there are a number of terms and catch-phrases used by the natives of the Forge. These are all detailed in the **Glossary** (pages 347-349).

While reading through statistics of the various lord and ladies that reside in the Forge, you'll find a number of creatures that use abbreviations in their statistic block. The shorthand used (and the locations that they are detailed) are listed here.

NPC Classes: Adp: Adept; Ari: Aristocrat; Com: Commoner; Exp: Expert; War: Warrior. All of these NPC classes are detailed in the DMG.

Standard Classes: Bbn: Barbarian; Brd: Bard; Clr: Cleric; Drd: Druid; Ftr: Fighter; Mk: Monk; Pal: Paladin; Rgr: Ranger; Rg: Rogue; Sor: Sorcerer; Wiz: Wizard. All of the classes are fully detailed in the *Player's Handbook*.

Prestige Classes: Arc: Arcane Archer*; Asn: Assassin*; Blk: Blackguard*; Def: Dwarven Defender*; Dem: Demagogue; Hn: Hone; Inq: Inquisitor; Lor: Loremaster*; Raf: Rafter; Shd: Shadowdancer*; Sta: Stalker; Vig: Vigilante. Prestige classes marked with an asterisk (*) are detailed in the DMG. All others are detailed in **Chapter 3: Matters of Prestige**.

Races & Gender: Asherake=a; Ceptu=cp; Chromithian=ch; Dover=dv; Dwarf=d; Elf=e; Faust=f; Frey=fr; Gnome=gn; Half-elf=he; Half-orc=ho; Halfling=hg; Haze=hz; Human=h; Lunar=l; Nightling=n; Picker=p; Silver=s; Valco=v; Female=f; Male=m; Carrier=c.

The abbreviations work as follows: (AL/Gender & Race/Class & Level). This means that Megaera (LG fdv Pal20) is a lawful good dover female paladin of 20th level.

Reading List

In addition to the core books (*Player's Handbook, DMG,* and *MM),* you'll find it handy (though not required) to have a copy of *Minions: Fearsome Foes* and *Arms & Armor* (both published by Bastion Press and available at better hobby and game stores worldwide). *Minions* completely details some of the races of the Forge, while *Arms & Armor* provides unique weapons and magical qualities that you'll see used in *Oathbound*.

Adventuring in the Forge

The world of the Oathbound is a complex web of machinations, plots, and counter-plots. The dungeons explored by the heroes are rarely self-contained domains whose rise or fall will go unnoticed. Laying waste to some ancient temple in the undercity might have immediate repercussions against the heroes by the Bloodlord that rules the canton above. The consequences could be a huge victory celebration from the Bloodlord or a visit by a few assassins; diplomacy is an art form worthy of attention..

Official adventures always have non-combat encounters that allow the less martial of characters their time to shine. This certainly gives an opportunity for bards to excel, but any class that takes non-combat skills will eventually be glad that they did (and probably sooner rather than later). When the Bloodlords or razor of the canton asks you a question, you can't always have the bard speak on your behalf…

Oathbound takes the exciting parts of city adventuring (political intrigue and NPC interactions) and mixes it with dungeon adventuring and the discovery of ancient knowledge. This presents players with numerous role-playing opportunities while still providing the dungeon environments where characters can truly polish their combat talents. Bluff, Diplomacy, and Intimidate become as valuable as Listen, Spot, and Tumble.

Secrets and Common Knowledge

The Forge contains a great many secrets, and such knowledge is something that the heroes must learn on their own. Throughout this text, you'll find shaded boxes and 'Secret' headers that contain these hidden truths. This material is for the GM so that she can better prepare adventures; players should resist the urge to read through it. This material exists to allow GMs to better understand the direction of future products and to give them a clearer picture of the world.

Of course, GMs are free to alter the realities of the Forge to suit their own purposes. Players that try and take advantage of knowledge their characters do not yet possess should expect painful revelations.



A Judge from Penance

Chapter One: Arrival



"The thread of your life on this world has run out. Take my hand and I shall give you a new one, and weave it into a beautiful tapestry of dreams and visions such that you have never imagined."

– Israfel, The Queen of Penance

Getting to the Forge is a simple matter. It does not require the use of spells, nor rituals, nor even a knowledge that the place exists. It requires only that one attract the attention of one of the Black Flock in some way. The Seven have the power to bring anyone into the Forge from any other plane at any time. They may take people individually, as a group, or even an entire army at once.

The Black Flock constantly send their birds through portals into thousands of different worlds, searching for talent and potential. The interest of one of the Seven may be aroused in many different ways. A party may defeat a powerful enemy against great odds, or perhaps simply become caught in a desperate situation and display signs of courage and valor. The Seven are also always on watch for heroes whose story on their own world has come to an end, such as those whose lives are about to be snuffed out, those who have run out of lands to conquer, or simply those wasting away in a dank cell. When the attention of one of the Seven is piqued, it manifests, pulling the object of its attention into the world of the Forge.

The Pull

The first sign that one of the Seven is interested in an individual is a single black bird. A Feathered Fowl can separate a small part of its consciousness and send it anywhere within its domain. This fragment takes the form of a black bird, and any member of the Flock can create thousands of them at any given time. Anything viewed by one of these birds is observed by the conscious mind of one of the Seven. If its interest is captivated by anything it learns, it can manifest its power around one of the birds. The original bird is suddenly accompanied by a second bird, then by a third, then by a dozens, until the forms of the birds begin to blur together. There is a swirl of blackness, and then suddenly the Feathered Fowl appears before the object of its attentions.

A Feathered Fowl is typically clear in its intentions, offering a chance to live one's life to its full potential and requesting that the person or group chosen accompany it back to a world of extreme possibilities. At will, a Feathered Fowl can transport itself back to the Forge to anywhere in its domain. Anyone in contact with it—voluntarily or not—is transported with it, appearing in the world of the Forge. A member of the Black Flock may use its birds as an extension of its body, allowing it to pull many people at once.

The Seven do not always offer those they draw into the Forge a choice in coming. It's not unheard of for creatures to be transported into the Forge via a dizzying attack of black birds without any other explanation. In such cases, the birds fly down into a group of creatures and swarm around, totally blocking out sight and senses. When the birds finally disperse, the creatures then find

Forging Your Campaign

The appearance of one of the Seven is not an opportunity for combat; there will be plenty of opportunities for fighting once the character has been brought to the Forge. The Feathered Fowl should not appear threatening, simply mysterious. They give a short speech to introduce the world of the Forge and to explain what is about to happen to those they have selected. The quotes in this chapter are good examples of what has been recorded by other abductees. When the speech is completed, the pull commences. The pull is instantaneous and offers no opportunity for avoidance, as the Seven are creatures of divine power.

All characters that are pulled into the Forge are initially gifted by the innate power of the world. These gifts usually manifest themselves as new powers or heightened talents, and are explained further on in this chapter.

Although unlikely to happen onstage in a game, the Feathered Fowl also constantly search the worlds for the most powerful magic they can find. Many of the lost artifacts that disappear from other worlds find their way to the Forge, the combined power of all these items in one place leading to a ferocious clash of bizarre magics. This allows you to continue epic quests from your home campaign on the Forge, as holy relics from the characters' home world might well be lost somewhere in the Forge.

The heightened sensations associated with the Forge push all that come here to their fullest possibilities. Villains are made more villainous, heroes are made more heroic, assassins more deadly, and so on. This has little effect on game mechanics, only the situations that characters find themselves in and the varied roleplaying opportunities.

themselves in the lands of the Forge. The Black Flock can be somewhat uncaring at times, simply abducting those that they deem good additions to their domains.

Choosing a Character

It is generally assumed that a party that begins play on the Forge is pulled in from another campaign setting. It's fine to generate a new party or character specifically for play in Oathbound, of course. A wide number of options are available for such characters, including 12 new PC races, six new prestige classes, and a bevy of new skills, equipment, and powers.

While some players may choose characters that are native to the Forge, most may want to play outsiders—characters that begin their careers on the Forge at the 'invitation' of one of the Seven. Both natives and outsiders can be of any race.

All outsiders feel the intense pull of the Forge on all of their senses. Joy is more joyful, pain is more painful, flavor is more flavorful, pleasure is more pleasurable, and so on. This tends to make outsiders more likely to lead exceptional lives in pursuit of great emotions and sensations. Although at most 5% of the population of the Forge is made up of outsiders, 95% of adventurers, conquerors, and mercenaries are from other worlds. The main game advantage of playing outsiders—beyond the initial arrival gift—is that the Black Flock watch them quite closely and often grant magical items or assistance.

Natives do not generally feel the exceptional emotional pull of the Forge, and are less interested in rash adventures than in building a livable home for themselves. As a rule of thumb, natives are the peacemakers of the world, and the outsiders are the bringers of strife and war. The main game advantage of playing natives is that the Seven pay them little notice, and they are more able to choose their own fate than outsiders. Natives also are more likely to know the language, history, and layout of the Forge.

Not all who are pulled into the Forge are at the height of their power. The Flock have the ability to sense the potential in a person, and often pull adolescents or even newborn babies, giving them to native Forge families to raise. Such characters, when grown, are a good compromise for players, as they receive the benefits of being an outsider—gifts, heightened sensations, and attention—without the drawbacks, such as language barriers, cultural differences, and external agendas.

Gathering a Party

The easiest way to pull a party into the Forge is to take them all at once from a single world. Typically this is done to allow a group to transition their characters from another campaign setting to *Oathbound*. In such cases, the rules for which races can start in which domains can be ignored, as long as the party members all start from the same plane. The GM can choose any of the seven domains for the party to begin their adventures, although Penance is the most common jumping-off point.

If the party does not all arrive in the Forge together, some special arrangements must be made. Native party members can start anywhere, but outsiders may need a few story hooks to get them from their starting domain to the party's meeting point.

It is highly advised that the PCs all start in Penance. Conveniently, the Seven occasionally make trades amongst themselves of new and promising heroes. If no other hook presents itself, such a trade may allow a character of any race to start in any location. In exceptional cases, a Feathered Fowl may even pull or trade for a disparate collection of heroes, placing them all in the same location and suggesting that they work together.

Barring a trade, the easiest way to get characters from place to place is through merchant caravans. New outsiders typically need money or a way to make a name for themselves, and it is common to sign on with a caravan as a mercenary guard. The pay is reasonable and caravans are common, running between Penance, Arena, and Eclipse. Races that start in Wildwood or the Vault may pay for passage aboard a seagoing vessel to get from place to place. Races that start in the Kiln or in Anvil are more difficult to introduce, as travel across Anvil is nearly impossible.

The Sifter

All creatures that enter into the world of the Oathbound must endure a process referred to as the Sifter. The Feathered Fowl are concerned with pulling powerful items and weapons into their domains in addition to heroes. When a creature is pulled into Oathbound, a member of the Black Flock has the option to sift through all his possessions, taking or adding whatever it feels is best for the individual's development.

For example, one of the Seven pulls in a low-level fighter with a powerful *vorpal* sword. The Feathered Fowl is likely to realize that the warrior is more likely to learn how to fight better if he isn't relying on his sword to do the work, so the Fowl sifts the sword from his body during transit to the Forge. The sword is now the property of the Fowl. It may decide to bestow the sword upon a favorite warrior in its domain, or it may bury it deep in the Maze as a reward for a skillful rafter, or it may sift it into a different warrior's possessions when pulling her into the lands, or it may simply decide to keep it and use it as its own.

Magic is more plentiful on the Forge than it is in a standard campaign. Using Table 5-1 from the DMG, characters have approximately 1.5 times more wealth than standard PCs. The GM should use the Sifter as a device to balance out the power levels of the party when pulling the PCs into *Oathbound*. Any item, powerful or mundane, can be added or removed from a PC's equipment list at the whim of the GM when the characters are pulled. Much of this depends on whether the GM's home world is of standard, low, or high-magic levels.

First Impressions

The trip to the Forge is nearly instantaneous, leaving at most an impression of swirling color and a dizzying sen-



Israfel, Queen of Penance

sation. A new arrival may be brought to any location in the domain of the Feathered Fowl who has transported him; populated areas are a favored arrival point. A Flock member normally brings a new arrival—called a *seed* by the natives— to a place that nourishes an outsider's potential. A rogue may be taken to a criminal stronghold, a fighter may be brought into the headquarters of a mercenary group, or a ranger may be brought in to a dangerous wilderness area.

It is actually quite common for one of the Seven to bring a new arrival into a dangerous situation, such as the middle of a fight or in the path of a horrible monster. This type of trial-by-fire is used to weed out all but the strongest from gaining a foothold in the Forge. A Flock member that pulls an entire party in at once does not usually split it up, but instead may drop the characters into a complex adventuring situation requiring the party's combined skills to survive. Sometimes, a Feathered Fowl assembles a party on the spot from scattered warriors, placing them together in a dangerous position and requiring them to work together to survive.

Once his feet hit the ground, a seed is instantly hit with a wave of intense sensation. The brightness of the colors hurts his eyes, his heart swells with passion, the dizziness of the traveling lingers, and waves of electricity tingle up and down his spine. It is at this point in time that the character's arrival gift is bestowed upon him (see **Gifts** at the end of this chapter).

All new arrivals are considered *dazed* for 1d4 rounds upon arriving. Common courtesy in the Forge disallows attacking seeds until this initial shock of arrival has worn off, although most monsters pay little attention to convention.

A Flock member typically leaves immediately after transporting new seeds into the Forge, although sometimes it lingers for a few moments to speak a few words of advice or to bestow some magic item. The black birds that marked the arrival of the Feathered Fowl remain for a few moments to survey the situation, typically dispersing once the seeds have regained their bearings.

The Land and its Borders

A quick glance at the map of the Forge (pages 72-73) shows that the surface of the world is visibly split into seven domains, each noticeably different in appearance and character. A "domain" in this sense is not a political designation, but the sphere of control of a single member of the Black Flock. These spheres do not overlap, and together cover the entire surface of the Forge. Each domain is physically unique, as each creator has a different personality, intent, and limitation than the others. Boundary lines are not as readily visible in the ocean regions, although they are still present, and are obvious when viewed at the ocean floor. The seven domains and their borders are detailed in **Chapter 4: The Seven Domains**.

Domain	Terrain
Anvil	Mountains, desert, and seas
Arena	Desert, jungle, and ocean
Eclipse	Underground
Kiln	Volcanoes and shallow seas
Penance	Cities, grasslands, and plains
Vault	Frozen wastelands
Wildwood	Forests and jungles

Leaving the Forge

The powers that created the Oath of Binding took great pains to ensure that it is a difficult matter for anyone bound to the plane of the Forge to leave. Those pulled into the world of the Forge discover that leaving isn't as simple as they might wish. While entrance into the world is an easy matter (it's quite possible to *teleport* or *plane shift* into the domains of the Forge if one knows it exists), egress from the world requires construction of a magical seven-piece device, called a *key of binding*.

Most of the seven pieces can be purchased from sages and alchemists in the city of Penance, but the final piece or two can generally be found only by delving into the Undercity or by exploring various places in the other six domains. These pieces generally take the form of a fragment of blue stone that radiates a strong magical aura. Each individual desiring to leave the Forge must construct a separate key, which is consumed when the creature leaves the Forge.

The costs to buy the first six parts and assemble such a key are 1,000 gp per character level (based on the level one is when one tries to leave). Completed keys are bound to the individual who assembled them, and are useless if bought or sold. To complicate matters, the keys become useless if the creature gains more power (gains a level), though it is possible to construct a key for a level not yet reached.

To use the key, one simply activates it, and the key does the work. Persons using *keys of binding* are returned to the place from which they were originally pulled into the lands of the Oathbound. If egress to another location is required, a spell such as *plane shift* must be cast, and simple possession of a key allows the spell to function normally.

Planar Astronomy

The world of the Forge exists on its own plane in the material realm. Though vast, most of the plane is simply hazy, empty space, filled with the dust of a thousand shattered worlds. There are, however, five major heavenly bodies that have formed. In the center of the plane is the irregularly-shaped planet of the Forge. Orbiting around the world are two suns—one small and red, and one large and yellow—and two moons, one of water and a smaller sphere of rust.

The Forge is a small planetoid roughly the size of the Earth's moon. Given its size, it is surprisingly dense, giving it a surface gravity quite similar to the Earth's. Scholars believe that the Forge possesses an incredibly dense core. Sages theorize that the Forge originally consisted solely of this core and that its strong gravity attracted space debris around it, building it to its present size and shape.

Almost any type of rock, metal, or other basic compound can be found somewhere on the planet. A large amount of water is present on the Forge, covering roughly half the planet's surface, allowing it to support most forms of life. Of curiosity is the fact that the Forge does not seem to move at all in space, other than by rotation on its axis. The Forge is the only heavenly body on the plane known to be inhabited.

The Suns

The two suns of the world orbit around the equator of the Forge. The larger yellow sun, Crux, is roughly comparable to Earth's Sol, and is about the same distance away. The red sun, Storm, is considerably smaller and slightly larger than the Forge itself. Crux, though larger, is much more distant than Storm, and hence the two appear roughly the same size in the Forge's sky.

An item of curiosity to most sages is that both suns rotate about the Forge. There is still much argument on this point, but the best theory is that there is a single immovable point in the center of the world. The planet itself revolves around this point, but never moves from its position in space, compelling the heavier masses (the suns) to orbit the Forge. It is not understood why the Forge appears to be fixed in space, although sages place this fixed point in the precise physical center of the plane itself. Most believe the Forge to be held in place by ancient and powerful magics, and few seem interested in arguing against this theory without some kind of proof.

The yellow sun has a perfectly flat and circular orbit, bathing the Forge in the same amount of heat and light each day. The constancy of Crux and the lack of a tilt in the rotation of the Forge is what cause the polar regions of the Forge to be considerably colder than those near the equator.

The red sun, in contrast, is quite close to the planet and is almost closer to an incendiary moon than a true sun. However, it does give off a considerable amount of heat and light, and when viewed from the Forge, appears quite close in size to the yellow sun. Storm's orbit is slightly elliptical and is at a tilt to the Forge, creating the planet's seasons.

A day on the Forge is marked by the setting of the yellow sun, which effectively marks a single complete rotation of the world on its axis. The red sun orbits the Forge on a monthly (28 day) cycle, while the yellow sun takes a full year (364 days) to orbit the world. For these reasons, the standard calendar of the Forge bears 364 days, broken up evenly into 13 months of 28 days each. Each day has 24 hours, each hour has 60 minutes, and each minute has 60 seconds.

The Moons

The Forge bears two moons in addition to two suns. The larger moon, Anahita, orbits in the same path that the red sun does, but on the exact opposite side of the planet. Anahita's surface appears to be covered entirely with water, and it gives off a pleasant blue glow from the yellow sun at all times, unless eclipsed. Anahita is commonly called the water moon, although some refer to it as the nighttime sun, as its presence opposite the red sun means that the planet is never bathed in total darkness. The water moon is about half the size of the Forge. It is theorized that life exists on Anahita, but this has not been confirmed.

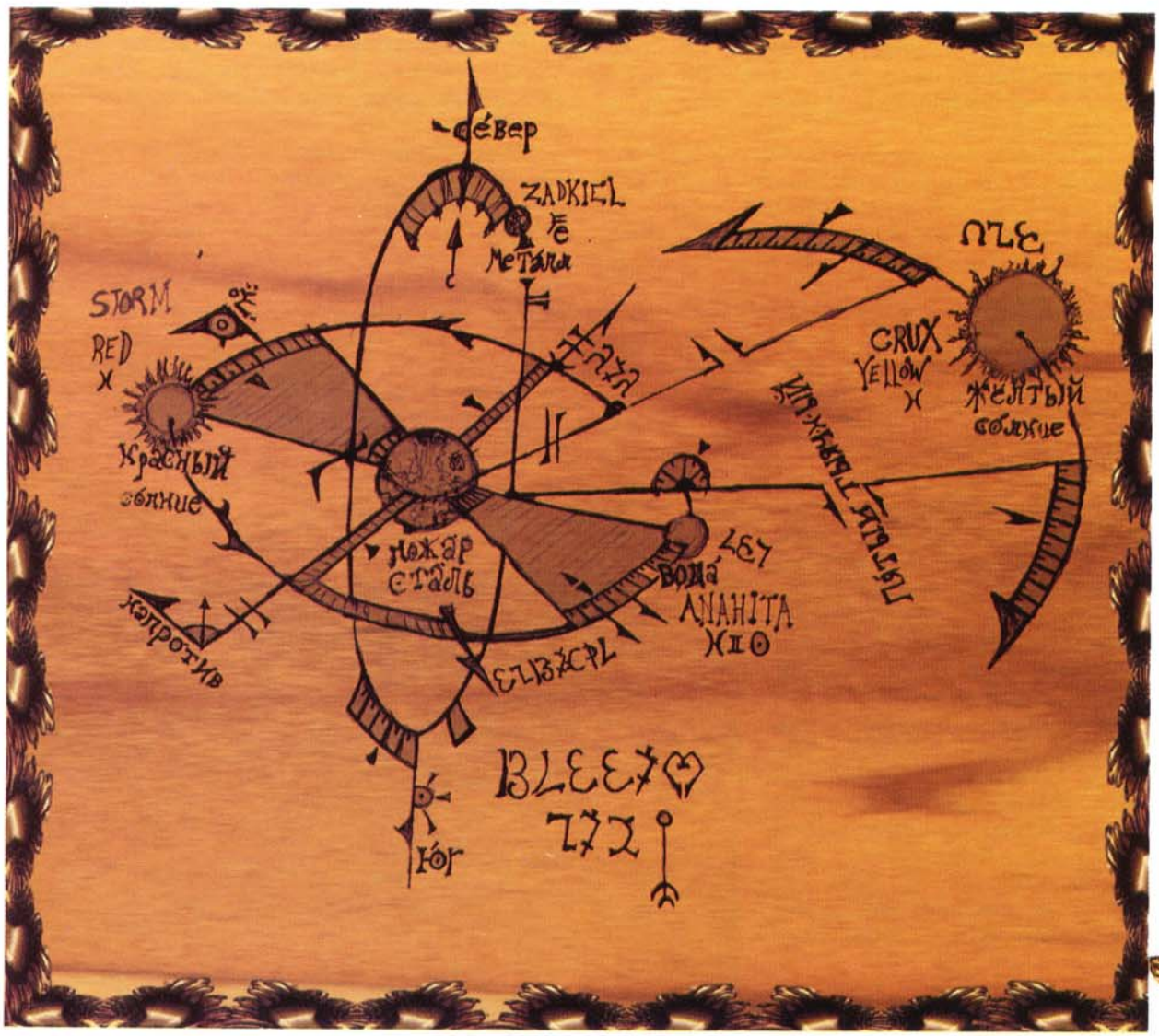
The smaller of the two moons, Zadkiel, is made of iron and stone and has a ruddy appearance, as if covered in rust. Zadkiel is tiny and orbits quite close to the Forge. Its orbit is somewhat unpredictable and erratic—perpendicular to the orbits of the other bodies, swinging from pole to pole instead of around the equator—making it the only heavenly body ever seen in the sky above the domain of Eclipse. The rust moon takes seven days to complete its short orbit and is mostly used to mark the passing of the seasons, each of which lasts a week. Zadkiel is thought to originally have been a part of the Forge itself, ripped from the North Pole by some unknown cataclysm.

The number of bodies orbiting the world tends to make for an unusual number and combination of eclipses. Ancient prophesy has it that if ever Zadkiel eclipses both suns at once over the Queen's Citadel, the Seven will fall and great destruction will come to the Forge. Such an alignment has never happened, although twice a partial eclipse of this manner has terrorized the population. Sages have tried to calculate exactly when a full eclipse will occur, but have had a great deal of trouble as the Zadkiel's orbit is slightly unstable and has a tendency to wobble.

The Stars

The plane that the Forge inhabits is large, abutting countless other planes and worlds. Each new plane bordered with the Forge is visible as a glowing circle of light at the edge of the plane, giving the appearance of a star when viewed from the planet. Most sages mistakenly think of the stars as far off suns, but each star is actually a gate to a new world, used by the Black Flock to draw in challengers to the Forge. The physical distance to these gates is phenomenal, restricting all but the Seven, who are not bound by space in this plane, from approaching them.

The stars are fixed in the night sky and can be relied upon for navigation during certain times. However, due to the brief periods of sufficient darkness the importance of the stars is minimal. Few navigators learn to use them extensively, as they cannot be relied upon to be visible when needed. Astrologers and mystics still pay attention to the stars, but mostly their efforts are focused on the alignments of the moons and suns. The people of the Forge still group the stars into constellations, but these are only important for identifying ten particular stars, which are detailed below.



The Northern Star: This bright star is located directly above the North Pole of the Forge. It is identifiable by nearly everyone on the northern hemisphere of the Forge, and can be relied upon to discern true north.

Stars of the Hours: These eight stars are spaced evenly around the night sky, directly above the equator. A star calendar and knowledge of the current date are required to read the stars, which may be used to discern the time of day. On the first day of each year the rising of these stars corresponds precisely to the eight named hours of the day: Shroud, Slumber, Stir, Toil, Spark, Repast, Haven, and Regale. As the year progresses, the rising of each star are offset by a number of hours specified by looking up the date in the calendar. Each one of the stars of the hours is identified by its own corresponding constellation.

The Southern Star: This relatively dim star, the opposite of the northern star, is located directly above the southern pole of the Forge. It is recognized by all who dwell in the southern hemisphere, and is used to identify true south. The star is found by its position in the center of a constellation known as the serpent.

Telling Time: Creatures trained in outdoor skills have learned how to tell time and direction based on the alignments of the stars. A successful Intuit Direction check (DC 15) lets the creature identify true north or true south based on the stars. Local conditions (excessive light or clouds) can increase this DC by +5 (DC 20 for determining true north in broad daylight, and DC 25 when doing so during a thunderstorm).

The hourly stars are harder to discern, but it's still possible to do so. A successful Intuit Direction check (DC 20) informs the creature as to the correct time of day during times of relative darkness. During times of excessive light or cloud cover, these DCs increase by +5 (as detailed above).

Special: Any creature with 5 or more ranks in Profession: Astrologist or Knowledge: Astrology gains a +2 synergy bonus when making Intuit Direction checks to determine time or direction via the stars.

Day and Night

Due to the greatly different orbits of the two suns, light conditions on the Forge vary greatly throughout the month. Each month, however, has the same pattern of day and night periods, as the light/dark cycle repeats every 28 days. The calendar of the Forge allows one to predict the day and night periods based on any given date.

The first week in a month begins when the red and yellow suns are aligned in the sky. The very first day of the month is marked by twelve hours of night, followed by twelve hours of intense bright light from both suns, which is accompanied by a harsh white sky. As the week progresses, the red sun gradually begins to rise earlier each day, extending the daylight period and making it milder, while the night period gradually shrinks away.

The second week begins with a six hour period of darkness. After the sixth hour, the red sun rises, giving the world a bloody crimson sky. At midday, the yellow sun rises, making the day hot and bright, with a blinding white sky. After the eighteenth hour, the red sun sets, leaving the yellow sun high in a beautiful blue sky. At the end of the day, the yellow sun sets, leaving the Forge dark again for few hours.

From this point, the night period continues to shorten until at the third week, the Forge is bathed in red sunlight for the first twelve hours and then yellow for the next twelve. Over the next few days, a new night period begins to form after the red sun sets and before the rising of the yellow sun. This night period continues to grow into the fourth week, when the suns begin to align again. The night periods lengthen and the day periods continue to get hotter over the next few days, until at the end of the fourth week, the two suns again line up and the cycle starts over.

Both suns give off what is considered to be full sunlight, and the red and white sections in the chart below should be treated the same as the yellow. For narrative purposes, light from the yellow sun is akin to Earth's daylight, but light from the red sun imparts to everything a ruddy crimson quality, as if one were viewing the world through crimson lenses. When both suns are present at once, the red quality is not noticeable, but everything is brighter, sharper, and more distinct.

Table 1-2 *shows the changing of the day and night periods over the course of a month on the Forge. Each month shares this exact same light pattern. Each day in the month is marked as a square in the graphic, with Shroud (midnight) at the top of the square, and Spark (noon) in the center. Read the square downward as each day progresses. The changing colors in the squares mark the rising and setting of the suns. Black indicates a night period, red indicates that only the red sun is in the sky, yellow indicates only the yellow sun, and white indicates both suns present at once. The names of the days of the week are shown on the top and the names of the seasons are listed along the left edge of the table.*

Table 1-1: Hours of the Day

0 – Shroud	12 – Spark
1 – First Shroud	13 – First Spark
2 – Second Shroud	14 – Second Spark
3 – Third Shroud (Slumber)	15 – Third Spark (Repast)
4 – Fourth Shroud	16 – Fourth Spark
5 – Fifth Shroud	17 – Fifth Spark
6 – Sixth Shroud (Stir)	18 – Sixth Spark (Haven)
7 – Seventh Shroud	19 – Seventh Spark
8 – Eighth Shroud	20 – Eighth Spark
9 – Ninth Shroud (Toil)	21 – Ninth Spark (Regale)
10 – Tenth Shroud	22 – Tenth Spark
11 – Eleventh Shroud	23 – Eleventh Spark

The Calendar

The calendar of the Forge is a yearly one, each year broken into thirteen separate months. Each month has exactly 28 days, making for a yearly total of 364 days. A year is measured as a single revolution of the yellow sun around the Forge, and a month as a complete revolution of the red sun. A day is the measure of time between settings of the yellow sun. Days are broken into 24 equal periods, called hours, which are purely arbitrary divisions created simply to tell the time.

Each month is also broken into four seasons, or weeks, each comprised of seven days. Each month, season, and day of the week has its own name, and dates are normally called by their names instead of by numerical values. The third day of the fifth month, for example, would be referred to as Blooming Hope, Passion. Years are referred to numerically, as they are too countless to name.

Hours of the Day

A day on the Forge begins with the setting of the yellow sun. This begins a 12 hour period of possible night, which is often overlapped by the red sun. Precisely halfway though the day, on the 12th hour, the yellow sun rises again, remaining for another period of 12 hours, this time of full daylight. These two times, the 0 hour and the 12th hour, are the most important times of the day on the Forge. They are referred to commonly as the hours of Shroud and Spark, respectively.

Between the twelve hours, the other hours are numbered zero through eleven. Times are called first by their numbers and then by their twelve hour. The first twelve hours of the day are shroud through eleventh shroud, and the second twelve are spark through eleventh spark. Each hour comprises 60 minutes, which each comprise 60 seconds in turn. Partial hours are referred to as the number of minutes past the last hour, such as "Twenty past Fifth Spark."

Every third hour also has its own special name based on the activity traditionally associated with it; these terms are used interchangeably with the hours' numerical names, and everyone on the Forge (except for a few seeds) understands them. These names are more commonly used to tell the time instead of the precise hour and minute, as there are few clocks on the Forge. The hours of the Forge are listed in **Table 1-1: Hours of the Day**, along with their common names.

A typical day on the Forge begins at the hour of Shroud. A lifer typically awakens at the hour of Stir and spends the next three hours in personal and domestic pursuits. By the hour of Toil, those with formal jobs begin their labors. Work lasts through Spark until the hour of Repast. This is the lunch hour, and traditionally a moderate meal is eaten. After Repast, labor continues for another few hours until the hour of Haven arrives and the workday officially ends.

Regale marks the great feast of the day, which is usually a large communal meal accompanied by singing, games, and merriment. Finally, as the hour of Shroud approaches and the yellow sun passes away, the people prepare for bed.

Seasons on the Forge

The world of the Forge is not tilted on its axis as is Earth. However, the orbital path of the red sun is not totally flat, and its power waxes and wanes at the northern and southern reaches of the Forge over the course of a single month. So while yearly changes on the Forge are less drastic than those on Earth, the weather patterns are much more fickle and intense, as the seasons change from week to week instead of from month to month. This factor has led to large population centers in many parts of the Forge, as crops can be harvested monthly instead of yearly, allowing the same acre of land to feed twelve times as many people as it would on Earth.

A season on the Forge is a week long, and each of the four seasons occurs once a month. Due to the constancy of the yellow sun, the seasons are not drastically different from one another, especially on the equator, which stays relatively warm year-round. The northern and southern regions of the planet fluctuate more in temperature from week to week than the central regions.

The Four Seasons
Blooming – Days 1-7
Wasting – Days 8-14
Seething – Days 15-21
Sleeping – Days 22-28

Blooming (Spring): The first week of the month on the Forge is that of Blooming. It is warm in all regions. The flora of the Forge is at its finest in this week, with most of the blossoming plants showing their flowers, and the greens nearly all in season.

Wasting (Fall): The second week of the month is that of Wasting. Penance itself remains relatively green, but plants in the north begin to wilt from the heat, and southern plants begin to wither from the chill. Wasting is the time of harvest, and the sadness of the dying land is countered by the bounty it offers.

Seething (Summer): The third week of each month is the time of Seething. It is a time with little darkness to interrupt the day, and in which the world of the Forge suffers a constant barrage of sunlight. Seething is equally hot in the north and the south, but is particularly devastating around the equator, including in Penance. The flora of the Forge, except for the evergreens, all lose their leaves and edible parts during the Seething.

Sleeping (Winter): The final week of each month is referred to as the Sleeping. Nearly all the plants on the Forge are dead or barren during the time of the sleeping, and the air is crisp and still. The northern reaches of the Forge become bitterly cold during this time, and snow falls in the upper Wildwood and upon the peaks of Anvil. The southern areas and the center of the Forge remain temperate.

Days of the Week

The seven days of the week each have their own names and respective traditions built up around them. While everyone pulled here has their own unique culture and names for the days of the week, lifers eventually settled on a single system which is used nearly everywhere. The

common-language translations of the names are listed below. Many other languages translate the names into their own tongues, but the meanings are the same.

Anew (Sunday): The first day of the week is called Anew, as it is always the beginning of a new season on the Forge. Traditionally, Anew is a day of labor, symbolizing the new season's potential. The minor holidays involving fasting and feasting always fall on Anew each month.

Demure (Monday): A new season is slowly coming into its own by the second day of the week, Demure. This day is also a day of labor, and is seen as the most "normal" of the days, in which all things are at their most basic. Holidays never fall on Demure, and festivals, parties, and celebrations on this day are quite rare.

Hope (Tuesday): By the third day, the season is fully in swing and just beginning to show its power. Hope is the day of possibilities in which lives may be changed, fortunes reversed, and excitement shared. Hope is not typically a day of labor, but one in which all are encouraged to leave their homes in search of opportunity.

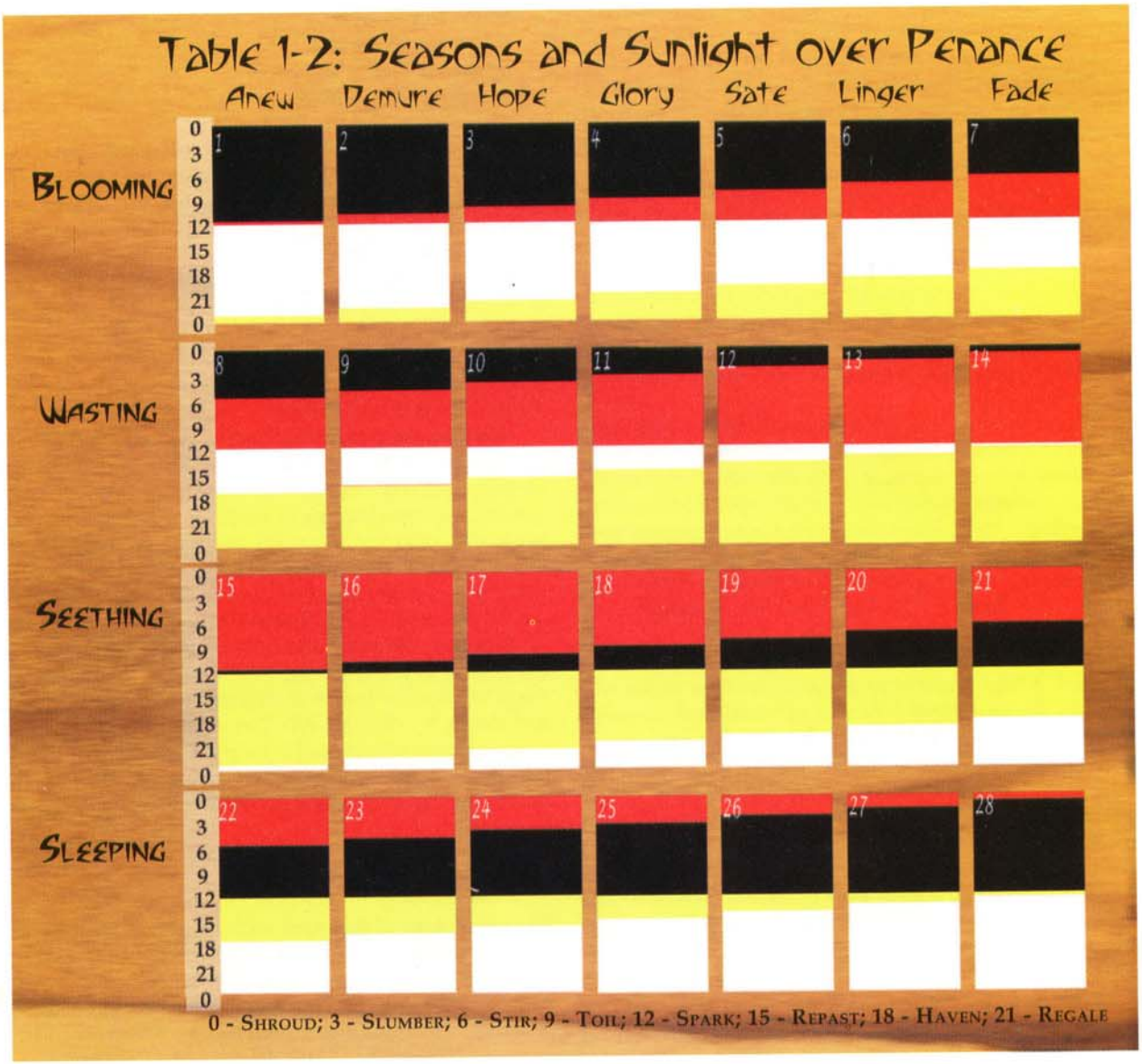
Glory (Wednesday): On the fourth day, the season reaches its peak and the full majesty of its power. It is thought that the greatest of events occur, and that all major historical change is wrought on the day of Glory. This day is also traditionally a day of labor, in fact the day in which laborers work the hardest, and bear the most productivity.

Sate (Thursday): By the fifth day of the week, the power of the season begins to wane, and the people struggle to finish their labors. Sate is traditionally the last day of labor for the week, and it is often spent tying up loose ends left over from the day of Glory.

Linger (Friday): Traditionally, formal labor is ended by the day of Linger, and the day is spent in pursuit of one's domestic needs and issues.

Fade (Saturday): The day of Fade marks the last day of the season, and it is traditionally spent in rest, pondering the happenings of the past week. Most religions that mark one day of the week as particularly holy choose the day of Fade for this purpose.

Table 1-2: Seasons and Sunlight over Penance



Months and Holidays of the Year

There are 13 months in a year on the Forge, each month marked by the passage of the red sun. The system boasts a mythology whereby each month represents a different emotional stage in the development of the year. No single person is intended to be represented by the terms, but simply an average of the emotional cycle a citizen may go through over the course of the 13 months. The traditions of any given month are not necessarily something that everyone participates in, but simply exist to set the mood, or *zeitgeist*, of the period. Many of the standard holidays are natural extensions of this system, as each day of the year—when specified by week, day, and month—has its own unique character.

Each of the countless religions on the Forge has its own set of holidays that the official calendar does not recognize. However, there are eleven major non-religious holidays that nearly every native celebrates. These holidays are unique, each having evolved from a wide variety of different cultural celebrations and religious ceremonies. Elements of some traditions have been woven together over the years, and other aspects forgotten, producing eventually a complex collection of rites and activities that have become the major holidays of the Forge.

The first (Blooming Anew) and fifteenth day (Seething Anew) of each month are always holidays of sorts and are traditionally celebrated with fasting or feasting respectively. Formal labor is not stopped on these days except on Firstday and Midyear, which are considered proper holidays. The major holidays are listed below under the month in which they occur in each year.

The Forge Annual Calendar

1. Prime
   - 1 - Firstday
   - 28 - Queensday
2. Prosper
3. Sorrow
4. Scheming
   - 20 - Knavery
5. Passion
   - 4 - Hedony
6. Purity
7. Axis
   - 15 - Midyear
8. Stillness
   - 28 - Darkness
9. Stirring
10. Savage
    - 18 - Frenzy
11. Scourge
    - 19 - The Lash
12. Ravage
    - 11 - Bloodbath
13. Atonement
    - 3 - Gifting
    - 28 – Lastday

Prime: The first month of the year is called Prime and is meant to represent a beginning, a chance for new fortune and new hopes. Prime marks a return to normalcy from the manic emotional states of the last months of the year. Labor is approached with a new vigor, and new friendships, relationships, and alliances are made.

1 - Firstday: The day of Blooming Anew, Prime is the first day of the year. This is the day of oath making and of renewing vows. People make pledges to others and to themselves as to how they will behave in the coming year. Couples reassert their commitments to one another, and broken contracts are revived and confirmed. It is a day of peacemaking and of building new relationships. Firstday is also a day of fasting.

28 - Queensday: The day of Sleeping Fade, Prime is traditionally referred to as the Queen's Day, as by her proclamation: *On this day, none shall harm another.* While her proclamation is only binding in the land of Penance, it is customarily followed in all parts of the Forge. People generally leave their homes on this day to go out and greet everyone they meet with a warm welcome.

Prosper: Prosper, the second month of the year, is also the most productive. The people are yet to grow weary of their labors and spend most of the month in pursuit of their formal occupations. This month is renowned for the greatest acts of craftsmanship and hard work, and for the largest crop yield of the year. The great buildings are constructed in this month, many wondrous items are crafted, and the population is at its richest.

Sorrow: The third month is known as the month of Sorrow, for by this time the people are said to have tired of their labors and fall under the spell of a listless depression. Productivity drops off, moods decline, and a general sense of displeasure creeps over the land.

Scheming: After the month of Sorrow, the minds of the people are said to begin whirling and dreaming, thinking up grand plans of escape from the doldrums of their lives. Little action is taken, but a greater sense of hope and happiness begins to creep over the people. This is the month of Scheming, and is a time of daydreaming and soul searching. This month is said to be when the people first glimpse the changes that are approaching.

20 - Knavery: The day Seething Linger, Scheming, or "Knavery", is infamous as a day of authorized mischief. Theft and thievery is allowed, as long as that which is stolen is returned by the end of the day unharmed. Traditionally, when items are returned, the owner must offer a reward of money, a gift, or service to the thief. The value of the gift offered is supposed to be in proportion to the value of the item stolen. This day is also a day of practical jokes, and a time to fool others with wild lies and tall tales.

Passion: By the fifth month of the year, the scheming is over, and the people are ready to act. Great changes are wrought in this month of Passion, as the citizens of the Forge act out their desires and plans for change. People quit their jobs, love affairs are ignited, great ventures are begun, and pleasure runs rampant in the streets. For obvious reasons, the month of Passion is considered by many to be their favorite time of the year.

4 – Hedony: The day of Blooming Glory, Passion is the most highly anticipated day of the year by much of the population, as it is the day of Hedony and a time of pure pleasure. Combatants are cleared out of the arenas of

Penance and the public spaces of the other lands, and hordes of lustful citizens pour in, intent on sating their desires in a full day of wild abandonment. It is a day in which all people are traditionally considered to be free from their romantic commitments and free to experiment with love in all its forms with whomever they desire.

Purity: The month of purity marks a sharp change in the emotions of the people, as they weary of their outbursts and bold moves, and begin to get serious about their new roles in life. Labor is renewed, and relationships damaged by outbursts of passions are patched up. Peace, calmness, and normalcy return to the land.

Axis: The seventh month sits right in the center of the year's time line. It has no predetermined character of its own, but the mood of the population is closely scrutinized and monitored. The perceived mood is said to be representative of that of the year as a whole, and the year is typically remembered in history based upon this factor, whether it be famine, prosperity, tragedy, triumph, or simply boredom.

15 - Midyear: The day of Seething Anew, Axis is considered to be the central day of the year and is celebrated with joyful parades and wild exuberance. The people dress in colorful costumes and run through the streets, cheering and celebrating the glory of the year. Midyear is also the greatest feast of the year. As the evening approaches, the people all gather together for a truly spectacular meal, giving thanks for the bounty of the land. Midyear is also the holiday most associated with drunkenness and gluttony.

Stillness: After the seventh month, the historical perception of the year is said to be set, and the people fall off from their pursuits in sort of a lazy slumber. Little of import is said to happen during the month of Stillness, and the population as a whole views it as a time of rest, both in healing from the labors of the first half of the year, and in preparation of the fury of the second half.

28 – Darkness: The day of Sleeping Fade, Stillness is probably the most unusual holiday of the year. This is the day of Darkness, a celebration of the limited night on the Forge. Labor is halted throughout the world, and all citizens are encouraged to remain in their homes throughout the entire day with the shutters drawn and the curtains closed. The day of darkness is supposed to be used as a day of inward reflection and of pondering, one in which no labor of any kind is done.

Stirring: After their month of relative rest, the people of the Forge begin to grow restless and agitated in the ninth month, the month of Stirring. The people are uneasy and irritable, and tempers run high. Labors are increased, but more from displaced energies than through a real desire to do work. People again appear ready for another kind of outburst.

Savage: The passions of the people reemerge in a new way in the month of Savage. Self control is tossed aside, and people revel in dirt and soil, glut themselves on great feasts, dance wildly, scream yell and howl, and generally give in to their base instincts.

18 - Frenzy: The day of Seething Glory, Savage is by far the wildest day of the year. As the setting of the red sun commences in the ninth hour of the day, the people of the Forge all file out of their homes and begin howling and twirling about, dancing wildly and frantically. Musicians and bards join the crowd and whip them into a frenzy with their music. All day long the crowd rushes up and down the streets, madly dancing, sweating, and screaming until everyone collapses from exhaustion and pain. At then end of the day, the participants stagger back to their homes.

Scourge: The month of Scourge is the reassertion of the conscience and of reason. It is a time of forced self control, where the people try to again suppress the mad passions that welled up in the month of Savage. People again return to their labors with a renewed frenzy and put on a false air of peace and normalcy. This is also typically the time when the people's personal religious beliefs are at their strongest.

19 - The lash: Seething Sate, Scourge is the day when the ideals of the month of Scourge are physically acted out. The people fasten heavy objects to ropes and chains and carry them or drag them along as they parade slowly through the streets. Others join their ranks carrying whips and proceed to lash themselves rhythmically, often splashing or dripping their blood and sweat upon the members of the parade and the observers. Those in the procession are completely silent, accepting their burdens with stoicism.

Ravage: The suppression of the month of Scourge finally takes its toll upon the people in the month of Ravage, when their emotions burst forth again in a mass of anger and fury. The arenas are filled to the brink at this time, and people revel in battle, war, and bloodshed. Many challenges are issued to Bloodlords during this month, and many other more personal duels are fought and conducted as well. Ravage is also the time in which lingering resentments that have lasted throughout the year come to a head and are fought out, whether diplomatically or physically.

11 – Bloodbath: The day of Wasting Glory, Ravage, or Bloodbath, is truly the most frightening day of the year. The arenas are booked solid for the entire 24 hours, as combat after combat is arranged for the pleasure of the spectators. This is the day when duels are fought, scores are settled, and anger is unleashed. At the end of the day comes the free-for-all, when the floor of the arena is opened to all who would enter it. Many of the spectators who have watched the entire day's spectacle are worked into a rage and rashly charge into the ring. When all who would fight have entered, the floor is closed, and all on it must battle to the last man. To the winner goes the spoils, which on the day of Bloodbath are great indeed, including both monetary reward and prizes of rank and prestige. The winner of the bloodbath is often granted a high ranking position in the local military. In Penance, Bloodlords often choose this winner as their personal champion, and in many less populated areas, such as in the caverns of Anvil, the winner is considered the mayor of leader of the town for the next year.

Atonement: By the last month of the year, the ids of the people are finally glutted, and their passions are sated and exhausted. The month of atonement is a time of looking back over the year and making peace with its events and cleaning out one's life in preparation of the new year. Apologies are offered and accepted, and lingering problems are resolved. The month of Atonement is a period of cleansing, both physically, as the people traditionally

clean out their living and working spaces, and mentally, as people actively strive to bring closure to the events of the year.

3 – Gifting: The day of Blooming Hope, Atonement is commonly known as the day of Gifting. Beforehand, the people make and purchase gifts of all sorts, and on the day itself they deliver them. The gifts are not given to friends and loved ones, however, but to one's enemies. A general truce is called on this day on blood conflicts to allow for the exchange of the gifts. The gifts themselves are never cruel and insulting, but rather thoughtful and heartfelt. The gifting is said to encourage peace and reconciliation with one's foes. Such gifts are not a sure way to end a feud or make peace with an enemy, but failure to give a gift from the heart or of sufficient value for your station can be a horrible burden to bear for the rest of the year (politically and otherwise).

28 – Lastday: The day of Sleeping Fade, Atonement is the last day of the calendar year. On this day, the people clear their lives of the burdens of the past year and prepare themselves for a new one. Bonfires are lit in public squares and in the centers of towns. Each person brings with him a memento of the passing year to throw onto the fire. This memento may be as simple as a written list of their burdens, or it may be a more symbolic item, such as a weapon, a doll, money, or a drawing or painting. Musicians and bards also gather around the fires on this day, and traditional songs of passing and renewal are sung by all.



A frey astronomer displays the cosmos

The Reckoning of Years

Years are innumerable on the Forge. They are counted, but no one has any idea when the world itself was created, or even when the first person came to the world. In the massive archaeological undercity of Penance, for example, settlements and items have been found that appear to be over a million years old. Even the Seven, who are thought to have built the world of the Forge, do not know its age, as such creatures are not as concerned with the passing of time as are mortals. Few doubt that the world itself is any younger than several billion years.

In order to help wrap their minds around the great span of history, the inhabitants of the Forge tend to measure years here based on great events. Typically every few thousand years, a new point of reference is chosen. The current year is rarely used as the zero point; instead an important historical occurrence, significantly more recent than the one currently referenced, is selected, and the current year is then renumbered based on this new event. There is no official cultural office on the Forge that decrees such changes, they simply tend to evolve on their own, as the people slowly begin to forget the distant past in favor of the not-so-distant past.

Due to this organic progression of things, some of the smaller subcultures on the Forge use different reference points to count the years than the bulk of the population does. Such variety, although quite natural, tends to confuse further the much-contested age of the planet.

Over the ages, many different types of events have been used to mark the years, but the current one is the most recent partial eclipse of both suns by the rust moon. The current year is referred to as 941 e2. This means that it has been nine hundred and forty one years since the second great eclipse.

The second of the great eclipses was a time of great fear and anticipation by the people of the Forge, however, it proved to be ultimately uneventful. The first of the two great eclipses occurred over 50,000 years ago, and is notable as the moment when the master thief Annoxus stole into the great citadel at the top of the world and took over the seat and name of Colopitiron, one of the Seven.

Gifts

Each outsider that enters the Forge receives an extraordinary power, referred to as an arrival gift. These gifts fade if a character ever leaves the Forge. Some say that they are given by the Feathered Fowl as an enticement to remain; others believe them to

be the effect of the land itself. The truth is that these gifts actually come from the magic of the god who originally created the plane and whose life essence still permeates the world. They are not so much consciously bestowed as they are fragments of his shattered energy.

Gifts vary between creatures, but they typically match their personalities in some way. A gift pushes an individual toward fulfillment of her desires (that which the character strives for) and her destiny (that which remains hidden from all). It is recommended that the GM hand pick the gifts for each of the PCs. These gifts may be of his own creation, or they may be taken from those detailed below. Gifts should never be too powerful or overbalancing to the game—they should simply help make a character a little more interesting.

Gifts are not always apparent to those who have received them. A character gifted with a chameleon power may not discover the gift until she attempts to hide from someone—even then, she may not notice the effect herself. Some powers, like increased ability scores, are immediately apparent to a character. The GM is encouraged to use common sense when determining character awareness of a gift, and players are encouraged to roleplay the discovery. Anyone that takes the time to concentrate on herself in an effort to discover a gift should receive at least a small hint.

Not all gifts are bestowed upon arrival. As heroes strive to shape the fate of the Forge, they may discover additional gifts are granted to them when they perform particularly heroic deeds. If a character performs an action so impressive, bold, or cunning that it truly turns the tables of an adventure, the GM should consider granting her an additional gift. Earned gifts are typically slightly more powerful than arrival gifts, but they also match a character's personality and should be carefully selected by the GM.

Sample Arrival Gifts

The following gifts are suitable rewards for player characters as they enter the Forge. Additional arrival gifts can be created by the GM to better match the scope of his campaign and desires and destinies of the PCs. The bonuses granted by these gifts stack just like other bonuses of the same type; refer to the DMG for more details.

Ability Boost: A single ability score is raised by 2 points. This ability increase is an earned increase (just like gaining levels) and is not considered an inherent bonus.

Brave: You are highly resistant to fear, receiving a +4 morale bonus to all saving throws vs. fear effects.

Chameleon: You blend into the surrounding when hiding, adding a +6 circumstance bonus to all Hide checks.

Charm: You can get your way simply by flashing a smile. Add a +4 circumstance bonus to Diplomacy and Gather Info checks when this power is used.

Connected: You can intuitively sense whenever one of your friends is in mortal danger. This ability tells you who is in danger along with a vague image of where your friend is at and the general threat. Every 1d4 rounds, new images appear in your mind until the threat ends.

Empathy: You can sense the emotional state of those around you. Roll an empathy check (equivalent to a Will save with a DC equal to 5+level of person being read). Success indicates that you can read the emotions of the target, such as anger, fear, nervousness, lust, etc. This ability may be used once per interaction.

Efficient: You can go for a number of days equal to your Constitution score without eating or drinking and suffer no ill effects. Once this time is up, you are equivalent to an ordinary person who has just eaten. Whenever you eat a full meal, you can again go your full number of days without eating or drinking.

Focused: You are particularly focused in your pursuits. All arcane spells of a selected school cast by you are as effective as if you were one level higher.

Funny: You are a gifted physical comedian, able to get others to laugh, regardless of language barrier. Using this ability is a full-round action that provokes an attack of opportunity. It requires all onlookers to make a Will save (DC 10+comedian's Cha bonus+½ his level) or be distracted for as long as the antics are kept up. Distracted creatures receive a –1 concentration penalty to all die rolls, generally laughing and smiling at the comic's antics. Successful use of this gift allows a +2 synergy bonus to the Charisma check made to influencing an NPC's attitude. Creatures with an Int score of less than 3 are unaffected by this ability.

Good looking: Your looks improve greatly. Your Charisma goes up by 1, and rolls to influence the attitude of an NPC receive a +5 circumstance bonus.

Healthy: Your immune system is particularly effective, adding a +3 competence bonus to all saving throws vs. poison and disease.

Inconspicuous: Your presence doesn't elicit suspicion from others, granting you a +4 luck bonus to all Hide and Disguise checks.

Inspiring: Your words carry more weight and affect others more deeply than before. Perform and Diplomacy checks are each increased by a competence bonus of +4.

Intimidating: You tend to make others nervous when they interact with you. In addition to gaining a +4 competence bonus to Intimidation checks, you can make use of the Frightful Presence exceptional ability (from the MM) once per day.

Intuition: You have developed a heightened intuition, gaining a +6 competence bonus to all Sense Motive checks.

Jovial: You seem particularly warm and disarming to others. You gain a +2 competence bonus to all Perform and Gather Information checks, as well as +3 all to rolls to influence the attitude of an NPC.

Nimble: You have developed unusually nimble fingers, granting you a +4 competence bonus to all Pick Pocket and Open Lock checks.

Poker faced: You are a particularly good liar. Add a +6 competence bonus to all Bluff checks attempted. This bonus doesn't work in combat against the same creature more than once per day.

Quiet: You are unusually quiet when moving about, gaining a +6 competence bonus to all Move Silently checks.

Resilient: You are particularly impervious to blows. Gain a Damage Reduction of 1 against all physical blows. This gift stacks with the barbarian's damage reduction ability.

Shapechanger: You gain the ability to change into a single ordinary animal (selected when you receive this gift) as per the druid's *wild shape* ability (but without the healing benefits). You can change into the animal and back once per day plus once per every five levels you have attained. If you're a druid, this ability stacks with your *wild shape* class ability and you gain the healing benefits.

Sneaky: You can scamper around in the shadows without being noticed. You gain a +2 competence bonus to Hide and Move Silently checks. You also receive a +2 luck bonus to savings throws to prevent from being detected by magical means.

Talented: You are highly adept at a particular craft or profession. Pick either a single Craft or a single Profession skill, and gain a +6 competence bonus to all checks.

Telepathic: You can speak to others with your thoughts. This ability transcends language barriers. Range is ten feet, or 60 feet when communicating with other telepaths. You may only communicate with one creature at a time in this manner.

Thick skin: Your skin toughens, giving you a natural armor bonus of +2. If you already have natural armor, its bonus increases by +1.

Understanding: You gain the ability to speak and understand up to three of the languages of the Forge.

Valiant: You are particularly stalwart and noble. You gain a +2 bonus to your Leadership score.

Wild talent: You gain the ability to cast a single spell of level 1 or 0. This ability can be used up to once per day plus once more per every five levels you have attained. Arcane spell failure penalties apply to wild talents. Caster level is half your overall level, or your normal casting level, whichever is higher.

Willful: You are particularly headstrong, gaining a +2 competence bonus to all Will saving throws.

Youthful: This gift is typically only applied to characters who are middle aged or older. Their physical age is reduced, moving them precisely halfway into the age category previous to where they were at. The character's Str, Dex, and Con are normally each raised by 1, while the character's mental abilities remain the same.

Zealous: You are particularly fervent in your faith. All divine spells of two selected domains are treated as if you are one level higher when you cast them.

Sample Earned Gifts

Favor in the Forge can earn gifts from the magic that permeates this plane. The gifts detailed below represent typical rewards for heroes that overcome the many perils that face them.

Adorable: Everyone you meet finds you extremely attractive. You gain a +4 circumstance bonus to all Perform, Diplomacy, and Gather Information checks.

Danger Sense: You feel a tug in the back of his mind when sudden danger lurks just around the corner, such as an ambush, a dangerous waterfall ahead, or a sneak attack. Roll a Will save (DC 10+level of person intending harm you, or DC 15 if an environmental danger) to receive this warning. A successful save prevents you from being surprised by the danger and allows you to call out a warning to others (which might allow them to avoid being surprised by the danger if they make a successful Spot check to notice it). This ability does not apply to traps. Danger sense is not a conscious ability, and all rolls for it should be made secretly by the DM.

Dream walking: You can enter the dreams of a sleeping creature and either spy on them or deliver a message. To enter a dream, you must make a dream walk check, which is equivalent to a Will save (DC is 10+level of dreamer). This power has a range of 60 feet.

Ethereal sight: You can look through doors and walls as a full-round action, up to a range of 30 feet. You can also see any creatures or objects existing only on the Ethereal Plane. This power does not allow you to look through lead sheeting or magical protection, nor does it allow you to see in the dark. This ability has a duration of 10 rounds (one minute) and can be used once per day, plus once per point of Int bonus.

Famous: Everyone that you meet believes that they have heard of you in some positive way, granting a +4 circumstance bonus to all Diplomacy and Bluff checks, as well as a +5 morale bonus to all rolls to influence the attitude of an NPC.

Mesmerizing: Your gaze seems to hypnotize those who look into your eyes. Anyone willingly doing so can be affected by your voice as by the *suggestion* spell. This ability has a range of five feet, and can be used once per day plus once more per point of Charisma bonus.

Mind reading: You are able to read the surface thoughts of those around you as if using the *detect thoughts* spell. Anyone resisting this power must roll a Will save (DC 10 + your Int bonus +1 per every three levels you have attained). Failure indicates that the target's surface thoughts are understood by you. This ability has a range of ten feet and can be used once per day, plus once per point of Intelligence bonus.

Precognitive: You are able to sense events before they happen. As a full-round action, you may concentrate on the future. When this ability is used, roll a precognition check, equivalent to a Will save (DC 20). If the check is successful, you receive a vision of a single event that is likely to occur in the next five minutes. This ability can be used once per day, plus once per point of Wisdom bonus.

Persuasive: You are particularly good at swaying others to your point of view. You receive a +4 competence check to all Diplomacy and Gather Information checks, as well as a +5 morale bonus to all rolls to influence the attitude of an NPC.

Telekinetic: You can move objects with your mind. Range of this ability is 20 feet. Only one object, weighing less than five pounds, can be moved at a time. Use of this ability is a standard action.

Wild talent, greater: You gain the ability to cast a single spell of level 2, 1, or 0. This ability can be used up to once per day, plus once per every five levels you have attained. Arcane spell failure penalties apply to wild talents.

Chapter Two:
Inhabitants of the Forge



The races of the Forge are innumerable. A scholar may spend three lifetimes in the pursuit of cataloging them only to find that he has but marred their surface.

- Amphion, sage of Penance

The people of the Forge hail from thousands upon thousands of different worlds and planes. Creatures encountered in the lands of the *Oathbound* may be of any conceivable race and species. Since most races are few in number, the intelligent creatures in the Forge tend not to form alliances or settlements based on species or race, but rather on profession, necessity, location, and political philosophy. This is not to say that racism does not exist on the Forge, simply that it is more hidden than on other worlds. All who come to the Forge bring their beliefs and prejudices with them. Those that want to survive learn to quickly adapt their mindsets.

Population and Language

While most races of the Forge are few in numbers, a few races in particular have managed to thrive in the environment and now make up a large proportion of the native population. As each of the Seven has access to a different set of worlds, the dominant races vary between domains. These native races set the tone for the local culture, and their languages typically become the common tongues spoken in their area. The races considered common on the Forge are listed below, along with a description of their spheres of power and influence.

Humans are found throughout the domains of the Forge, although their population center is located in the city of Penance. The human tongue—common—has become the official language spoken within the city and its surrounding domain. Humans make up roughly 30% of the population of Penance. Human outsiders may be pulled into any domain.

Asherakes can be found in all of the domains of the Forge, although their stronghold is in the domain of Arena, where they make up 15% of the population (a strong plurality in this chaotic land). Unlike most other species that come to the Forge, asherakes maintain a strong prejudice toward all other races. Consequently, their language is only spoken in their exclusive areas of control. Asherake outsiders may only be pulled into Arena.

Ceptu are quite common in the enormous northern ocean. Their language is used by most undersea races in this region, although land based races are unable to speak it without magical assistance. The ceptu use their mental powers to build enormous stone cities that form the cultural centers of the northern seas. Ceptu occasionally come onto land to trade with other races, but usually not without a hired translator. Ceptu can travel through the sea caves linking the ocean to the great sea of Eclipse, and a few can be found dwelling in these dark waters. Ceptu make up 15% of the intelligent population in the northern sea. Ceptu outsiders may only be pulled into the northern ocean regions of Penance, Wildwood, Anvil, or Arena. Although occasionally a ceptu is pulled into the ceptu colony in the Wellspring at the center of Penance. Most ceptu in the Forge understand the Aquan tongue in addition to their own.

Chromithians can be found in Anvil, Arena, and the great plains of Penance, although they are only a dominant species in the eastern desert region of Anvil. In this area, the chromithian tongue is spoken by nearly all, although the population here is quite low. Chromithians make up 10 percent of the total population of Anvil, and nearly forty percent of the population in the eastern desert region. Chromithian outsiders may only be pulled into Anvil, Arena, and Penance.

Deep fey dwell deep in the caverns of Eclipse. They always remain underground, and never venture into the open air regions of the domain. They prefer that their presence remains unknown, and although their influence is felt throughout Eclipse, most that dwell there remain oblivious to their existence. Their language is not spoken by others. Deep fey outsiders may only be pulled into Eclipse or Wildwood. Some deep fey also speak Undercommon.

Dovers are found in the domains of Wildwood, Penance, and Anvil. They are the most populous race in Wildwood, where they make up 30% of the native population. The Dover tongue is spoken by most of the intelligent creatures in Wildwood, although it is rarely understood elsewhere. Dover outsiders may only be pulled into Wildwood. Many dovers speak common in order to trade with the people of Penance.

Faust hunt in the mountains of Anvil, the forests of Wildwood and Eclipse, and in the ruins of Penance. Few races besides the faust themselves speak Faust, and faust rarely learn other languages. A number of faust in the city of Penance have become civilized and dwell in the occupied parts of the city. These faust have learned to speak the Common tongue. Faust make up only a single percent of the population of Penance. Faust may be pulled into Penance, Anvil, Wildwood, and Eclipse.

Frey are common in Penance, both in the cities and in the great fertile plains. Frey also venture into the Wildwood, and many dwell in the foothills of Anvil. The frey tongue is rarely learned by other species (in fact, frey like to keep it that way), but the frey are quite good about learning the dominant local language. Frey make up roughly 15% of the population of Anvil. Frey may be pulled into the lands of Penance, Anvil, or Wildwood.

Haze are found throughout the Forge. Haze are most populous in Arena, where their strength and willingness to follow orders makes them excellent warriors. Haze are also common in Eclipse, as they do not need light to see, and in Penance, where they serve as loyal laborers and bodyguards. Haze have no language of their own, as they can convey their thoughts telepathically, but they typically can comprehend the local language. Haze make up a good 15% of the population of Arena. Haze may be pulled into Arena, Penance, or Eclipse.

Ith'n Ya'roos are not well adapted to temperate climates, and are mainly limited to the frigid polar region of the Vault. Their time is mainly spent in survival, and in fighting off the undead hordes that roam the great landscapes of the Vault. Most of their settlements are

Table 2-1: Racial Adjustments At a Glance

Race	Ability Adjustment	Special Qualities	CLA	Favored
Asherake	+2 Str, +2 Dex	Flight, Scent, +3 natural armor Size: Large, natural attacks	+2	Monk
Ceptu	+2 Int, +2 Wis, -2 Str	Swim, hover, can't be flanked, sting attack, telekinesis	+1	Wizard
Chromithian	+2 Dex, +2 Cha	Glide, +4 natural armor, Size: Small Spell-like abilities, racial skills bonus (+5 on Climb/+10 on Jump), Electrical Resistance 5	+3	Sorcerer
Dover	None	Ambidexterity, Scent, +4 on Listen, bite attack	–	Ranger
Faust	+4 Dex, +2 Str	Natural armor +6, +5 racial bonus on Listen checks, natural attacks, Darkvision	+3	Rogue
Frey	+2 Dex, +2 Cha -2 Str, -2 Con	Size: Small, +2 racial bonus on Listen, +8 racial bonus on Jump, natural weaponry, *stinging strike, remarkable retreat, springing leap*, low-light vision	–	Bard
Haze	+2 Str	Natural weaponry, mindsight, illusion resistance, telepathy, +2 on Listen	+1	Fighter
Lunar	+2 Dex, +2 Cha -2 Str, -2 Con	Shapechange, darkvision, scent, Natural weaponry	–	Rogue
Nightling	+4 Str, +2 Con	+3 natural armor, spell-like abilities, Darkvision 60 ft., light sensitivity	+2	Fighter
Picker	+2 Dex, -2 Con	Detect magic, enhanced memory Size: Small	–	Rogue
Silver	+2 Cha, -2 Str	Electrical Resistance 10, healing metal	–	Sorcerer
Valco	+2 Str, +2 Con -2 Cha, -2 Dex	+1 natural armor, hardy	–	Barbarian

located on the row of fortified islands on the edge of the great southern sea. The ith'n ya'roo make up 45% of the living population of the domain, although if all inhabitants are counted, they account for only around 10%. The guttural and deep language of the ith'n ya'roo is spoken throughout the lands of the Vault. Ith'n ya'roo outsiders may only be pulled into the Vault.

Knük are quite common in the domain of the Kiln, although they are never found elsewhere. Occasionally, a few wander into Anvil on errands, although they always return to their own lands as soon as possible. Knük is the dominant tongue in the Kiln, where the knük make up 40% of the native population. Knük outsiders may only be pulled into the Kiln.

Lunars dwell mostly in the eternal darkness of Eclipse. There however, they are quite common, and easily are the most dominant race at the top of the world. Their language is spoken by all who dwell on the surface of Eclipse. Lunars on rare occasions make their way to Penance for matters of business, and some go there seeking power and fortune, but otherwise they never leave their dark domain. Lunars make up 25% of the intelligent population of Eclipse. Lunar outsiders may only be pulled into Eclipse. A few lunars also speak common.

Nightlings can be found in the northern reaches of Wildwood, the great valley of Eclipse, and the forest regions of Anvil and Penance. They are also known to loot and scavenge the vast battlefields of Arena, although they rarely are encountered in any of the innumerable battles there. Nightling outsiders may only be pulled into Eclipse, Anvil, Wildwood, or Penance. Many nightlings understand the common tongue, although they pretend not to.

Picker caravans migrate throughout the domains of the Forge. Life for the pickers is oddly little different here than on other worlds. Pickers maintain their own language and culture, although few others bother to learn it. Pickers are not a dominant population in any land, although they are common in most inhabited areas. Picker outsiders may be pulled into any domain. Most pickers learn common in order to trade and bargain effectively with other races.

Silvers are normally found only in the great cities of Penance. Silvers are arrogant and prefer to speak their own language, however, they are not numerous, and are typically forced to communicate in the common tongue. Silvers make up less than a single percentage of the population of Penance, but have great influence there. Silvers may only be pulled into Penance.

Urgoda dwell in the caverns linking Wildwood with Eclipse, although much closer to the surface than the deep fey. Urgoda hire themselves out as guides, and take travelers between the two lands for sizable fees. Urgoda speak their own language, but any guide worth his fee also speaks Dover. A few urgoda understand Undercommon as well. Urgoda outsiders may only be pulled into Eclipse.



Table 2-2: Random Height & Weight

Race	Base Height	Height Modifier	Base Weight	Weight Modifier
Asherake, male	6'6"	+2d8	200	x (2d4) lb.
Asherake, female	6'6"	+2d6	180	x (2d4) lb.
Ceptu, all	4'5"	+2d4	100	x (2d6) lb.
Chromithian, male	3'2"	+2d4	40	x (1d4) lb.
Chromithian, female	3'5"	+2d6	45	x (1d4) lb.
Dover, male	4'8"	+2d8	95	x (1d8) lb.
Dover, female	4'8"	+2d6	90	x (1d6) lb.
Faust, male	4'2"	+1d8	60	x (1d4) lb.
Faust, female	4'4"	+1d8	65	x (1d6) lb.
Frey, male	2'6"	+1d4	25	x 1 lb.
Frey, female	2'5"	+1d4	23	x 1 lb.
Haze, male	6'2"	+2d6	220	x (2d6) lb.
Haze, female	6'0"	+3d4	200	x (2d6) lb.
Lunar, male*	5'10"	+1d4	160	x (2d6) lb.
Lunar, female*	5'8"	+1d6	145	x (1d6) lb.
Nightling, male	5'9"	+2d6	135	x (1d6) lb.
Nightling, female	5'7"	+2d4	120	x (1d6) lb.
Picker, male	3'2"	1d8	35	x (1d4) lb.
Picker, female	3'0	1d6	30	x (1d4) lb.
Silver, male	4'9"	1d8	100	x (1d6) lb.
Silver, female	4'7"	1d6	90	x (1d6) lb.
Valco, male	4'10	1d4	105	x (1d6) lb.
Valco, female	4'6"	2d4	90	x (1d4) lb.

** This applies to the lunar's social form only. In its wild form, it has a height and weight as would any other creature of the chosen type.*

Valco may be encountered amongst the plains and ruins of Penance, or in the armies of Arena. No one but them speaks their language, although many valco are well versed in the common local tongues. Valco do not typically live in the cities and inhabited areas of the Forge, but instead make their homes in the outdoors and in the many ruins scattered throughout the landscape. Valco make up 30% of the intelligent population of the wilderness areas of Penance, however if the city dwellers of Penance are counted in, the valco population is negligible. Valco outsiders may only be pulled into Penance and Arena.

Vogel are rare in most of the Forge, although they can be found in great numbers on the islands bridging the domains of Arena and Wildwood. Their chirping tongue is dominant here, although most other races find it difficult to master. A few vogel also understand Auran. Seventy percent of the native population in this area is made up of vogels. Vogel outsiders may be pulled into either Arena or Wildwood.

Other intelligent species can be commonly found throughout many of the domains of the Forge. Gnarls dwell in Anvil, and are rumored to have spread into

the Kiln. Hovara run lucrative trade businesses smuggling the citizens of Penance into the great armies of Arena. Elves can be found in Wildwood, as well as in Anvil and in the city of Penance. Dwarves are occasionally found in the armies of Arena or in the mountains of Anvil or the Kiln. Gnomes can be found in Eclipse, and sometimes in the city of Penance. Orcs and half-orcs are common in Arena; half-orcs can also be encountered in Penance. Halflings dwell in Penance, both in the city and in the countryside. Gnolls are often seen in Wildwood. Goblins are common in Arena, but nowhere else. Kobolds are typically found only in Eclipse.

Half-Breeds exist in the Forge, although they are not common. While common half-breeds such as half-elves are found in the Forge, many mixed races here are of odd and unusual types. This is mostly due to the way people are pulled in from all over the multiverse. Some inhabitants are unable to find a suitable member of their own race to breed with, and thus end up creating new crossbreeds. Use of half-breeds is strictly up to the whim of the GM.

And many more... GMs are encouraged to create their own races and species for use in the domains of the Forge. Since the plane of the Forge touches nearly all other material worlds, anything is possible. GMs have an unlimited range of options and can use creatures from any source, whether it be another product or their own imagination. Players too are encouraged to create their own races, with the GM's approval, when building characters for Oathbound.

Table 2-3: Random Starting Ages

Race	Adulthood	Barbarian Rogue Sorcerer	Bard Fighter Paladin Ranger	Cleric Druid Monk Ranger
Asherake	17	+1d6	+1d8	+1d10
Ceptu	30	+2d6	+3d6	+3d8
Chromithian	20	+1d6	+2d6	+3d6
Dover	14	+1d4	+1d6	+1d8
Faust	16	+1d6	+2d6	+2d8
Frey	9	+1d4	+1d6	+1d8
Haze	17	+1d6	+1d8	+2d8
Lunar	17	+1d6	+1d8	+2d8
Nightling	12	+1d4	+1d8	+1d12
Picker	16	+1d6	+1d8	+1d10
Silver	100	+4d8	+6d8	+8d8
Valco	13	+1d6	+1d8	+1d10

Oathbound Races

Fully detailed here are five new intelligent species that can be found on the Forge—ceptu, frey, haze, lunar, and silver. Also detailed here are creatures from *Minions: Fearsome Foes* that can be used as PC races. You won't necessarily need *Minions* to use these races in your *Oathbound* campaign, but doing so will result in a richer experience.

These races are suggested for use both as PCs and NPCs. Players are encouraged to build their heroes from these races, and DM's to use them as villains, allies, enemies, and commoners.

Asherakes

Asherakes are large, winged, tigerlike humanoids. The environments of the Forge have not changed asherakes fundamentally. They are still sharp, cruel, and strong, but they aren't as organized as on most worlds—at least not in the crowded city of Penance. Asherakes may be found throughout the city and are often employed in a Bloodlord's military as high-ranking officers. Asherakes rarely have occupations in Penance outside of combat-oriented fields. Many asherakes turn to the gladiatorial arena, where they are quite feared as opponents.

Relations: Asherakes are pretty much universally disliked yet respected. Their unpopularity comes from their cruelty, which also generates the fear that garners them their respect. Asherakes themselves dislike other races.

Names: Asherakes tend to take names that inspire fear or intimidation in others. They tend to choose names for their sounds rather than for their meanings. Asherakes do not have clan names, but they often take descriptive nicknames that emphasize part of their character or physical properties. In the Asherake language, these names translate into common as terms like "bloodfang", "laughingfiend", or "the monstrous"

Male Names: Grashnak, Karanth, Brundlag, Threklin.

Female Names: Krintarka, Jarlenda, Nanfel, Sheilon.

Clan Names: Lakratakk, Skydark, Fury's Fel, Bloodrain, Fearcaller.

Table 2-4: Aging Effects

Race	Middle Age*	Old**	Venerable†	Maximum Age
Asherake	40	60	80	+2d20 years
Ceptu	200	300	400	+4d% years
Chromithian	50	70	90	+5d10 years
Dover	32	45	60	+4d10 years
Faust	50	75	100	+5d10 years
Frey	25	35	45	+1d10 years
Haze	40	60	80	+3d20 years
Lunar	40	60	80	+3d20 years
Nightling	40	60	80	+4d10 years
Picker	37	57	78	+8d6 years
Silver	200	350	500	+5d% years
Valco	30	45	60	+3d10 years



Adventurers: Asherakes are unfriendly, vicious, and arrogant. While they often are employed as mercenaries, they are known to not get along well with non-asherake members in their groups. Asherake prefer to stay out of the undercity due to their size and wings, and therefore tend to be more effective in ordered military units and not as delvers. Asherakes often take the vigilante prestige class, becoming quite terrifying foes indeed.

Asherake Racial Traits

- Asherakes gain a +2 to Dexterity and a +2 to Strength.
- Asherakes have a level adjustment of +2. Refer to the **Powerful Races as PCs** sidebar for more information.
- Asherakes have a natural armor bonus of +3
- Asherakes are size Large, and thus have a -1 to AC and to all attack rolls. An Asherakes has a base speed of 30 ft.
- Asherakes have a Fly speed of 70 ft. (average) and a movement of 30 ft.
- Asherakes gain the Scent ability.
- Asherakes have the Snatch special attack.
- Asherakes have natural weaponry. They have 2 claws that do 1d6 points of damage, and a bite that inflicts 1d8 points of damage. Use of these natural attacks do not provoke attacks of opportunity, as if the asherake had the Improved Unarmed Strike feat. The critical threat range for both attacks is 20 (x2).
- All asherakes have low-light vision.
- *Automatic Languages*: Asherake. *Bonus Languages*: select from Asherake, Chromithian, Common, Dover, Faust, Frey, Ith'n Ya'roo, Nightling, Picker, Silver, Valco, and Vogel.
- *Favored Class*: Monk. A multiclass asherake's monk class does not count when determining an XP penalty for multiclassing. Asherake are strong, determined, and quick, and the skills of a monk come naturally to him.

Ceptu

The ceptu (pronounced sehp-too) are an intelligent race of large, telekinetic jellyfish. Ceptu typically live in temperate salt seas, although they can function in air environments and are able to hover about on land. Ceptu are extremely intelligent and take great pride in directing the efforts of other races.

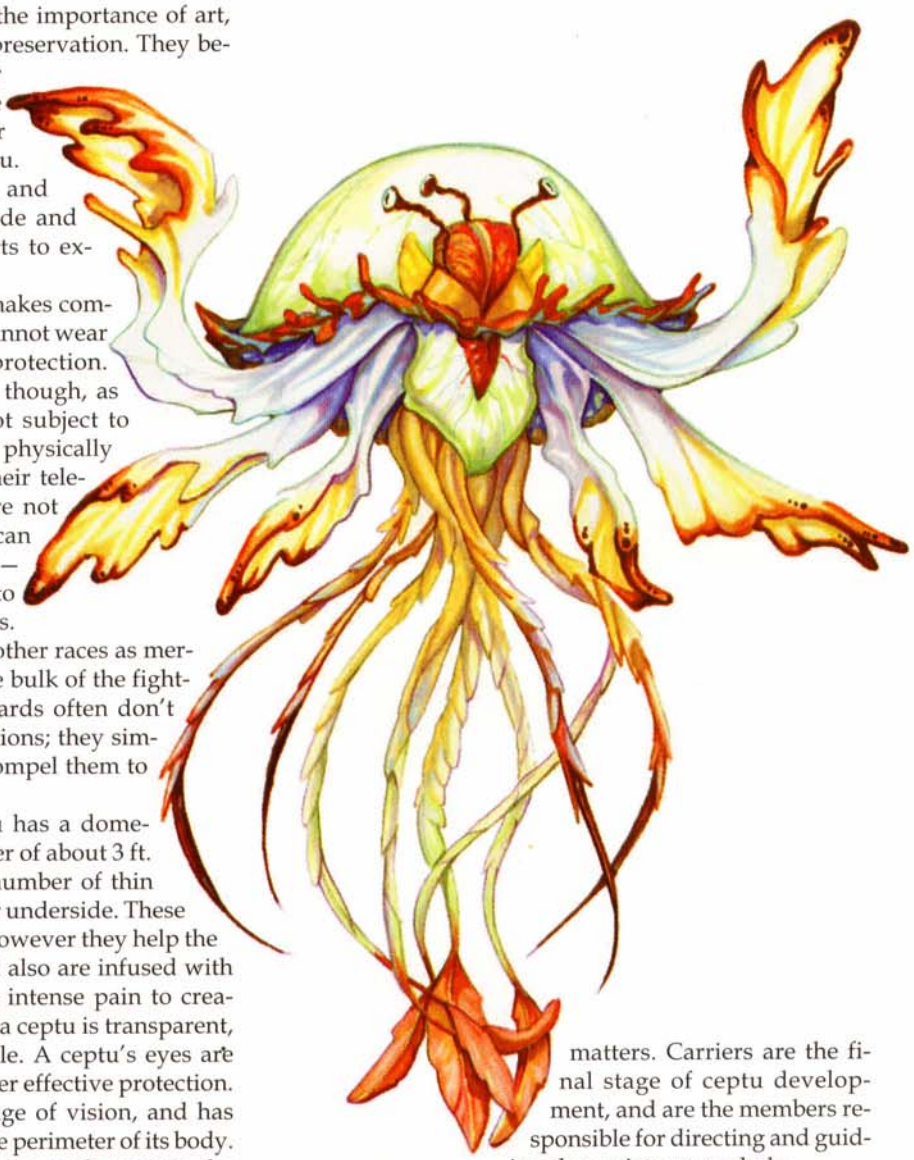
Personality: Ceptu are the minority race in any area, and they strive to keep their numbers small so as not to appear a threat to other races. They have an affinity for administration, leadership, direction, and nurturing—and they put these abilities toward nurturing other societies. The ceptu don't see themselves as a part of the culture they guide, but as an external guiding force. Ceptu enjoy social construction, and the larger the scale the happier they are with their duties.

Ceptu view themselves as morally, intellectually, and spiritually more advanced than other races, and see it as their duty to help others attain a better life. Ceptu place themselves in positions of authority in a society and spend their time directing other races. Many races resent the ceptu for this attitude, viewing the ceptu as lazy overlords that avoid the physical labors associated with their grand visions. On their native worlds, however, the sea races view the ceptu as helpful and beneficial.

Ceptu are great believers in the importance of art, education, music, and historical preservation. They believe that teaching races about their more primitive past reinforces the understanding that they are better off under the guidance of the ceptu. Ceptu are not pacifists however, and they often guide societies to invade and occupy foreign territories in efforts to expand.

Ceptu have a physiology that makes combat quite different for them. They cannot wear armor, so must rely on magical protection. Ceptu are able to employ shields, though, as telekinetically held shields are not subject to arcane spell failure. Ceptu cannot physically wield weapons, but instead use their telekinesis to fight. Their tentacles are not able to hold or grip objects and can only be used to swipe at enemies—stinging them with their acid—or to cast spells with somatic components.

Most ceptu enslave or employ other races as mercenaries to protect them and do the bulk of the fighting for them. Powerful ceptu wizards often don't bother to hassle with such conventions; they simply *dominate* other creatures and compel them to obey their wills.



Physical Description: A ceptu has a dome-shaped central body with a diameter of about 3 ft. across the center, and a massive number of thin tentacles that hang down from their underside. These tentacles are useless for gripping, however they help the ceptu swim through the water and also are infused with a strong stinging acid that causes intense pain to creatures touched by them. The skin of a ceptu is transparent, making their internal organs visible. A ceptu's eyes are located under its skin, offering rather effective protection. A ceptu has a full 360 degree range of vision, and has three eyes, spaced evenly around the perimeter of its body.

Ceptu are able to telekinetically push against the ground, lifting and moving their bodies when not suspended in water. This hover ability allows them to stay close to the surface of water or land, but it does not grant the ability to fly. Ceptu cannot maintain the telekinetic focus required to keep them aloft while they are asleep, and resting on solid ground is painful to them, so ceptu without special gear or magic must suspend themselves in water in order to sleep. Ceptu merchants often bring an aquarium in which they are able to sleep and rest comfortably.

Ceptu gender is a function of age, not of birth. Ceptu progress through three separate genders as they mature, and each gender must be present in order for successful reproduction to take place. They do not marry or take permanent mates. Children are birthed singularly and bond only with the second of the three parents, equivalent to the female. The third, or carrier, gender is neither male nor female, and is the most respected in the ceptu culture.

Male ceptu are considered children and are not assigned any kind of authority. Female ceptu are the next stage of development and typically take care of family matters. Carriers are the final stage of ceptu development, and are the members responsible for directing and guiding the society as a whole.

Ceptu are much longer lived than most species, though few live longer than 800 years. Ceptu are immature until age 75 when they reach the Female stage. At age 150, they molt into the carrier gender and are considered fully matured. Ceptu's receive ability adjustments for middle age at age 200, are considered old at 300 years, and reach venerable at 400.

Relations: Ceptu have good relations with most aquatic races. In such interactions ceptu are always in the position of power and influence. A few more willful aquatic races, such as the makkru of the southern sea or the trusk of the central ocean, hate the ceptu and war against their presence in their waters.

On land, the ceptu are recent arrivals and are treated as objects of wonder and mystery. Most that see them are taken aback by their appearance and are nervous around them until they have become accustomed to their presence. Those who know them well either treat them with respect for their great minds or with disdain for their haughtiness. It's very rare to find a sentient being who knows the ceptu that doesn't have an opinion on them.

Ceptu look kindly upon all races, viewing such creatures as needing their great wisdom and assistance. Ceptu ambassadors are often sent to far off lands to guide and mold societies into refined cultures.

Ceptu Lands: Areas where the ceptu have a strong foothold are in general quite beautiful, cultured, refined, and peaceful. Such areas are generally located in deep oceans, but ceptu have influence over a few land races in many worlds. The outskirts of ceptu lands are less pleasant, often embroiled in conflicts between the ceptu and the races that they desire to educate. In many areas, ceptu are viewed as inquisitors, active participants in manually reshaping a culture or a society by any means necessary.

On the Forge, ceptu have achieved dominance over most of the scattered cultures of the great northern ocean (a few uncivilized races still dwell unenlightened in the colder northern reaches of the ocean) and have turned their attentions to Penance. The city is by far the most settled area in the world, and the ceptu view it as a great prize. Ceptu ambassadors are starting to be sent to Penance to whisper their ideas into the ears of the Bloodlords and to slowly begin the long and laborious process of bending the city to their will. A small colony of ceptu dwell on the eastern arm of the wellspring.

Religion: Ceptu religion is rather mystical, and revolves around complex theories of numerology, astrology, and bizarre rituals. Ceptu are monotheists, and believe that the gods worshipped by other races are either false, or are servants or avatars of their own Jaih, the one true deity. Jaih does not have physical form or a single understandable consciousness, but controls all things including the stars, the weather, the rules of nature, and creates all magic and life. Priests of Jaih have access to the domains of Magic, Water, and Knowledge.

Language: Ceptu communicate verbally with a highly unusual language of wails, chirps, and songs. Ceptu language is based more on pitch than on the sounds of consonants or vowels. Their language requires water to properly carry its sounds, and is extremely distorted and disturbing when heard through the air. Ceptu can learn to speak other tongues in an air environment, but always with a strong accent and an outlandish, eerie voice. The ceptu language is impossible for air-breathing races to speak, although it is possible for them to learn to understand it.

Ceptu does not have an alphabet, but instead is pictographic, each word having its own specific symbol. Commonly, ceptu is not so much written as carved. Ceptu are fond of erecting great inscribed steles at the bottom of the ocean. These obelisks are location markers and can be used to navigate the dark waters below the surface.

Names: Ceptu names are always in their own tongue, and beautiful only when heard underwater. Spoken aloud in the air, they are strange and disturbing. Ceptu usually use their true names when dealing with aquatic races and a Common tongue descriptive name when dealing with land races. Since ceptu pass through all genders, they do not have different gender names. Ceptu have only one name; they do not keep track of their family lineage in the manner of elves and humans. If a distinction is required, a ceptu cites the name of the community in which he was born.

Ceptu Names: Haailuurun, Mraakaai, Aieuuroo, Naiaiuuzz, Ouuilouul, Eeohchchiee

Common Names: Greylash, Wideeye, Wailtongue, Sting, Master, Mindfloat

Adventurers: As ceptu do not fare well in direct physical confrontation, they tend to rely on magic. A ceptu's favored class is wizard; ceptu sorcerers are far less common. Religious ceptu often become clerics, although they focus more on the spellcasting side of the class than the combat side.

Ceptu Racial Traits

- Ceptu gain a +2 to Int, +2 to Wis, and a -2 to Str.
- Ceptu have a level adjustment of +1 (see the **Powerful Races as PCs** sidebar).
- Ceptu are medium-sized creatures, and gain no bonus or penalties due to size. Ceptu have a face/reach rating of 5 ft. by 5 ft./5 ft.
- Ceptu move at a swim rate of 40 or a hover rate of 30 (good maneuverability). Their maximum hover height is 5 ft. They can breathe in both air and water environments. Ceptu get a +10 racial bonus to all swim checks.
- Ceptu have 360-degree vision. Since ceptu do not have a front or back, they cannot be flanked.
- Ceptu have an unusual anatomy. They cannot wear clothing or armor except for specially made robes, but can equip one belt, up to two sets of bracers, three necklaces, and four rings. Ceptu cannot wear backpacks, but can carry bags by entangling them in their tentacles.
- While asleep, a ceptu cannot maintain the concentration necessary to keep itself in the air. Ceptu require their bodies to be suspended in liquid (preferably seawater) in order to sleep naturally. A *ceptu sling*—a simple device similar to a hammock (see new equipment section)—can be purchased to allow a ceptu to support itself enough to sleep. A ceptu who foregoes sleep suffers a cumulative –1 penalty to all rolls for every day he goes without rest and cannot recover spells. Eight hours of sleeping suspended in water removes any accumulated penalties. Spell effects such as *levitate* allow a ceptu to snooze, but the effect rarely lasts long enough to pass the night. Ceptu that have evolved legs (see **Focus of the Deep** on page 63) do not need water, magic, or a sling to sleep in as they are able to support themselves on the ground in a sitting position.
- *Sting (Ex):* A ceptu's tentacles contain a potent acid. These tentacles can be wielded as a natural weapon and can strike anyone within 5 feet. Anyone struck by these tentacles suffers 1d6 points of acid damage. Ceptu tentacles score a critical on a roll of 20, dealing double damage. Ceptu have many tentacles, but can make only one effective tentacle attack per round. All ceptu gain the benefits of the Improved Unarmed Strike feat and thus do not provoke an attack of opportunity when they use their sting attack.

- *Telekinesis (Ex):* A ceptu can lift and manipulate objects with its mind. A ceptu can lift and manipulate up to two objects at once as long as their combined weight does not exceed the ceptu's Wisdom score. The range for this telekinesis is 10 feet, plus 5 feet per point of Wisdom bonus. The mechanics of telekinetic fighting are quite similar to physical fighting. A ceptu can wield one weapon or a weapon and a shield normally, and takes standard penalties if using two weapons. When using two weapons however, a ceptu has the advantage of being able to attack two different opponents. When attacking with a weapon, a ceptu applies its Int bonus instead of its Str bonus to attack and damage rolls. If using a weapon with the Weapon Finesse feat, a ceptu can substitute its Cha bonus for its attack rolls.
- *Hover (Ex):* A ceptu cannot fly precisely, but it can telekinetically push against the ground, allowing it to hover. This is similar to flying, except that a ceptu cannot go more than five feet above the ground. Ceptu are still prone to falling from great heights, but not as much so as other races. For damage calculation purposes, subtract ten feet from the distance of any fall made by a ceptu. Ceptu can hover and still wield two objects with their mind.
- *Automatic Languages*: Aquan, Ceptu. *Bonus Languages*: Select from Asherake, Chromithian, Common, Dover, Elvish, Lunar, Makkru, Trusk, and Silver.
- *Favored Class*: Wizard. A multiclass ceptu's wizard class does not count when determining whether he suffers an XP penalty for multiclassing. Ceptu are brilliant, knowledgeable, and focused, and the discipline of a wizard comes naturally to them.

Chromithians

The chromithian are small, magically attuned, dragonlike humanoids. Chromithians are a scattered race even on their home worlds, and they are even more scattered on the Forge. They have little sense of community or culture and instead adapt to wherever they end up. Chromithians are not found in large numbers in Penance, and are often employed more as mercenaries than as standard laborers.

Relations: Chromithians get along surprisingly well with others in Penance. Some of the goodwill is undoubtedly a result of their draconic heritage (one never knows when knowing a dragon will come in handy), but they're generally viewed as benign denizens of the city; siding with neither good or evil. Their strong, individualistic ideals tend to keep them out of the more lawful bloodholds of Penance.

Names: Chromithian culture is shattered, and they do not keep track of their heritage or family names. Most chromithians only have a single name, and if distinction is required, list their place of residence.

Male Names: Brolomar, Dalthous, Nolian, Sthenelous.

Female Names: Balesthena, Florena, Jasmineth, Yollana.

Adventurers: Chromithians have a talent for sorcery, and when they are employed in a military pursuit, they typically provide magical backup for a larger force of more warlike species. They are often loners, and frequently hire themselves out to small parties in need of magical support.

Chromithian Racial Traits

- Chromithians gain a +2 to Dex, and a +2 to Cha.
- A chromithian has a level adjustment of +3. See the **Powerful Races as PCs** for more information.
- Chromithians are size Small creatures and gain a +1 to AC and to all attack rolls. A chromithian has a base speed of 30.
- Chromithians get a natural armor bonus of +4
- Chromithians get a +5 racial bonus to climb checks and a +10 racial bonus to Jump checks.
- Chromithians have natural weaponry. They have 2 claws that do 1d4 points of damage, a tail that does 1d6, and a bite that does 1d4. Use of these natural attacks do not provoke attacks of opportunity, as if the chromithian had the Improved Unarmed Strike feat. The critical threat range for all attacks is 20 (x2).
- Chromithians have Electrical Resistance 5.
- All chromithians have low-light vision.
- *Glide (Ex):* Chromithian wings do not allow them to fly, but do permit gliding.



This *glide* is voluntary, and can slow a chromithian's descent up to 10 feet per round. While gliding, a chromithian can move at a speed of 40 ft., as if they were flying with average maneuverability but with no upward movement possible. *Glide* also helps with their Jump and Climb skills. Attacking chromithians often free-fall for a distance before beginning their glide in order to reach the ground quickly. Chromithians under the influence of a *levitate* spell are able to fly normally (40 ft., average).

- *Spell-like Abilities (Sp):* Chromithians have a number of innate spell-like abilities which they can employ as sorcerers of level equal to their hit dice. 3/day: *dancing lights, mage hand*; 2/day: *flare, shocking grasp*; 1/day: *color spray*.
- *Automatic Languages*: Chromithian. *Bonus Languages*: select from Asherake, Ceptu, Common, Dover, Faust, Kraggon, Lunar, Nightling, Picker, Silver, Undercommon, and Valco.
- *Favored Class*: Sorcerer. A multiclass chromithian's sorcerer class does not count when determining whether he suffers an XP penalty for multiclassing. Chromithians are powerful, charismatic, and ambitious, and the skills of a sorcerer come naturally to him.

Dovers

Dovers are noble canine humanoids with a love for nature. Dover that come to the Forge are typically pushed toward one of two opposite poles of their personalities. Some dover find themselves drawn more toward nature and typically make their way to the Wildwood, while others find themselves pushed toward their more cultured, social, and noble aspects. These dovers usually find their way to Penance. Dovers in Penance are typically law-abiding citizens, and many of them live in Hammerfall under the rue of their dover Bloodlord, Megaera Tasmon. These dover often become bailiffs, soldiers, or craftsmen.

Relations: Dovers are well liked by most races in Penance as they are seen as honest, trustworthy, and good-hearted souls. Some of the more chaotic races find them irritating but rarely openly dislike them. Dover themselves are slightly disdainful of others that don't live up to their standards.

Names: A dover has a family name much as humans do, and dovers carry their family names with great pride. Dover culture has long-lasting written ledgers that record the greatest deeds of their race, and such journals exist in Penance as well. Honorable dealings with others is a cornerstone of dover culture, and dishonor from misdeeds can haunt a dover's family for generations.

Male Names: Alagor, Manyon, Odyar, Zallon.
Female Names: Celon, Grenis, Megaera, Quiyona.
Clan Names: Khan, Tasmon.

Adventurers: Dovers are multi-talented, and can typically pick up any class they put an effort into learning. Many dovers take levels in the hone prestige class. A few are also prone to zealotry.

Dover Racial Traits

- Dovers are Medium-sized creatures and gain no bonus or penalties due to size. A dover has a base speed of 30 ft.
- Dovers get a +4 racial bonus to Listen checks due to their sensitive ears.
- The bite of a dover is considered natural weaponry and inflicts 1d6 points of damage. Use of the dover's bite attack does not provoke attacks of opportunity, as if the dover had the Improved Unarmed Strike feat. The critical threat range for this attack is 20.
- *Ambidexterity (Ex):* All dovers are born ambidextrous and gain this feat for free.
- All dovers possess the *Scent* quality.
- *Automatic Languages*: Dover. *Bonus Languages*: Select from Asherake, Common, Elvish, Frey,



Lunar, Nightling, Picker, Silver, Valco, and Vogel.

- *Favored Class*: Ranger. A multiclass dover's ranger class does not count when determining whether he suffers an XP penalty for multiclassing. Dovers are good fighters and lovers of the outdoors, and the skills of a ranger come naturally to them.

Faust

Faust are quick, bony humanoids with jet-black skin and slightly demonic features. Of all the more populous races on the Forge, the faust seem to be the most changed by the powers of the world. While normally content to lurk in the shadows and remain unknown, in Penance a faust is pushed toward society. Some believe that their territorial instincts are hampered by the crowded nature of Penance, but not even the faust know for sure the cause of their more social behavior. A few faust still maintain the old culture and stalk the Wrack, but here they are the exception and not the norm.

Relations: Faust are widely regarded as exceptionally evil, clever creatures. Many races, such as the frey, refuse to deal with them at all. Others make sure they have well worded contracts and give them little cause to feel slighted. The faust do not mind the company of other races, and in fact get along with them more than they do with other faust, with whom they still feel a deep-seated territorial threat.



Names: Faust names are typically heavy and gloomy sounding. As their language is quite similar to goblin, they often share names with that race. Faust typically mate for life and have small families, and therefore are very particular and proud of their surnames.

Male Names: Chukuz, Galak, Thorsh, Yorn.

Female Names: Doriem, Florn, Sorada, Velmeda.

Clan Names: Mabon, Nathrash.

Adventurers: Faust have a reputation for doing in their compatriots and making off with the loot, and hence are rarely invited as party members. Faust that want to delve often find that they have to assemble their own groups, typically from other unscrupulous races. Faust are famed for their skills as stalkers and are frequently employed by Bloodlords in such pursuits.

Faust Racial Traits

- Faust gain +4 to Dex, +2 to Str.
- A faust has a level adjustment of +3. See the **Powerful Races as PCs** sidebar for more information.
- Faust are Medium-sized creatures and gain no advantage or disadvantage due to size. A faust has a base speed of 40 ft.
- Faust get a natural armor bonus of +6
- Faust get a +5 racial bonus to Listen checks.
- Faust have natural weaponry. They have 2 large claws that do 1d8 points of damage, and a bite that inflicts 2d4 points of damage. Use of these natural attacks do not provoke attacks of opportunity, as if the faust had the Improved Unarmed Strike feat. The critical threat range for both attacks is 20 (x2).
- All faust have darkvision to a range of 60 ft.
- *Automatic Languages*: Faust. *Bonus Languages*: Select from Asherake, Chromithian, Common, Lunar, Nightling, Picker, Undercommon, and Valco.
- *Favored Class*: Rogue. A multiclass faust's rogue class does not count when determining whether he suffers an XP penalty for multiclassing. Faust are sly, devious, and cruel, and the skills of a rogue come naturally to him.

Frey

The frey are a race of upright felines that strongly resemble domestic cats in their morphology. They are strong-willed and clever, and quick and tenacious in a fight. Frey take little part in the politics of Penance, but are foremost in the exploration of the undercity and the reclamation of lost areas.

Personality: A frey Bloodlord is extraordinarily rare, as is a frey involved in running or ruling an organization. The frey are not driven by lust for power or control but by one defining and encompassing quality: *curiosity*. The whole of a frey's existence is driven by the need to see what is around the next corner, hidden behind the locked door, or lost in caverns beneath its feet. It is impossible to tell what will capture the interest of a frey, but once its

curiosity is piqued, not much—including great risk to its own life—can dissuade it from its course. Though often foolhardy or careless, frey are careful planners and cunning strategists if involved in a pursuit that draws their attention.

The other main driving aspect of this race is their fierce independence. Frey are normally loath to join any organization or large group. They have no use for those who give them orders or tell them how to live their lives, and a frey goes to great pains to demonstrate its independence. They might openly defy an order given to them by a lord or guard just to keep their pride intact, often getting away with it based only on their overwhelming charm. At the same time, they are a remarkably social race and love the company of all different sorts. Frey are very loyal to those that win their friendship, giving their lives up in defense of a comrade without a second thought. At heart, frey are a chaotic race, prone to great feats of good or evil.



Physical Description: Frey resemble domestic cats that walk upright upon two legs. Their ears are longer and more pointed than other cats, and are tipped with long tufts of fur. Frey have adapted to the upright posture by developing longer fingers and opposable thumbs, allowing them to manipulate objects as easily as other humanoids.

Frey are small creatures, standing on average three feet tall and weighing 30-40 pounds. Frey do not need to wear clothes but most wear some sort of raiment. Nearly all frey wear long leg wrappings that go up to their hips, allowing them to wade through puddles and mud without getting their fur wet. On their upper bodies, frey do not often wear shirts but instead dress themselves in leather harness, belts, packs, or other utility garb.

Though small, frey can be dangerous fighters that move with uncanny speed and coordination. Their most common tactic is striking and retreating without ever giving an opponent a chance to swing at them. They prefer small, well-made blades and almost never carry shields.

Relations: Frey are well liked by other races and are considered to be charming, witty, and socially adept. However, the frey are not necessarily well trusted by other races, as they have a reputation for causing trouble. Frey generally enjoy the company of other races and make an effort to please them. Frey do not like being dominated or told what to do, and generally dislike races that prey off of the efforts of others.

Frey Lands: Frey are common and widespread throughout the city of Penance and in other urban environments. Frey do not have their own region or kingdom in Penance, but are evenly spread throughout the city. Frey like to dwell on the outskirts of the inhabited lands, so that they can easily explore the lost city and the undercity at their whim. A slightly larger breed of frey is known to dwell in the forests of Penance and Wildwood.

Religion: Frey come to the Forge from many different worlds and follow a wide variety of faiths. The most common religion involves the worship of a pantheon of cat gods. These gods are much more like actual cats than the frey themselves, and a few of the more warlike gods and goddesses are depicted as great tigers, lions, and even larger beasts.

Chief of the frey gods is Mother Lucindara, progenitor of the frey race and the goddess of knowledge. Lucindara is distinguished by her great curiosity, through which she uncovers great secrets and mysteries that she reveals to her children. Her temples are unusual affairs, with the outsides made of polished marble or some other reflective material and the insides a vast network of tight and twisting mazes. Within these mazes are many different sanctuaries, reliquaries, treasuries, and altars. No map is allowed to be made of the tunnels, and frey who come to worship spend their time wandering around within the maze until they come upon something of interest. Whatever item or room they come upon is supposed to signify to them something of their current spiritual quandary. Frey are allowed to move items about in the temples, or to bring and leave new items, but they are not allowed to take anything away without leaving something equally as interesting in its place. Priests dwell in the temples as well, tending to those that manage to find their way to their chapels.

The chief yearly holy day is referred to as Sentience day, supposed to mark the anniversary of the first frey who stood up upon two legs. To celebrate the holiday, the frey release a large shipment of small rodents into their temples and the worshippers all go down on all fours and pursue them through the maze.

Clerics of Lucindara may choose from the domains of Animal, Chaos, Luck, and Trickery. Lucindara is considered to be Chaotic Good.

Language: Frey have their own language that is difficult for other races to enunciate. It is marked with yowls, rolls of the tongue, and the occasional hiss. Frey that have been in Penance for a long time learn to converse in the Common tongue and have translated their names into something pronounceable by other races.

The written frey language is complex, whimsical, and elegant, with a pictographic set of characters that half represents the sounds and half the meanings of the words. Frey are bound by their culture to not teach their language to other races. Frey, both written and spoken, is used primarily in Penance by the frey as a means to communicate without being understood by other races.

Names: Frey names are simple and distinct. Frey all bear a single clan name, which is taken from their mother. The clan name is typically a descriptive one, pointing out a distinct feature of the clan members. Given names of frey can be anything and are more personal. Members of some of the more prestigious frey families often have long given names, or have a number of them. Most frey bear a single, lighthearted, given name.

Male Names: Timogen, Dylan, Shadilan, Jupiter

Female Names: Chauntea, Kiki, Aliykka, Josephina
Clan Names: Greytuft, Bootleg, Hoarfang, Brighteye
Adventurers: Frey make great rafters or stalkers and claim to have invented the art of rafting. They also make apt rogues and bards, and at times become frightening sorcerers if they feel the call. Frey fighters are uncommon, but dangerous due to their quickness. The frey's more feral cousins prefer to become rangers or druids.

Frey Racial Traits

- Frey gain a +2 to Dex, +2 to Cha, -2 to Str, and a -2 to Con.
- Frey are size small, and thus gain a +1 to AC and to all attack rolls. A frey has a base speed of 20. However, if its hands are free, a frey can drop down onto all fours in order to move at a rate of 30.
- Frey get a +2 racial bonus to Listen checks and a +8 bonus to Jump checks.
- Frey have natural weaponry. They have 2 claws that do 1d2 points of damage, and a bite that does 1d3. Use of their natural weaponry does not provoke an attack of opportunity (as if the frey possessed the Improved Unarmed Strike feat). The critical threat range for both attacks is 20 (x2).
- *Stinging Strike (Ex):* Once per day per character level, a Frey can strike at a sensitive area he instinctively is drawn to, such as at a dog's nose or a human's groin. If the frey hits with his normal attack, it does an additional 1d4 points of damage. This is a free action that is added onto a standard attack action. This ability can only be used in a round in which the frey takes a full attack action, and its use must be announced by the player before the attack roll is made.
- *Remarkable retreat (Ex):* Frey get a +4 dodge AC bonus against all attacks of opportunity.
- *Springing leap (Ex):* A frey can jump up to many times their height. When calculating the result of jump checks, frey are not limited by a maximum distance.
- All frey have low light vision.
- *Automatic Languages*: Common and Frey. *Bonus Languages*: select from Asherake, Dover, Elvish, Kraggon, Nightling, Picker, Silver, and Undercommon..
- *Favored Class*: Bard. A multiclass frey's bard class does not count when determining whether she suffers an XP penalty for multiclassing. Frey are quick, expressive, charismatic, and resourceful, and the skills of a bard come naturally to her.

Haze

Haze are noble warriors believed to have evolved on the same worlds as the feared vapor bore (fully detailed in *Minions: Fearsome Foes*). Their home worlds are places of thick fog or mist, where normal or even dark vision is of limited usefulness. Haze are well renowned for their loyalty, lawfulness, and prowess in combat. Haze are also the subject of much wonderment from other races due to their unusual physiology.

Personality: The haze are a good, noble race. Haze tolerate evil and cruelty more in other races than their own, as they recognize the inherent weaknesses of other races. Haze are not individualists, and while many are powerful razors, mercenaries, and vanguards, few are interested in vying for the title of Bloodlord. It is nobler in their minds to serve than to wield power, and every haze strives to serve a lord that they believe in.

On their home world, the haze serve another species of creature altogether; a race that is rare and few and that desires to command as much as the haze desire to serve. In Penance, a haze seeks out a lord upon arrival, serving whomever he deems to be strong and worthy of his attention. Most haze do not find it dishonorable to serve an evil master, as long as the lord is a potent leader. A haze has a clean, focused mind, and many enjoy the discipline of a hone.

Physical Description: A haze is a stout, heavily muscled humanoid with a bony head that lacks eyes and mouth. The head of a haze is tapered with a long, sharp beak at the front with two nostrils and several small horns. Haze do not have visible ears, but the underside of their bony head catches sound well and directs it up into their hearing canals.

Haze cannot see, though they possess limited telepathy that allows them to use their minds to bounce psychic waves off nearby objects like echolocation without sound. This telepathy also allows them to communicate their thoughts to others without the trouble of language.

Haze cannot eat solid food, but instead absorb liquids through the tip of their beak. Some primitive haze still pierce their enemies with their beaks and drink their blood, but most prepare soups and other concoctions.

Relations: Haze are quite humble and noble, having good relations with most other races. In return, haze are generally well liked by other sentient creatures. Haze greatly dislike those that keep slaves, such as the asherake or the hovara, and are typically hostile toward them. One of a haze's most firmly held beliefs is that service should be earned, not taken. Haze never serve a lord that keeps slaves, although they do not necessarily find fault in a lord that is evil. Nightlings—despite their evil nature—are respected by the haze.

Haze Lands: The haze do not have lands of their own on the Forge, but instead share the world with thousands of different races. Haze are most often found in Penance, where the strongest political leaders are seated. They also do well for themselves in Arena, where they serve as foot soldiers in mighty battles, and in Eclipse, where they are not hampered by the eternal darkness that clings to the land.

The natural homelands of the haze are different environments then those of traditional fantasy races. Haze tend to live on open plains and grasslands that are shrouded in thick mists. Their home worlds are often dark or sunless, which works fine for their unique form of sight. Haze construct buildings and towns primarily out of stone, as they do not like to live near forested areas where the trees clutter up their view of the world. Haze hate vapor bores passionately, as they steal loyalty instead of earning it, and the haze work vigilantly to keep them out of their lands.

Religion: Haze worship many different gods on many different worlds. In Penance they almost always follow the religion of the lord that they serve. Haze are actually quite religious and fervently take up the cause and beliefs of their lord. They often become paladins or priests.

Language: Haze do not have a language of their own, nor do they need one. Haze use their telepathy to impart their thoughts to others without the use of language. Many haze on the Forge have adapted by learning to understand the spoken tongue of other races, but none are able to use traditional speech. Haze have a complex pictographic written language, which must be carved into stone or other material to be read. Few besides the haze learn this sculpted language as it has no sounds to go with the words. Haze cannot read words printed on paper that require contrast or color to be seen.

Names: Haze have unusual names, as they do not have a spoken language but an implanted one. When a haze imparts its name into another's mind, it ends up translated into the receiver's native language. To a human, a haze's name may be "Stalwart Servant", but a Dover may hear it as "Amburkara", or a Knük may hear it as "Chÿrd Rokare". In Penance, the Common language translation of a haze's name is used to refer to him, and most haze learn to respond to it as their own name when they hear it.

Male Names: Watchman, Stoutheart, Scout, Redblade, Sentinel, Proudarm

Female Names: Barleycorn, Thornbush, Mistbreese, Silverclaw

Clan Names: Haze take the names of their lords as their surnames. So, a servant of Lord Narcis may be called Ironbeak Narcis

Adventurers: Haze are rarely true adventurers. Haze tend not to strike out on their own, but to follow the orders of a respected leader. Haze go on long adventures if instructed to do so by their lord but are unlikely to seek them out on their own. However, many of the haze outsiders on the Forge are different, as they have deliberately left their own worlds in search of something more. Such individuals spend many years looking for adventure, but almost always settle down into a position of service to a lord that they deem to be worthy.

Haze Racial Traits

- Haze gain a +2 to Strength.
- Haze are Medium-sized creatures and receive no bonuses or penalties from size. Haze height runs from 6 to 7 feet, and their weight is 200 to 350 lbs.
- Haze have a level adjustment of +1. Refer to the **Powerful Races as PCs** sidebar for more information.
- Haze base speed is 30 ft.
- Haze have natural weaponry. They have two claws that inflict 1d4 points of damage each, and their beak does 1d6. A haze's use of its natural weaponry does not provoke an attack of opportunity (as if the haze possessed the Improved Unarmed Attack feat). The critical threat range for both attacks is 20 (x2).
- *Mindsight (Ex):* Haze have 360-degree mindsight up to a range of 100 ft. Beyond this distance they are totally blind and must rely on hearing and smell. This ability is a form of psychic echolocation. Haze make Spot and Search checks normally. Haze see only black, white, and shades of grey; they cannot see color at all, and its function is replaced in their culture by scent. Haze cannot be blinded by any type of darkness, fog, or silence effect, nor can they be affected by gaze or other attacks requiring normal sight to work. Haze cannot be flanked. Haze cannot see invisible creatures, and are still affected by illusions. Creatures under the effects of *mind blank* and *non-detection* are invisible to a haze as well.
- Haze receive a +2 insight bonus to all saving throws vs. illusions.
- *Telepathy (Ex):* Haze have the ability to impart their thoughts telepathically to anyone within 100 ft. of them. Haze can choose to either impart their thoughts to all within range, or to one single individual at a time. Haze cannot read the minds of others. Haze have no mouths and cannot speak normally.



- Haze spellcasters must "shout" or impart their thoughts to all within range when casting a spell with verbal components, unless the Silent Spell feat is employed.
- Haze get a +2 racial bonus to all Listen checks due to their sensitive ears.
- Haze cannot eat solid food, and must slurp all nourishment through their beak. Traditionally, they drink the blood of animals or of their foes, but many have adapted to more modern ways and feast on soups, broths, juices, and other concoctions.
- *Automatic Languages*: Haze can comprehend the Common tongue. Haze can convey thoughts telepathically with any creature regardless of language. *Bonus Languages*: (comprehend only): select from Asherake, Ceptu, Dover, Elvish, Frey, Lunar, Nightling, Picker, Silver, and Valco.
- *Favored Class*: Fighter. A multiclass haze's fighter class does not count when determining whether he suffers an XP penalty for multiclassing. Haze are strong, loyal, sturdy, and true, and the passions of the fighter are at home in their hearts.

Lunars

Lunars are sly and dangerous shapechangers. All lunars have at least two forms, although it is rumored that the most powerful of lunars may have more. The most commonly known form is what the lunars refer to as their social form—a humanoid shape taken mostly for trade and social interaction. A lunar's second form is his wild form; a sleek black animal, four-legged and hungry.

Personality: Lunar society is relatively anarchic, as lunars are reluctant to accept authority in any form. What lunars do respect is skill and cleverness, and lunars who are masters of their professions often can command groups of apprentices that offer their loyalties in return for tutelage and instruction. Lunars are carnivores and do not practice agriculture or farming in any respect. Lunars gain all of their food through hunting, which is normally done in wild form. Lunars almost always hunt for food themselves and do not resort to specialization like most other intelligent races. Only the old or crippled and the extremely busy have others gather their food for them, and then this task is entrusted only to family members.

As this method of obtaining food does not allow for large colonies of lunars, lunar settlements tend to be small in scope, rarely numbering more than a few hundred inhabitants. Dwellings are often temporary and are made from wood and hides. Lunars are not much interested in trade, as they are fairly self sufficient, although they occasionally trade furs or magical creations for weapons or other manufactured goods. Most lunars simply steal what they want from other races.

Lunars are family oriented, and those who do not apprentice themselves out to a master generally live with their immediate extended family of parents, grandparents, brothers, sisters, aunts, uncles, and cousins. Most lunar settlements consists of a single family protecting a favorite hunting ground. Families often clash with other families in bordering territories, and feuds are many and bloody.

Lunars advance in their society through prestige and reputation. Committing a clever swindle or a brilliant heist is a sure-fire way for a lunar to improve his standing in the eyes of his peers. A lunar with enough clout is able to hire apprentices to aid him in his pursuits. This status is measured by a lunar's leadership score. The GM may award bonus leadership points that apply only toward other lunars for great deeds of treachery, trickery, cleverness, or stealth. Lunars do not have any laws other than the laws of nature, meaning that one takes no more than he can defend, and that one's reputation truly is a matter of life and death.

Lunars typically avoid direct combat, preferring to shadow their opponents and attack only when events and situations give them the advantage. Lunars prefer to fight in wild form unless they have useful magic items and advantages that require them to have hands, or if the terrain requires it (lots of doors, for example). When in groups, lunar sorcerers use illusions and other magic to confuse and distract opponents while the bulk of the force sneaks up for surprise attacks. If attacked, wild form lunar rogues do the bulk of the fighting with sorcerers providing heavy magical support.

Physical Description: A lunar's social form is lean and slender, with four eyes, pale white skin, and a long, snaky, prehensile tail. A lunar's face in this form is long and slightly canine with sharp, pointed teeth and feral ears. Their eyes are pale and yellow and allow them to see perfectly in all forms of light (though magical *darkness* still blinds them). Lunars do not like bright light and typically dwell only in lands of constant darkness. Lunars are distinguished by the double joints of their knees and elbows.

The wild form of a lunar is about the size and shape of a timber wolf, although its features are not that of a canine. A wild lunar retains the four yellow eyes and sharp teeth of the social form, but jaw and face lengthens into a snarling maw. A wild lunar has thick black fur and retractable claws. Wild form lunars do not have opposable thumbs and cannot carry or manipulate many objects in their paws. Wild form lunars retain the double jointed limbs that distinguish their race.

Female lunars are similar to males, although typically slighter in build and shorter. Lunars can use their tails in either of their forms to grab onto objects or to suspend themselves from overhead trees or bars.

Relations: Lunars do not generally like other races, and in turn are not well received by them. Lunar lands are exclusive and protected, and foreigners are not safe inside them unless they bring legitimate business or trade with them. Lunars in foreign lands are generally treated with wariness, fear, and mistrust. Lunars are generally friendlier toward the smaller sized races, as they feel them to be less of a threat.

Lunar Lands: Lunars dwell in dark lands or in underground areas. On the Forge, Lunars hail from the sunless northern realm of Eclipse. Here, lunars make up a large portion of the population and have a large hand in the

politics of the region. The lunar lands of Eclipse are rugged and wooded, and are rather similar to traditional lunar lands on their worlds of origin.

In Penance, lunars are rare and not entirely at home with their cityscape surroundings. Few lunars are pulled into Penance unless the Queen trades for them with Colopitiron, and those who are pulled in are generally unprepared for the bright and beating suns of the Forge. It is uncommon for a Lunar to travel to Penance to seek his fortune, but some lunars have made the trek. Such individuals have typically been denied power or property in their homeland and feel the need to look elsewhere to satisfy their cravings for prestige.

Religion: Lunars are not particularly religious. They do not worship gods, but instead worship directly the power of nature. Lunars do not normally become priests, although some become druids. Basic lunar philosophy says that all living creatures are linked together in the great cosmic wheel of fate, and that each species has its own role to play in nature's plan. Lunars are simply at the top of the food chain, and it is their duty to cull the herds and packs of their weak and inferior members, thereby improving the overall health of the land.



Language: Lunar language is rather crude and primitive. Although it does not lend itself well to poetry or flowery literature, lunar is remarkably direct and effective for ordinary use. It is for this latter reason that it is often quite popular for other races to use as a trade language. Lunar has a very basic eighteen-character phonetic alphabet, although most lunars are illiterate and do not bother to learn it.

Names: Lunar names are similar to their language in that they are simple, rough, and strong. Most lunars only have one name, which they are given at birth. When they pass into adulthood, they choose a new name for themselves, and their old name is forgotten. Lunars do not have family names, but if the distinction is required, they use the name of their homestead. All lunar dwellings and buildings are given names. Numerical addresses are never used, at least within lunar lands.

Male Names: Alrak, Shath, Vitch, Achk, Durzg
Female Names: Shen, Linth, Faztith, Narada
Homestead Names: Palinth, Krasstag, Viminth, Shaggon

Adventurers: Lunars generally follow only two class paths: the rogue and the sorcerer. Lunars become rogues unless they have a specific talent for magic, in which case they become sorcerers. A few lunars with a religious bent become druids, more in touch with their wild form than their brethren. Lunars almost never follow the path of the wizard, as they are generally too chaotic to bother with the rituals of the class. It is common for lunars to take levels in roguish prestige classes, such as stalker, assassin, or shadowdancer.

Lunar Racial Traits

- Lunars get a +2 to Dexterity and Charisma, and a –2 to Strength and Con. These are their base stats, and the stats used for their social form.
- Lunars are Medium-sized creatures, and receive no bonuses or penalties from size. Lunar height runs from 6 to 6½ feet, and they weigh from 160 to 250 lbs. A lunar's base speed in its social form is 30 ft.
- When a lunar switches to its wild form, his Str and Con both increase by 4. He also gains a natural armor bonus of +2. Base speed in wild form is 40 ft.
- All lunars have darkvision to a range of 120 ft.
- Lunars gain the *Scent* ability, but only when in wild form.
- Lunars in wild form have natural weaponry. Their two fore claws each do 1d4 points of damage, and their bite inflicts 1d6. Both attacks have a critical threat range of 20 (x2). A lunar's use of its natural weaponry does not provoke an attack of opportunity, as if the lunar has the Improved Unarmed Strike feat. Wild form lunars do not have opposable thumbs and cannot carry or hold objects.
- *Light Sensitivity (Ex):* Bright light (brighter than a *light* spell) hurts a lunar's eyes in all forms. A

lunar without proper eye protection (smoked glass lenses) suffers a –1 morale penalty to all rolls when exposed to bright light.

- *Shapechange (Su):* A lunar can change between its two forms at will. Switching forms takes a full round, and does not allow a lunar to regenerate any lost hit points or close a wound. Equipment carried does not change, unless it is so engineered to, and should be removed before transforming to wild form. Lunar spellcasters can cast spells normally in both forms.
- *Automatic Languages*: Lunar. *Bonus Languages*: Select from Asherake, Chromithian, Common, Faust, Nightling, Silver, Undercommon, Urgoda, and Valco.
- *Favored Class*: Rogue. A multiclass lunar's rogue class does not count when determining whether he suffers an XP penalty for multiclassing. Lunars are sly, sneaky, underhanded, and treacherous, and the talents of a rogue come naturally to them.

Nightlings

Nightlings are thieving, lazy lizardlike humanoids. Nightlings on the Forge are just as lazy and dangerous as they are anywhere else, however in Penance they seem to have developed an unnatural ambition both to wield power and to achieve the ultimate in sloth and gluttony. For this reason, nightlings have been able to weasel themselves into positions of authority in the city. They are the labor managers, the bureaucrats, and the restaurant critics of the city; jobs where they can lounge around all day, eat, and tell others what to do.

Relations: Nightlings love interacting with other species, mostly as they feel no guilt about swindling them out of whatever they have. Nightlings are rarely cruel to their own kind, as they all tend to consider themselves part of one gigantic family. Other races don't feel the same love toward them and typically treat them with mistrust. However, there are some things that nightlings are just so good at—such as lounging around and telling others what to do—that they always seem to find themselves in such positions.

Names: Nightlings use a single given name, and then apply a true clan name to themselves when dealing with members of other clans or outsiders. In Penance, this clan name has become more of a family name, as nightlings are more intermingled and do not necessarily have a clan to claim fealty to.

Male Names: Borilis, Miischt, Narcis, Venil.

Female Names: Balise, Dorissa, Lammise, Xanthia.

Clan Names: Samothar, Trolgar, Zorrenta.

Adventurers: Nightlings are not prone to being rashers unless they are desperate. When they are near to going hungry or cannot find a cushy job, they hire themselves out as mercenaries, and are often willing to delve. Nightlings are reasonably trustworthy companions, but tend not to pull their own weight. Nightlings make decent rafters if they put their minds to it.

Nightling Racial Traits

- Nightlings gain a +4 to Str, and a +2 to Con.
- Nightlings have a level adjustment of +2. See the **Powerful Races as PCs** sidebar for more information.
- Nightlings are Medium-sized creatures and gain no advantage or disadvantage due to size. A nightling has a base speed of 30 ft.
- Nightlings have a natural armor bonus of +3.
- All nightlings have darkvision 60 ft.
- *Spell-like Abilities (Sp):* Nightlings can cast the following spells twice per day: *cause fear* and *lesser darkness*. Spells are cast as a 3rd-level sorcerer.



- *Light Sensitivity (Ex):* Nightlings suffer a -1 penalty to attack rolls in bright sunlight or within the area of effect of a *daylight* spell.
- *Automatic Languages*: Nightling. *Bonus Languages*: Select from Asherake, Chromithian, Common, Dover, Faust, Ith'n Ya'roo, Nightling, Undercommon, and Valco.
- *Favored Class*: Fighter. A multiclass nightling's fighter class does not count when determining whether he suffers an XP penalty for multiclassing. Nightlings are strong, vicious, and tough, and the skills of a fighter come naturally to him.

Pickers



Pickers are small and nimble reptilian humanoids. Pickers are little different on the Forge than they are on most other worlds. Those who live in Penance are a bit more integrated than their country cousins and are more prone to stay in one place. Pickers still live communally and are famed for cramming a large family into a tiny flat. Pickers in Penance are strongly attracted to the undercity, and often apply to the rafter's guild for work.

Relations: Pickers are liked by other races for their pleasant personalities. They are not necessarily trusted, however, as their reputation for being thieves precedes them. Pickers like good-hearted people and more chaotic cultures; they don't necessarily judge people by their species.

Names: Picker names are usually short and don't necessarily mean anything. Pickers simply pick out names that they like the sound of. Pickers choose their surnames based on which clan they currently belong to, not which they were born into. Since Pickers can jump clans at any time, it is often difficult to trace their family lines.

Male Names: Flollo, Nairb, Snerth, Frindle, Blook, Narmal

Female Names: Plooka, Trallie, Kaleenka, Algya, Slelalla

Clan Names: Gorudok, Salavara, Zavotova, Luvosk, Hlassev

Adventurers: Pickers make great rafters as they are nimble and have a strong bent toward collecting antiques.

Picker Racial Traits

- Picker characters gain a +2 to Dex, and a –2 to Con.
- Pickers are size Small creatures and gain a +1 to AC and to all attack rolls. A picker has a base speed of 20.
- *Detect Magic (Sp):* A picker can *detect magic*, as the spell, at will. This works as if cast by a wizard of level equal to the picker's hit dice.
- *Enhanced Memory (Ex):* A picker can recall with great precision every detail that it knows about any object of interest that it has seen, heard of, or read about. This applies only to items; its memory is normal in regards to everything else.
- *Automatic Languages*: Common and Picker. *Bonus Languages*: Select from Chromithian, Common, Dover, Elvish, Frey, Ith'n Ya'roo, Knük, Lunar, Nightling, Silver, and Valco.
- *Favored Class*: Rogue. A multiclass picker's rogue class does not count when determining whether he suffers an XP penalty for multiclassing. Pickers are nimble, clever, and curious, and the skills of a rogue come naturally to him.

Silvers

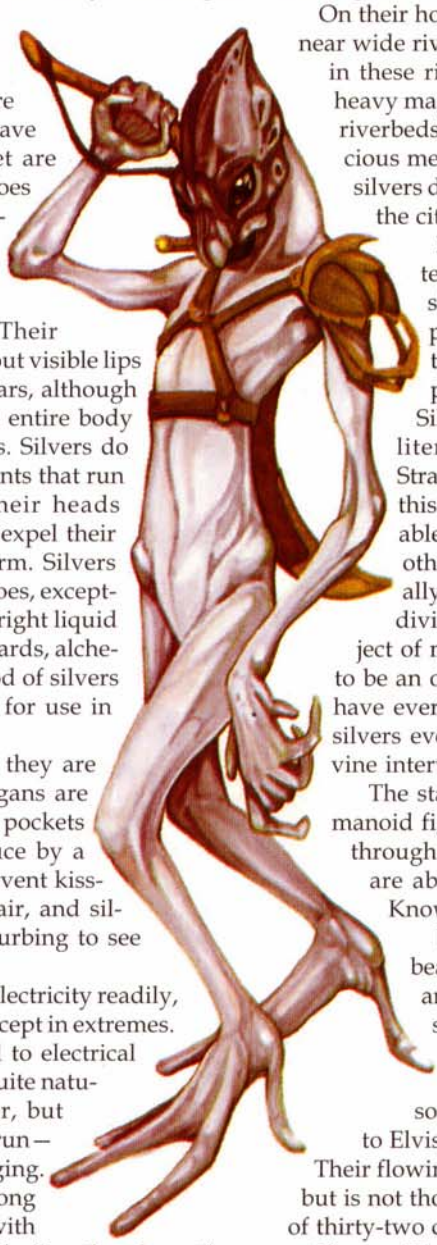
A silver is a slight humanoid with metallic flesh and a haughty air. Silvers are charismatic, egotistical, ambitious and—according to many—cold hearted. Magical energies flow deep in their quicksilver blood, and many great and powerful sorcerers claim their heritage from this proud race.

Personality: Silvers are alert, present, sharp, charming, and quite arrogant. They are social creatures that enjoy interfacing with others. Silvers are very centered around the concept of self; a silver is truly the center of his own universe. Ambition is everything to a silver, who makes his every effort one of self fulfillment and self promotion. Though self-obsessed, silvers are not necessarily evil. Though they may rise to power on the backs of others, they do not enjoy causing misery, pain, or suffering.

Silver society is an interesting affair. Silvers believe in a truly free market: one without safeguards, subsidies, or regulations. Silver society is more concerned with the exercising of one's wills over others than with owning physical possessions or consuming great quantities of goods. Silvers learn well the art of wielding power, politics and backstabbing, and the skills required to read and toy with another's desires. Silvers do not entrust their children's education to schools but only to their own abilities, and in some ways they are more family oriented than many cultures. Of course, a silver that does its job as a parent properly is eventually betrayed and usurped by one of his own children. Silvers look upon such moments in their children's lives with both a measure of anguish and of pride.

This is not to say that there are no silvers at the bottom of society. In any society, someone must collect food, remove refuse, or service the upper echelons. These less members of society are simply failures or those learning the ways of the world. They still plot their ambitions and seek out opportunity.

Physical Description: A silver is a thin humanoid, just over five feet in stature. Their flesh and organs are made from a silver-hued organic metal substance that is both flexible and resilient. Silvers do not eat normal food, but instead dine on raw metals. They do not need water to survive, but instead must imbibe oils. They have long tapered heads on thin necks, and delicately fingered hands and feet on long, slender limbs. Silvers have no ribcage, and their torsos are long, lithe, and snakelike. Silvers have seven-fingered hands. Silver feet are different matters, with three long toes in front, and a single spur protruding backwards from their heel.



Silvers have unusual faces, with two long, tapered oval eyes placed vertically in their face. Their mouths are also vertical, but without visible lips or teeth. Silvers have no visible ears, although they can hear quite well, as their entire body functions to receive sound waves. Silvers do not have noses, but have small vents that run along the sides and tops of their heads through which they breathe and expel their wastes, which are gaseous in form. Silvers bleed when injured, as a human does, excepting that the blood of a silver is a bright liquid metal, akin to mercury. Many wizards, alchemists, and sages seek out the blood of silvers for its fabled magical properties for use in fell rituals.

Silvers do not have genders; they are hermaphrodites. Their sexual organs are not located externally, but within pockets in their mouths. Silvers reproduce by a method that closely resembles fervent kissing. Mating is a very private affair, and silvers find it very vulgar and disturbing to see other races kissing in public.

The bodies of silvers conduct electricity readily, although it does not harm them except in extremes. Silver sorcerers are quite attuned to electrical magic and find it comes to them quite naturally. Fire does not burn a silver, but does cause its flesh to melt and run—which is just as painful and damaging.

Relations: Silvers do not get along amiably with other races, or even with their own kind. What friends and allies they have they gain through manipulation, politics, power, and promises. Silvers actually thrive much better in Penance than on their own worlds, as the population here is more varied and contains many individuals more prone to being led than the silvers themselves. Silvers are not treated with hostility in Penance, they are simply approached with caution and often fear. The frey are particularly unfriendly toward the silver and make it a habit to never have any dealings with them whatsoever. In contrast, the haze get along marvelously with the silver, and are the most loyal and dedicated of their henchmen.

Silver Lands: Silvers do not have their own stronghold in Penance, for while they exert a heavy influence there, their numbers are few. The lord Abbydon is the most notorious silver in the city, but his kingdom is actually less likely to house other silvers than anywhere else, as he feels them to be threats to his power. Silvers have been in Penance for quite a long time, and their influence has helped build and shape the city up to its current form.

On their home worlds, silver lands are usually found near wide rivers at the feet of hills and mountains. It is in these rivers that silvers obtain their food, using heavy magnets to pull the ferrous materials from the riverbeds, as well as pans and sieves to filter precious metals from the water. In Penance, however, silvers depend mostly on mined ores that flow into the city from Temper and other outlying areas.

Religion: Silvers, in keeping with their temperament, follow a religion that is considered by many to be arrogant and blasphemous. The crux of the silver religion is that all creatures are equally divine, or more personally applied, that one's self is god. Silvers literally worship themselves, or more literally, the divine nature of themselves. Strangely enough, to the chagrin of other faiths, this seems to work. Silver priests seem to be able to channel divine magic as well as any other, although whether their religion is actually well-founded ,or whether some hidden divine source answers their prayers is a subject of much controversy. Many claim this magic to be an obscure form of sorcery. No one claims to have ever encountered the silvers' deity, nor have silvers ever been affected by an act resembling divine intervention.

The standard silver holy symbol is a small, humanoid figure with a translucent gem in its center, through which light is said to shine. Silver priests are able to select their domains from Healing, Knowledge, Magic, and Protection.

Language: Silver language is splendid and beautiful. The voice of a silver is like song, and their tongue lends itself beautifully to singing. Many find their speech enchanting, and those who may be uneasy from their appearance quickly relax at the sound of their words. Silver sounds similar to Elvish, but with more pitches and intonations. Their flowing script is also similar to that of the elves, but is not thought to be related. Silver has an alphabet of thirty-two characters, and is not difficult to learn.

Names: Silvers have beautiful, impressive names. Silvers are quite proud of their names and would not translate their names into the Common tongue even if they had a meaning outside of their sound. Silvers insist that they be referred to by their proper names and never given nicknames or shortened names. Silvers are fond of titles, and if they have one insist that they be called by it.

Given Names: Danaides, Halcyone, Laocoon, Melicertes, Portunus

Clan Names: Silures, Yserone, Pinabel, Gorboduc, Cortana

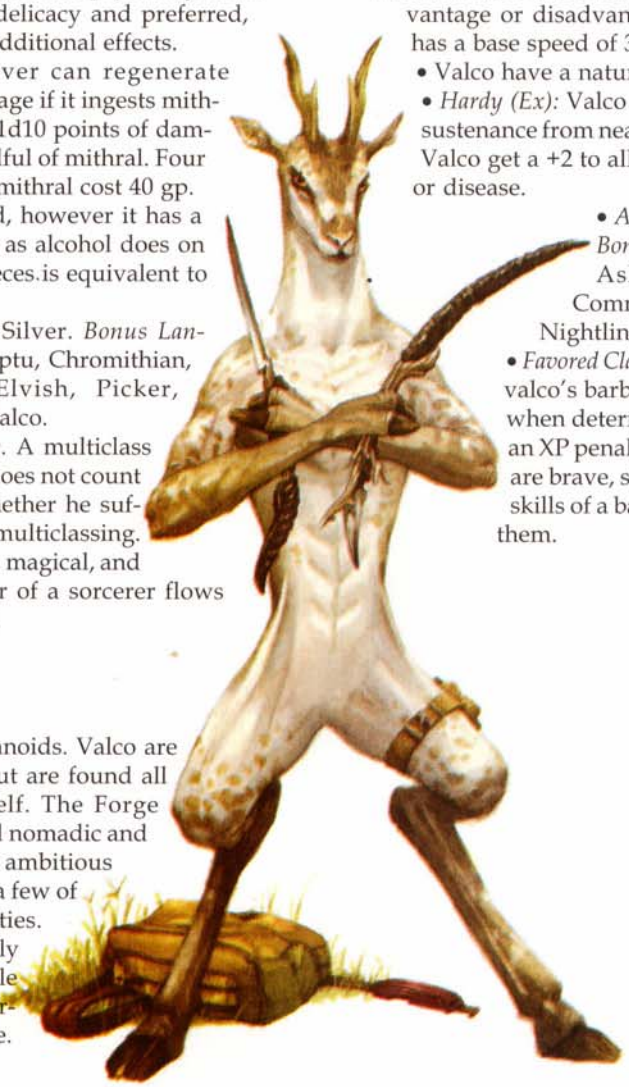
Adventurers: Silvers are more apt to venture out in search of power and renown than action, treasure, and intrigue. Most silvers who seek their fortune in adventures do so as sorcerers. Silvers also make excellent demagogues, and most of the influential silvers in Penance follow this profession. Many silvers also learn the ways of the bard, and a few others adventure as priests and rogues. Silvers are very rarely of the warrior classes.

Silver Racial Traits

- **Silvers get a +2 to Cha, and a -2 to Str.**
- Silvers are Medium-sized creatures and receive no bonuses or penalties from size. Silver height runs from 5 to 5½ feet, and weight runs from 100 to 150 lbs. A silver's base speed is 30 ft.
- Silvers have Electrical Resistance 10.
- Silvers digest and derive sustenance from any metal object they can swallow. Silvers can eat any kind of metal, but they normally feed on silver pieces. A silver can survive comfortably on a half-pound of metal, or 20 sp per day. Platinum is considered a delicacy and preferred, although it offers no additional effects.
- *Healing Metal:* A silver can regenerate wounds and heal damage if it ingests mithral. A silver is healed 1d10 points of damage by injesting a handful of mithral. Four coin-sized nuggets of mithral cost 40 gp.
- Silvers can digest gold, however it has a similar effect on them as alcohol does on humans. Two gold pieces.is equivalent to one stiff drink.
- *Automatic Languages*: Silver. *Bonus Languages*: Select from Ceptu, Chromithian, Common, Dover, Elvish, Picker, Undercommon, and Valco.
- *Favored Class*: Sorcerer. A multiclass silver's sorcerer class does not count when determining whether he suffers an XP penalty for multiclassing. Silvers are charismatic, magical, and willful, and the power of a sorcerer flows strongly in their veins.

Valco

Valco are hardy, goatlike humanoids. Valco are not common in Penance city but are found all over the land of Penance itself. The Forge changes them little; they are still nomadic and primitive but tend to be more ambitious here than on other worlds, and a few of their kind are drawn to the cities. Valco in the country are typically druids, bandits, or farmers, while those in the city are usually mercenaries or rashers of some type.



Relations: Valco are not generally trusted in the city of Penance, as they are seen as primitives and bandits and are apt to fail to grasp the complex social customs of the city. The one species they seem to be on good terms with is the faust, and valco within the city often seek out faust to trade with or to sponsor them.

Names: Valco names are short and simple. Female names are typically male names with "anth" or "ith" added to the end. Valco do not have family names, but instead use a patronymic to identify themselves, the word "lak" meaning son of or daughter of.

Male Names: Cardo, Barad, Yaban, Sabao, Orlet

Female Names: Sabanth, Kalanth, Cardith, Haolanth, Gaoith

Clan Names: Cardolak, Baradlak, Gaolak, Radolak, Sabolak

Adventurers: Valco adventurers are nearly always warriors of some sort, though a few are druids, and a few more are rogues. If a valco were going to take levels in a prestige class, it would probably be either as hone or rafter.

Valco Racial Traits

- Valco gain a +2 to Str, +2 to Con, -2 to Cha, and a -2 to Dex.
- Valco are Medium-sized creatures and gain no advantage or disadvantage due to size. A valco has a base speed of 30.
- Valco have a natural armor bonus of +1.
- *Hardy (Ex):* Valco are able to eat and derive sustenance from nearly any organic substance. Valco get a +2 to all saving throws vs. poison or disease.
- *Automatic Languages*: Valco. *Bonus Languages*: Select from Asherake, Chromithian, Common, Dover, Elvish, Faust, Nightling, and Picker.
- *Favored Class*: Barbarian. A multiclass valco's barbarian class does not count when determining whether he suffers an XP penalty for multiclassing. Valco are brave, sturdy, and strong, and the skills of a barbarian come naturally to them.

Powerful Races as PCs

While the *Oathbound* campaign setting can be a great means to bring characters from other worlds into an exciting adventuring environment, it can also be a means to introduce new kinds of Player Characters into your game. Many of these races offer unique roleplaying opportunities not present in the standard assortment of races, but some of them offer additional powers and abilities that give them a significant advantage over other characters.

To offset this advantage, some races incur a Class Level Adjustment (CLA), which are discussed in more depth in Chapter 2 of the DMG. The CLA is a number ranging from 1-3 that is added on to the creature's total character level to determine experience required for advancement. For example, an asherake fighter has a CLA of +3. If you were creating a 1st-level asherake character, you'd earn experience as if you were going from 4th to 5th level. While the dwarves, elves, and humans of the adventuring group would need only 1,000 experience points to earn a level, the asherake fighter would need 4,000 experience points to take his second level.

In a typical *Oathbound* campaign, characters normally start at 7th level. Using our example from above, a player crafting a 7th-level asherake fighter would only end up with a 4th-level fighter (with the other 3 levels consumed as the asherake). He'd still need 7,000 experience points (just like everyone else in the group) to reach 8th level, but he'd only be adding in his fifth class level while everyone else added in their eighth. As a single-classed fighter, the asherake's attack abilities and skills would be comparable to everyone else's, but he'd quickly fall behind the rest of the party in terms of power if he were to embark on a spellcasting career (since the spells he would have access to would be considerably weaker than everyone else's spells he'd be encountering). It's best to choose monstrous PCs that fit in well with long-term character concepts.

A player choosing these races as a PC race gains all the abilities and skills as noted in this chapter. The creature then starts gaining levels like any other character (he just has starts out with an advantage).

Flora and Fauna

Like the people that inhabit the Forge, the plants and animals that round out its ecosystems were all originally transplants from other worlds. However, due to the unusual weather conditions on the planet, many of these organisms have evolved into new and unique forms. While evergreen trees and perennial plants are changed little, organisms that normally change drastically from season to season have had to adapt to the rapid cycle here.

Most such plants, such as the deciduous trees, have simply adapted to the new seasons, growing and losing a full set of leaves in a month instead of a year. Other plants, such as many of the crops that were originally annuals or biennials, have modified life cycles so that the bulk of the plant remains alive throughout the year and only the edible parts grow, bloom, die, and then renew. For example, maize stalks stand year-round on the Forge, each stalk producing several ears each month in the week of Blooming. Of course, these plants are not immortal and usually only last for about five to ten years before withering and being replaced with new shoots.

This trend away from annuals tends to make harvesting some crops on the Forge a different challenge than on most other worlds. Instead of simply thrashing down a whole field of maize, farmers must carefully go from plant to plant and pick the ears off by hand without harming the stalk. Some plants, such as wheat and other grasslike crops, are actually easier to harvest. These grasses grow constantly, and are cut down with scythes at harvest time; the edible tops are then picked up, and the cut stems simply regrow a new top in the next week of Blooming. Overall, the labor involved in growing crops on the Forge is low. Once planted, fields yield for years without needing to be plowed or re-sown.

Although this might seem to favor large, centralized farms, the fertile regions of the Forge are actually nearly entirely populated with small family farms. This is due to the tight harvest cycle which requires that all areas be harvested within a window of only a few days. Larger profits are made by the shipping and transport companies, who buy food from hundreds of different farmers and ship it to urban areas.

Most of the fauna of the Forge is not as drastically changed by its further evolution. Hibernating creatures have adjusted to sleep once a month for a week's time, for example, but otherwise are the same. Migrating creatures are probably the most affected. Climate changes vary more from place to place than from season to season, so animals that would otherwise follow large migrations instead generally stay put. This change has made the ecosystems on the Forge more isolated and arguably more fragile.

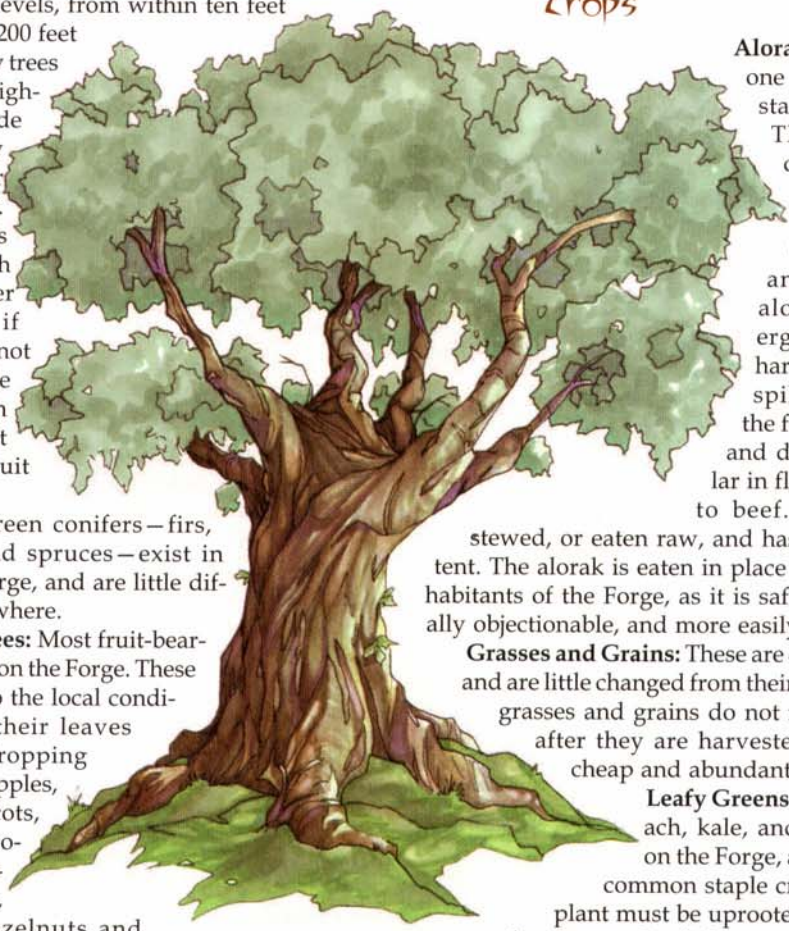
Ecosystems on the Forge are made up of creatures and plants that have evolved on thousands of different worlds. However, the feathered Seven long ago stopped pulling in other than sentient creatures, so most of these ecosystems, though unusual, are quite balanced. To a foreign eye, this is anything but evident, as alien creatures generally share the land with more common species, often producing situations where traditional predator and prey situations are reversed. For example, in parts of the Wildwood, grazing animals, such as deer, are commonly devoured by several of the leafy plants there. Also creatures and plants that may be considered prehistoric on some worlds are quite alive and well on the Forge.

Plants

While there are millions of different species of plants on the Forge, a few specific plants are considered to be important enough to the culture and economy to require some detail. Plants common on earth, such as the maize and wheat mentioned above, though important, are not given in detail here, although mutations are described.

Trees

Bowery: This important tree grows on the plains Penance, and its sap is used to make sap hide armor (detailed in **Appendix A**). The bowery is an enormous tree with a wide and bulbous, gnarled, barrel-like trunk. It has broad stretching limbs with broad flat seven-pointed leaves. Bowery trees are densely foliated, and their branches stretch out at many levels, from within ten feet of the forest floor to 200 feet above it. Most bowery trees tower above their neighbors and provide shade for large areas. Many creatures make their homes in these trees. Harvesting the sap is done with a tap, much like is used to gather maple syrup, and if done correctly does not hurt the tree. A single tree produces enough sap in a month to craft one medium-sized suit of armor.



Conifers: Evergreen conifers—firs, hemlocks, pines, and spruces—exist in abundance on the Forge, and are little different here than elsewhere.

Fruit and Nut Trees: Most fruit-bearing trees are common on the Forge. These trees have adapted to the local conditions by retaining their leaves year-round while dropping their fruit monthly. Apples, pears, cherries, apricots, leeches, mangoes, coconuts, almonds, pecans, figs, peaches, plums, walnuts, hazelnuts and many other favorites are readily available year round in the markets of the City of Penance.

Hangman's Oak: This unusual family of trees is common in Eclipse and in other areas where there is little light, including underground. These trees resemble oaks, excepting that they do not bear any leaves. A hangman's oak derives all its sustenance from the soil, although some scholars believe that the bare branches and twigs are used as antennae to pick up sound. It is surmised that the trees use sound in some sort of internal process as a replacement for photosynthesis.

Leafy Evergreens: Leafy evergreen trees such as madronas, eucalyptuses, palms, and laurels are also common on the Forge, and are mostly unchanged.

Mossfruit: The mossfruit is one of the most popular and common fruits on the Forge. It is a deep green in color and covered with a soft and mosslike rind. Inside, the fruit is sweet and juicy with a distinct and delicate flavor. The fruit grows on the small and gnarled mossfruit tree. These trees are easily recognizable for their bark, which is a dark rust color, and has a soft, shaggy texture. Also distinct are the leaves of the tree, which are long and spindly, looking more like green fur than foliage.

Other Broadleaves: Common deciduous broadleaf trees such as oaks, maples, willows, and ashes are common throughout the Forge. These trees have adapted to the short seasons by growing a new set of leaves each month.

Crops

Alorak: The alorak plant is one of the most common staples of a Forge diet. The plant itself is a creeping vine, and the alorak is a large ground fruit, similar to a pumpkin in size and shape. A ripe alorak is a deep aubergine in color, with a hard shell covered with spiky growths. Inside, the flesh of the fruit is red and dense. Alorak is similar in flavor and consistency to beef. It can be grilled, stewed, or eaten raw, and has a high protein content. The alorak is eaten in place of meat by many inhabitants of the Forge, as it is safer, cleaner, less morally objectionable, and more easily replenished.

Grasses and Grains: These are common on the Forge and are little changed from their earthy cousins. Most grasses and grains do not need to be replanted after they are harvested and therefore are cheap and abundant.

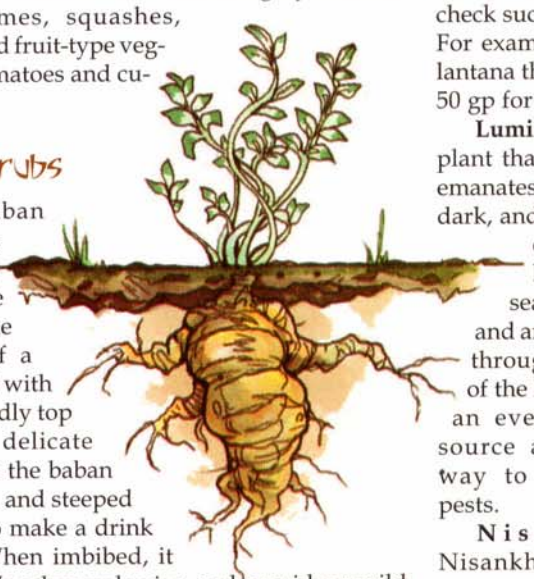
Leafy Greens: Edible leaves—spinach, kale, and lettuce—are found on the Forge, although they are not common staple crops. Since the entire plant must be uprooted in order to harvest the greens, the field must be plowed and replanted each month, making the plants expensive and labor intensive. These plants are part of the common diet, but are used sparingly as flavors and garnishes. A simple salad, for example, is rare to find on the Forge and would cost as much as a full meal.

Roots: Plants that must be uprooted in order to be harvested do not do particularly well as crops on the Forge. These plants, though they grow easily, are labor intensive and tend to deplete the soil too quickly to be used in large amounts. Carrots, onions, potatoes, and beets are normally only eaten by survivalists, druids, and others that live off of the land.

Sameril: The sameril is an exception to the root crop rule. The sameril is a short, flowering bush. It has delicate light green leaves and small, pale yellow flowers. Most consider it a beautiful plant in its own right. What makes the sameril a viable crop is its long and snaky roots that grow at a quick and constant rate. Samerils have complex root structures, much of which ends up poking out of the ground in the search for space. The plant is harvested by cutting off the parts of the roots that surface. These roots are then peeled and cooked, and are similar to potatoes with a richer flavor. Sameril plants are also popular as they may be harvested at any time, which generally is done in the Sleeping, as there is little else to do on the farms in this week.

Vines and Stalks: Vines, such as that of the grape, and stalks, like maize, are important crops on the Forge. These plants typically bear fruit or some sort of edible section that is harvested and replenished monthly while the rest of the plant remains alive. This category includes beans and legumes, squashes, gourds, melons, and fruit-type vegetables, such as tomatoes and cucumbers.

Herbs and Shrubs

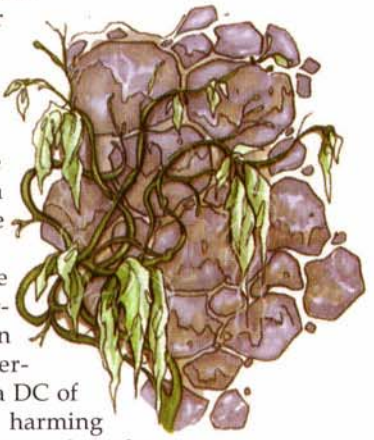


Baban: The baban plant is famous mostly in the Golden Shore in the city of Penance. The plant consists of a small gnarled root with a green, leafy, spindly top that bears small delicate leaves. The root of the baban is roasted, ground, and steeped in boiling water to make a drink called babanth. When imbibed, it numbs the drinker's aches and pains, and provides a mild sense of euphoria. For an hour afterwards, the drinker receives a +1 morale bonus to all Fortitude saves as well as a –1 morale penalty to all Will saves.

Baban may be harvested, roasted, and ground with a successful Profession (Herbalist) or Wilderness Lore check vs. a DC of 15. *Cost:* 2gp per root, enough to make 4 doses of babanth.

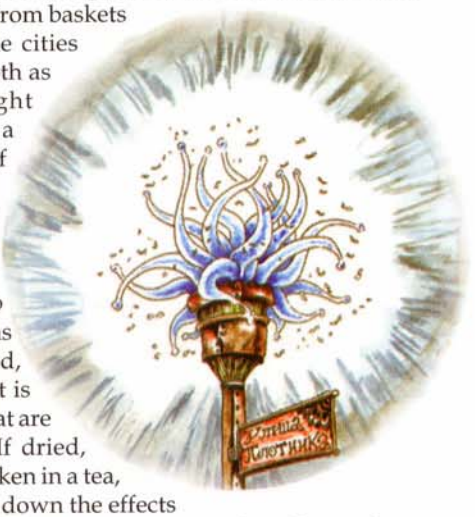
Common Perennials: All common perennial plants that are found on countless other worlds are also present on the Forge. Shrubs and hedges are common, and are popular in gardens. Herbs needed for spells, cooking, and potion making are all readily available, and no more expensive than they are elsewhere.

Lantana: The rare lantana plant is important to the druids of Penance. Lantana is a creeping vine that grows up rocks, trees, and other plants. Lantana leaves hang down from the stem of the plant, and are long and fragile complexes of veins with a very thin wispy webbing covering them. Lantana can be harvested by clipping a few inches of the stem at a time, including the attached leaves. The plant is expensive, but has many uses. Lantana clippings can be used in place of mistletoe as a focus for druid spells. Single lantana leaves can be used with any druid spell to empower its potency, range, or duration (+1 on each damage die, and a 10% increase in range or duration). When used in this way the leaf is consumed in the casting of the spell.



Harvesting the plant requires a successful Profession (Herbalist) or Wilderness Lore check vs. a DC of 17 to prevent either harming the plant or dampening the inherent magic held in the clipping. These clippings remain potent for 1 week +1 week for every +5 that the harvesting check succeeded, to a maximum of 4 weeks (one season). For example, a successful check of 22 would guarantee lantana that was fresh for 2 weeks. *Cost:* 25 gp per leaf, or 50 gp for a fresh clipping.

Lumin: The lumin is a small carnivorous flowering plant that attracts insects with a soft natural glow that emanates from its blossoms. The plant blooms only in the dark, and spends the rest of its time soaking up the rays of the two suns. The blooms of the lumin have long, slender, white petals, and look much like sea anemones. The plants have been domesticated and are hung from baskets throughout the cities of the Forge both as an evening light source and as a way to kill off pests.



Nisankh: Nisankh is a strange alien-looking shrub with thorny stems and spiky, burred, silver blossoms. It is these blossoms that are so sought after. If dried, powdered, and taken in a tea, nisankh can slow down the effects of aging on the drinker. Nisankh must be taken at least once a week to remain effective, and causes its user to age 10% more slowly. For example, someone who took the concoction for 10 years would only age nine during that time. The herb is extremely expensive, as it is very delicate and seems to only grow in the wild on certain isolated islands in the Wildwood. It is popular with Bloodlords and other rich and eccentric individuals. Many others claim that the herb is a powerful aphrodisiac, and take it for these purposes, but this is largely unsubstantiated.

To correctly harvest the nisankh without killing the plant requires a Profession (Herbalist) or Wilderness Lore check with a DC of 20. Success means that the plant will recover to produce new blossoms, while failure indicates that the plant will slowly die over the course of the month

and not awaken. Success or failure is not apparent after a check, however, and only a Knowledge (Nature) check (DC 15) will inform someone as to the plant's health. *Cost:* 100 gp per blossom, enough to make 1 dose.

Sathonia: A sathonia is a small seed pod that grows on a low vine in sunny regions. Sathonia is one of the most common spices used in Forge cuisine. It can be dried, ground, and sprinkled over food, or it may be simmered in with other ingredients. Sathonia imparts a savory and slightly spicy flavor to foods. It also imparts it color, a rich maroon hue. Rice is frequently cooked on the Forge with sathonia pods, producing a meal in itself, bright grains with a hearty and complex flavor.

Animals

The animal species living on the Forge have come from all over the multiverse. Some died off immediately upon arrival, while others took well to the conditions and thrived. Common animals such as insects, rodents, herbivores, birds, domesticated and herd animals, fish, large predators, and the like can all be found on the Forge. Such animals are no different from their earthly cousins and are not described here. Neither can be described most of the millions of unfamiliar creatures from other worlds, with the exception of a few creatures that are either extremely common, or culturally or economically important. Additional information for some of these creatures can be found in **Appendix B**.

Gorak: The gorak is the most important herd animal on the Forge. The gorak is a relative of the goat, although with a few important differences. Goraks constantly grow a thick shaggy coat that is sheared and used in place of sheep's wool. Gorak wool is less coarse than sheep's wool, and grows faster. The gorak also is famous for the sweet milk that it produces, which is used as a beverage and also to make a wide variety of wonderful cheeses. The gorak is a favorite herd animal as, like a goat, it can digest almost anything, and is inexpensive to raise.

Gryb: Grybs are curious amphibious parasites with a very useful side effect. At birth, gryb larvae resemble shade slugs, and are ingested by many creatures, including humanoids, rillers, kytuses, and merains. Once ingested, the larva implants itself within the intestines of the creature, where it feeds and grows. Once it has matured and is ready to reproduce, the larva creates a gristly shell around itself and detaches. Once passed from the host, the adult gryb finds a mate, then goes dormant. In this state the gryb produces an appetizing scent in order to attract creatures to place it close to their faces, at which point, it instantly awakens and attaches itself over the creature's nose. Unsuspecting or resisting creatures are allowed a Reflex save (DC 30) to avoid this attachment. The gryb causes no damage to its new host creature, but remains attached to its face for a number of hours equal to the host's Constitution score + 1d4. During this time it implants eggs into the nasal passages and throat of its host. Within a week, the mature gryb eggs, resembling small, slimy seedpods, are either sneezed or vomited forth from their host. These eggs lie dormant for several weeks before cracking open, revealing the dark colored, wriggling larvae.

The gryb is of import because while attached to the nose of a host, it does the breathing for it, allowing the host to breathe normally in both air and water environments. Gryb are used throughout the Forge as a cheap and non-dispellable, albeit unpleasant, alternative to water-breathing and air-breathing magics. A gryb can be forc-

Oasis Alorak Polenta Casserole

This dish, while it may be served anywhere in Penance, is most commonly associated with the region of the City of Penance known as the Oasis. Though it employs a few ingredients not found in earthly kitchens, it may be approximated quite easily.

Substitutions

Sweet gorak cheese – Substitute an equal amount of soft chevre
Alorak – Substitute an equal amount of tofu

Ingredients

5 cups water
1½ cup dry polenta grains
and chop)
2 tbsp olive oil
14 oz. alorak
12 oz. sweet gorak cheese
15 oz stewed tomatoes
6 oz tomato paste
1 medium onion (red preferably), chopped
1 red bell pepper, sliced
1 large portabella mushroom, diced
½ bunch fresh spinach
1 bundle fresh basil (de-stem

2 tbsp. cornmeal
Splash of red wine (optional)
Lots of garlic (10 cloves perhaps)
Oregano (chopped)
Parsley (chopped)
Salt
Black Pepper

Directions

Step 1: Make the polenta
First boil 4 cups of water in a medium sized pot. In a bowl, mix the dry polenta with 1 cup cold water. Add the polenta/cold water mixture and ½ tsp salt to boiling water, cover and cook 10 minutes over medium to low heat, stirring occasionally.

Step 2: Alorak mixture
Mash the alorak together with the gorak cheese. Earthbound chefs may want to use a food processor to thoroughly blend the two foods.

Step 3: Make the sauce
Mix the stewed tomatoes (the fire roasted kind is good) with the tomato paste, garlic, and anything else you want to throw in. Add a splash of red wine if desired. Add some spices to taste: chopped basil, oregano, salt, and black pepper. Simmer everything together in a medium-size saucepan. Premade sauce may be substituted if desired.

Step 4: Sautee
Heat the olive oil in large frying pan. Add the onion, the bell pepper, the portabella mushroom, lots of garlic, salt, pepper, and herbs: oregano, parsley, and more basil.

Step 5: Putting it all together
Layer in a 9 x 13 pan in the following order:
- Polenta (Fill the pan to about an inch high, some polenta may be left over)
- Alorak/cheese mixture
- Fresh spinach (Wash leaves, trim stems, and lay flat)
- Fresh chopped basil
- Onion/pepper/mushroom mixture
- Sauce

Save and add part of the alorak mixture (or grated parmesan cheese) to the top if desired. Sprinkle cornmeal and dried herbs on top of everything.

Step 6: Bake
Pun in an oven heated to 375 degrees. Bake for about 40 minutes. Remove from oven when time is up and let stand until it is cool enough to eat.

Step 7: Eat
Cut into squares (or hexagons if you prefer) and transfer to a plate with a slotted spatula. Eat it, maybe accompanied with some steamed green beans and roasted sameril.

ibly removed before its time is up, dealing 2d4 points of damage to the host. *Cost:* 75 gp per adult gryb.

Kith: The kith is a large domesticated feline that is used in place of the horse in many places on the Forge, most notably in the City of Penance.

Kytus: These ferocious pack predators look similar to coyotes but are far more dangerous, as they have a shared hive mind and are able to coordinate their attacks to bring down much larger creatures.

Merain: This large amphibious avian has scaly feathers that are adapted to both water and flight. The bird plagues the people of Penance by dropping rocks on them and then swooping down to attack.

Peater: These small gecko-like lizards live and feed among peat bogs in many places on the Forge. As a defense mechanism, peaters have learned to imitate sounds of large predators to scare off the smaller ones that feed on them. Interestingly, the peater does an excellent job of matching the human voice, and often repeats over and over words or phrases that it hears. Some rogues use the little lizards as spies, while other rashers tell stories of how they learned of secret passwords and other important pieces of information from nearby peaters.

Riller: This small, furry rodent is greatly feared throughout the Forge, not for its ferocity, but for its incredible appetite. Rillers hibernate and breed in the week of Sleeping, and then spring forth in force in the Blooming. Rillers have a nose and a taste for food of all kinds, and eat their way through nearly anything to devour its contents. Hanging food from ropes is not an effective deterrent, as the creatures can climb quite well. Rillers can gnaw through most organic materials easily, only metal or stone food boxes seems to hold them at bay. Riller numbers are reduced greatly throughout the first three weeks of each month, as nearly every predator finds them flavorful and easy to catch, helping to ensure that the population of these little furballs doesn't overrun the land. Rillers can be huge problems if they find their ways into cities where they can cause famines, but they have been mostly exterminated in such places through strict vigilance.

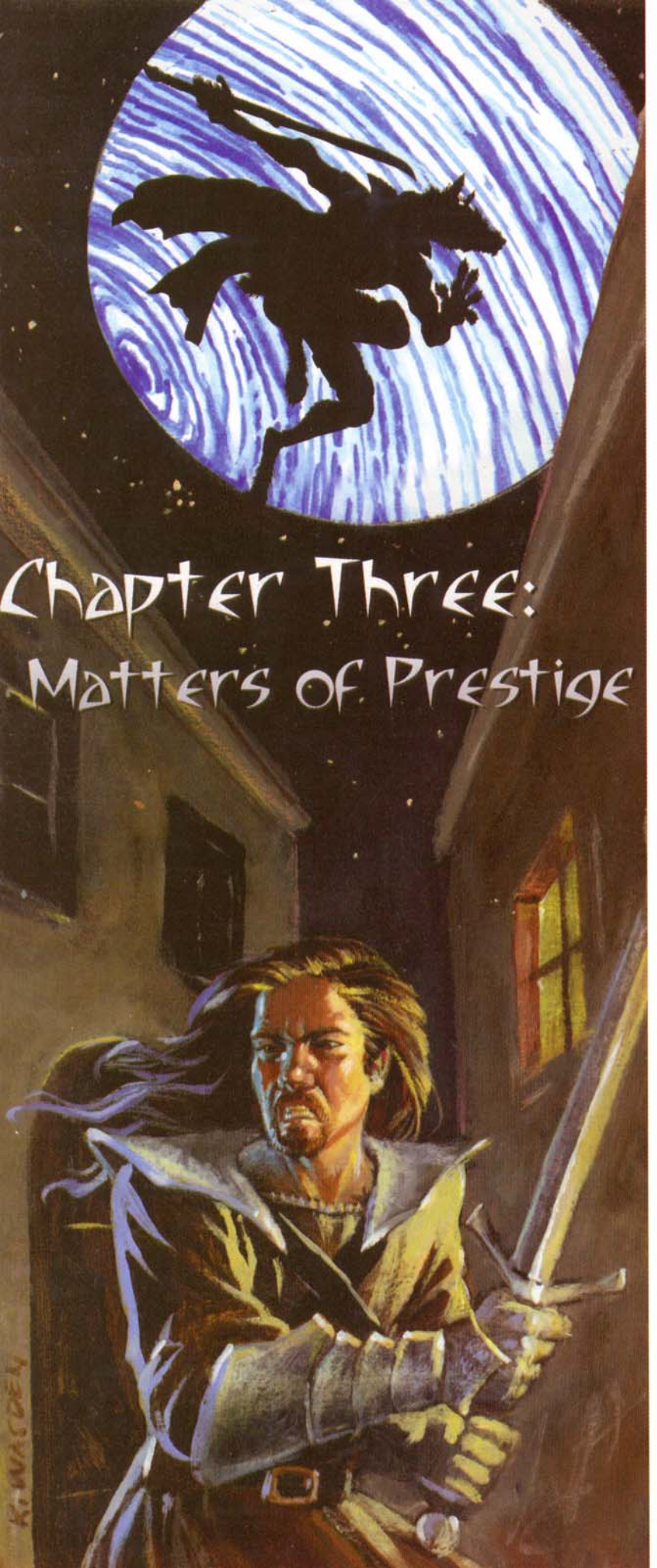
Royal Beetle: These large, brightly-colored beetles are common in the Plains of Penance, where they live in the wild grasslands. When crushed to a paste and refined, the beetle produces a brilliant blue dye which is quite popular in the cities. One beetle produces enough dye to color two yards of fabric.

Shade Slug: These three-inch long, dark-hued slugs live in dark areas, such as beneath rocks and under dense foliage. They would be of little import if it were not for the fact that if swallowed live, they impart to the eater the power of low-light vision for two hours. Powdered and dried versions of the slug have been attempted, but fail to provide the proper results. Live shade slugs can occasionally be purchased in the markets of Penance. *Cost:* 5 gp per slug.

Tapworm: The much appreciated tapworm is actually a parasite that lives under the skin of its host. The tapworm feeds off fat deposits, and many inhabitants of the Forge employ the creatures in order to get rid of excess body weight. Tapworms affix their backends to the lower intestine of their hosts, and they then grow forward through the muscles of the abdomen and into the fat layer. They grow as they eat, and it takes a tapworm an average of six months to completely rid a host of cellulose. Waste and eggs pass into the intestine, out of the body, and into the water table where the worms mature to then reenter new hosts. Tapworms are slightly dangerous, and reduce the host's Con by 1 point (incurable while the worm lives). When all fat is gone, the worm dies. *Cost:* 2gp per worm.

Well Coral: This colony of sea creatures, often mistakenly thought of as a plant, is closely relegated to common coral. Well coral is unlike other coral in that it lives in fresh water, and that its hue—a deep blood-red—is different. On the Forge, well coral is commonly found only in the Wellspring at the center of Penance. The coral is important to the sea life there, and helps keeps the retaining walls of the wellspring in place.





Chapter Three: Matters of Prestige

Prestige Classes

Prestige classes are the spice of many worlds, and *Oathbound* presents a number of unique possibilities that make it a more enriching experience to adventure here. From the wily political machinations of the demagogue to the dangerous world of the vigilante, these classes are part of the Forge as much as fighters, wizards, or clerics.

The entry requirements for these prestige classes are set lower than usual to allow players whose characters have just arrived an opportunity to play them without major reworking of their characters. After a level or two in the Forge, most players should be able to choose the prestige classes that most interest them. If a campaign is to start fresh in the Forge, the GM should set a minimum of 5th level before allowing a character to become any of these prestige classes.

Demagogue

A demagogue is a gifted orator, sweet-talker, negotiator, politician, and statesman. He is charismatic, ambitious, and extremely dangerous. A demagogue's weapon is not his sword, but his tongue. A demagogue understands the innate power of words and uses them to extraordinary—even magical—effect. A demagogue is not interested in interacting directly with the world, but in convincing others to act in accordance with his wishes.

Many charismatic individuals feel the power of the Forge drawing them toward sharpening their tongues and their wits into powerful tools. These people are able to channel the magic and power of the Forge itself into their spoken words. Though rare in most of the Forge, demagogues are the forces to be reckoned with in Penance. Nearly all the Bloodlords, overlords, and ombudsmen in Penance are demagogues, at least in part. A demagogue is an invaluable member to any political body in Penance. Those who attempt to challenge the political machinations of the city without one find themselves quickly outmatched.

Those who follow the path of the demagogue start out in many walks of life, although most begin as rogues, sorcerers, paladins, or bards. Those who take the prestige class are typically ambitious and egotistical, although the most powerful of demagogues are selfless champions of the good of all—such as the overlord Flollo. Those with aspirations of becoming a Bloodlord typically train to become demagogues.

A demagogue is a roleplaying opportunity. While all of this class' abilities have specific game effects, they are essentially speeches and theater. It is highly recommended that a GM not allow a character to use one of these abilities unless the player doing so makes an attempt to approximate the words used by his character. For example, instead of saying "I use my pacify ability to stop the attack," a player is encouraged to say, "Stay your arms! We mean you no harm. Listen but for a moment and all will be made clear." Filibuster and other long-winded abilities need not be fully expressed; a simple summary should suffice. As an option, a GM

may increase the effectiveness of a demagogue's power depending on how good the player's actions match those of the demagogue's.

Hit Die: d6

Requirements

To qualify to become a demagogue, the character must meet the following requirements:

Charisma: 12 or better
Intimidate: 4 ranks
Bluff: 4 ranks
Diplomacy: 6 ranks
Feat: Iron Will

Class Skills

The demagogue's class skills (and the key ability for each skill) are Appraise (Int), Bluff (Cha), City Lore (Wis), Concentration (Con), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Forgery (Int), Gather Information (Cha), Innuendo (Wis), Intimidate (Cha), Knowledge (any two; Int), Listen (Wis), Perform (Cha), Profession (Wis), Read Lips (Int), Search (Int), Sense Motive (Wis), Speak Language, Spot (Wis), and Use Magic Device (Cha).

Skill Points at Each Level: 6 + Int modifier

Class Features

All the following are class features of the demagogue prestige class.

Weapon and Armor Proficiency: Demagogues gain no proficiencies with weapons and armor beyond those they already possess before taking the class.

Unless otherwise specified, the DCs for a demagogue's powers are equal to 10, plus his Charisma bonus, plus half his total level (rounded down). A demagogue may use each power a number of times per day equal to the Per Day number listed in the Table 3-1 unless otherwise specified in the power description.

Sway (Ex): The arguments of a demagogue are quite convincing, and he is very skilled at swaying others to his point of view. Whenever a demagogue attempts to change the attitude of an NPC, he makes a Diplomacy check instead of an unmodified Charisma check. Sway does not have a use limit. Pacify and sway used together can end a fight just as effectively as a broadsword. For example, while fighting a group of nightlings, the demagogue can pause the fight with his Pacify ability, and then end it with Sway by convincing the nightlings to become indifferent or even friendly toward the party.

Taunt (Ex): Upon reaching 2nd level, a Demagogue gains the ability to embarrass, mortify, and chagrin others around him. To use this ability, a character must speak clearly to a single individual, taunting and continually berating him with words. The creature taunted must succeed at a Will save or suffer a –4 morale penalty to all attacks, saves, and skill checks as long as the demagogue continues the taunt. This ability requires a full round action, however the taunter may move while taunting.

Threaten (Ex): By 2nd level, a demagogue has mastered the art of threatening others with his words. He receives a +4 competence bonus to all Intimidation checks. This ability is not limited in its frequency of use.

Pacify (Ex): Perhaps a demagogue's most useful defensive ability, pacify allows a demagogue to calm and stop opponents in combat. To pacify an opponent or group of opponents, a demagogue must spend a full-round action doing nothing but speaking to them calmly in a language they understand (dodging is permissible). Allies of the demagogue—even those perceived as allies—must not attack during the round in order for the power to have any chance of being effective.

At the end of the round, a single Will saving throw is rolled for all opponents. This saving throw is made by the opponent with the highest base Will saving throw, and the DC is lowered by 1 for each teammate to be affected. If the saving throw is failed, all opponents stop fighting and listen to what the demagogue has to say. The effect of pacify lasts while the demagogue speaks to the opponents and for 2-8 rounds thereafter. Any hostile actions—even those perceived as being hostile—break the pacify effect.

Outrage (Ex): By 4th level, a demagogue has learned to direct his words to inspire anger, outrage, and action in those who hear them. This ability is normally used to direct someone's anger at another, although it is possible to use it as a taunt to try to incite violence against the demagogue. To use this ability, a demagogue must speak upon the ills of the target of his outrage for a full two rounds to willing listeners. The demagogue is free to per-

Table 3-1: The Demagogue

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Per Day	Special
1st	+0	+0	+2	+2	1	Sway
2nd	+1	+0	+3	+3	1	Taunt, Threaten
3rd	+1	+1	+3	+3	2	Pacify
4th	+2	+1	+4	+4	2	Outrage, Convey
5th	+2	+1	+4	+4	3	Tempt
6th	+3	+2	+5	+5	3	Convince, Negotiate
7th	+3	+2	+5	+5	4	Humiliate
8th	+4	+2	+6	+6	4	Filibuster
9th	+4	+3	+6	+6	5	Charm
10th	+5	+3	+7	+7	5	Control crowd

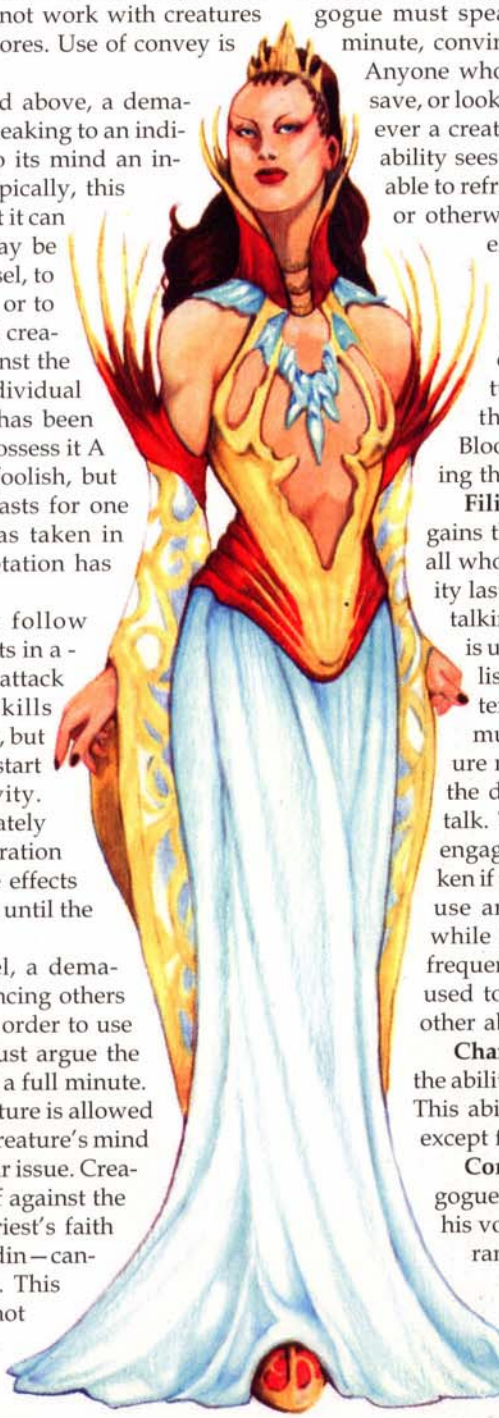
form other nonverbal actions during these two rounds as long as they serve to fan the fires of his outrage. At the end of the second round, all who hear and are able to comprehend must succeed at a Will save or their attitude becomes hostile toward the target. This effect lasts for one hour per level of the demagogue.

Convey (Sp): At 4th level a demagogue learns to speak in such a way that all within earshot, regardless of language, can understand the meaning of his words. This ability has a duration of 10 minutes, and any of the demagogue's other abilities can be used in conjunction with convey. This ability does not work with creatures that do not have intelligence scores. Use of convey is treated as a free action.

Tempt (Sp): At 5th level and above, a demagogue can spend a full round speaking to an individual in order to implant into its mind an intense desire for something. Typically, this desire is to possess an object, but it can take many forms. A person may be tempted to eat a particular morsel, to mate with a certain individual, or to undertake a quest. The tempted creature is allowed a Will save against the ability. If the roll is failed, the individual becomes obsessed with what has been offered and does all he can to possess it A tempted person may commit foolish, but not suicidal, acts. This effect lasts for one hour per level the speaker has taken in demagogue, or until the temptation has been sated.

Failure for a creature to follow through on its temptation results in a -1 morale penalty/hour on all attack rolls, saving throws, and skills checks. This effect is cumulative, but the effects don't begin until the start of the second hour of inactivity. Should a creature fail to adequately fulfill its temptation by the expiration of the temptation, the negative effects remain in place for 24 hours (or until the temptation is fulfilled).

Convince (Sp): At 6th level, a demagogue becomes adept at convincing others to form particular opinions. In order to use this ability, the demagogue must argue the point with someone for at least a full minute. At the end of that time, the creature is allowed a Will save. If the roll fails, the creature's mind has been changed on a particular issue. Creature with a deeply seated belief against the argument posed—such as a priest's faith in his god or the code of a paladin—cannot be affected by this ability. This change is permanent, but does not prevent a character from changing his mind again if further evidence, arguments, or events lead him to other conclusions. For example, a demagogue may convince a moneylender that he is able to repay a particular loan if it is given to him. The moneylender then believes this to be the case until the demagogue doesn't make his payments, at which point he again believes the demagogue to be a scoundrel.



Negotiate (Ex): By 6th level, a demagogue has become an expert negotiator and diplomat. He receives a +4 competence bonus to all Diplomacy and Bluff checks. This ability is not limited in its frequency of use.

Humiliate (Sp): A demagogue now begins to understand how to use his words to make an individual look laughable in the eyes of others. To use this ability, a demagogue must speak to an audience for at least a full minute, convincing them of the subject's fallibility. Anyone who hears the speech must make a Will save, or look upon the subject in a new light. Whenever a creature under the effects of the humiliate ability sees or hears of the subject, he will be unable to refrain from laughing out loud, chuckling, or otherwise acting in a suitable manner. This effect lasts for one day per level the speaker has taken in demagogue.

Saving throw bonuses (from +1 to +4) for the audience apply when the demagogue attempts to humiliate creatures with deep-seated beliefs toward the target. Humiliating a well-loved Bloodlord is not as simple a task as making the court jester seem foolish.

Filibuster (Sp): At 8th level, a demagogue gains the ability to captivate the attention of all who can understand his speech. This ability lasts as long as the demagogue continues talking. Anyone within range of his voice is unable to perform any actions other than listen intently and stare at him. If a listener attempts to break his attention, he must succeed at a Will save to do so. Failure means that he is compelled to listen to the demagogue as long as he continues to talk. This ability has no effect on someone engaged in a fight, and it is immediately broken if the listener is attacked. A character may use any of his other demagogue abilities while filibustering. Filibuster is used most frequently as a stall tactic, but it also may be used to force a listener to be exposed to another ability.

Charm (Sp): At 9th level a demagogue gains the ability to charm individuals with his words. This ability works like the *charm person* spell, except for the DC.

Control crowd (Sp): At 10th level a demagogue learns to magically amplify and project his voice over a sizable area. Anyone within range of the demagogue's voice is able to make out his words clearly, regardless of other sounds or noises, and can be affected by any of his abilities. Creatures still have to be able to comprehend the language spoken in order to be affected, although control crowd can be used with any combination of the demagogue's other powers, includ-

ing convey. Magical silence and one foot of wood or rock keeps this ability at bay. The range of control crowd is 250 ft. per point of Charisma bonus that the demagogue possesses.

Hone

A hone is a focused warrior dedicated to a single weapon. A hone literally has a single-track mind, but as a warrior few are more skilled. A hone is a fighter who has taken weapon specialization one step beyond the pale. A hone has knowledge of a single weapon type, such as longsword, dagger, greataxe, or light mace—and no other.

Hones take a vow to never use another weapon, although they do learn the art of unarmed fighting in case they are disarmed in combat. This obsessive focus with a single weapon earns them great bonuses when fighting with it. In fact hones are so in tune with their weapon that they are clumsy and unskilled wielding any other.

Creatures must specify a specific weapon before they take up training as a hone. This weapon is the same one that the hone specialized in as a fighter. A hone that trains in a melee weapon, such as a dagger, also gains his special bonuses when the weapon is thrown. A hone that trains in a missile weapon does not gain his special bonuses when using it as a melee weapon—such as using a bow as a club—even if the bow is built to be used in such a manner.

Hones are found throughout the Forge and come from many different races and creeds. Hones feel that their potentials are tied to the mastery of a specific weapon. A hone may choose to train in other classes later on in his career, but his hone bonuses and penalties always apply—whether he wants them to or not.

Hit Die: d10

Requirements

To qualify to become a hone, a character must meet the following requirements:

Alignment: Any Lawful

Base Attack Bonus: +5

Feats: Improved Unarmed Strike, Weapon Focus, Weapon specialization

Class Skills

The hone's class skills (and the key ability for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Intimidate (Cha), Jump (Str), Listen (Wis), Ride (Dex), Spot (Wis), Swim (Str), and Tumble (Dex).

Skill Points at Each Level: 2 + Int modifier

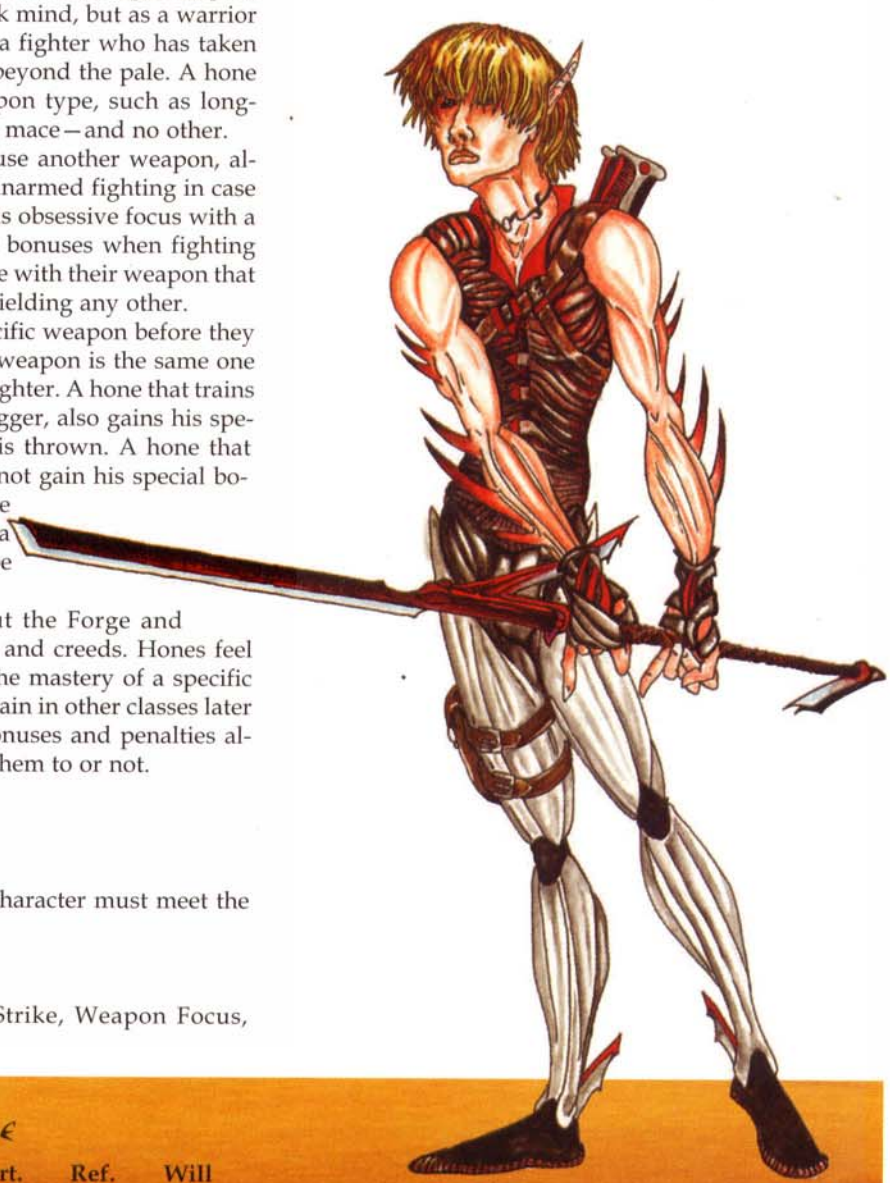


Table 3-2: The Hone

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+1	+2	+0	+0	Precision Strike +1, Improved Defense +1
2nd	+2	+3	+0	+0	Fell Blow +1, Skilled Stunt +1
3rd	+3	+3	+1	+1	Precision Strike +2
4th	+4	+4	+1	+1	Fell Blow +2, Improved Defense +2
5th	+5	+4	+1	+1	Precision Strike +3, Skilled Stunt +2
6th	+6	+5	+2	+2	Fell Blow +3
7th	+7	+5	+2	+2	Precision Strike +4, Improved Defense +4
8th	+8	+5	+2	+2	Fell Blow +4, Skilled Stunt +3
9th	+9	+6	+3	+3	Precision Strike +5
10th	+10	+7	+3	+3	Fell Blow +5, Extended Critical

Class Features

All the following are class features of the hone prestige class.

Weapon and Armor Proficiency: Hones are not proficient with any additional weapons beyond those they are already familiar with. Hones are proficient with all types of armor and shields, though if a hone ever uses a shield to attack he suffers the penalties as detailed under Precision Strike.

Precision Strike (Ex): As a hone gains experience with his weapon of choice, his ability with it grows. The hone gains a competence bonus on all attacks made with the weapon, and this bonus increases as he advances in levels. However, if the hone ever uses another weapon other than his own natural weaponry or unarmed strike, he receives a competence penalty to attack rolls with the foreign weapon. This penalty lasts for as long as the hone wields the weapon.

Improved Defense (Ex): As a hone is so familiar with how a particular weapon may be used in combat that he is able to defend himself better from opponents who use similar melee weapons. A hone gets a dodge bonus to his Armor Class to all blows from melee weapons of the same type (slashing, piercing, or bludgeoning) as the hone's weapon. If the hone's weapon lists multiple categories, only the first listed applies.

Fell Blow (Ex): A hone receives a competence bonus to damage with his weapon of choice. The fell blow ability does not apply to unarmed strikes or natural attacks (unless this is the hone's weapon of choice).

Skilled Stunt (Ex): Hones are so skilled at using their weapon of choice that they are better able to perform stunts with it, such as tripping, disarming an opponent, or attempting to strike a weapon. This ability adds a competence bonus to the opposed attack or ability roll involved in the stunt. The hone's weapon must be able to perform the stunt in order for this ability to apply.

Extended Critical (Ex): At 10th level, a hone is so knowledgeable about how and where to strike with his weapon that his critical multiplier with it is increased by 1. For example, a hone specialized in greatsword does triple damage on a critical instead of mere double damage.

Inquisitor

An inquisitor is a religious fanatic determined to make his religion the dominant one. Such individuals are not normal, sane followers of a faith, but those who follow it blindly with absolute strictness and intolerance. Inquisitors are highly feared and despised by the majority of the population, viewed as ruthless preachers of rhetoric who do or say anything to get a citizen to follow their paths. There are a few inquisitors who are somewhat more ethical and peaceful in their conquests, although none by definition are the least bit flexible or reasonable in their beliefs. The inquisitor is perceived as more of a villain than a hero.

Inquisitors are quite dangerous opponents, skilled in warfare, magic, and in manipulating the mind and spirit. Inquisitors are clever and determined individuals who are not deterred in the pursuit of their goals. The adversity faced in the pursuit of their faith makes them stronger.

Inquisitional zeal may take a hold of any religious person, whether she worship a god or simply the power of nature or her own moral code. An inquisitor applies her skills in many ways; sometimes by starting great wars and conquering in the name of her deity, and sometimes more subtly by skulking about and spying on others to ensure that they are true to their words.

In order to qualify for the inquisitor prestige class, a character must be firmly seated in her beliefs. She must strictly follow the teachings of her god or the tenets of a particular sect. Most inquisitors on the Forge began as seeds that already had a firm grasp on their faiths before being taken here. Such individuals feel that their presence on the Forge is a challenge or a test of their faith, and they work hard to prove their worthiness to their god.

Inquisitors are often linked in the minds of the people of Penance to Bloodlords. Not to say that all Bloodlords are inquisitors, only that nearly every inquisitor in Penance desires to be a Bloodlord. Inquisitors cannot stand living under the authority of another—especially one that is not a true believer—and they strive to unseat their lords and set up a righteous sectarian rule in their place. In turn, Bloodlords despise inquisitors and often make an extra effort to stamp them and their followers out.

An inquisitor that becomes a Bloodlord is a frightening force, sweeping through the city to conquer and convert all within reach. Outside of Penance, the story is quite the same, simply without the Bloodlord title. Many inquisitors leave Penance altogether and go on crusades throughout the Forge.

The only individuals on the Forge that inquisitors have more hatred for than Bloodlords are the Black Flock. Inquisitors usually view them as demons that must be destroyed at all costs. In Penance, most inquisitors eventually confront the Queen. This event is typically signals the end of their careers.

Those that live by inquisition usually begin their careers either as a cleric or as a druid. A few others over the years have taken the path of the inquisitor, but such a transition is rare.

Hit Die: d8

Requirements

To qualify to become an inquisitor, a character must meet the following requirements:

Charisma Score: 12 or higher

Diplomacy: 4 ranks

Knowledge (religion or nature): 6 ranks

Special: Character must strictly follow a single religion

Feat: Skill Focus - Knowledge (Religion)

Class Skills

The inquisitor's class skills (and the key ability for each skill) are City Lore (Wis), Concentration (Con), Craft (Int), Diplomacy (Cha), Gather Information (Cha), Handle Animal (Cha), Heal (Wis), Hide (Dex), Intimidate (Cha), Knowledge (arcana) (Int), Knowledge (religion) (Int), Knowledge (nature) (Int), Listen (Wis), Move Silently

(Dex), Profession (Wis), Read Lips (Int), Ride (Dex), Scry (Int), Search (Int), Sense Motive (Wis), Speak Language, Spellcraft (Int), Spot (Wis), and Wilderness Lore (Wis).

Skill Points at Each Level: 4 + Int modifier

Class Features

All the following are class features of the inquisitor prestige class.

Weapon and Armor Proficiency: Inquisitors are proficient with all simple weapons. Inquisitors are proficient with all types of armor (light, medium, and heavy) and with shields.

Spells Per Day: The inquisitor gains new spells as if she had also gained a level as either cleric or druid. She does not gain any of the other benefits a character of that class would have gained (improved chance of turning or rebuking undead/ shapechanging abilities, and so on). The player adds the inquisitor spellcasting levels to the level of cleric or druid to determine the number of spells per day, casting level, and other effects. If a character has levels in both cleric and druid then the player must choose what class gains the increased spellcasting ability.

An inquisitor with no previous divine spellcasting level gains spells as if either a 1st level cleric or druid. Wisdom is the prime requisite for casting wither cleric or druid spells, however, and an inquisitor without at least an 10 wisdom is unable to cast spells at all. In order to cast druid spells, the character must be of neutral alignment, but otherwise the choice of what kind of spells to choose rests with the inquisitor.



Smite the Heathen (Ex): All spells cast by an inquisitor are more potent against those who do not subscribe to his beliefs. An inquisitor's spell DCs are increased by +2 against creatures that do not worship a god, or against those who worship a god with a different alignment than that of the inquisitor. The bonus is reduced to +1 against anyone whose god has the same alignment (good, neutral, or evil) as the inquisitor. This ability doesn't function against worshippers of the inquisitor's god.

Divine Protection (Ex): At 2nd level, an inquisitor becomes protected from his enemies by his impregnable fortress of faith. All his saving throws are increased by a bonus equal to his Charisma modifier (A sacred bonus if good, a profane bonus if evil, or a divine bonus if neutral).

Convert the Unbeliever (Su): At 3rd level, an inquisitor becomes imbued with a supernatural charisma that allows him to overpower the beliefs of others. If an inquisitor speaks to a single creature for more than five minutes, she can attempt to convert him to her faith. To resist this conversion, the unbeliever must succeed at a Will save equal to 10 plus the inquisitor's prestige class level, plus the speaker's charisma modifier. If the save fails, the listener becomes a believer in the faith and a follower of its tenets. This effect is permanent unless later reversed.

Table 3-3: The Inquisitor

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special	Spells Per Day
1st	+0	+0	+0	+2	Smite the Heathen	-
2nd	+1	+0	+0	+3	Divine Protection	+1 level
3rd	+2	+1	+1	+3	Convert the Unbeliever	+1 level
4th	+3	+1	+1	+4	-	+1 level
5th	+3	+1	+1	+4	Empower Congregation	+1 level
6th	+4	+2	+2	+5	Divine Knowledge	-
7th	+5	+2	+2	+5	Foster Martyr	+1 level
8th	+6	+2	+2	+6	-	+1 level
9th	+6	+3	+3	+6	Enrapture	+1 level
10th	+7	+3	+3	+7	Convert the Masses	+1 level

Those affected by this ability are considered to have a mental illness, which can by removed by spells such as *remove disease* (note that subject gets a Fort save to resist). An inquisitor may use this ability once per day per level of inquisitor, plus her charisma modifier. This ability does not work on anyone that casts divine spells (clerics, druids, rangers, and paladins). The distraction of a nearby combat or other dangers also prevents this ability from working. The ability does work, however, on those in a cell or physically restrained. An inquisitor who employs torture as part of a conversion adds +1 to the DC of the ability.

Empower Congregation (Ex): At 5th level, an inquisitor can use her preaching to inspire her followers to greatness and glory, similar to *bardic music* ability. To be affected a follower must hear the inquisitor preach for a full round. The effect lasts for as long as the inquisitor preaches and for 5 rounds thereafter (or 5 rounds after the follower can no longer hear the inquisitor). While preaching, the inquisitor may fight, but cannot cast spells or activate magic items by spell completion or by magic word. Affected followers receive a +2 morale bonus to all saving throws. An inquisitor can use this ability once per day per point of Charisma modifier.

Divine Knowledge (Su): An inquisitor is so in touch with the mind of his deity, that at 6th level he begins to gain a little bit of the god's foreknowledge. The inquisitor has a unique sixth sense for things that are just about to happen and is able to anticipate them. This ability grants an inquisitor a +2 insight bonus to his AC and Reflex saves. This bonus is lost whenever she would lose her Dexterity bonus to AC.

Foster Martyr (Sp): At 7th level, an inquisitor is able to manipulate the actions of his followers. The inquisitor must speak with the follower for a full minute and give him a direct set of instructions to carry out. The follower is allowed a Will save vs. the ability with a DC of 10 plus the inquisitor's prestige class level, plus the speaker's charisma modifier. A failed save means that the follower is compelled to carry out the instructions without regard to his own life or safety, or the safety of any one else. Followers making their save are likely to still carry out the instructions if it is possible to do so without sacrificing themselves. This ability may only be used on a member of the inquisitor's religious order or someone she has converted. The effect lasts until the instructions are carried out. This effect, like that of *converting the unbeliever*, is considered a mental illness, and can be cured with a successful *remove disease* (note that subject gets a Fort save to resist).

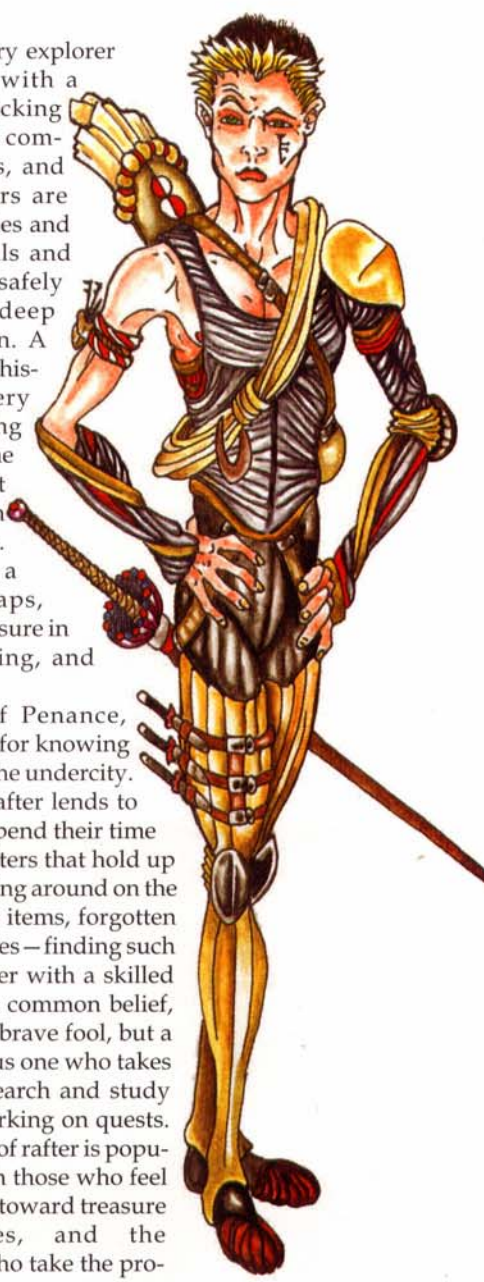
A martyr who does not carry out his instructions is affected as if refusing to complete a *geas* or *quest*.

Enrapture (Ex): By 9th level, an inquisitor has become so skilled at empowering his congregation that she can now place them into a trancelike state with only her words. To be affected a follower must hear the inquisitor preach for a full round. This trance causes those in it to feel as if they are in the actual presence of their deity; they become completely unaware of their own consciousness and unable to feel any kind of pain or physical sensation at all. Enraptured individuals are totally under the control of the inquisitor and obey her commands explicitly. The effect lasts for as long as the inquisitor preaches and for 5 rounds thereafter (or 5 rounds after the follower can no longer hear the inquisitor).

While preaching, the inquisitor may fight, but cannot cast spells or activate magic items by spell completion or magic word. Affected followers temporarily receive a +2 to Strength and Constitution, a –1 to AC, and a complete immunity to *fear* and *charm* effects. Those enraptured gain extra hit points and cannot perform actions that require patience or concentration, just like with the Barbarian Rage ability. An inquisitor can use this ability once per day per point of Charisma modifier.

Convert the Masses (Su): At 10th level, an inquisitor gains the ability to convert all within earshot of his words. Anyone who hears and understands her voice when she uses her *convert the unbeliever* power must save or be converted.

Rafter



A rafter is a solitary explorer and adventurer with a sixth sense for picking his way through complex ruins, mazes, and catacombs. Rafters are also excellent guides and scouts whose skills and knowledge have safely guided groups deep into the unknown. A rafter has a love of history and discovery and enjoys nothing more than being the first person to set foot in a lost cavern or an ancient tomb. Rafters also have a penchant for maps, and take great pleasure in studying, collecting, and crafting them.

In the city of Penance, rafters are famous for knowing their way around the undercity. In fact the name rafter lends to the fact that they spend their time underneath the rafters that hold up the city then prancing around on the streets above. Lost items, forgotten palaces, secret places—finding such places is a lot easier with a skilled rafter. Contrary to common belief, a rafter isn't just a brave fool, but a careful and cautious one who takes great pains to research and study his missions embarking on quests.

The profession of rafter is popular in Penance with those who feel themselves drawn toward treasure maps, mysteries, and the undercity. Most who take the pro-

fession start their careers as rogues, but quite a few begin as bards, rangers, or sorcerers. The most famous rafters in the Forge are Lord Flollo and Ness Panthus. While the profession of rafting is well known, it is not a common pursuit, as the dangers involved are quite high. A rafter who wants to survive should be flexible, resourceful, and able to hold his own in a fight.

Rafters are considered highly skilled and typically command sizable fees for their services. However, they are looked down upon as lower-class members of society, as their explorations underground give them a general reputation of being dirty, antisocial, sewer dwellers. While true in some cases, this is an unfortunate stereotype which chagrin most rafters.

Hit Die: d8

Requirements

To qualify to become a rafter, a character must meet the following requirements:

Appraise: 2 ranks
Intuit Direction: 4 ranks
Knowledge (arcana): 4 ranks
Craft (maps): 4 ranks
Feat: Blind-Fight

Class Skills

The rafter's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), City Lore (Wis), Climb (Str), Craft (Int), Decipher Script (Int), Disable Device (Int), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intuit Direction (Wis), Jump (Str), Knowledge (arcana) (Int), Knowledge (History) (Int), Knowledge (Local) (Int), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Profession (Wis), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skill Points at Each Level: 6 + Int modifier

Class Features

All the following are class features of the rafter prestige class.

Weapon and Armor Proficiency: Rafters are proficient with all simple and martial weapons. Rafters are proficient with light armor but not with shields.

Research (Ex): By 1st level, a rafter has learned his way around the libraries of Penance and can use them to his advantage to find maps, uncover secrets, or discover forgotten lore. When in a reasonable library, a rafter can use his Knowledge (arcana) or Knowledge (history) skills to find some kind of relevant information to his search. This type of search takes 4 hours of study per skill check. The base DC for such a check is 10, and is modified by the quality of the Library and the obscurity of the topic researched:

Situation	DC Modifier
Information sought is recent (less than a year old)	-5
Information is no longer known by any living being	+5
Information has been suppressed	+10
Information is old (per 100 years, up to 1,000)	+1
Information is very old (1,000+ years, up to 10,000)	+2/1,000
Information is ancient (10,000+ years)	+3/10,000
Library is poorly organized	+2
Library is small or limited	+5
Books are damaged or rotten	+3

The possibility of success at a research check supposes that the information sought is in the library; it's quite possible that some information has simply been lost. A GM who wants to keep something a secret may rule that it is not available, or he may provide misleading or incomplete information, or he may provide several conflicting answers to the search.

Depth Perception (Ex): A rafter who reaches 2nd level is so skilled with exploring the undercity, that he has gained a sixth sense for exactly how deep he is below the surface. This ability is automatic, and requires no skill check.

Escape (Ex): Also at 2nd level, a rafter has gained enough resourcefulness to be able to slip away from nasty predators. In such situations, the rafter manages to create a distraction and flee without the creature knowing where

Table3-4: The Rafter

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+0	+0	+2	+2	Research
2nd	+1	+0	+3	+3	Escape, Depth Perception
3rd	+2	+1	+3	+3	Judge Structural Integrity
4th	+3	+1	+4	+4	Make map
5th	+3	+1	+4	+4	Find the way
6th	+4	+2	+5	+5	Positioning
7th	+5	+2	+5	+5	Scout
8th	+6	+2	+6	+6	Find Secret Area
9th	+6	+3	+6	+6	Sense Danger
10th	+7	+3	+7	+7	Greater Make Map

he went. Creatures with Scent or Track abilities may be able to find the rafter's trail, but most predators simply move on and look for other prey. Escaping is a full-round action and requires a rafter to make a successful opposed Bluff check vs. a Spot roll for the creature. Use of this skill requires a sufficient exit or hiding place to be located within a distance from the rafter equal to his movement rate. This ability is essential to rafters to allow them to avoid the natural dangers of the undercity.

Judge Structural Integrity (Ex): A rafter is skilled and trained in traveling through the undercity, and at 3rd level he gains the ability to judge how likely an area is to sinking or collapse. This ability can also be used to determine if a particular area (usually a ruin) is able to support the rafter's weight. The area must be visually inspected for a full round in order to make an accurate judgment. Use of this ability requires a City Lore check and can be used once per structure per day. The Base DC of the check is 15, and the DC is modified by the following factors:

Condition	DC Modifier
Structure's supports are visible	-5
Structure is made of metal	+1
Structure is made of stone	+2
Structure is made of earth	+3
Structure is made of glass, crystal, or other exotic material	+4
Damage was deliberately disguised	+5

Make Map (Ex): A rafter, once he reaches 4th level, is so accustomed to picking his way though unfamiliar areas that he is able to draw up a map of any area he has walked through within the last day. This is done by rolling a Craft (map) check and comparing it to the DC for the area, as determined by the table below. The base DC for this ability is 10.

Condition	DC Modifier
Per room or hallway to be mapped	+1
Area was moved through rapidly	+5
Rafter was unable to see	+10

If the check is successful, the map is accurate. If the check was missed by 5 or less, the map is accurate, but missing essential details. If the check is failed by more than 5 points, the map is useless.

Secret doors and concealed areas cannot be added to the map unless the rafter finds them. A rafter may attempt to only map part of an area in order to lower the DC, but only one map may be stored in his mind at a time, and a second area cannot be detailed unless another physical pass is made through it.

Find the Way (Ex): A rafter has an instinctual knack for finding his way out of confusing or unfamiliar areas. At 5th level, the rafter begins to be able to sense the way he needs to go to get where he is going, even if he has never been there before. When faced with a crossroads, the rafter may attempt an Intuit Direction check. Success indicates that he feels an intuitive tug toward the correct path. Failure indicates no intuitive reading is felt. This ability may be used once per day per level of rafter the character has attained. The DC of the check depends on the complexity of the crossroads.

Number of Possible Paths	Check DC
2	14
3	15
4	16
5-6	17
7-8	19
9-10	20
More than 10	22

Positioning (Ex): At 6th level, a rafter gains an innate sense for where he is, allowing him to use his Intuit Direction roll to comprehend his exact position. This ability can be used only if a rafter has studied the relevant map indicated by the result. This ability can be used once per hour.

Check	Result
5	Pinpoint location on world map
10	Pinpoint location on country map
15	Pinpoint location on city map
20	Pinpoint location on neighborhood map
25	Pinpoint location on building map

Scout (Ex): By 7th level, a rafter's senses are honed to allow him to get a clear picture of enclosed areas (typically underground) around and ahead of him through echolocation. This ability reveals the terrain ahead of the rafter, even around corners, through magical darkness, and through closed doors. The rafter can comprehend the layout of the area around him up to a distance of 5 ft. per level of rafter he has attained. This ability remains in effect at all times unless blocked. A closed door reduces the scouting range by 10 feet, and the ability is blocked by two closed doors in sequence.

Areas covered by magical *silence* spells cannot be 'seen' by this ability, nor will it work if the rafter himself is *silenced* or *deafened*. This ability requires a minimal amount of environmental sound to be present in order to work. If none is present, the rafter must make a sound in order to use the ability (which might attract other creatures to the rafter's location). Extremely loud constant noises also disrupt this ability.

Find Secret Area (Ex): At 8th level, a rafter's scout and make maps abilities synergize and allow him to spot inconsistencies in the layout of an area. A rafter who passes by a secret or concealed door that is within the range of his scout ability gets to make a free Search roll to notice the secret area.

Sense Danger (Ex): By 9th level, a rafter's scout ability is so advanced that he is able to notice traps and creatures around and ahead of him simply by passing by them. A rafter with sense danger can determine the size and number of any creatures within range of his scout ability. He also gets a free Search check to find any traps within 10 feet of his location (assuming he is in an area where his scout ability would work).

Greater Make map (Ex): This ability is as make map, except that a rafter can hold more than one map in his mind at once, allowing him to sketch out larger more complex areas by making several adjoining maps. The num-

ber of maps that can be held in memory at any given time is equal to the character's class level divided by 4, rounded down.

Stalker

A stalker is a skilled spy and tracker specially trained to operate in a dense city environment. Buildings, streets, and rooftops are akin to a natural environment for a stalker, who is as at home in the city as a druid is in the wilds. Stalkers are widely employed in penance by the Bloodlords as detectives and spies. Stalkers are renowned for their ability to shadow people through the city and eavesdrop on their doings and sayings. It is said of Penance that for every person you see, there are two more that you don't. These are the stalkers of Penance.

Stalkers are common in Penance, but rare elsewhere on the Forge. A few famous individuals, such as Lucius Tristram, have lifted the stalker out of the realm of legend and vaulted them into the consciousness of the people. Much of the doings of the Bloodlords are done by stalkers, whose main tasks are to gather information for their masters and to not be seen. Stalkers are commonly placed in the courts of rivals as double-agents and informants. A good stalker quickly earns a small fortune, as his skills are extremely valuable and in high demand. In fact, most stalkers are on the payroll of several different lords and organizations at any given time.

A stalker is skilled in the arts of stealth, espionage, observation, and tracking. They are good at deciphering clues, forging documents, moving across rooftops, remembering conversations, and connecting unrelated events and people.

The stalker is the preferred class of all those that feel deeply connected to the city in an intuitive and spiritual manner. Few outside Penance feel drawn to become a stalker. Those that do eventually find their way to the great city one way or another. It just seems right to them that their fate and their potential be tied up with the heavings and politics of the massive and ancient metropolis at the center of the world. Most who feel the pull of the stalker begin their careers as rogues, but a few join from other classes.

Hit Die: d6

Requirements

To qualify to become a stalker, a character must meet the following requirements:

City Lore: 2 ranks
Balance: 2 ranks
Hide: 4 ranks
Move Silently: 4 ranks
Disguise: 2 ranks
Feats: Track

Class Skills

The stalker's class skills (and the key ability for each skill) are Appraise (Int), Balance (Dex), Bluff (Cha), City Lore (Wis), Climb (Str), Craft (Int), Decipher Script (Int), Diplomacy (Cha), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Move Silently (Dex), Open Lock (Dex), Perform (Cha), Pick Pocket (Dex), Profession (Wis), Read Lips (Int), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), Use Magic Device (Cha), and Use Rope (Dex).

Skill Points at Each Level: 8 + Int modifier

Class Features

All the following are class features of the stalker prestige class.

Weapon and Armor Proficiency: Stalkers are proficient with all small and tiny simple weapons, the shortbow (normal and composite), fencing saber, small rapier, sap, and short sword. Medium size and larger stalkers are also proficient with the club, heavy crossbow, heavy mace, morningstar, quarterstaff, shortstaff, basket-hilted backsword, and rapier. Stalkers are proficient with light armor but not with shields.

Shadow (Ex): At 1st level, a stalker is able to move at his normal movement rate while remaining hidden, as long as there are places to hide. The penalty for hiding while running is reduced to 10 minus the character's level as a stalker, so a 10th level stalker is able to run and remain hidden without penalty. This ability is generally employed to shadow someone through the city.

Table 3-5: The Stalker

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+0	+0	+2	+0	Shadow
2nd	+1	+0	+3	+0	Roofwalk
3rd	+2	+1	+3	+1	Avoid detection
4th	+3	+1	+4	+1	Memorization
5th	+3	+1	+4	+1	Realization
6th	+4	+2	+5	+2	Lie
7th	+5	+2	+5	+2	City sense
8th	+6	+2	+6	+2	Lost in the Crowd
9th	+6	+3	+6	+3	Find Trail
10th	+7	+3	+7	+3	Nondetection

Roofwalk (Ex): Once a stalker reaches 2nd level he is so skilled at moving about in the city, that he can move across rooftops at his full movement rate—even run—without needing to make any skill checks and while remaining hidden. A stalker can also jump from roof to roof without stopping or making checks as long as the roofs are no farther apart than 10 feet (or the rafter's Jump skill, whichever is higher).

Avoid detection (Ex): At 3rd level, a stalker learns how to mask himself from magical divinations so as to remain concealed. A stalker receives a spell resistance of 20 plus his stalker level against all detection spells. This resistance applies even to the stalker's possessions. This ability helps to prevent a hidden stalker from being discovered by such spells as *detect magic* and *detect evil*, as well as allowing him to function as an effective double agent.

Memorization (Ex): At 4th level, a stalker is able to train his mind to remember things that he has seen, heard, or experienced exactly as they happened. If a stalker makes an effort to memorize something, he is able to recall it word for word and exactly as it happened for up to one week afterward per level of stalker he has attained. After the time period has elapse, he remembers it normally, just as anyone else would.

Realization (Ex): At 5th level, a stalker gains the ability to discern the meaning of clues, and to make connections between seemingly unrelated things. If a stalker comes across an undecipherable clue, or feels that an event or person seems to be out of place, he can make a realization check. If he succeeds, he is able to realize something about the situation. The realization check does not necessarily give the clue away to the stalker, but it should give him a hint as to its significance. A realization check is equivalent to a Will save, with the DC for success set by the GM. Easy clues have a DC of 10, hard clues have a DC of 15, and obscure clues have a DC of 20.

Lie (Ex): At 6th level, a stalker gains the ability to lie without being detected by Sense Motive checks or magical means.

City sense (Ex): At 7th level, a stalker has attuned his senses to the point where he has an intuitive sense for the pulse of the city. He can move through a dense crowd of people at his normal movement rate, pick out a single voice or conversation in a crowded room, and easily read the mood of a crowd. A stalker with city sense has an advance warning (one minute per level of stalker) that an area of the city he is in is about to sink by natural means. A stalker with this ability also gains a +4 circumstance bonus to all Spot, Listen, Hide, Move Silently, and Search rolls he make while within the boundaries of a city.

Lost in the Crowd (Ex): At 8th level, a stalker is able to hide, using his normal Hide skill, in plain sight if there are a number of other people around that are unknown to the observer. Using this ability, the stalker is able to appear unimportant and not worth attention. This ability can be used quite effectively in conjunction with the Shadow ability. In order for this ability to work, there must be



at least 5 other strangers within 30 feet of the stalker and visible to the observer.

Find Trail (Ex): At 9th level, a stalker becomes so skilled at following tracks through the city, that he can follow a trail regardless of foot traffic in the area. Foot traffic penalties to his track checks do not apply, and degradation of trails due to foot traffic is lessened. (See the City Lore skill in **Appendix A** for details) The foot traffic degradation penalties are now adjusted to –1 for every 10 minutes of heavy foot traffic, -1 for every hour of moderate traffic, and –1 for every 24 hours of light traffic.

Nondetection (Su): At 10th level, a stalker becomes completely immune to all sorts of divinations, just as if the spell *nondetection* was cast upon him at all times. Like the avoid detection ability, this ability also applies to any items or possessions carried by the stalker.

Vigilante

A vigilante is a solitary warrior with a sharp intuition and an uncanny sixth sense for danger. Vigilantes are trained and able to fight not just individuals, but sizable groups of opponents. Vigilantes are highly skilled at resisting all attacks, magical as well as physical, and at dealing out large amounts of damage quickly. The path of the vigilante is one of discipline, and great focus of mind. One must learn to depend wholly on oneself in order to succeed at the pursuit, requiring a character to learn responsibility fast or die. Those who prove adept at this discipline are some of the most feared opponents on the Forge.

The vigilante prestige class is a favorite of the judges and bailiffs of Penance, who often walk a beat alone and must rely on their own abilities to get them out of danger. Many Bloodlords and champions take the class in order to more readily defend themselves against assassins and ambushes. Gladiators often take the class in order to bolster their defenses. Others study the path of the vigilante as a way to augment their less physical skills. Those who become vigilantes typically start their careers as fighters, although any type of character may choose the discipline.

Vigilantes are rare outside of the cities of Penance, where people know them as judges, bailiff, Bloodlords, and gladiators; and on the battlefields of Arena, where they play the roles of ferocious combatants and powerful warlords. For those who take up the calling, it is less of a profession or code of conduct, but rather a necessary matter of survival in a hostile environment.

Hit Die: d8

Requirements

To qualify to become a vigilante, a character must meet the following requirements:

Base Attack Bonus: +5 or better

Feats: Alertness, Combat Reflexes, Dodge

Class Skills

The vigilante's class skills (and the key ability for each skill) are Balance (Dex), Bluff (Cha), City Lore (Wis), Climb (Str), Concentration (Con), Craft (Int), Disable Device (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Heal (Wis), Hide (Dex), Innuendo (Wis), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Profession (Wis), Read Lips (Int), Ride (Dex), Search (Int), Sense Motive (Wis), Spot (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at Each Level: 4 + Int modifier

Class Features

All the following are class features of the vigilante prestige class.

Weapon and Armor Proficiency: Vigilantes are proficient with all simple and martial weapons. Vigilante are also proficient with all types of armor and with shields.

Sense Attack (Ex): Vigilantes are extremely well attuned to everything that happens around them and are difficult to surprise. When targeted for a sneak attack (or the death attack power of the assassin prestige class), the vigilante is allowed a Reflex save (DC 10+ the attacker's level) to intuitively become aware of the attack moments before it occurs. If the save is successful, the vigilante retains his Dexterity bonus (though sneak attack damage still occurs, if applicable). This ability is active at all times, even if the vigilante is asleep, in which case a successful Reflex save serves to wake the character just in time.

Reflexive Awareness (Ex): Vigilantes are so hypersensitive and alert that they are able to react in the surprise round, even if they failed to notice the danger. If

Table 3-6: The Vigilante

Class Level	Base Attack Bonus	Fort. Save	Ref. Save	Will Save	Special
1st	+1	+2	+2	+0	Sense Attack, Reflexive Awareness
2nd	+2	+3	+3	+0	Uncanny dodge (Dex bonus to AC)
3rd	+3	+3	+3	+1	SR 15
4th	+3	+4	+4	+1	Heal Self
5th	+4	+4	+4	+1	Uncanny dodge (Can't be Flanked)
6th	+5	+5	+5	+2	SR 20
7th	+6	+5	+5	+2	Counter Effect 1/day
8th	+6	+6	+6	+2	Greater Heal Self
9th	+7	+6	+6	+3	SR 25, counter effect 2/day
10th	+8	+7	+7	+3	Uncanny dodge (+1 vs. traps), Avoid Blow

surprised and unaware of his opponent, a vigilante acts last in the surprise round instead of not being allowed to act until the next round. A vigilante, if surprised, does not have time to warn his party members but gains his Dexterity adjustment once his initiative occurs at the end of the surprise round.

Uncanny Dodge (Ex): Starting at 2nd level, the vigilante gains the extraordinary ability to react to danger before his senses would normally allow him to be aware of it. At 2nd level and above, he retains his Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker. (He still loses his Dexterity bonus to AC if immobilized.)

At 5th level, the vigilante can no longer be flanked, since he can react to opponents on opposite sides of him as easily as he can react to a single attacker. This defense denies rogues the ability to use flank attacks to sneak attack the vigilante. The exception to this defense is that a rogue at least four levels higher than the vigilante (total class levels) can flank him, and thus sneak attack him.

At 10th level, the vigilante gains an intuitive sense that alerts him to danger from traps, giving him a +1 bonus to Reflex saves made to avoid traps. This ability is cumulative with any other uncanny dodge bonus the vigilante might gain from other classes.

Spell Resistance (Ex): Vigilantes have no one else to depend on to save themselves, and thus must rely on their own innate power to avoid the effects of dangerous spells and magic. Through intense training and discipline, a vigilante learns by 3rd level how to generate a natural resistance to magic. This manifests itself in a standard spell resistance, which increases as the vigilante advances in levels.

Heal Self (Su): A vigilante learns to channel the innate magic of the Forge to heal his wounds. Once per day a vigilante may, as a standard action, heal himself for a number a hit points equal to his vigilante level times his Con modifier.

Counter Effect (Ex): Starting at 7th level, a vigilante is able to attempt to dispel the effect of a spell that has been cast upon him or resist a toxin that has found its way into his bloodstream. This ability allows the vigilante a second saving throw to resist the effect. This ability is a free action that can be used immediately against any spell effect or toxin. If used against a spell effect, the spell is cancelled (as if a successful *dispel magic* had been cast on it). If used against a toxin, the poison is neutralized.

The choice of when to use the counter effect is totally up to the player. Using the ability when the spell or toxin first affects a vigilante gives the vigilante two saving throws versus the effect to escape totally unscathed. Waiting a few rounds holds peril in that initial damage and effects are not negated by a successful counter. The decision to use this ability need not be made until after the initial saving throws are rolled.

Greater Heal Self (Su): At 8th level, a vigilante is able to use the ability even if unconscious or reduced to zero or fewer hit points (but not if killed outright by being reduced to -10 or fewer hit points).

Avoid Blow (Ex): At 10th level the vigilante gains an intuitive sense that alerts him to dangers in combat before they occur, allowing him to completely avoid a blow that would otherwise strike him. As a free action, any one physical attack that would otherwise strike the Vigilante can be dodged completely if the Vigilante successfully makes a reflex save vs. a DC of 10 plus the level of the attacker. This ability can be used against spells, but only against those that require an attack roll to be effective.



Table 3-7: Foci of the Forge

Focus of the Beast	Exp. Cost
Feral Creature	3,500
Wild Creature	4,500
Snouted Creature	5,500
Tailed Creature	6,500

Focus of the Body	Exp. Cost
Immunized Creature	8,000
Sinewed Creature	10,000
Metabolized Creature	12,000

Focus of the Deep	Exp. Cost
Gilled Creature	3,500
Aquatic Creature	5,500
Deep Creature	7,000

Focus of the Fair and Foul	Exp. Cost
Fair Creature	6,000
Empowered Creature	7,500
Foul Creature	9,000

Focus of the Green	Exp. Cost
Barked Creature	3,500
Photosynthesizing Creature	6,000
Regenerating Creature	9,000
Green Creature	13,500

Focus of the Mind	Exp. Cost
Centered Creature	5,500
Enterprising Creature	7,500
Enlightened Creature	7,500

Focus of Protection	Exp. Cost
Shelled Creature	7,500
Insulation Creature	9,500
Shielded Creature	10,000

Focus of the Quill	Exp. Cost
Spined Creature	2,500
Spiked Creature	3,500
Tainted Creature	6,500

Focus of the Senses	Exp. Cost
Sharpened Creature	4,000
Enhanced Creature	6,000
Watchful Creature	8,000
Heightened Creature	10,000

Focus of the Serpent	Exp. Cost
Scaled Creature	3,500
Fanged Creature	5,000
Spitting Creature	6,500
Tailed Creature	7,000

Focus of the Shadow	Exp. Cost
Shadowed Creature	5,500
Shaded Creature	8,000
Veiled Creature	12,000

Focus of the Sphere	Exp. Cost
Lunged Creature	3,500
Legged Creature	4,500
Winged Creature	7,500
Vacuum Creature	9,500
Adept Creature	11,500

Focus of the Wyrm	Exp. Cost
Scaled Creature	3,500
Flying Creature	7,500
Kindled Creature	10,500
Chromatic Creature	13,500

This ability may be used once per day. Once a character has this ability he may purchase it again as a feat. Each time it is purchased the character may use the ability once more per day, but never more than once per combat round.

Prestige Races

As the energy of the world pushes its inhabitants to their full potential, many creatures find that they have the ability to force their bodies to evolve. Such changes are undergone to enhance a creature's unique talents, whether it be a rogue's ability to hide, a fighter's ability to withstand punishment, or a demagogue's ability to soothe and charm.

There is a wide variety of such evolutions, and the path of change one takes is often quite personal. Some may sprout a new appendage, others may evolve adaptations to particular environments, and some may simply find their skin thicker and their claws sharper. Not all changes are obvious; imperceptible changes may occur inside a character's anatomy, including the growth of new or unusual organs. Evolved changes are permanent and never fade, even if a character leaves the Forge.

To evolve, a character must perform what is known as an "enchantment of the flesh," so named because the process to force an evolutionary change is similar to applying an enchantment to an item. To perform a flesh enchantment, she must first have the Evolve feat (see the new feats section in **Appendix A**) or travel to one of the sacred places of the Forge to initiate the enchantment.

Certain sacred places on the Forge grant the free use of the Evolve feat to everyone within their boundaries. These places are thought to be saturated with the inherent magic of the Forge to the point where they foster spontaneous change. The following places are known to exhibit such properties: The waters of the Wellspring, the water of the Sea of Tears, the Crater in which lies Haiel's citadel, the shadow of the Spike, the city of Baradume,

the glare from Orif'elle's silver citadel, and the entirety of the Kiln.

When the character is ready to perform the enchantment, she must rest and meditate for a period of time (one minute per 1,000 xp cost of the enchantment), concentrating on the changes she wishes to experience. She then spends the requisite experience points for the enchantment, and the evolution occurs, completing within a single minute.

Once a character evolves, she is permanently changed, gaining all advantages and disadvantages of the prestige race. A character cannot go back to her original state through any means other than divine intervention (even *wish* and *miracle* won't work). This permanent nature is why many on the Forge refer to evolved changes as "prestige races". Loss of levels due to energy drain and other effects never take away a prestige race; they cannot be dispelled. Prestige races are gained in steps and are classified by the type of genetic focus required to evolve down each particular path. Evolution is never fast, and completion of any focus requires performing a number of separate enchantments which must be taken in strict order. Not all races are able to take every focus. Consult the individual entries for specifics.

When spending saved experience points to enchant one's flesh, no character may ever spend so many experience points that she loses level. For example, in order to affect a change requiring 9,500 XP, a character must be at least 10th level, and must possess 9,500 experience points not yet spent on advancing a level. A character need not have enough saved experience to advance a full level in order to purchase a prestige race (higher-level characters have a larger pool of unspent experience points from which to draw from). On the other hand, if a character has attained enough experience to advance an entire level, he is not compelled to advance, but may instead perform a flesh enchantment. A character must meet the minimum level requirements which are listed in the descriptions of each change.

Once a character has evolved, she must go up at least one level before further evolution is possible. Characters who begin a new evolutionary focus before completing all previous evolutionary steps must pay an extra 1000 XP for each enchantment, and this penalty is cumulative with each open focus.

For example, Satira is an elf fighter that has decided to follow the Focus of the Beast. She starts out her prestige race by taking *feral creature* followed next level by *wild creature*. Upon achieving another level and deciding to evolve again, Satira decides to start following the Focus of the Body. She must pay an extra 1,000 experience points for each evolution until she completes either the Focus of the Beast or the Focus of the Body. If she were to choose a third focus to follow, she'd have to pay an extra 2,000 xp for each evolutionary step until she completed one of the three foci she was currently following (at which point she'd only have to pay the extra 1,000 xp again).

If generating new characters for play in *Oathbound*, players should be assigned the equivalent experience points for the level they are to begin at, which they can either spend to start at that level, or at a lower level with flesh enchantments. For example, a player instructed to generate a 7th level human receives 21,000 xp, and can either start at 7th level as a human, or at 6th as a gilled human with 2,500 of the 6,000 xp required to achieve 7th level.

Focus of the Beast

Those that choose this focus are seeking to become more feral and wild, gaining natural armor, powerful natural weaponry, and various abilities related to natural animals.

Feral Creature

Example: Feral Elf
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: None
Unavailable to: Creatures with the Focus of the Green, Serpent, or Wyrm
Details: A feral creature has grown a thick coat of heavy fur. This fur provides a slight armoring improvement, as well as a resistance to cold.
Game Effects: Gain natural armor bonus of +2 and Cold Resistance 5.

Wild Creature

Example: Wild Elf
Cost: 4,500 XP
Minimum Level: 5th
Prerequisite: Feral
Unavailable to: Non-feral races.
Details: A wild creature has grown sharp fangs and wicked claws. These features can be used



to make martial unarmed attacks. The character's features change noticeably, with the jaw extending and the hands growing.
Game Effects: Gain natural weaponry: Claws do 1d6 damage, crit x2; Bite does 1d8 damage, crit x3.

Snouted Creature

Example: Snouted Elf
Cost: 5,500 XP
Minimum Level: 6th
Prerequisite: Wild
Unavailable to: Non-wild races.
Details: A snouted creature has grown an enlarged, hypersensitive nose. The character's features change noticeably, usually with the face elongating into an animal like-snout.
Game Effects: Gain the Scent special ability.

Tailed Creature

Example: Tailed Elf
Cost: 6,500 XP
Minimum Level: 7th
Prerequisite: Snouted
Unavailable to: Non-snouted races.
Details: A tailed creature has grown a long prehensile tail that can be used to hold objects, or to suspend himself from an overhead tree branch or pole. The tail may be used as a third limb to wield a weapon in combat, although the Multidexterity and Multiattack feats are required to do so without great penalty. The tail may be up to 6 feet long, and the look and feel of the new appendage may be chosen by the player with the approval of the GM.
Game Effects: Gain prehensile tail.

Focus of the Body

Those that follow this path are focused on the perfection of their body to achieve greatness, becoming immune to disease, gaining Constitution and Strength, and increasing their metabolism to extreme levels.

Immunized Creature

Example: Immunized Asherake
Cost: 8,000 XP
Minimum Level: 9th
Prerequisite: None
Unavailable to: GM-specified races
Details: An immunized creature has developed the ability to fight off diseases and infections. The creature is also highly resistant to poisons and other substances.
Game Effects: Increase Con score by +2. Immune to disease, including magical diseases. Also gain a +6 racial bonus to saving throws vs. all poisons.

Sinewed Creature

Example: Sinewed Asherake
Cost: 10,000 XP
Minimum Level: 11th
Prerequisite: Immunized
Unavailable to: Non-immunized races
Details: Sinewed creatures have developed bones and muscle fibers that are unusually strong and tough.
Game Effects: Increase Strength score by +2. Gain one additional hit point per level (on both current levels and those attained in the future).

Metabolized Creature

Example: Metabolized Asherake
Cost: 12,000 XP
Minimum Level: 13th
Prerequisite: Sinewed
Unavailable to: Non-sinewed races
Details: A metabolized creature burns its life energy extraordinarily quickly. Metabolized creatures move with unusual speed and grace, however, they age at double the normal rate, and require double the normal amount of sustenance.
Game Effects: All movement rates are doubled, +2 inherent bonus to Dexterity, gain one additional attack or standard action each round. A metabolized creature no longer gains benefit from a *haste* spell, nor from magic items that increase her movement (like *boots of striding and springing*).

Focus of the Deep

Those whose travels take them to the lakes, seas, and oceans of the world find taking this focus beneficial, as it grants them the ability to survive the underwater world as easily as living on the surface.

Gilled Creature

Example: Gilled Picker
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: Must be a non-water-breathing creature (water breathers may skip to the next step)
Unavailable to: Any race that can breathe underwater naturally.
Details: A gilled creature has evolved gills enabling him to breathe underwater. Gilled creatures retain their previous breathing organs, such as lungs.
Game Effects: Can breathe underwater.

Aquatic Creature

Example: Aquatic Picker
Cost: 5,500 XP
Minimum Level: 6th
Prerequisite: Gilled (or natural ability to breathe water)
Unavailable to: Non-gilled races
Details: An aquatic creature develops flippers, water jets, or some other means of propulsion that allows it to move around underwater easily.
Game Effects: Gain Swim speed 40, +10 racial bonus to all Swim checks. Creatures that already have a listed swim speed get +20 feet added to that speed.

Deep Creature

Example: Aquatic Picker
Cost: 7,000 XP

Minimum Level: 8th
Prerequisite: Aquatic (or naturally aquatic creatures)
Unavailable to: Non-aquatic races
Details: An deep creature is similar to an aquatic one, excepting that it has adapted to survive in the harshest of undersea environments. A deep creature is impervious to pressure effects up to a depth of five miles, and can rise and sink rapidly in the water without any ill effects. It gains the ability to see great distances with perfect clarity while underwater.
Game Effects: Gain pressure immunities and darkvision (120 feet underwater and 60 feet on the surface).

Focus of the Fair and Foul

Those whose life is the centered around dealing with others take this focus, becoming powerful figures with a commanding presence and ability to talk their way out of most situations.

Fair Creature

Example: Fair Human
Cost: 6,000 XP
Minimum Level: 7th
Prerequisite: None
Unavailable to: GM specified races
Details: A refined creature is one that has evolved in form and face to appear more beautiful, elegant, attractive, and desirable.
Game Effects: Gain +2 racial adjustment to Charisma. Gain a +4 competence bonus to all Bluff, Diplomacy, and Perform checks.

Empowered Creature

Example: Empowered Asherake
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: Fair
Unavailable to: Non-fair creatures
Details: An empowered creature has developed a stronger, more dominant, and more commanding personality than would normally be available to one of his race.
Game Effects: Gain a +2 inherent bonus to Charisma. Gain a +4 competence bonus to all Animal Empathy and Handle Animal checks. Gain access to Use Magical Device as a class-skill.

Foul Creature

Example: Foul Human
Cost: 9,000 XP
Minimum Level: 10th
Prerequisite: Empowered
Unavailable to: Non-empowered creatures
Details: A foul creature is one who can shift its features and posture to express an internal power that is primitive, terrifying, insidious, and intimidating. Such a creature has an intense presence that seems to make all others around it feel inferior.
Game Effects: Gain a +2 to Leadership score. Gain a +4 competence bonus to all Gather Info and Intimidate checks. Opponents receive a –2 morale penalty to all attacks on the foul creature and to all saving throws vs. effects generated by the creature.

Focus of the Green

Druids, rangers, and others who consider the wilderness their home find themselves drawn to this focus.

Barked Creature

Example: Barked Human
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: All races
Unavailable to: Those with Focus of the Beast, Serpent, or Wyrm.
Details: The skin of a barked creature becomes tough, resilient, and woodlike. It typically takes on a slightly greenish or brownish hue, like the skin of a plant stem or tree branch.
Game Effects: Gain natural armor bonus of +2, also gain Electrical Resistance 5.

Photosynthesizing Creature

Example: Photosynthesizing Human
Cost: 6,000 XP
Minimum Level: 7th
Prerequisite: Barked
Unavailable to: Non-Barked creatures
Details: A photosynthesizing creature gains the ability to gather its nourishment from sunlight. Exposure to sunlight for a half hour is enough to serve as a meal. Such individuals must still drink the normal amount of water. As part of this ability, the creature's skin takes on a greenish hue, and small sprouts and leaves grow from his skin, replacing his hair if he had any.
Game Effects: Need not eat food if exposed to sunlight. Gain a +6 circumstance bonus to Hide checks in natural environments.

Regenerating Creature

Example: Regenerating Human
Cost: 9,000 XP
Minimum Level: 10th
Prerequisite: Photosynthesizing
Unavailable to: Non-photosynthesizing creatures.
Details: A regenerating creature is able to quickly recover from wounds and injuries. Severed limbs grow back in 3d10 minutes or may be reattached immediately. Damage from fire or acid must be healed normally.
Game Effects: Gain Regeneration 2.

Green Creature

Example: Green Human
Cost: 13,500 XP
Minimum Level: 14th
Prerequisite: Regenerating races
Unavailable to: Non-regenerating creatures.

Details: A green creature is one that has fully evolved into a plant, and gains most of the associated benefits of being one.
Game Effects: The creature's type becomes Plant. Immune to poison, sleep, paralysis, and stunning. Gain a +3 resistance bonus to all saves vs. mind-influencing effects and polymorphing. Gain a 50% chance for any critical hit to be considered a normal hit instead.

Focus of the Mind

Those that choose to focus on their intellect choose this focus, enhancing their abilities to uncover lost knowledge, cast spells in battle, increase their Wisdom and Intelligence scores.

Centered Creature

Example: Centered Frey
Cost: 5,500 XP
Minimum Level: 6th
Prerequisite: None
Unavailable to: GM-specified races.
Details: An centered creature has evolved a broader mind that allow him to understand life's mysteries. He is able to discern his own thought processes from outside influences and opposing forces.
Game Effects: Immune to charm effects. Gain a +4 insight bonus to all saving throws vs. fear and compulsion effects. Gain a +4 insight bonus on Concentration checks.

Enterprising Creature

Example: Enterprising Frey
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: Centered
Unavailable to: Non-centered races.
Details: An enterprising creature has developed a more efficient and quicker brain, including a greater memory and capacity for learning.
Game Effects: Gain +2 racial bonus to Intelligence. Gain a +4 competence bonus to all Knowledge checks.

Enlightened Creature

Example: Enlightened Frey
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: Centered
Unavailable to: Non-centered races.
Details: An enlightened creature is one whose mind has grown, giving it advanced insight and perspective. Along with this newfound wisdom comes a heightened intuition.
Game Effects: Gain +2 racial bonus to Wisdom. Gain a +4 competence bonus to all Sense Motive and Innuendo checks.

Focus of Protection

Shielding one's self from danger can be a powerful motivating force for many, and this focus allows a creature to better defend himself against the dangers and trials that lie ahead.

Shelled Creature

Example: Shelled Picker
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: None
Unavailable to: GM-specified races
Details: A shelled creature has grown a hard, thick shell into which it can retract its head and limbs. The shell offers armor, although with some penalties, and it also provides an escape for its owner against many forms of attack. The shell can be enchanted as if it were normal armor, although it may not be removed. The shell is considered a living part of the body like an arm or a leg. If somehow destroyed the shell can be regenerated as any other limb would be.



Game Effects: Gain non removable armor shell (Armor Bonus: +6, Max Dex: +4, Armor Check: –3, spell failure: 20%, speed: 30/20, Wt: 20 lbs, not stackable with other armor). Against area affect spells or attacks, such as fireballs, dragon breath, etc..., a successful save indicated the creature retracted into the shell and takes no damage. Retracting into and coming out of the shell are free actions.

Insulated Creature

Example: Insulated Picker
Cost: 9,500 XP
Minimum Level: 10th
Prerequisite: Shelled
Unavailable to: Non-shelled races
Details: An insulated creature has grown a tough, protective, insulated skin. This skin gives its owner a slight damage reduction, as well as protection from the elements. If the creature fully retracts into its shell, this protection increases.
Game Effects: Gain DR2 against all physical blows and gain Cold and Fire Resistance 10. When fully retraced, this increases to DR5 and Cold and Fire Resistance 15.

Shielded Creature

Example: Shielded Picker
Cost: 10,000 XP
Minimum Level: 12th
Prerequisite: Insulated
Unavailable to: Non-insulated races
Details: A shielded creature grows a thin, slick coating on its skin, offering it protection from electricity and acid. When the creature fully retracts into its shell, this protection increases.
Game Effects: Gain Acid and Electrical Resistance 10. When fully retraced, this resistance increases to 15.

Impervious Creature

Example: Impervious Picker
Cost: 8,000 XP
Minimum Level: 13th
Prerequisite: Shielded
Unavailable to: Non-shielded races
Details: An impervious creature's body and senses have developed special protection from sound and vibration.
Game Effects: Gain Sonic Resistance 10. When fully retraced, this increases to 15.

Focus of the Quill

Those who frequently come into physical contact with others pursue this path to give themselves an edge. Monks are a natural for this path, but any creature with natural weapons will also see great benefit.

Spined Creature

Example: Spined Knük
Cost: 2,500 XP
Minimum Level: 3rd
Prerequisite: None
Unavailable to: GM-specified races
Details: A spined creature grows sharp spikes along its body, allowing to damage creatures its strikes or that grapple with it.
Game Effects: Natural weaponry does an additional 1d6 points of damage, opponents receive 1d6 points of slashing damage per round of grappling. Unarmed attacks by a spined creature do not provoke an attack of opportunity.

Spiked Creature

Example: Spiked Knük
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: Spined
Unavailable to: Non-spined races
Details: A spiked creature is a spined creature with larger, sturdier spines. These spikes can also be launched from the body as a missile weapon. Up to two spines can be fired at a time as a standard action, each doing 1d8 points of damage, a critical multiplier of x3, and a range increment of 30ft. A creature has up to 20 spikes at any time to fire. These spikes regrow at a rate of one per 10 minutes.

As a desperate action, all 20 spikes can be launched at once, flying off in all directions. All creatures within 30 ft. of the spiked creature must make a reflex save (DC equal to 30 minus distance in feet from the spiked creature) or suffer 3d8 points of damage.
Game Effects: As spined creature, except spikes inflict 1d8 points of damage instead of 1d6. Spikes can be launched from body.

Tainted Creature

Example: Tainted Knük
Cost: 6,500 XP
Minimum Level: 7th
Prerequisite: Spiked
Unavailable to: Non-spiked races
Details: As a spiked creature, except that all spikes are tainted with a powerful injury poison. Any creature receiving damage from the spikes must save vs. the poison or suffer crippling swollen joints and muscles.
Game Effects: Spikes tainted with poison (Injury, DC = 15 + tainted creature's Con bonus, damage 1d4 Dex/1d4 Dex).

Focus of the Senses

Sensing danger and discovering that which tries to remain hidden are distinct advantages for adventurers, and many who choose to enhance this aspect of their lives receive great benefit.

Sharpened Creature

Example: Sharpened chromithian
Cost: 4,000 XP
Minimum Level: 5th
Prerequisite: None
Unavailable to: GM specified races
Details: Sharpened creatures have grown longer, more sensitive ears, and sharper, catlike eyes.
Game Effects: Gain +4 competence bonus to all Listen, Spot, and Search checks. Low-light vision.

Enhanced Creature

Example: Enhanced chromithian
Cost: 6,000 XP
Minimum Level: 7th
Prerequisite: Sharpened
Unavailable to: Non-sharpened races
Details: Enhanced creatures have developed a highly sensitive sense of smell, without any outward physical changes.
Game Effects: Gain the Scent special ability.

Watchful Creature

Example: Watchful chromithian
Cost: 8,000 XP
Minimum Level: 9th
Prerequisite: Enhanced
Unavailable to: Non-enhanced races

Details: Watchful creatures have grown additional eyes, allowing them a full 360-degree field of vision. Such creatures cannot be flanked.
Game Effects: Gain 360 degree field of vision, cannot be flanked.

Heightened Creature

Example: Heightened chromithian
Cost: 10,000 XP
Minimum Level: 11th
Prerequisite: Watchful
Unavailable to: Non-watchful races
Details: Heightened creatures have highly developed senses of balance and sensation. Such creatures are able to perceive ranges of motion that others are simply not attuned to.
Game Effects: Gain a +4 competence bonus to all Balance, Craft, Disable Device, Forgery, Intuit Direction, Open Lock, Perform, Pick Pocket, Tumble, and Use Rope checks.

Focus of the Serpent

This focus gives those that follow the path a poisonous bite, spitting attack, and natural armor.

Scaled Creature

Example: Scaled Knük
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: None
Unavailable to: Those with Focus of the Beast, Green, or Serpent.
Details: Scaled creatures grow a coat of hard, protective scales on the outside of their skin. These scales offer slight armoring as well as protection against acids.
Game Effects: Gain natural armor bonus of +2, also gain Acid Resistance 5.

Fanged Creature

Example: Fanged human
Cost: 5,000 XP
Minimum Level: 6th
Prerequisite: Scaled
Unavailable to: Non-scaled creatures
Details: Fanged creatures have evolved sharp, envenomed eyeteeth. The bite of a fanged creature is considered a martial unarmed attack, not drawing an attack of opportunity.
Game Effects: Gain Bite attack: Damage 1d4 (crit x2) + poison (Injury Fort DC = 15 + fanged creature's Con bonus, damage 1d4 Str/1d4 Str)

Spitting Creature

Example: Spitting Nightling
Cost: 6,500 XP
Minimum Level: 7th
Prerequisite: Fanged
Unavailable to: Non-fanged creatures
Details: A spitting creature can spray the venom from its fangs as a missile attack, blinding those that it successfully strikes.
Game Effects: Gain spit attack (ranged touch attack, R/I 10ft). This attack can be used three times per day plus once per point of Con bonus (if positive). Struck creatures must make a Fort save (DC = 15 + fanged creature's Con bonus) or be blinded for 1d4 hours.

Tailed Creature

Example: Tailed Human
Cost: 7,000 XP
Minimum Level: 8th
Prerequisite: Spitting races
Unavailable to: Non-spitting races
Details: A tailed creature has grown a long prehensile tail that can be used to hold objects, or to suspend himself from an overhead tree branch or pole. The tail may be used to wield a weapon in combat, although the multidexterity and multiattack feats are required to do so without great penalty. The tail may be up to 6 feet long, and the look and feel of the new appendage may be chosen by the player, with the approval of the GM.
Game Effects: Gain prehensile tail.



Focus of the Shadow

There are those that prefer to wrap themselves in secrecy, always being the unseen eyes and ears. These are the same ones that follow the Focus of the Shadow.

Shadow Creature

Example: Shadow Human
Cost: 5,500 XP
Minimum Level: 6th
Prerequisite: None
Unavailable to: GM-specified races.
Details: A shadow creature discovers that its shadow is really a true extension of its body. It can manipulate its shadow, stretching it around its body to provide a light armor class increase and an improvement to one's ability to hide. Creatures wrapped in their shadows cast no shadow. A shadow creature can still manipulate their shadow, even in absolute darkness.
Game Effects: +3 natural armor bonus, +6 circumstance bonus to Hide checks.

Shaded Creature

Example: Shaded Human
Cost: 8,000 XP
Minimum Level: 9th
Prerequisite: Shadow
Unavailable to: Non-shadow creatures
Details: A shaded creature is like a shadow creature, except that its shadow has become stronger and more potent, protecting it from magical energies as well as physical harm.
Game Effects: Gain Spell Resistance of 15, or gain +10 to SR if character already has SR 5 or better.

Veiled Creature

Example: Veiled Human
Cost: 12,000 XP
Minimum Level: 13th
Prerequisite: Shaded
Unavailable to: Non-shaded creatures
Details: Any shadow creature may continue to evolve into a veiled creature. Veiled creatures are similar to shadow creatures, except that they have no true substance and can only interact with the world through contact with their shadows. If a veiled creature unwraps its shadow from itself, it remains visible, but becomes incorporeal and unable to come into contact with physical objects. Veiled creatures can *air walk* when in an incorporeal state. All objects held or worn fall away from the creature when it becomes insubstantial, with the exception of *ghost touch* items.
Game Effects: Gain the ability to become incorporeal.

Focus of the Sphere

Those creatures that dwell in the seas and oceans of the world can follow this focus to increase their accessibility to land-based areas.



Lunged Creature

Example: Lunged Makkru
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: Must be a non-air-breathing creature. (Natural air breathers may skip to the next step)
Unavailable to: Any race that can breathe air naturally.
Details: A lunged creature has evolved lungs enabling him to breathe out of the water. Lunged creatures retain their previous breathing organs, such as gills.
Game Effects: Can breathe air.

Legged Creature

Example: Legged Makkru
Cost: 4,500 XP
Minimum Level: 5th
Prerequisite: Lunged (or other natural air breather)
Unavailable to: Non-air-breathing races, naturally legged creatures (Creatures with legs may skip to the next step)
Details: Legged creatures have evolved legs, or some other means of propulsion along solid ground.
Game Effects: Gain movement speed of 30 ft. (20 ft. for small creatures).

Winged Creature

Example: Winged Dover
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: A ground move speed and the ability to breathe air.
Unavailable to: Creatures without a ground movement speed, or non-air-breathing races.
Details: The creature grows wings strong enough to bear him aloft. The look and size of the wings depend on the creature, and are up to the GM. A Picker may gain leath-

ery bat-like wings, a dover may gain furry wings, a human may gain feathered wings, and so on.
Game Effects: Gain a Fly speed of 70 (average).

Vacuum Creature

Example: Vacuum Dover
Cost: 9,500 XP
Minimum Level: 10th
Prerequisite: Winged
Unavailable to: Non-winged races.
Details: A vacuum creature has evolved to the point where it can function normally in a vacuum environment. It does not need air to breathe, and being in a vacuum has no detrimental effects on its physiology.
Game Effects: Does not need air to breathe. Cannot drown or suffocate. Immune to inhaled attacks. Not affected by low-pressure environments.

Adept Creature

Example: Adept Dover
Cost: 11,500 XP
Minimum Level: 12th
Prerequisite: Vacuum
Unavailable to: Non-vacuum races.
Details: An adept creature has improved its flying speed and maneuverability. It also allows the creature to fly and maneuver in thin air and in complete vacuum environments. This trait can be taken more than once. Each time it is taken the effects are cumulative.
Game Effects: Gain +20 to fly speed and improve maneuverability class improves by one category. Gain +20 ft. to swim speed (Gain swim speed of 20 if creature had no swim speed previously) Can fly normally in vacuum environments.

Focus of the Wyrm

Many creatures are in awe with dragons, and those that follow this focus are interested in that heritage. Gaining the ability to fly, a breath weapon, natural armor, and other abilities make this one of the most popular foci of the Forge.

Scaled Creature

Example: Scaled Faust
Cost: 3,500 XP
Minimum Level: 4th
Prerequisite: None
Unavailable to: Those with Focus of the Beast, Green, or Serpent
Details: Scaled creatures grow a coat of hard, protective scales on the outside of their skin. These scales offer slight armoring as well as protection against heat.
Game Effects: Gain natural armor bonus of +2. Gain Fire Resistance 5.

Flying Creature

Example: Flying Faust
Cost: 7,500 XP
Minimum Level: 8th
Prerequisite: Scaled
Unavailable to: Non-scaled creatures
Details: Flying creatures sprout great leathery bat-like wings. These wings allow the creature to fly, and can be folded back or wrapped around the creature like a cloak when not in use.
Game Effects: Gain Fly rate of 70 (Average).

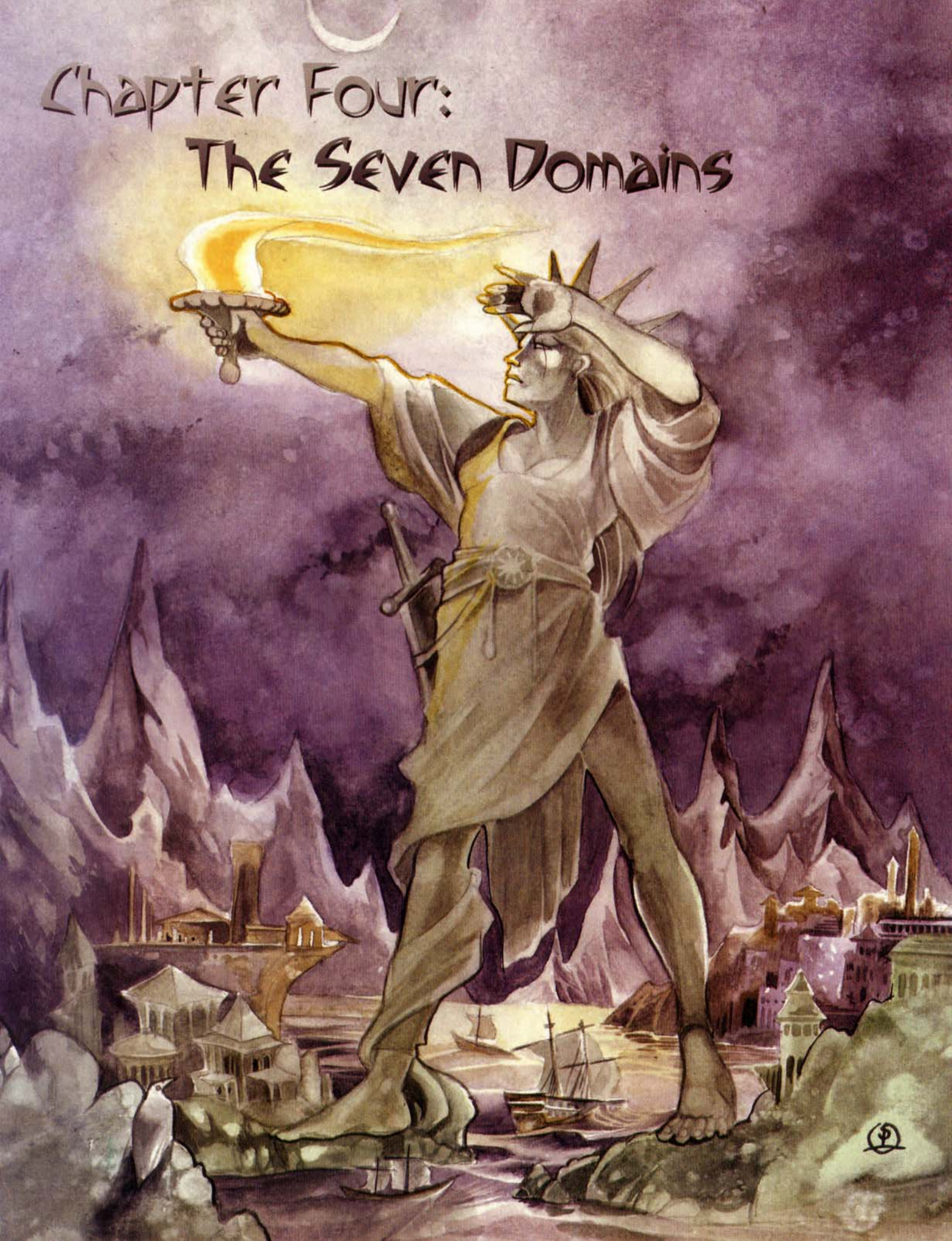
Kindled Creature

Example: Kindled Faust
Cost: 10,500 XP
Minimum Level: 11th
Prerequisite: Flying
Unavailable to: Non-flying creatures
Details: Kindled creatures have mystical fire in their bellies. These creatures have developed a new internal organ that not only keeps them warm, but can be compressed to expel liquid flame out of their mouths at high velocities.
Game Effects: Gain Cold Resistance 5. Gain a breath weapon that inflicts 1d6 points of damage per level. Reflex save DC for half damage is equal to 10 + half creature's level + creature's Con modifier. The breath weapon can be used once per day per 5 levels of the creatures. The breath weapon may be used either as a cone, or a line. Range is determined by a creature's size; see pg. 62 in the MM for range details. Dragons that take this focus are rumored to make their breath weapon even more devastating.

Chromatic Creature

Example: Chromatic Faust
Cost: 13,500 XP
Minimum Level: 14th
Prerequisite: Kindled
Unavailable to: Non-kindled races
Details: The scales of a chromatic creature have become colorful and reflective. The scales can be used to either cause a distraction with a motley of colored light, or to reflect powerful attacks. In order to create this effect, the torso of the creature must be unadorned with clothing or armor, or the creature's wings must be folded around it.
Game Effects: Gain ability to reflect magical effects similar to the *spell turning*. In order to reflect a spell, a Reflex save must be made against it. Chromatic creatures may reflect as many spell levels per day as they have levels (failed attempts do not count against this total). Reflection takes place before Spell Resistance is applied. The creature may also create an effect similar to the spell *hypnotic pattern* once per day while in a lit area.

Chapter Four:
The Seven Domains



"Each of the Seven crafted the land in its own image. These are not merely seven domains, but seven different worlds, irregularly joined, like a blind man's quilt."

–The explorer Sarina Dardannus

The surface of the Forge is divided into seven separate sections known as the Domains of the Forge. Each of the domains has its own distinct flair and was built and populated by one of the Feathered Fowl mentioned in the Oath of Binding. The seven domains of the Forge are distinct, and their borders are clearly visible. The borders are not only found above ground but also divide the vast mazes of tunnels, chambers, and underground kingdoms that run throughout the Forge.

Some borders are quite abrupt, while others are marked by wide swaths of gray, dull, uninhabited terrain. It is in these areas that a lone wanderer is occasionally found, one known as the Grey Stranger. This mysterious figure often hails creatures crossing the border, pressing them for news as well as offering them useful advice and unusual information. More information on the Grey Stranger can be found in **Chapter 5: The Black Flock**.

The borders between the domains do not prevent creatures from crossing, and a great deal of traffic moves through them on a regular basis. People generally cross the borders for trade, though nomads and refugees also flood across. The only beings bound by the borders are the Feathered Fowl, who can cross easily but whose powers are greatly limited while in another's domain. Most of the Flock stay in their own domains, sending ravens out to other lands to keep an eye on events there.

The borders of the domains extend outward from the center of the Forge to the far edges of the plane. This effectively divides the gate stars up into seven sections, each of which can only be reached by one of the Seven. This allows the Black Flock access to a different set of worlds, making each domain unique and bizarre and reflecting what its master was able to glimpse from these planes.

Within the boundaries of each domain is a massive palace, referred to as a citadel. The seven citadels are the seats of the Feathered Fowl. The citadels are older then the land around them, and no living creature may enter them save for the dark Seven.

Anvil

Anvil is a mountainous region constantly under attack by the elements. Its seas are rough and dangerous, but beneath the waves a lush ocean culture has evolved. On land, only a small population survives within underground cities. Across the wild mountains roam enormous creatures—giants, dragons, and other beasts of colossal proportions. Controlling the storms and presiding over the domain is Orif'elle, the Scourge of the Wind, considered to be the most powerful of the Seven.

The most easily accessible is the desert at the far eastern end of the domain known as the Sea of Sand. At one point in the distant past, this part of Anvil was rich, fertile, powerful, and prosperous. As the rocks of the western mountains eroded over the ages, the sand eventually piled up near the border with Arena. The land and the cities that were once here now lie buried. The area gets its name from the great storms of wind that toss and heave the sand about much like waves on the sea. On occasion, a town or a bizarre monument is uncovered by the wind, only to be buried again in a matter of a few hours by the rolling sands.

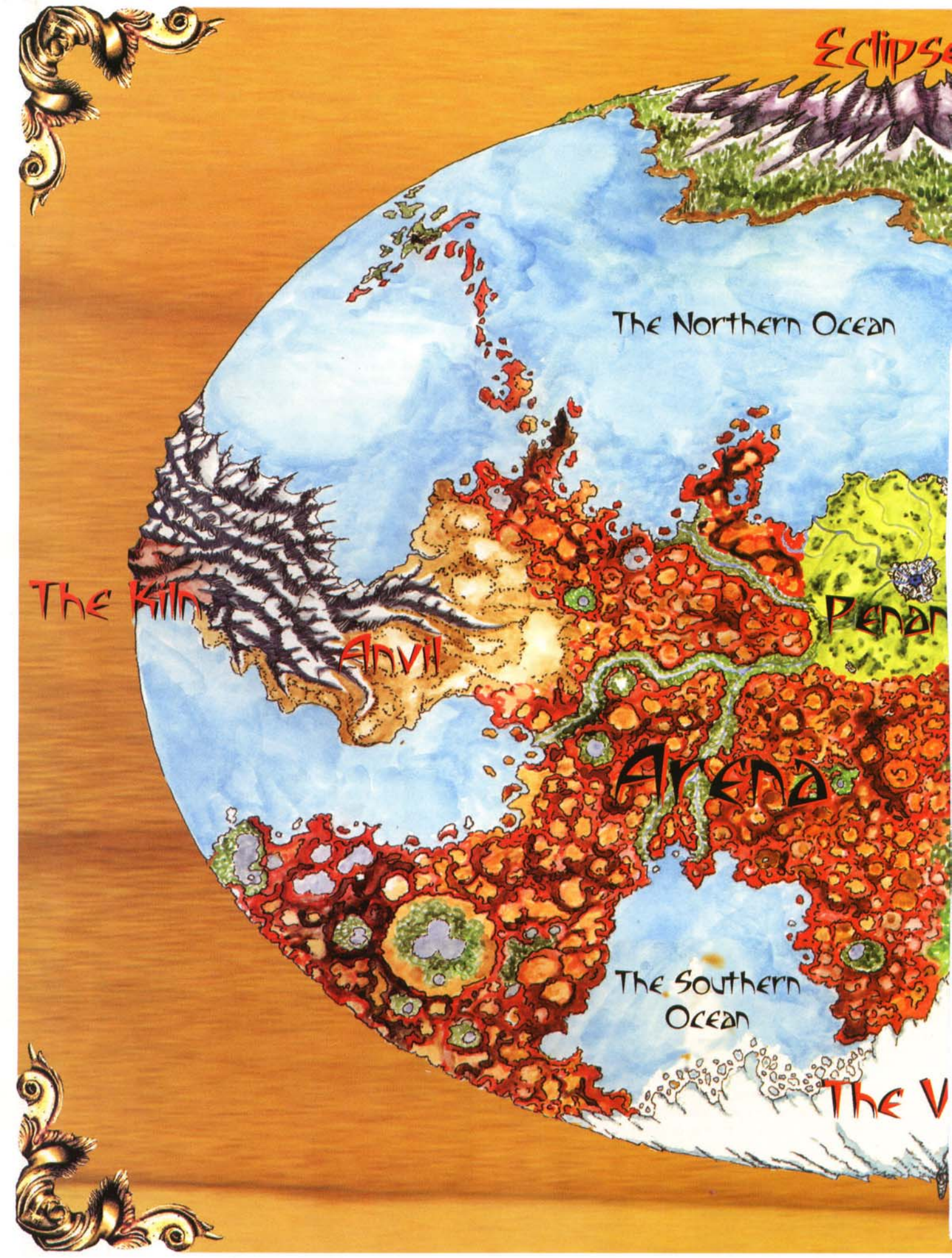
West of the desert running the length of the domain is a tremendous mountain range, at the center and highest point of which lies the Kiln—the domain of the Feathered Fowl Bathkol. The mountains of Anvil are rocky, rugged, treacherous, and difficult to cross. The entire range is quite steep, and sheer cliffs and deep crevasses serve to challenge anyone that would dare to brave the journey. The peaks of the mountains are cold, barren, and unapproachable, while deep in the valleys and gullies between them, life has taken a stronger hold.

Scattered pockets of forests and meadows are strewn about in the low valleys of the mountains. These are fed by cool and pure mountain streams and are protected from the wind by the steep rock walls. These places, though seen by few, are scenes of absolute beauty. Nature here is kind and nurturing, and the plants are arranged as if in a garden. Unlike other wilderness areas of the Forge, the gardens of Anvil are free from deadly plants, hungry beasts, and aggressive insects. There are the giants and the colossal beasts, but these can be avoided if one is careful. To prevent settlements in the valleys from being crushed beneath the heels of terrible beasts, cities are carved into the flesh of the mountains and accessible only through narrow caverns. Deep shafts provide air and light to the denizens of these fortifications.

Ocean temperatures in Anvil are the warmest in the Forge. The water here is close to the equator and teems with life. The largest underwater civilizations on the Forge are located in Anvil, and the sea is abundant with food. Most of the culture and population of Anvil lies beneath the waves.

Seven Locks

The seven citadels are the locks that seal the prison of the Forge. The Grey Stranger is the avatar of the great god bound in that prison. The trapped god gained a slight amount of freedom when the guardian of the mirrored citadel at the top of the world was deposed, and it is this event that has given the Grey Stranger access to the lands. The Feathered Fowl's position was soon taken by his liberator, preventing the great god from gaining control over any of Colopitiron's domain but allowing him access to the Forge in his avatar form.


Eclipse
The Northern Ocean
The Kiln
Anvil
Penan
Arena
The Southern Ocean
The V


Wildwood
Anvil
The Kiln
The Central Ocean

The weather defines Anvil—the elements here are intense. Storms blow inland from both violently churning oceans and clash against one another above Anvil's rugged terrain. The air is never still, and the rain and lightning only stop to allow the windstorms to blow harder. Even the mountains themselves move, as great tremors constantly shake the region.

Settlements and Inhabitants

The people of Anvil fall into seven very different categories: giants, nomads, vale dwellers, mountain dwellers, ocean dwellers, and Stormbringers. Giants are mostly unintelligent and simply wander the land looking for food. They have no permanent homes and sleep wherever they may be when they tire. Giants come in many shapes—from bestial, to insectoid, to humanoid—but all are unquestionably massive. Most giants in Anvil are over 100 feet tall and some are much larger.

The other six classes are all of common size and dwell in specific settlements. These areas are not easy to find; they are all located either beneath the mountains or the waves. Settlements in the Sea of Sand are either mobile or in ruins. Even the castles of the Stormbringers appear more like grim crags than buildings. If one knows where to look, however, Anvil is full of life.

The largest city in Anvil is Sinault, located not on land but in the center of the great bay just to the northwest of the Sea of Sand. Sinault is a free city, democratically run by all of its inhabitants. The city is currently at war and one of the last bastions of resistance from ceptu rule. The bay around Sinault is filled with refugees from all over the Northern Ocean, all of whom are fleeing the ceptu and their kingdoms. Because of this, the city is quite crowded and contains a bizarre mishmash of thousands of different cultures and languages. The city's once beautiful and elegant pavilions and columns are now packed with the tents of the refugees, and the famous sculptures and works of art are worn and faded. All of the city's resources are being spent on the war effort and feeding the growing population. The commander of the armies, Illithien, is seen as the figurehead of the city and is viewed as the leader. Illithien is growing increasingly desperate and believes that an item of great power will be uncovered soon in the Sea of Sand that will bring deliverance to the city.

Despite the harsh terrain of the Sea of Sand, a number of sturdy nomads manage to survive here, making their living by scavenging and selling artifacts from the great buried civilization. Most of the nomads are chromithians, although a few other minor races dwell amongst them. The chromithians travel in mass caravans several hundred strong and are borne by beasts across the desert in search of sites revealed by the winds. When one is found, the caravan stops and soldiers are sent into to explore and recover items. No food grows in the desert, although a few wells exist in spots known only to the nomads and kept secret by their brotherhood. The caravans are very protective of their sites and are likely to attack other explorers if it looks like they have found something of worth. When the nomads run low on food and supplies, they travel either to the coast or the borderland where they trade with Warlords from Arena, soldiers from Sinault, and the trusk from the Central Ocean. A few caravans do some trading in the mountains with settlers and with the Stormbringers, but the demand for goods is much less there. Small trade towns have sprung up along the border with Arena where the nomads come to sell.

Many settlements exist throughout the vales of Anvil. The bulk of these are only able to exist because of the kraggons, a burrowing race of creatures made of living stone. The kraggons carve out the caverns and tunnels that people traverse to stay out of the way of the giants. The people sleep in the caverns but spend their waking time in the vales gathering food and enjoying the beauty of the surroundings. These settlements are located in the western half of Anvil between Wildwood and the Kiln. The largest is Aden, located on the northern coast of Anvil, where a pleasant lowland runs between the mountains and the ocean. This is a relatively prosperous and busy city, the most influential of many which line the north face of the mountains here. Like other places in the vales, the most numerous people here are the frey, followed closely by humans, kraggons, and dovers.

A number of large settlements exist in the vales. The most famous of these by far is Seguna, a tightly-knit colony of peaceful people located in the heart of the mountains, about 800 miles east of the border with Wildwood. Seguna is situated at the eastern end of a valley 300 miles long and almost a hundred miles wide at the middle. Most in Penance believe Seguna to be a legend and view it as a kind of Shangri La, an imaginary and inaccessible utopia. While certainly inaccessible—and as close to a utopia as one may get on the Forge—Seguna is far from imaginary. Seguna has a high elevation but its location along the equator makes it a warm and pleasant place year round.

The entrance to Seguna is through a narrow crevice near the end of the valley that is unmarked and barely visible. Once through a short tunnel, the valley opens up again into a smaller vale, filled with grass huts, and light bamboo houses. At the center of the settlement is a sacred circle of bowery trees, the tallest and broadest in all the Forge. At the center of the circle is Methus, the oldest living thing on the entire world, save for the Flock. Methus is a small, withered oak, wise beyond imagination. Methus is the uncontested leader of Seguna, and guides the lives of its citizens. Methus only allows the pure in spirit to enter Seguna, as he views it as a land of innocence and peace.

The people of Seguna love their lives and do not wish to leave. The most populous race in Seguna is the frey, and the rest is widely mixed. Seguna is protected from above by steep walls that prevent even the giants from intruding, and a powerful spell that hides the city from view. Many hundreds of people on the Forge try to reach Seguna each year, and none are ever seen again. Many die trying, and the few that arrive here never again desire to leave to report their success.

The eastern half of the mountains of Anvil, between the Kiln and the Sea of Sand, contains a number of settlements. These are the underground kingdoms carved deep into the mountains. Dwarves and orcs are the prevalent races here, and they spend their time digging into the earth to uncover hidden secrets and important metals, such as iron and mithral. The kingdoms do occasionally come into conflict, especially when one breaches the wall of another

or when a more personal feud erupts, but mostly their war efforts are spent slaying the giant creatures that roam the mountains. The heroes of the kingdoms are boisterous and self-aggrandizing souls with a tendency to boast of their deeds and curse their foes.

The real powers in Anvil are the Stormbringers. These are the favorites of Orif'elle, and the creatures that she seems to direct her attentions toward. The culture of the Stormbringers was shaped and created by Orif'elle just as were the first of their strange castles that resemble jagged mountain peaks. There are thousands of these castles scattered throughout Anvil, each located on high mountaintops. From the outside the castles look crude, but inside they are magnificent, carved entirely out of a single piece of stone and cleverly furnished with pieces sculpted out of the rock. The inside walls are smooth and polished, and offer spectacular views of the surrounding landscape.



Orif'elle carefully scours the worlds for passionate souls—those who love the wind and the storm and who sense its majesty innately, feeling its fury and power as if a wild dance of all the senses. When a Stormbringer is pulled into Anvil, his fate is dependent on the whim of Orif'elle. Some are given a mountaintop castle and all the accoutrements, while others are simply let loose in the mountains to wander. The culture of the Stormbringers is extremely competitive and fraught with fierce infighting. Each has the desire to best another, to prove themselves the true master of the elements. This drive is reflected in the battles for the castles. The higher in the sky a Stormbringer is, the more commanding his station. A Stormbringer is always trying to take a higher castle, while at the same time defending his own from those below him. Battles between Stormbringers are fantastic affairs, with lightning piercing the air, winds blasting, swords flashing, and rain and hail whipping past at deadly speeds.

Stormbringers are indifferent to those outside of their social structure unless they take to the air. Flying creatures are an affront to Stormbringers. A Stormbringer that cannot knock a flyer out of the sky is not worthy of the title. Earthbound individuals are another matter and are only approached if the Stormbringer decides they are of some use. Native colonies and settlements provide a regular tribute to the Stormbringers each month of food, wealth, and sometimes concubines. In return for the tribute, the Stormbringer agrees not to destroy the settlement and to keep it free of strong winds. Sometimes a Stormbringer employs the talents of others—especially of the giants—in order to overthrow a rival. Rashers may be bought with wealth, but the giants are more difficult to please and must be beaten into service.

One huge thorn in the sides of all Stormbringers is Orif'elle herself. Not only is Orif'elle more adept at channeling the winds and the elements, but her citadel is the highest in the land by far—and it flies, floating miles above the mountains. Deep in the heart of every Stormbringer lurks a burning desire to destroy Orif'elle and to take her home for himself. Some believe that if the Stormbringers were all to work together they could overthrow her, but the thought of such cooperation amongst these bitter rivals is laughable.

Travel

The largest barriers to movement are not the inhabitants, but the weather and the terrain. The mountains are incredibly tall, cold, and steep, and they lack proper roads. The winds and rain are constant and sharp, ensuring that travelers stay on the ground or beneath its surface as much as possible. Both oceans bear no shipping traffic, as the surface of the water is too violent. The Sea of Sand is also treacherous, as there are no landmarks, the flying sand is biting, and it is quite easy to become quickly buried under waves a wave of sand and smothered.

The best way to move across Anvil is on foot or on the back of a beast. Wagons and sleds are mostly useless, as true roadways are rare. Ships and boats flounder and sink within a few hours of entering the domain. Flight is extremely dangerous, as winds tend to throw creatures about and the Stormbringers attack those that manage to stay aloft. The fastest method of travel is to hitch a ride with one of the giant creatures, as they are able to walk about the craggy landscape with ease. This is a frightful prospect, however, as the giants are unpredictable and unfathomably strong.

Occasionally, someone in one of the mountain kingdoms comes up with the idea of carving a highway beneath the mountains. Such projects are short lived, as many fault lines run through Anvil and earthquakes tend to collapse any tunnel running through them.

Commerce and Economy

Trade in Anvil is complex and varied. Some communities depend on trade, while others exist independently. The most easily accessible traders to the outside world are the nomad caravans that wander the Sea of Sand. Those that desire to purchase artifacts may come to one of the trade towns, two of which are easily accessible by ship from Penance. In return for the artifacts, the nomads desire food, beasts, digging equipment, and textiles. These commodities may be traded directly for artifacts, or the objects my be purchased with gold at a higher price. If given gold, the nomads use it to purchase their commodities from other traders before returning to the desert.

The mountain kingdoms depend much less on trade but still find such interactions necessary. Those near the Sea of Sand are able to trade with the nomads and occasionally make treks to Arena to sell their goods. Those toward the Kiln are only able to trade with the other mountain strongholds, although the kingdoms farther west trade with the people of the vales. Minerals, stone (marble), metals (iron and others), and gems move outward toward Arena and the vales. Food, clothing, and household goods move inward toward the Kiln.

The people of the vales seldom trade, as they have little need for other than what they have. There is plentiful food and plants, few dangers, and relative peace in these areas. Most of the trade that does happen is done out of curiosity and boredom in return for luxury items. The higher vales near the Kiln trade food with the mountain kingdoms in return for tools. Some of the more westward communities trade with the inhabitants of Wildwood, obtaining herbs, medicines, and works of art. There is also trade with the Stormbringers, but this is more extortion than commerce.

The ocean communities in Anvil do most of their trading beneath the surface. In a few places near the coast, they surface to trade with the people of the vales, the mountain kingdoms, and the nomads. The ocean peoples generally trade food items to the nomads and the mountain kingdoms, and cultural items to the people of the vales. The town of Aden has a good relationship with the ceptu, bearing many interesting artifacts and strange wonders from the sea.

Politics

With a few exceptions, politics in Anvil closely follows the trade routes. Little conflict appears in the vales of the west, where few goods flow, but there is plenty among the nomads and the mountain kingdoms. In the Sea of Sand, there are at least 20 different clans operating, each with their own territory.

Clans are loose alliances of nomads; a single clan may claim more than one caravan, and typically each has at least a dozen. Clans are headed by a chieftain, who is generally the leader of the largest caravan in the group. Clans are split into caravans in order to cover more territory and allow for a greater possibility of finding sites. Caravans that belong to the same clan work as a team, trading goods and food freely, and protecting one another if threatened.

It is nearly impossible to determine one's exact position in the Sea of Sand, as the only stationary landmarks are the mountains, the trade towns, and the coast. This difficulty is chief in stirring up conflicts between clans, as it is nearly impossible to say whose territory a particular site is located, which often leads to heated battles.

The most well known of the chieftains in the area is Athentus, a weathered and leathery chromithian. Athentus operates out of the trade town located on the southern end of the border between Arena and Anvil on the coast of the Central Ocean. Athentus has an enviable position, as he is able to trade both with the trusk and the Warlords, and his clan has come under attack many times from jealous rivals. Athentus is a sly dealer and has even been known to take rashers with him into the Sea of Sand, charging them handsomely for his clan's services.

In the mountain kingdoms conflicts are fairly common, mostly waged between the more isolated central kingdoms against those with more access to goods and trade. In these conflicts, the poorer kingdoms are the aggressors, trying to overthrow the richer kingdoms and take their wealth. The richer kingdoms have little desire to take the poorer kingdoms' territory and instead concentrate on bolstering their defenses. More common than wars are raids, where poor soldiers tunnel into a rich kingdom, steal a pile of goods, and then retreat, collapsing the tunnel behind them.

The bandit king Brunello, a sturdy and fierce dwarf, is the most unpredictable and feared individual in the mountains. His rogue army of dwarves and kraggons tunnel their way from kingdom to kingdom, raiding as they go. Brunello's bandit army has no actual home, but goes where the treasure takes them.

Politics in the ocean regions of Anvil are tense. In the north, the ceptu kingdoms rule all but the bay surrounding Sinault. Most of their waters are peaceful, except for where the battle lines are drawn. The Sinaultians are desperate for help but isolated, and they plead with any visitors they may have from the land for assistance. In the Central Ocean, the various trusk tribes war among one another, separated from the land cultures by the turbulent ocean.

On the mountaintops, the Stormbringers fight wars of their own. They are vain and egotistical, seldom making alliances with one another. A few of the lesser Stormbringers—those without property—sometimes group together for survival, but these alliances fall apart once one of the members gets ownership of a castle. If any are available, the Stormbringers may entreat the aid of mercenaries and rashers in their battles. The giants also play into the politics of the Stormbringers. A favorite tactic of the Stormbringers is to trick the giants into anger at a foe by impersonating them. Giants are a touchy tool to use in one's battles however, as they are apt to damage the castle that a Stormbringer seeks.

On occasion, conflicts arise between the people of the mountains and the Stormbringers. This may happen because a settlement refuses to pay their tribute, or a

Stormbringer levels a village. In such cases, the villagers often hire mercenaries or try to get the giants to take out the Stormbringer for them. The most famous of the Stormbringers is Raith, a mysterious masked figure of undeterminable race. Raith resides atop a high peak on the arm of the mountains stretching eastward across the Sea of Sand. Raith is the most powerful Stormbringer in the area and exacts tribute from the nomads as well as from nearby mountain dwellers. Raith has made it clear that he intends to assault Orif'elle's stronghold and is currently searching for something to give him an unbeatable advantage over her.

Arena

The largest of the seven domains of the Forge, Arena is a vast desert and ocean realm, an expanse of red sand and spent mines that is broken only occasionally by lush oases. Vast armies gather here and clash against one another on enormous open battlefields, while in the wild ocean waters of Arena, massive navies smash each other to pieces and powerful underwater kingdoms war with one another for the rights to rule the waters. Barbello, the Feathered Fowl who holds sway here, often pulls entire armies at once into his domain, populating Arena with hordes of violent, bloodthirsty, and ambitious warriors. Events in Arena are dominated by the will of the Warlords, powerful commanders who direct the actions of the armies, constantly challenging one another in the ferocious large-scale chess game for supremacy of the desert sands.

The driving force of Arena is raw wealth, and those who control the wealth can control the armies and the fates of all who dwell in the region. Not far beneath the desert sand of Arena is a deep layer of stone known to be extremely rich in precious metals and gems, particularly diamonds. The wealth buried in the soil of Arena attracts the lust of people near and far. The Bloodlords of Penance want to get their hands on it as much as the Warlords of Arena, and their desires play heavily into what goes on in the red desert. Secondary to the lust for wealth—but just as important to those who dwell in Arena itself—is the potential here for violence and glory. The most ferocious, insane, and bloodthirsty warriors in the multiverse are assembled here, posing an incredible challenge for those with the courage to confront them. Conquering all of Arena is considered by many the greatest challenge a mortal could overcome. Of course, the lifers in Penance would disagree with this sentiment, as all creatures love the sights and sounds of home over all other vistas.

The terrain of Arena is vast and mostly devoid of life. The bulk of the land is a harsh, sandy desert that is famous for its deep crimson hue. Contrary to tavern tales, the sands are not stained red from the blood of all those who have been slain here, but simply the natural color of the sand. Countless years ago the surface of the desert was smooth and flat, but it is now cratered and scarred, signs of the massive network of mines and excavations that have dominated the region for unknown ages. In many places, the craters appear natural, the ancient wound in the land gradually filled in by sand and wind. Fresher mines are still apparent for what they are—deep holes into the earth dug by blood and sweat, the barren and scarred bedrock still exposed. The newest mines are still occupied, constantly worked by hordes of slaves and warriors alike. These mines are not simply digging sites, but heavily fortified areas protected by walls, towers and battlements designed to prevent opposing Warlords from stealing the claim.

Where there is water in Arena, the empty desert has given way to dense life. A number of rivers cut deep canyons through the land, and lakes dot the landscape, filling in some of the craters and low spots of the terrain. Along these rivers and lakes, greenery thrives and lush tropical jungles dominate. The lakes of Arena, known as oases, are the usual sites for fortresses and centers of power of the Warlords. Most of the oases have been tamed, and groomed lawns, neat rows of trees, beautifully arranged gardens, and orderly farms have replaced the native jungle in many places. Along the river canyons however, a different story is told. Here, the thick jungle foliage remains and has



grown to massive proportions. Hidden by the plants are large, hungry, and dangerous beasts said to be some of the most deadly in all of the Forge. The intelligent population of Arena avoids the river canyons as best it can, only embarking and unloading at set areas where the wilds have been pushed back and are kept at bay by solid fortifications and stalwart men.

The domain of Arena includes part of all three of the main bodies of water on the Forge. In the warm lower half of the northern ocean, ceptu intellectuals have a strong hold, claiming the titles of Warlords and pushing northward in an all-out effort to dominate the seas. Politics in the more temperate central ocean waters of Arena are much like those on land, with navies facing off on the surface and underwater armies clashing over a few precious sites beneath the waves. The southern sea is dominated by the presence of the makkru, who control most of the waters and now wish dominion over the land as well.

At the bottom of the Sea of Tears—the largest lake on the Forge—a rusted and hoary iron fortress lies half buried in the silt at the center of the lake. This is the citadel of Barbello, the Feathered Fowl of this domain, and the lake and the area around it is considered the political and social center of Arena.

Weather patterns vary greatly in Arena due to its massive size, although it is best described as an arid desert. The southern areas of Arena are quite cold at times, and rainfall here is rare. When rain does fall in Arena, it falls in hot torrents, spattering down like molten lead on the battlefields and their combatants. The wind here is surprisingly still, excepting during night periods when the land cools down rapidly and strong gales whip across the flat desert plains. Toward the border with Anvil, sandstorms are common and the nearby coastal regions are prone to bombardment from tsunamis.



Settlements

Arena has many more settlements than Penance, although nothing rivals the size of the cities of the Plains of Penance. The largest population centers of Arena are centered around the Sea of Tears, where the three most powerful Warlords in the domain have their fortresses. Each Warlord has control of one the three arms of the Sea of Tears. These three Warlords have reached an agreement regarding the Sea of Tears, and no battle takes place within its oasis. They instead focus their struggles on the mines of Arena and send out their armies to find and control the gold. Though the three up close appear to be at peace, they are in a constant state of war, regularly sending their armies to go and assault the fortifications of the others the moment rumors arise that a digging site has proved fruitful.

Smaller fortresses and less powerful Warlords populate the hundreds of other oases that dot the desert. Many Warlords build very tall and narrow tower fortresses that give them a commanding view of the surrounding desert, granting early warning of attacks. A few poorer Warlords have constructed their fortresses in the middle of the desert or on digging sites. Such Warlords are at a heavy disadvantage, as they cannot be self sufficient and must depend on Penance or on other Warlords for their food. Fortresses built on actual mine sites are usually low to the ground, so as not to attract attention from neighboring Warlords.

River settlements are located at regular intervals along the two arms of the Xanthus, providing food and shelter for those traveling on the river as well as places to get from the river to the desert plateau. These settlements are often fought over by the Warlords, as they represent contact with the outside world and an opportunity to spend the wealth that they gain on something other than sheer manpower. Trade occurs here with ships from Penance—typically merchants from Blackwall. Those Warlords with a river settlement under their control are better able to survive in Arena as they

are more versatile. Warlords located in the more distant regions of Arena do not have the convenience of rivers nearby and must build or capture a port along the coastline in order to conduct trade easily.

The southeast arm of Arena—bordered by the southern sea, the Vault, and Wildwood—is under the control of the Grand Asherake, the Warlord with the largest army in Arena. His fortress is built in an ancient mine deep in the earth, and his territory has been steadily expanding for many years. The Grand Asherake follows the principles of asherake society, slaying or enslaving anyone that enters his area of control.

A few unique settlements exist in the far southwest of Arena, on the border with Wildwood. These fortresses are viewed as part of Arena, and their commanders call themselves Warlords and fight with one another over the mines of Arena, but they are physically located in Wildwood. These fortresses are uniquely built and use the jungles of the wood as cover and protection. One of the Warlords here, a man by the name of Ossian whose fortress is located almost on the border with the Vault, has been exploring heavily into the wood of late. Rumors abound about strange and wondrous devices of great military power that he has somehow obtained. His armies are on the move and are slowly fighting their way eastward toward the Sea of Tears.

Inhabitants

The inhabitants of Arena are a varied collection of creatures from many thousands of worlds. Most numerous are the haze and asherakes that are mostly concentrated in the southeast region of Arena. Also found throughout Arena are many humans, chromithians, and valco. A few races not found anywhere else may be encountered in Arena, including a larger cousin of the valco and a powerful crossbreed of humans and silvers. Many of the lesser humanoids round out the armies of the Warlords, including orcs, dwarves, and goblins. In the northern ocean, a number of vogel have come across from Wildwood and are hopping from island to island, slowly pushing out the Warlords and replacing the wars for riches with their own more utopian society.

Barbello has a love for bloodshed, and she goes out of her way to pull into Arena the most violent and psychopathic individuals she can find—those with a lust for fighting, a hunger for power, and little fear of death. These warriors are joined by others who come from Penance infected with the dream of Arena and looking for wealth. In addition to individuals and small parties, Barbello—unlike the other members of the Black Flock—often pulls in entire armies at once. These are armies that are already doomed on their home worlds, either running from a rout, dying from starvation and cold atop a high mountain pass, or lost on a tumultuous sea. These armies are brought to an abandoned fortification and set free to conquer and rebuild the area.

Life expectancy is rather short in Arena, and the native population is outnumbered by outsiders by a ratio of nearly three to one. As such, there is little culture here. The calendar of the Forge is used, and the holidays are witnessed by most of the inhabitants, but there is little society, entertainment, refinement, or art. Life in Arena is one of labor and combat. Few that dwell in Arena do so because they like it here, but because they see it as their chance for glory, power, and wealth. Earning a fortune in Arena, though extremely dangerous, is much simpler than trying to do it in Penance. There are no laws to follow about how to become a Bloodlord or how many followers one needs in order to claim a territory—there is simply the law of force. Any peasant can get lucky and strike gold in Arena, hire some mercenaries to protect his find, get some slaves to dig it up, and *voila*—instant wealth! Of course, the dream rarely comes true, and more than one entrepreneur in Arena has had his own mercenaries turn against him. One still needs charisma, wits, and strength to succeed in Arena, and in fact these traits are more required here than anywhere else.

Since the native population is so low, language is difficult. Many of the Warlords speak the Penance common tongue, but a great numbers of seeds aren't familiar with it. Asherake is spoken in the southeast of Arena, and Chromithian in the northwest. Haze are able to communicate their thoughts to others without the use of language and are sometimes used as interpreters. To get by, most inhabitants of Arena communicate through a limited, well-defined, and easily understood set of grunts, gestures, and facial expressions referred to as battlespeak. A seed can effectively learn battlespeak in single day, and nearly everyone in Arena has taken the time to figure it out. Battlespeak cannot convey complex ideas, but is effective for buying and selling goods, determining allegiances, intimidation, giving commands in battle, conveying the contents of a mine, and in giving directions. Those who become used to battlespeak find it very efficient, and many prefer using it when dealing with those whose language they know.

Occupations in Arena are limited to a few select fields. The most common is that of the mercenary. These are the foot soldiers in the armies of Arena. Mercenaries usually work for the highest bidder they can find. It is quite common for a mercenary to work for a Warlord for low pay with the promise of a much greater reward to be given at a future date, such as when a mine he is guarding becomes profitable, or when an enemy Warlord is defeated.

Laborers are the next most-common profession of Arena. These are the miners, blacksmiths, farmers, and stonemasons of the domain. Laborers are not paid as well as the mercenaries, but are not in as much danger, as they rarely take part in the fighting. A few people have learned the skills of a class called the seeker, which allows them to sense the presence of ore under the sand. These individuals are rare, but are highly paid and extremely well treated.

The most prestigious occupation in Arena is that of Warlord. This is not a specific and well defined title like the Bloodlords in Penance, but a more nebulous term implying that one commands others and answers to no one. Some Warlords may only have three or four men under them, while others may command tens of thousands. Any Warlord who is worth his title has his own fortress and access to food. Warlords lucky enough to control part of an oasis have no trouble feeding their men, but those who control only desert and rocks have a harder time. The more powerful of these Warlords have ties to Penance and can purchase and secure food shipments, while those

with only a few men have to rely on other means of obtaining food—such as raiding the camps and fields of other armies.

Travel

Travel in Arena is not particularly difficult. Much of the land is close to a waterway and is reachable by ship. Despite the dangers of the canyons that run alongside the banks of the rivers, ship travel is fairly safe. In fact, some claim that the dangerous beasts actually serve to protect them from the bandits and rogue Warlords of Arena that otherwise would assault them and take their cargoes.

More remote areas can be reached on foot or by beast. Wagons can be employed to get across the desert but are not particularly effective except on the roads, which are few and dangerous. Roads in Arena exist, but are often under the control of a particular Warlord and are plagued by bandits. Most travelers on the desert go by caravan, using large and strange beasts of burden to carry or drag goods across the red sands. These caravans find that roadless desert travel is more effective, as it is more flexible and less likely that one will run into ambushes and other prepared threats. In the southeast of Arena, flight is the best means of travel, as the Grand Asherake employs massive flying ships of his people in order for his armies to move around the land.

Commerce and Economy

The economy of Arena is driven primarily by the quest for gold and precious stones. Warlords unearth the materials and use them to pay their laborers and mercenaries and to purchase goods from other domains. Most trade is with Penance for food, boats, weapons, and equipment, but some trade exists with other domains. The chromithians that inhabit the great Sea of Sand in Anvil often trade powerful magic items to the Warlords, and the ith'n ya'roo that live on the edge of the Vault trade in furs, armors, and sturdy primitive weapons. Caravans occasionally come down from the mountains of Anvil and cross the Sea of Sand in order to sell iron ore. A few Warlords on the border regions obtain their food from Wildwood; most purchase it from the natives there, but others—such as the asherakes—send their armies into the forest to simply take what is available. Perhaps the most unusual aspect of the economy of Arena is the trade in bodies with the Warlocks of the Vault. The bodies of the thousands of soldiers that are killed each day in the con-



flicts of the red desert are shipped down the southernmost branch of the Xanthus—known as the River of the Dead—across the southern sea, before finally being sold to the Warlocks, who then animate them as their servants in their dark machinations. In return for the bodies of the slain, the Warlords get items of fantastic power that are created by the Warlocks.

Most of the gold and gems found in Arena eventually find their way to the city of Penance. While much of it is traded for food and supplies, the bulk of it comes to the city in the pockets of those who have done their time in Arena and who now wish a better life. A great number of these individuals end up frivolously throwing their money away on trifles and have to may their way back to Arena within a few years to recover their lost fortunes.

Politics

The politics of Arena are driven by a number of factors. The two most important of these are the discovery of new veins of gold and the supply of food. The one thing required to be a Warlord is a prosperous mine. Despite the fact that the land is heavily infused with gold, discovery of the precious metal is not as easy as it sounds. Much of the domain has already been excavated, and all of the obvious sites have already been dug up. A Warlord needs to have an excellent seeker in his employ or be very lucky in order to strike ore. Once a mine is found the real politics begin. A Warlord must keep his claim secret from other lords, yet he must also hire mercenaries to protect it and laborers to dig it up—which is guaranteed to attract attention. Once word gets out, other Warlords march on the site and attempt to take it by force. Of course, the farther an army is sent from a Warlord's center of power, the more likely it is to mutiny and take the claim for its own.

Food supply is a different matter, but just as important. A Warlord who is unable to feed his guards and laborers quickly finds himself without them. The simplest way to feed one's troops is to control an oasis, which can be planted with crops and harvested monthly. However, oases are just as much targets for invaders as are the mines and must be just as well protected as their locations are not a secret.

The less desirable way to obtain food is to purchase it. The best people to purchase food from are the merchants of Penance. Some Warlords in remote regions are forced to buy food from neighboring Warlords, using a combination of gold, mercenaries, and political favors. A Warlord that makes a deal for food with a more powerful neighbor often does so under the arrangement that the neighbor will help defend the claim. In some ways this is the best way for a small-time Warlord to get his start. He only ends up with a small fraction of the mine's production, but he is guaranteed a much greater chance of survival.

There is another way for a Warlord to both defend his claim and feed his army, and that is to get a sponsor from Penance. A sponsor can be any person in the city with a great deal of money. To get a sponsor, an individual must draft a proposal and present it to the prospective sponsor, explaining his plan for striking it rich in Arena. If the plan is sound and the presenter seems worthy, the sponsor provides the money needed to buy the equipment, the food, and the men necessary for the venture. The sponsor typically demands 60% of any spoils that are obtained, whether through mining or warfare. These deals vary, and some sponsors may provide only money, while others may provide food, trained soldiers, and other important people for the expedition. Many sponsors also require tight control over the expedition and end up becoming the true Warlord by proxy. Most of the wheeling and dealing of this type takes place in the city of Temper, and many citizens looking to sponsor an expedition send agents there to interview prospective candidates. Few sponsors are only in the business for the money, and most look at it as a way to gather a trained and battle-hardened army with which one may begin or further one's career as a Bloodlord. The best sponsors, such as lord Abbydon, have strong ties to Arena and can guarantee protection in a particular area from certain allied Warlords.

Though a few Warlords begin their careers in Penance and simply walk into Arena sight unseen, most gather experience in the sands of Arena before achieving any lofty stations, whether as laborer or as a soldier. Sponsors are wary of starry-eyed gold seekers, and many mercenaries refuse to follow someone who doesn't know exactly what he is up against. The sands are littered with brash upstarts with more gold coins then common sense.

Mercenaries in Arena who prove themselves in a few fights begin to work their way up the chain of command and may eventually be appointed as officers in the service of their Warlord. Such individuals may receive command of a squadron or even an entire army. These commanders are generally the Warlords of the future, and many eventually retire from service to find a sponsor that can propel them on their way to the top.

The more established Warlords in Arena include Varan Trinovant the enchanter, Minos Spar the strategist, and Regan Severn the swordmaiden. Each has an oasis under their control, a solid fortress as a base, several active mines, and a large standing army. The general mode of operation for a major warlord is to keep what one has well defended, while spending a great deal of energy seeking new claims and looking for weak warlords with a fresh claim on their hands. On occasion, two well established warlords square off and attempt to unseat the other. Such a battle is always of staggering scope and ferocity, but it is the only real way to enlarge one's territory.

Assassinations are not rare in Arena, but they are not as common as in Penance. Warlords that are slain hand their seats over to a named successor or to whoever manages to wrest command. There likewise are no champions to defend a Warlord in Arena, so Warlords are forced to be much more alert, cautious, and battle-ready than the Bloodlords of Penance.

The most chaotic element of Arena politics is Barbello herself. Barbello is warlike by nature and has more of a lust for blood than any other creature in her domain. At any moment, Barbello may show up and attack an army, Warlord, or position at random. She is always victorious, although some claim to have seen her wounded on occasion. One item of note though is that she never attacks weak Warlords, only those at the height of their power.

Sometimes she attacks quickly and then disappears, while other times she fights for hours and defeats thousands of opponents at a time.

Eclipse

Eclipse is a realm of eternal night. Its terrain varies and much of it is underground. The surface land is populated by thieves, sorcerers and shapeshifters. Eclipse exists in a hollow of the Forge itself said to have been created when the rust moon was wrenched from the world by an unknown force. Eclipse is indeed somewhat spherical in shape, with the top shattered, the bottom somewhat flattened, and the livable surfaces on the inside. The land is cut off from the rest of the Forge by the broken shell of the planet's crust, appearing like staggering mountains forming an incredibly deep crater whose bottom lies over 800 miles down. The land of Eclipse is relatively circular, and is over 1,500 miles across, being flat and broad in the center and rising as one moves toward the walls. The edges of the land are viewed as mountains that have no peaks, as the higher one climbs the steeper they get, until they begin curving backwards.

Even though Eclipse is located at the North Pole, an arbitrary north was chosen long ago and is used to navigate. This arbitrary north points toward the Kiln and south points toward the city of Penance. West points toward the Sea of Sand in Arena, and east points toward the mountains of Anvil near the border with Wildwood. Compasses do not point to the imaginary north, but instead to the center of the Eclipse. This direction, real north, is referred to as center, and the opposite direction is called outward. Natives do not find this confusing, but outsiders are baffled by it.

The walls of Eclipse entirely block the light of both suns, keeping the land in a state of perpetual blackness. However, three days out of each month, Zadkiel passes overhead and illuminates the land with the faint glow of moonlight. For those three days, the rust moon looks down upon its former resting place.

The only access to other lands is through long and winding cavern paths leading to Wildwood and through deep underwater caves the lead to the domain of Arena. Magical transport is available to the wealthy, but most that see the peaks of Eclipse do so under their own power.

Unlike some of the other domains, Eclipse has a wide variety of terrain. At the center of the land is a rough wasteland covered with grasses, hot springs, and scattered piles of rocks—remains of past volcanic activity. The wasteland is intruded upon to the west by the Sea of Ink, a massive body of water taking up nearly a fifth of the landscape. The Sea of Ink laps right up to the North Pole, where the sunken mirrored citadel and the city of thieves are located. A hundred miles west of the city, the waters of the Sea of Ink drains away into the earth in a massive and powerful whirlpool called the Helix, said to be the source of the more famous Wellspring. Toward the outward end of the city, an incredible torrent of water comes plummeting from above. This is Thousand Mile Falls, a mile wide sheet of water that crushes and destroys anything that stands beneath it. To the east and north of the wasteland a thick forest known as the Back Wood makes its way gradually upward toward the walls of the land. South of the center, the forest thins out, giving way to rugged and rocky mountains.

Far above the land, the walls of Eclipse are alive with life. Vines and shrubs sprout out from every crevice and a wide variety of flying creatures—including many types of bats—dwell in caves and nests around the perimeter. Some large predators, such as nocturnal relatives of rocs and yowl, live on the walls and swoop down to the land to terrorize the population. Even some intelligent species exist up here, making their homes on the walls and swooping around in the dark.

Beneath the surface of Eclipse, caves and caverns riddle the earth, some going nowhere, others winding their way eventually through the crust of the Forge and out to the exterior. Even under the waters of the Sea of Ink, flooded caverns lead to strange and hidden wonders.

Eclipse is the property of Colopitiron, a member of the Black Flock who was not one of the original seven, but a thief who stole into the citadel in the center of the land and robbed the original Colopitiron of his power, seat, name, and title. Colopitiron is different from the other six both in appearance, and in manner. Colopitiron actively rules the land, enslaving the population, building personal wealth, and seeking praise.

Weather in Eclipse is fairly constant, although anything but normal. The great crater walls of Eclipse keep light from the suns out and the heat from the world's core in. Moisture here cannot escape, and winds do not blow to move it about. The air in Eclipse hangs thick with fog and mist, and a deep warmth clings to the place, giving the sensation of a great outdoor sauna. Rain sometimes falls, not providing refreshment, but making the land damp as well as hazy and hot.

Inhabitants

Eclipse is the only domain on the Forge without human inhabitants. This is due to the perpetual darkness that covers the land. All permanent residents of Eclipse have some means of seeing without light. Many of the races that live in Eclipse have evolved or adapted to the environment by acquiring true darkvision, allowing them to see great distances across the nighttime landscape.

The most populous areas of Eclipse are the settlements of the wastelands, the shadows of the Black Wood, and the caverns that riddle the earth. Lunars and nightlings are dominant in the wilds of the forest, with small pockets of kobolds and faust scattered here and there. In the cities, there is a fairly broad mix of races, including hazes, vampires, gnomes, and other more civilized species. Deep in the earth other sorts of races live, such as urgoda, dark elves, illithids, and deep fey. The less populated areas of Eclipse include the sea caves, where ceptu settlements exist at intervals, and the high walls of the crater, where a strange batlike race of humanoids dwell.

In addition to the intelligent inhabitants of Eclipse, a vast array of hideous monsters and aberrations of all sizes roam the domain. These creatures have been cleared around the major roads and near the cities but are quite numerous beyond that. The largest and worst of the monsters dwell in the Sea of Ink and are known to swallow entire ships.

The culture of Eclipse is somewhat different than that of the rest of the Forge. The traditional calendar is of little use, as there are neither seasons here nor suns that light the sky. The time of day is determined by the rotation of the stars visible in the sky, and the months are counted by the passage of the Zadkiel, the rust moon. The names of the months used elsewhere in the Forge are used here, but the days of the months are simply numbered 1-28, and the hours of the day have different names altogether. Most of the traditional crops do not grow here, and food consists mostly of mushrooms, mosses, lichens, fish, meats, and some special plants that do not need light to grow. The natives are more dominant here than elsewhere, as Colopitiron has tended to pull more slaves than heroes since he took control.

Settlements



Eclipse boasts the largest settlements outside of Penance, ranging in size from small villages and towns to bustling metropolises. The largest settlement in Eclipse is the city of Baradume, known informally as the 'City of Thieves.' Baradume is located atop Colopitiron's underground citadel on the shore of the Sea of Ink and directly above the north pole of the Forge. Baradume is a rich and sensual place where it is said the inhabitants steal the stars from the sky to light their chambers of seduction. Baradume is the cultural center of Eclipse and controls the politics of the rest of the domain.

Unlike Penance, where old buildings are simply left standing and built over, structures in Baradume are carefully preserved and restored. Pains are taken to build structurally sound buildings, and any that collapse are carefully carried out of the city and new construction is begun on the spot. If an owner tires of a building, he has its demolished and something better put in its place. Over the ages, all but the most impressive, beautiful, and fantastic structures have been weeded out, leaving Baradume—at least toward its center—a breathtaking sight.

The people of Baradume are a strange crew. Theft is not illegal in the city, although people are free to defend their own property. Nearly everyone in the city is a thief of some kind. The lowest caste in Baradume is that of fools; these are people that are not skilled enough to make a living by theft and must enter into a labor contract with another. Fools are expected to steal from their masters, and the contract is viewed somewhat as an apprenticeship. The next caste are the soldiers, who are similar to the fools in that they are bound by contract, but are better paid as they are expected to be honorable. At the top of the social ladder are the thieves, who acquire their wealth through extortion of other settlements and by stealing from one another. Seeds in Baradume generally begin their careers as fools, although a few manage to figure out the city right away.

Far to the southwest of Baradume is the second largest city in Eclipse. Erebus is a trade town and sits atop the tunnel running through the crust to its sister town, Penumbra in Wildwood. Erebus is the only settlement in Eclipse that is lit, and dim light is provided by lumin plants for the humans and other light-sighted races here. Erebus is the main channel for goods and trade between Eclipse and the outside world and contains a wide variety of items for purchase, ranging from the useful to the interesting to the truly bizarre. Erebus is under the control of the thieves of Baradume, although theft is outlawed here in order to encourage trade. Erebus is the best place to begin a trek into Eclipse, as it represents a good balance between the two different cultures of Penance and Eclipse.

Southeast of Erebus, across the ragged mountains lies Stygia, the 'City of the Dead.' Stygia is a haven for vampires and other intelligent undead creatures that cannot bear the light of day. These fiends adore Eclipse and live an unlife of true freedom without fear of the touch of the suns. Stygia controls the mountainous region to the west where most of the gems and gold of Eclipse are mined. The City of the Dead is avoided by most that still live.

The culture of Stygia is a strange and fragile one. The vampires understand that too many of them would mean the ruin of the city by starvation, and that too little of them would make them vulnerable to attack, so their population is carefully regulated and controlled. Slaves are kept and bred for feeding, and are replenished by a variety of means, mostly through trade. One of the ideas of the vampires is a publicity campaign that they fund in the city of Penance. A city of vampires stands as an

affront to many of the religious types there—especially in Hammerfall—and crusades are regularly arranged by agents of the vampires to stamp out Stygia. Of course, these crusades only serve to feed the vampires, but that side of the story isn't promoted.

Covering most of the outward terrain of Eclipse is the Black Wood, home of the lunar tribes, nightlings, and many other creatures. The Black Wood is a strange forest of leafless trees, most either hangman's oaks or their relatives. Many villages of all sizes lie scattered throughout the wood. The largest of these is Lethe, the lunar capital. Lethe is walled city constructed of logs and stones. Some call Lethe primitive, but the lunars view it as the center of culture and civilization. Lethe is the seat of the most powerful and dominant of the lunar families and is well fortified from attack. Lunar civilization in Eclipse is quite similar to their traditional lifestyle that they lead on their home worlds. See the description of the lunars in **Chapter 2: Inhabitants of the Forge** for more details.

Also in the Black Wood along the edge of city of Baradume is a large colony of nightlings. The nightlings use the forest as cover and acquire all of their food and wealth from raids on the city and on some of the smaller towns in the area. Though the nightlings would be seen as a huge problem in most cities, the thieves of Baradume have a strange respect for anyone with enough nerve to steal from them.

Between Erebus and Penumbra—and at many other places around the perimeter of Eclipse—the caverns are inhabited by a variety of underground races. Strongholds are many and are unmapped by surface dwellers. One important settlement is Lacuna, where most of the iron and stone mining in Eclipse is done. Lacuna is located deep in the earth and is accessed by caves to the north of Baradume on the edge of the Black Wood. Lacuna is more in touch with the surface world than other underground cities, and is much more welcoming toward strangers. Near the entrance to the cavern that leads to Lacuna stands the grim town of Sabor, filled with blacksmiths and stonemasons that cut and shape the raw materials that come from Lacuna and trade it to the thieves of Baradume.

Several hundred miles up the wall of Eclipse to the west of Baradume is Thole, a strange town of aerial races. Thole is built into a series of ledges and hollows in the stone of the wall. The people of Thole have little contact with the outside world. Some occasionally come to Baradume to trade, but few outsiders ever come to Thole. Thole is considered to be one of the most unknown places on the Forge.

The Sea of Ink is not known to hold intelligent life, as its current are violent and its waters are filled with horrible monstrosities. Despite the dangers, the ceptu have managed to establish a small colony in the bay beside Erebus. This colony is mostly a resting place for the ceptu and their underlings while they trade at Erebus. The ceptu and their porters travel great distances through the sea caves to the waters of Arena in order to come to Erebus. A few settlements exist along the way, mileposts and resting spots in the long and dark journey. The inhabitants of these settlements are of strange races, accustomed to living in the murky deep.

Travel

Despite the difficulties in getting here, Eclipse is one of the easiest places on the Forge to get around. There are a number of well maintained roads leading between most of the settlements, and the weather is calm, constant, and predictable. Most travel is done either on the backs of beasts or on wagons pulled by the animals. As long as one can see in the dark, the only need when traveling here is of protection from monsters and bandits. It is unwise to travel alone in Eclipse.

Some ships travel on the Sea of Ink, but these are mostly restricted to fishing vessels and those carrying cargo between Baradume and Erebus. Sailing ships do not fair well in Eclipse, as there is little wind, so most boats are pulled by oarsmen. Boats stay within a few miles to shore, as the Helix and Thousand Mile Falls create dangerous currents that can crush boats or drag them under. A few more foolhardy souls venture into the heart of the Sea of Ink in search of the treasures that wash over the falls.

The greater travel difficulty in Eclipse is in getting here. The most common route is from Penumbra in Wildwood and involves a journey of many hundreds of miles through tight and winding caves. Innumerable other caves link Eclipse to Wildwood, and some are likely shorter but few are mapped—even fewer are safe from monsters. Some caverns lead nowhere, and others lead through the crust but have their exits hundred of miles up the crater wall. The journey between Penumbra and Erebus is reasonably well maintained and secure and is the only known passage accessible to wagons and large beasts. If one leaves the main thoroughfare, the caverns narrow and the footing becomes uneven. It is still necessary to take a guide along when traveling the route, as it is surprisingly easy to get lost even in this most traveled of areas.

Commerce and Economy

Eclipse is mostly self-sufficient, but it still depends on trade with Penance. Baradume is the most powerful economic force in Eclipse and controls much of the commerce. The cities of Lethe and Stygia also play into the trade in the region. Baradume controls the flatlands in the center of Eclipse, where much of the food is produced. Fish are taken from the Sea of Ink and mushroom farms are tended by the slaves of the thieves. The thieves of the city trade with Lethe for wood and forest products, Stygia for gold and gems, and with Lacuna through Sabor for marble and iron. Baradume, since it controls Erebus politically, also controls the trade with Penance, and uses the products of the other cities as bartering chips to gain all the fineries, books, magic, slaves, and the manufactured goods that Penance has to offer. Merchants from Penance are free to travel past Erebus and trade directly with the other cities but do so at their own risk, being fully warned that the thieves of Baradume are sure to make an attempt to steal their goods. Erebus is also the destination for the ceptu that come here to trade as well, and their unusual goods add to the general wealth.

The city of Stygia has an odd relationship with Baradume. Many of the newer vampires simply want to overthrow and destroy the city, but the more experienced ones know that they are dependent on the thieves to pro-

vide them with fresh blood. The vampires take wealth in the form of gold and gems from the mountains and trade it to the thieves in return for shipments of new slaves and food for the slaves currently living in Stygia. The gold is spent in Erebus, trading with the merchants of Penance. New slaves are purchased from the merchants and added to those that Colopitiron pulls for thieves each week.

The money from Stygia is added to the food produced by the thieves and the goods purchased from Penance and then either kept, or traded to Lethe for forest products or to Sabor for finished iron and stonework. Once goods are brought to Baradume, they are scattered throughout the city by the thieves, who trade and steal from one another at an amazing rate. Some view the city of thieves as a strange form of communism, where all share equally in the wealth, but it's really rather more anarchic.

One interesting footnote to the economy here is the debris that accumulates in the Sea of Ink. All the waters of the world are said to eventually end up here, whether through the sea caves or over Thousand Mile Falls, before spiraling down the Helix. A great deal of junk of all sorts, including a fair amount of wealth and magic, ends up on the sea floor beneath the falls. Much of it is soon is dragged down into the Helix and lost forever, but a few valiant and insane souls brave the dangers of the sea and make a living scavenging items here. Most scavengers operate out of Baradume or Erebus—meaning the goods end up in the pockets of the thieves—but a few lunars row out from the northern shore of the sea and sell the goods in Lethe. Some of the ceptu also pick up some of the goods as they come through the sea caves and sell them in Erebus, often to the merchants for Penance.

Politics

It would be impossible to discuss the political environment of Eclipse without speaking of Colopitiron, the Feathered Fowl that presides over the domain. Colopitiron is referred to officially as the Dark Master, although some informally call him the King of the Thieves. Baradume is the dominant city in Eclipse because it is favored by Colopitiron. In addition to the usual heroic seeds that Colopitiron pulls into Eclipse, he pulls a great number of weak minded and helpless individuals, destined to be food for the vampires of Stygia. However, instead of pulling them directly into Stygia, he pulls them into a designated holding pens in the city of Baradume, giving the thieves a distinct economic advantage over their undead neighbors to the south. Colopitiron is thought to favor the thieves as he is one of them. Over 50,000 years ago he was pulled into the Forge as a seed named Annoxus and eventually grew in power and ability enough to defeat the previous master and to take his place through the process spelled out in the Great Oath. Colopitiron is thought to have a love and respect for the thieves, and desires to give them the ability to lead the life they love.

Colopitiron is the master of Baradume, and makes and enforces what laws the city does have. In addition to his mirrored citadel beneath the city, where no mortal may set foot, he has a massive tower on the shore of the Sea of Ink, where his concubines live, where his feasts and galas are held, and where he stores his wealth. Colopitiron is truly the master of the thieves and takes whatever he pleases in the city, meaning that his tower contains the best and most valuable treasures in the land. The other thieves are all envious of his palace, and many master thieves have decided to try to take something from the place never to be seen again. In addition to theft, Colopitiron voices his tastes by destroying any buildings in the city that he finds to be eyesores, contributing to the fantastic look of the area.

After the Dark Master, the two most powerful individuals in Eclipse are probably Lanerin, the lunar chieftain, and Saturnia, the vampire queen of Stygia. Lanerin rules most of the Black Wood from his seat in Lethe. All other lunar families and clans in the wood must pay tribute to Lanerin as their protector and keeper of the peace. Saturnia rules her city through guile, beauty, and wisdom, directing the culture of Stygia toward art, aesthetics, and the pursuit of the passions. Saturnia has ruled the city for several hundred years now, and many of the younger and less noble residents have begun to grow weary of her rule, stirring up a modicum of unrest.

Just to the east of Baradume is the area of the wood where the bulk of the nightlings dwell. This sizable society lives quite similarly to the traditional nightling method, doing no labor except for thieving and fighting. The nightling encampment here exists solely off of the wealth of the nearby city, and has managed to survive mostly due to the brilliant and sly leadership of their chief, Santhar, who directs their raids.

Underground, a different political game is played out. The underground races are ignored by the Colopitiron and are free to live how they choose. Many different races and subcultures exist here deep in the ground, constantly competing with one another for access to trade and to the best mines and quarries. At this point in time, the caverns are not divided by race and species, but by political outlook and by city-state. The most powerful of the city-states, Lacuna, is a very mixed community brought together by the nearby access to iron and marble. The current lord of Lacuna is an urgoda by the name of Bothna. Bothna's soldiers protect the city as well as keep safe the trade tunnels running to Sabor.

The Kiln

The Kiln is the smallest and least known of the seven domains. It consists of only two areas, a shallow ocean shelf and a range of staggeringly tall volcanoes. The Kiln is an uneasy landscape, fraught with powerful quakes, and often prone to deadly eruptions. Due the domain's location at the center of the storm-swept land of Anvil, it is extremely sheltered from the rest of the Forge and remains somewhat of an enigma to outsiders.

What most people think of when they hear mention of the Kiln is the world's tallest mountain, Lemnos, a volcano of unimaginable force and size. Lemnos is at the center of a continuation of the mountain range that begins in Anvil. The Kiln range is higher than any of the mountains of Anvil, standing above the sky and free from the terrible storms that surround it. The range is only 750 miles wide from east to west, and 500 miles north to south. As one travels toward its center, it rises higher and higher until the base of Mt. Lemnos is reached at an elevation

of nearly ten miles. From here, the mountain itself ascends, reaching an additional ten miles into the sky before peaking with a tremendous crater. Near the top, the air is quite thin and the mountain is frigidly cold. Life here exists mostly on the inside of the volcano, where the internal heat of the Forge keeps it warm.

South of the Kiln range, a warm and shallow section of ocean stretches along the base of the mountains. For about 200 miles out from the range, the domain of the Kiln continues, surprisingly free from the turmoil and fury of the surrounding waters. A massive reef encircles the area, protecting it from waves and making it extremely difficult to enter. A few gaps and caves exist along the reef, but these are well guarded and not easy to find. The waters of the Kiln are rich and fruitful, home to a wide variety of sea life.

Weather in the Kiln is relatively constant. The land receives a great deal of sunshine, and the sea here is warm and calm. The mountains are quite cold, and snow often falls on the lower peaks. Mt. Lemnos itself is above any kind of weather, except for what it creates itself. Climbing the mountain is difficult, as a frequent rain of ash showers the slopes, and deadly cascades of molten rock flow swiftly and suddenly from above. Inside the great volcano the air is crisp, dry, and hot—pleasing to those that dwell there, but not particularly to anyone else.

The Kiln is a favorite destination for rashers and heroes of all types, as its inaccessibility and mystery pose a sizable challenge for any who would approach. Most that try the venture end up returning defeated either by the storms of Anvil or by the size of the mountain itself. Those few that do reach the top return doubled in power and imbued with a renewed fervency for glorious achievements. It is said that Bathkol, the Feathered Fowl that rulers this domain, greets those that reach the crater of Lemnos and imparts to them some great piece of wisdom and inspiration. Those that hear it are forever changed and gain a focus in their conquests. The most famous example is the Warlord Ascylla, who returned to lead her army in a great conquest of the Sea of Tears and an assault on the citadel of Barbello. Legend says that Ascylla actually defeated Barbello in combat on the shore of the Sea of Tears but was slain that night by her lover before she was able to enter the citadel itself.

Settlements

The ocean area of the Kiln is filled with many hundreds of surface cities all in conflict with one another for domination of the waters and fishing grounds. These cities stand atop small islands of stone which are entirely covered with buildings and surrounded by docks and jetties. The lack of wood in the domain means that most structures are constructed of stone. Even the boats are made of a type of lightweight volcanic rock that falls in abundance from Mt. Lemnos.

The most unusual city in the shallows is the pirate town of Fathom, constructed on a giant floating raft of stone. Fathom is under the control of a large band of rapacious rogues who obtain all their wealth from the backs of others. Fathom sails from place to place in the shallows, besieging the cities and plundering their treasuries.

Few settlements exist along the shore of the Kiln, as lava from the mountains flows down regularly into the ocean. The only landed settlements in the Kiln are higher up, located in a massive labyrinth of winding caverns that run throughout the mountain range. The caverns are all linked together and form the unified city of Lemnos. Little is known about Lemnos, as its inhabitants are quite reclusive.



Inhabitants

The cities of the shallows are crowded with inhabitants. A great deal of the population is amphibious, and much of their labor is spent on the ocean floor collecting stones for building and plants for food and textiles. The crowded nature of the shallows has led to a shortage of fish and sea plants, stirring up conflict between the cities, most of which have sizable navies they move like chess pieces across the waters. The bulk of the cities are incorporated into larger kingdoms that are ruled by military monarchs, some beneficent, others cruel. What the people of the shallows know of the outside world they have learned only from the undersea denizens called the trusk, who have a much skewed view of things.

The pirates of Fathom are oddly organized, and Fathom is run more like a commune than a hierarchical colony. Each pirate is allowed an equal share of the spoils as long as he is considered to pull his own weight. Those who are seen as not contributing are punished by being delegated to a few weeks of oar duty. Oarsmen who seem to be making an effort are released after their term is up, while others are assigned further time. The colony is headed by a captain, elected by a show of hands of the pirates. The captain's job is to direct the movements of the city and to keep the goods flowing. Captains that are inefficient are quickly replaced, and those that abuse their position are put to the sword.

The caverns of Lemnos are the fabled home of the knük, a highly cultured, four-armed race of tigerlike humanoids. The knük are the servants of Bathkol and supposedly obey him as if he were their king. The knük culture is mostly one of quiet scholars and aesthetics who spend their time in meditation and in pursuit of the arts. They are a mysterious people who take pains to keep out visitors and to keep secret the details of their home. It is not known how the knük obtain food and water; some say that Bathkol provides them with a divine bounty, but others deny that the members of the Flock have that kind of power.

With the possible exception of the knük, none of the people of the Kiln have seen Bathkol in over a thousand years. In fact, the people of the shallows do not even believe him to exist and see him as a dead god that was worshipped in the area ages ago. All who live in the shallows are native to the Forge, and no one has been pulled into this region for a long time. The people here mostly worship the god of the volcano, who they believe protects them from the storms of Anvil.

Travel

Travel in the Kiln is a simple matter in the shallows, where large vessels may sail easily. Those with flat bottoms function best, as they are less likely to run aground on the ocean floor, which in many places is quite close to the surface. Getting to the shallows is another matter, as ship travel across the seas of Anvil is an impossibility. Currently only the undersea races can approach the shallows, bringing with them the only trade and news to the region.

On land, the best way to travel is underground. Climbing the mountains is a dangerous undertaking, as they are fraught with dangers, including avalanches of molten lava. The caverns of the knük are reachable overland from Anvil and begin near the base of Mt. Lemnos. Climbing many miles upwards to the crater's lip is where Bathkol's citadel rests.

Flying is a fair option, but this becomes difficult as one gets closer to the great volcano. Rocks, ash, and debris fall from the sky, and have been known to incinerate those that fly too close. Without magical means, the top few miles of the mountain are unreachable by flight, as the air is too thin there to provide lift for winged creatures.

Commerce and Economy

The economy of the Kiln is largely based on sea products. Most possessions are carved from stone, bone, or shell or are woven from plant fibers. All food comes from the sea, as there is little room in the crowded cities for crops. Trade lines run from city to city, with a few of the settlements near the border reef able to exchange goods with the trusk and other sea people from Anvil. Very few artifacts from the shallows make their way to Penance, although a number of collectors pay a high price for them. The items that are most in demand in Penance and elsewhere are the stone ships of the shallows. These ships would be quite effective in combat with the common wooden ships of the Forge, and a Bloodlord would pay a tidy sum if anyone could find a way to get them across the violent ocean waters of Anvil.

The inhabitants of Lemnos do not generally trade with other domains. Once every ten years, a train of knük make their way down from the mountains across the peaks of Anvil and the Sea of Sand, and through the scarred deserts of Arena all the way to the city of Penance. Though they supposedly come on a mission of trade, their more likely motive is to gather knowledge of the outside world. It is rumored that the knük speak privately with Israfel on each mission, but there is much speculation as to what the subject is. The general belief is that knük are emissaries of Bathkol on a diplomatic mission. While visiting Penance, the knük caravan exchanges beautiful works of art to in return for books, food and supplies for the return journey.

Politics

The politics of the Kiln are centered in the shallows, where the sea kings compete with one another for dominion. There are several dozen different kingdoms in the shallows, some larger than others, but the upper hand is had by none. Kingdoms rise and fall every so often, and other times they are broken in twain by rebellion or division. In a few places, independent cities have joined into loose alliances with their neighbors. These allied cities trade freely with one another and all help to defend the alliance if it is attacked from the outside. The most powerful cities are located near the border reef, where trade with the trusk provided them with greater wealth and a broader assortment of resources.

In Lemnos, the knük are surprisingly unified and well behaved. Their leader, the high Ölasaar, supposedly receives direction from Bathkol himself. The knüks stay out of the affairs of others, and their affairs are known by none.

Penance

The domain of Penance is a great plain of wild grasses and fertile lands. At the center of the domain is the great city of Penance, by far the largest center of population and the unofficial capitol of the entire world of the Forge. All of Penance is officially part of the great city, however, much of it hasn't yet been built.

The whole of Penance is overlaid with a thick imaginary grid of boundary lines, dividing the area into small, roughly square-mile sections referred to as cantons. A canton is the smallest possible political boundary in the domain of Penance, and anyone who holds sway over even a single one has the right to give himself the title of *Bloodlord*. The great plan of the city was laid long ago, and even the empty plains bear the name and designation of urban cantons.

The domain of Penance is roughly circular, having an average diameter of one thousand miles from edge to edge. Little of it is civilized outside of the great cities, and its fertile plains can be as dangerous and unfriendly to the unwary traveler as the coldest wastes of the Vault. Keen-eyed and deadly predators lurk amongst the trees and grasslands, their bellies fed by the bounty of the landscape as much as are the bellies of the people that live here.

Weather in Penance is as constant as anywhere in all the domains. Penance is flat and broad, and clouds constantly move in from the north, keeping the plains moist and fertile and the temperature mild. Penance can get quite hot in the first week of the month, but never gets particularly cold. Snow does not fall in Penance, although it gets more than its fair share of rain. Winds are often quite high, as the colder sea air of the northern ocean whips unhindered across the land toward the scorched plains of Arena.

Settlements

The city of Penance dominates the center of the landscape with miles and miles of endless ruins, peoples, and buildings. Penance sets the cultural and political flavor of the entire Forge, though a few other urban areas exist. These areas are officially part of the great city but are given their own names as they are separated from the bulk of Penance. Most of these smaller urban areas form the massive support structure needed to keep the main city fed and well stocked with goods and materials. For more information on Penance, refer to **Chapter 6: City of Penance**.

Beacon: On the northern coast of Penance, three smaller urban areas have sprung up. The largest of these is the city of Beacon. Although dwarfed by the main city of Penance, it is still the largest port and the second-largest city in the world. Beacon has its own style and politics, although its main industry is processing and preparing farm products for food and commercial purposes in city of Penance. The land around Beacon is all fertile and cultivated, and farmers in the region bring their produce to the city to be processed, packaged, and shipped.

Beacon also does a fair business in trade with some of the other domains, including Eclipse and Arena. Beacon contains around 140 cantons, and is mostly controlled by a single overlord—Lord Pandarus , a cruel asherake warrior who has stamped out nearly all other Bloodlords in the area. Under the rule of Lord Pandarus, the laws of Beacon are becoming increasingly more restrictive and oppressive, and some of its inhabitants have been fleeing to the more free towns nearby.

Sentinel: To the west of Beacon is Sentinel, a commercial fishing town that feeds much of Penance. Sentinel contains 40 cantons and is controlled by an array of varied Bloodlords, none of which ever seems to get the upper hand. Caravan routes between Beacon and Sentinel are well traveled and quite busy.

Sentinel's famous founder was Sarina Dardannus, the great human explorer, merchant, and sea captain. An enormous granite statue of Sarina towers over the entrance to the harbor of Sentinel, her legs apart to allow the ships to pass beneath and her right hand to her brow, her gaze constantly peering out over the horizon to the north in a watchful pose. The great statue of Sarina is the landmark that gave the town its name.

While Beacon is focused more on farming the land, Sentinel earns its place through fishing and the harvesting and processing of a number of plants and minerals from the ocean. Though smaller and not in direct competition, Sentinel poses an economic threat to Beacon and it is feared that Lord Pandarus may have plans for invading it.

Ceptu are often seen on the streets of Sentinel, and it is rumored that they have an interest in its development. Many fear their influence, and violent attacks against the ceptu have begun to become a problem in the city. Many ceptu have gone into hiding, while others are said to be hiring stout mercenaries and adventurers as scouts and bodyguards.

Harmony: Southeast of Beacon is the much smaller town of Harmony. The inhabitants here are peaceful fishing folk that live quite simply and keep mostly to themselves. A single Bloodlord—a dover named Rakkon Dar—rules over the ten neighborhoods of Harmony and appears to be more interested in the contentment of his people than in his own glory. Harmony is mostly self-sufficient, although some small commerce does exist with Beacon. Lord Pandarus is also rumored to have intentions set on Harmony, a rumor that has made the inhabitants of Harmony feel uneasy as of late. Rakkon Dar is said to be looking to employ a number of mercenaries to defend the area against possible invasion.

Decree: Inland, halfway between Harmony and Penance City proper, is the city of Decree. Decree is quite large in comparison to most of the cities of the Forge, although still puny compared to the City of Penance. Decree has somewhat of an inferiority complex, and it constantly attempts to prove itself or make its mark as an educated, elegant, and fashionable place. Its economy centers around its ability to gather, store, process, and transport the agricultural products grown in the Plains of Penance to the capital city. Its reliance on agriculture is at odds with the appearance its citizens desire to project.

Most of the farms in the northern, fertile areas of the domain bring their goods to Decree for market. Decree encompasses nearly 100 neighborhoods and is ruled by three powerful Bloodlords, each of whom control roughly a third of the city.

Eldest of the three major lords here is Sthenelus, an egotistical and paranoid chromithian sorcerer. He lords over the northern arm of the city, including much of the timber industry. He is well known for the use of unfair price fixing and extortion to boost his personal coffers, which are already estimated to be the richest in the entire world of the Forge.

A female human bard by the name of Nepenthe rules the central part of Decree, and foists her obsession with the arts and elegance on her soft and extravagant population. The western arm of Decree is currently in the hands of Lycabas, a valco barbarian whose battle-hardened army recently migrated here from the plains of Arena. Lycabas' approach is to take the city by methodical force. This seems to be working, and he has already acquired most of the food production facilities of the city. However, the fantastically rich purses of Nepenthe and Sthenelus are currently open, and a large number of gold-hungry mercenaries are rushing to their defenses. Few claim to be able to predict the future of the conflict.

Decree is also essentially the gateway to Wildwood, and it has achieved much of its riches by cutting and transporting timber from the Wildwood to Penance City. Adventurers heading to Wildwood nearly always stop off in Decree to equip and prepare themselves for the expedition. Decree boasts one of the most famous taverns in all the Forge, the Queen's Head, located in the northeast cor-


The Domain of Penance
100 miles
Canopus
Sentinel
Beacon
Harmony
R. Ladon
R. Syrinx
R. Tanais
R. Aegis
Decree
Sevenil
City
of
Penance
R. Hebrus
R. Xanthus
Ruins
of
Ilium
Temper
Wildwood
Arena

ner of the city. The Queen's Head is adorned wall to wall with the heads of hundreds of the most frightening and ferocious monsters of Wildwood and is filled with the grizzled old adventurers who defeated them, each willing to explain how they managed such a heroic deed.

Temper: Southwest of Penance City near the border with Arena stands the infamous town of Temper. Temper is a trade town, providing exchange of goods between the citizens of Penance City and the armies of Arena. Temper has a reputation for roughness, and its laws are unusually lax. Temper is known as the 'Gateway to Arena,' and great masses of people pass through here on their way to the battlefields of that land. Temper is where the agents of the Warlords of Arena wine and dine prospective recruits and where sturdy warriors go to sell their services to the warlord with the most compelling offer. Agents of the rich Bloodlords of the city of Penance also do business here, interviewing warlords in need of funding.

The gold that flows into Temper from Arena—and the goods that flow in from Penance—make Temper one of the wealthiest places on the Forge. Temper is filled with luxurious and extravagant palatial bordellos where the bargaining and recruiting takes place. Many wealthy citizens from the city of Penance come here just to enjoy the sins and pleasures that Temper has to offer, although many end up buried here, and many more return prematurely and without their purses.

Temper contains 50 neighborhoods and is ruled by a number of minor Bloodlords, with nearly half of the city under the control of an eccentric female Bloodlord known as Lady Lucretia. The Lady loves to entertain, and she regularly organizes enormous events consisting of great feasts, fantastic theatrical shows, beautiful concerts, and wild orgies. Unbeknownst to most in Decree, Lady Lucretia is actually a man who has disguised himself as a woman for a variety of reasons, both personal and political.

Other Cities: A number of other settlements are scattered about the Plains of Penance. Most are small towns with only a hundred or so inhabitants, although there are about ten or so that are large enough to have laws and Bloodlords. These cities range in size between one and nine cantons, and most are unified, having only a single Bloodlord presiding over them. All of the cities are located along the seven rivers of Penance and eke out a living by shipping farm products to the main city.

The largest of the cities of the plains is not Beacon, but a place called Illium. Illium was once a booming metropolis straddling the river Hebrus but now is entirely uninhabited. Long ago, a son of the lord of Illium stole the heart of a lover from an overlord of Penance. In anger, the overlord ordered that Illium be destroyed. A navy was dispatched down the Hebrus, and Illium was besieged, breached, and put to the torch. The fields around the city were cursed and sown with salt, and the inhabitants all fled the area. Legend has it that a noble named Sienna escaped Illium with the remnants of the army in tow and founded the town of Canopus far to the north, on the coast of Wildwood. The ruins of Illium still stand today, blackened and crumbling, but the place has become a breeding ground for foul and evil creatures. Few come near it.

Inhabitants

The open fields, plains, and valleys of the domain of Penance are lightly inhabited. The northern half is nearly all cultivated farmland and grazing pastures, especially the area surrounding Decree. The southern part of the domain is lightly wooded and slightly wilder. Herd animals stampede across the landscape, feeding healthy populations of natural predators and carrion birds. Small towns of all creeds and reasons for existing dot the landscape here and there in a lazy mosaic of comfort. Bands of primitive races dwell here and there, living their traditional and nomadic lifestyles.

By proclamation of Israfel, the Queen of Penance, towns with fewer than 1,000 inhabitants are not allowed to name any official laws or a leader, which leaves most of the countryside in a state of peaceful anarchy. The peace of the land is kept by the druids of the forests and the plains, who tend to the land and take care of its inhabitants.

The weather is mild, the soil is good, and the land is generous in Penance. Although a few ancient sites attract rashers, life is simple here on the outskirts of the great city. Those who live here do so in an attempt to avoid the excesses, politics, egos, attitudes, and ambitions of the city—and they treat those that try and bring such attitudes with them accordingly.

Travel

Travel in Penance is mostly by boat. There are few roads that cross the plains, and these are mainly only local farm tracks. It is the rivers of the great plains that carry the immense traffic of the Forge. Like a great wheel, the domain of Penance stretches out in all directions from its hub, the city of Penance. At the center of the city is the Wellspring—where all the waters of the Forge are born—and the six great rivers run out in all directions from the city like the spokes of a wheel. The rivers Ladon and Syrinx link the great city with the northern ocean and the fertile northern areas of Penance. The river Tanais links the city to the forests of Wildwood, the Xanthus links with the deserts of Arena, and the Hebrus provides access to both lands. The Aegis river is the broadest of all and links the city with the Northern Ocean , Arena, and the fertile northlands.

Most of the farms and towns of Penance are located along the banks of one of the six great rivers, leaving much of the land unexplored, primitive, and relatively untamed. Barbaric tribes of valco roam these empty plains and live off of the wilds of the land, but there are many more creatures besides the valco that live there. Sometimes lone travelers or messengers ride kith or horses across the open plains to carry news from one river to another, braving these wild lands.

Ships in Penance are usually sail-powered, although most have slots for oars to help with moving upriver. The river ships are typically owned by independent merchants who make a living carrying cargo of all types from place to place. Merchant ships generate a fairly heavy traffic going up and down the river, and most are more than willing to take on paying passengers as long as they stay out of the way. Within the cities themselves, great navies of warships patrol the harbors, but these rarely travel far

from home. A small number of asherake airships from Arena fly high above the landscape and are able to go nearly anywhere in Penance, but these do not accept passengers and are not a viable means of travel.

Along the rivers, a number of traveler-friendly establishments have sprung up. These are local services run by farmers or other country folk looking to make some money by catering to the rich city merchants. The most basic of these river stops are rustic inns with docks for mooring vessels, beds in which to stay the night, and fresh food and drink. In a few places where the local inn has done well, other establishments have sprung up around it, such as gambling dens, brothels, and marketplaces for local goods.

Commerce and Economy

The vast population of Penance consumes a large supply of food, which fortunately is bountiful here on the Plains of Penance. Crops grow faster, larger, and in a smaller area than on other worlds. An acre of land in Penance produces 13 times the amount of food that an acre would otherwise yield in a year. Because of this rich land, it is quite rare for anyone in Penance to go hungry and many homes are well supplied with rich and succulent foodstuffs. However, it requires a large and healthy infrastructure with dedicated labor to produce, process, and transport food to the city. The merchants that organize this labor are well respected, well compensated for their efforts, and carry a fair amount of political clout. The Bloodlords of Penance learned their lessons long ago when farming strikes crippled the city, and now they make sure their merchants are well treated to keep the citizens' larders well stocked.

Trade in Penance is complicated and extensive. Food and raw materials are farmed on the outskirts of Penance. In return, the outer cities receive manufactured goods, books, education, and luxury items. Timber comes into Penance in large amounts from the Wildwood, though it is not so much traded for as stolen from Haiel's domain. Trading with the domain of Arena is more intense, and massive amounts of ore are mined from the soil of Penance and shipped out to the battlefields of Arena in return for fantastic weapons and armaments. Food is quite valuable to the warlords of Arena, and a large amount of it crosses the border as well. A heavy slave trade moves across the border near Temper, as recruits are courted from Penance and deserters run from the battlefields of Arena to try their luck in the city. A number of slavers operate here, transporting their goods from the heavily populated areas of Penance to replenish the quickly depleted stock of Arena. A few ships from the distant domain of Anvil occasionally dock in the harbors of Beacon and Sentinel, trading gems, gold, and other precious metals for crops, spices, and manufactured items.

Politics

The politics of Penance are more complicated than in any other domain, partially because of the high population, but also due to the fact that Queen Israfel designed things that way. Israfel established a bizarre and complex set of laws and proclamations over the entirety of Penance that is specifically crafted to promote political conflicts. Israfel strictly enforces these rules, and few live to challenge her authority a second time. The rules of Penance create an atmosphere that dissuades nations from forming, and instead nurtures the growth of independent cities. Conflicts in Penance are never fought in the open, but in the hearts of the cities and towns. In fact, many of the conflicts in Penance are not fought between different cities, but between different parts of the same city.

The politics of Penance, as well as the politics of the entire world of the Forge, are centered in the city of Penance, where several dozen Bloodlords currently war and connive amongst one another for power and territory. Each one who takes power here dreams of one day ruling over all of Penance City, a feat which no one has ever done in the millions of years that the city has existed. To encourage political maneuvering, the major powers of the city make use of the resources of the rest of the world, fostering and utilizing contacts and relationships with many other areas, organizations, and domains.

The city of Penance is the financial center of the Forge. This fact drives the politics of many of the other domains, forcing them to make a choice between earning a fortune in trade with the city or to oppose its encroachment on the purity of their domains. Many merchants make a huge profit bringing goods and materials to the city, and the lords are always trying to wrangle exclusive contracts, fix prices, and arrange special deals to give themselves an edge over their rivals.

The settlements that originally started as company towns serving the needs of the great city have now become cities in their own right, and are starting to challenge the political establishment. Lord Pandarus, for example, has more territory than any of the lords on the Pedestal of Penance City. This marks an interesting shift in the politics of the region, and the central lords have begun to grow frightened and concerned over the movements of an external power outside their immediate area of control.

As with anywhere, the farther one gets from the domain of Penance, the less one feels its influence. Wildwood and Arena are quite affected by the political aspirations of the Bloodlords, but some of the more remote areas of the Forge—such as Anvil, the Vault, and Eclipse—have little to do with it. Only the Kiln, on the opposite side of the world from the city of Penance, has completely escaped the polluting effects of Penance and remains a mystery, inaccessible and unresolved by anyone here in what is considered the heart of the world.

The Vault

This domain is the creation of Nemamiah the Leper, oldest of the Seven. The Vault is a bizarre landscape that appears to have once been a lush, fertile land that was flash-frozen and is now mostly occupied by the dead. Mindless undead hordes swarm over the bulk of the landscape looking for living creatures. On the edges of the land, hearty barbaric tribes eke out a cold living here amongst the tundra. At the heart of the land dwell the Warlocks, dangerous and insane individuals dedicated

to discovering and wielding ancient and forbidden power at all costs.

Nemamiah pulls the fewest seeds into his land of any of the Seven. He is extremely particular in his choices, and spends much of his time searching other worlds for just the right souls. Nemamiah looks for brilliant loners and madmen—crazed scientists, absorbed alchemists, hermit wizards, and others. Those who have the desire and the ability to craft artifacts of immense power and unique functions are his favorites, especially those that despise the outside world for distracting them and keeping them from their research. To these individuals, Nemamiah offers what their heart most desires—time, peace, and armies of tireless and dedicated servants.

Because of Nemamiah's careful selection, the Vault is home to the most powerful and deadly magic on the Forge. This power may be potent weapons, blasted areas where experiments have gone horribly wrong, earth-shattering spells, or formulae of staggering value. As Nemamiah has been fostering the creation of such magic for untold ages, the heart of the Vault is riddled with power, forgotten knowledge, and thousands of artifacts of every shape, purpose and size.

Visitors to the Vault are few, as the frozen landscape, the barbarian tribes, and the undead hordes tend to keep away all but the truly determined. The only contact outsiders have with the Vault is with a few trading settlements located on the edge of the Southern Sea. Tales of the Vault have made their way around the globe, and fearless rashers often make an expedition here. All but a handful emerge broken and empty-handed or are forever lost. Those that do succeed in their quests emerge with incredible power and quickly dominate the land to which they return.

The borderland of the Vault is a barren, rocky terrain of tundra and ice that serves as the homeland of the barbaric tribes. Toward the pole from the border are hundreds of miles of emptiness—a mostly flat terrain entirely consisting of snow and ice. This is where the uncontrolled undead roam, mindless and hungry. As one approaches the center of the domain, great cracks, caverns, and crevasses open in the ice, and the terrain becomes rough, mountainous and treacherous. This area is where the mausoleums of the Warlocks lie and where the ancient magics are strongest. At the center of the land—at the precise southern pole of the Forge—is the Spike, a massive tower of bone over 30 miles high. This is the citadel of Nemamiah and a place where no living mortal has ever set foot. It is rumored that Nemamiah collects the most powerful artifacts and devices created by his Warlocks and stows them here away from the reach of mortal hands.

Weather in the Vault is unnatural. In most areas, the Vault receives heavy snowfall and harsh winter winds, but at its core the Vault boasts no weather at all. Here the air is eerily still and unusually crisp and clear. No accounts of precipitation of any kind or even of strong winds have ever been reported within a hundred miles of the Spike. The Vault has a unique pattern of daylight for the Forge, as each month between the days of Blooming Glory (4) and Seething Glory (18) Zadkiel is not visible in the sky. Because of its location at the southern pole of the world, the Spike itself is bathed in constant sunlight from the yellow sun. The shadow of the spike creeps along the landscape, marking off the days of the year like a giant sundial. Some say the shadow itself has power, and wherever it falls causes things mutate and change.

Settlements

The two most well known settlements in the Vault are both located on the southern shore of the Southern Sea. These first is Y'mar, the largest settlement of the ith'n ya'roo on the Forge. The second town, Barrow, is run by the Warlocks and serves as their interface with the rest of the world. Y'mar is one of the only permanent settlements of the ith'n ya'roo and is located on a scraggy island near the border of Arena in the western corner of the southern shore. The ith'n ya'roo that dwell in Y'mar are more worldly and less xenophobic than their brethren elsewhere and are used to dealing with and seeing foreigners. It is here that merchants from Penance and Arena come to trade wine and luxuries for the ith'n Ya'roos' supplies of furs, dried meats, and weapons. The foreign goods are then shipped one island over where ith'n ya'roo from all over the coast come to trade with their own kind.

Barrow is located on the mainland at the northern tip of the land thrusting into the sea. Barrow is universally disliked by all who come there to trade. Few who dwell in Barrow are living creatures, and the major currency needed to barter here—dead bodies—gets under the skin of all save the most determined merchants. Barrow is controlled by the powerful necromancer Sirus Negus, who is the only living person known to communicate with the Warlocks. Negus acts as middleman for the Warlocks, representing their interests and desires in goods. Negus has a number of living people in his employ, all of whom resides in Barrow and conduct trade with foreigners. A large number of undead serve Negus as well, though their attentions are mostly directed toward the Warlocks. In return for his services the Warlocks gift Negus with powerful substances and items of great magic.

Outside of the two trade towns, little is known about the interior of the Vault. No settlements are known to exist in the broad band of ice and snow between the coastal region and the heart of the Vault. In the deep crevasses of the core region stand the mausoleums of the Warlocks. It is a general misconception that each Warlock has his own stronghold. It is true that many of the Warlocks are hermits, but most take on living apprentices or partners in their work. The mausoleums are enormous structures, housing the Warlocks themselves as well as providing space and equipment for their elaborate experiments. The mausoleums are built and maintained for the Warlocks by their undead armies.

Inhabitants

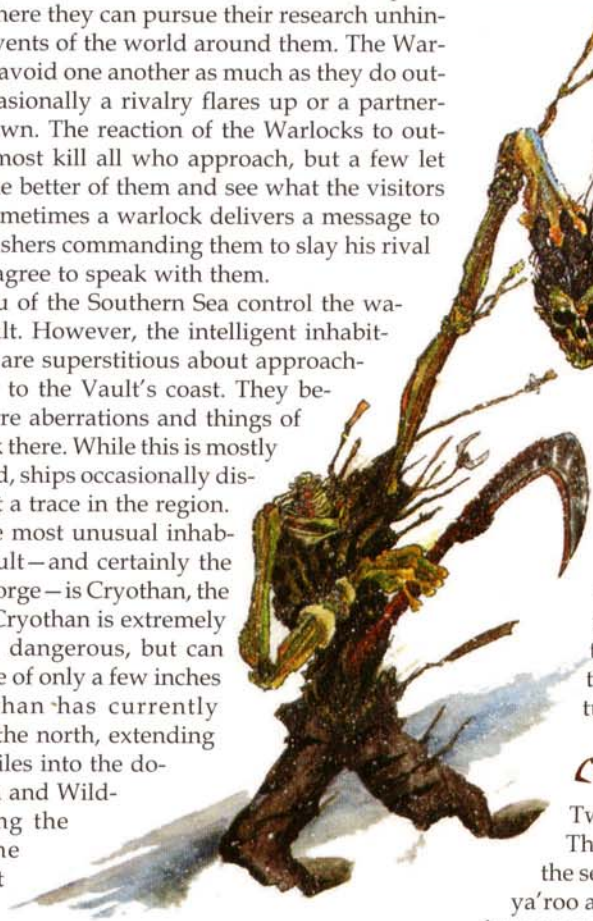
Along the coast of the Vault, small groups of settlers manage to scrape out a meager living from the sea and from the ice. Most of the inhabitants of the seacoast are ith'n ya'roos—large, barbaric, and warlike tribes of stooped and furry humanoids. Other races and species exist along the coast, and some even trade with outsiders, but none interact with the ith'n ya'roo. The coastal peoples harvest primarily arctic and sea-dwelling creature, including the legendary glacier beast that prowls the frozen tundra.

Away from the coast, there are no living creatures. Hordes of mindless undead—zombies, skeletons, wights, shadows, bone sovereigns, and other abominations—roam the icy plains. Most believe Nemamiah created these hordes to shield his Warlocks from outside intrusions, forming a standing army that never tires and is always vigilant.

Near the center of the Vault dwell the Warlocks. Many of these individuals still live and breathe, although liches and other half-living creatures are numbered among them. The Warlocks are of a wide variety of species and races, sharing more of a common mindset than a common physical form. The Warlocks as a whole are solitary, sociopathic, and unpredictable. Many are scholars more interested in the theoretical and hidden world than the reality that lies before them. Most Warlocks consider the Vault a paradise, a place where they can pursue their research unhindered by the events of the world around them. The Warlocks typically avoid one another as much as they do outsiders, but occasionally a rivalry flares up or a partnership breaks down. The reaction of the Warlocks to outsiders varies; most kill all who approach, but a few let curiosity get the better of them and see what the visitors are seeking. Sometimes a warlock delivers a message to approaching rashers commanding them to slay his rival before he will agree to speak with them.

The makkru of the Southern Sea control the waters of the Vault. However, the intelligent inhabitants of the sea are superstitious about approaching too closely to the Vault's coast. They believe that bizarre aberrations and things of true horror lurk there. While this is mostly unsubstantiated, ships occasionally disappear without a trace in the region.

Perhaps the most unusual inhabitant of the Vault—and certainly the largest on the Forge—is Cryothan, the living glacier. Cryothan is extremely intelligent and dangerous, but can move at the rate of only a few inches a year. Cryothan has currently reached far to the north, extending hundreds of miles into the domains of Arena and Wildwood, changing the borders of the Vault as it progresses. It is surmised that Cryothan is insanely destructive, and that in the distant future it will overrun the city of Penance itself, bringing chaos and destruction to the world of the Forge.



Travel

The easiest way to get to the Vault is by ship. One can catch passage on a ship from Blackwall in the city of Penance, travel down the Xanthus to the River of the Dead, and then cross the Southern Sea to either Barrow or Y'mar. Those that wish to explore inland should choose Y'mar, as travelers to Barrow are not allowed to pass the city wall that is built across the narrowest point of the peninsula.

Even from Y'mar, one must go the inland route alone. There are no inland roads, and travel is either on foot or by sled. Sleds and animals are available in Y'mar for purchase at a reasonable price, and a boat can be hired to travel the few miles to the mainland. From here, navigation is difficult as the terrain is unmarked, the weather is harsh, and the stars are normally not visible. A compass is essential, and most explorers simply head south for several hundred miles until they reach the core of the Vault.

The crevasses, frozen trees and shrubs, and ice thrusts at the core of the Vault block sled travel, and parties must unhitch their animals and continue on foot. Upon venturing into the crevasses, it is only a few miles before the first of the mausoleums of the Warlocks comes into view. It is a trip of about 800 miles from Y'mar to the Spike.

Approach from another angle is possible, but difficult. The territory of the Grand Asherake and the jungles of Wildwood impede travel to the east of the Southern Sea, and the vast chaotic deserts of Arena impede travel to the west. Some say that this is a better approach, as Sirus Negus is less likely to know of one's entrance to the land, and hence less likely to try to intervene. Also, the Warlocks along this path are less used to visitors, and may look at them more as a curiosity than as an intrusion.

Flight is a legitimate means of travel in the Vault, even though winds and weather are particularly bad in the outlands and there are a fair number of dragons that hunt the skies near the borders. The Grand Asherake refuses to send his ships into the domain as there is little there to conquer, and quite often those ships that stray into the Vault do not return.

Commerce and Economy

Two very separate economies exist in the Vault. The first is the trade with the coastal tribes, and the second with the Warlocks themselves. The ith'n ya'roo and other primitive tribe generally trade arms, furs, meat, and fish to merchants from other domains in return for liquor, luxury items, exotic foods, and jewelry. This trade is prosperous but small, and only a few hundred merchants—mostly from Arena with some from Penance—make the trip regularly. A few of the minor Warlords in Arena manage to feed and equip their armies with the spoils of the ith'n ya'roo and are quite dependent on Y'mar for survival. In Penance, the furs that come from Y'mar are fashionable and fetch an excellent price. Y'mar also generates wealth from supplying expeditions into the Vault with equipment and animals.

The more lucrative trade in the Vault, however, is with the Warlocks through the town of Barrow and the proxy of Sirus Negus. Negus' men have a wild array of magic creations and alchemical concoctions for sale, all of them

of extraordinary power and quite unique. There are rarely any greater artifacts here, only the creations of the Warlocks that they are willing to part with. It is best to be certain of an item's purpose before accepting a trade, as many Warlocks send items out into the world with a particular goal that just happens to coincide with the item being sold to outsiders. For example, a sword caused all slain by it to rise again as an undead under the control of the Warlock that created the sword. These undead creatures then stole all the magic items they could find and then returned to their master. Other items are sent out into the world to simply wreak havoc. Regardless of the danger, these items are highly sought after by people all over the Forge, especially by Bloodlords and Warlords to whom the right device could mean victory.

The creations of the Warlocks cannot be purchased with gold or other standard forms of currency, but only with items that the Warlocks require in their research. The most common commodity is in dead bodies. Each body is valued at approximately 100 gp. Also of use in bartering with the Warlocks are raw materials, textbooks, and equipment. Laboratory and alchemical supplies such as flasks, tubes, stills, bottles, and clamps are common. More valuable are exotic spell components—such as powders, organs from magical beasts, gems, and precious metals such as mithral and adamantium. These materials can generally be used as bargaining chips as if they were twice their listed value.

Politics

The border tribes in the Vault are generally run by tribal elders who do not generally get involved in external affairs. For example, a Warlord in Arena cannot simply send a shipment of jewels to the ith'n ya'roo and expect them to send troops to aid him in one of his battles. If a Warlord explained convincingly that an approaching army meant to destroy them and take their land and that he was willing to help the ith'n ya'roo defeat them, he might have a reasonable chance of stirring them into action. Some of the other tribal races might be convinced to help a Warlord's cause if he helps them defeat a rival tribe. For the most part, however, the border tribes are left to their own devices.

The machinations of the Warlocks are much more complicated. Most of these creatures are after something in particular—domination of the universe, the destruction of a god, immortality, or the secret of love. Many of the goals of the Warlocks overlap, causing bitter rivalries. One Warlock may be having no luck with his research and decide to overthrow his neighbor and steal his work. Such conflicts are generally settled by large-scale battles between armies of undead and may be a visitor's ticket to get on the good side of a Warlock by choosing sides. Some of the Warlocks are more open with one another and share their findings, corresponding regularly through their servants. Others try to sell their research time to other Warlocks and demanding undead servants as payment. Over time, these Warlocks build up huge armies and then attack the Warlocks they have been working for, stealing the fruits of their research. For such reasons, the Warlocks often encode and obfuscate their work, making it extremely difficult for outsiders to decipher exactly what they are working on.

Nemamiah plays heavily into the politics of the Vault. The Leper pulls in the Warlocks and sets them up with mausoleums and laboratories. In addition, he searches the multiverse for recorded knowledge, pulling these in and gifting them to Warlocks that he favors. Some believe that it is Nemamiah—not the Warlocks—that commands Sirus Negus to keep outsiders away from the Vault,. They even believe that Nemamiah maintains and controls the vast sea of undead surrounding the heartland. The strangest action that Nemamiah takes is in slaying his own Warlocks. He does not do this right away, but only after a Warlock has completed a great quest of discovery. Whenever a Warlock finally achieves his life's work, Nemamiah appears and destroys him. The Leper then takes the item or knowledge and returns to his citadel. Within a few days, Nemamiah then pulls in a new Warlock and sets him up with the previous one's mausoleum, equipment, library, and army, giving him free reign to do his work in peace. Other Warlocks might not even know that the previous inhabitant has been replaced.

On very rare occasions, a Warlock is unable to find the information he needs in order to move forward with his ideas and makes a trip to the city of Penance to look for knowledge. These individuals are mysterious and frightening, and most citizens steer quite clear of them. Warlocks spend little time in the inhabited areas of Penance and head straight for the Great Archive, where they pore through the stacks of recorded knowledge, often purchasing huge quantities of tomes to bring back with them.

Wildwood

Wildwood is an endless land of plants and trees. Forests, jungles, and woods make up the entirety of the place, and its master—Haiel, the Blade in the Green—focuses his attentions on pulling in monsters and wildlife as much as on intelligent races. Mixed in with the trees and the plants are thousands of overgrown cities, lost civilizations, and ruined strongholds. Instead of simply pulling individuals, Haiel scouts out cultures on other worlds and builds empty replicas of their cities in the midst of his lands. Once the cities are complete, he begins to bring in the inhabitants, populating the new area with thousands of confused citizens. Haiel's aim is not to create a prosperous civilization; he is fascinated with whether a culture learns to adapt and live in harmony with the land or whether it continues to fight against it. If one looks hard enough here, buried cities, overgrown pyramids, remnants of statues and temples, abandoned towers amongst the trees, and even the forgotten artifacts and trappings of everyday city life can be found.

Haiel delights in guiding evolution. One of his personal challenges is to take an entirely docile species and force it to adapt to become predatorial for its survival. As a result, all of the Wildwood is filled with some of the most dangerous plants and creatures imaginable; not even common species of generally benign creatures can be trusted within the boundaries of the Wildwood.

There are six main types of terrain in Wildwood. The central region is the heart of Wildwood, a dense mixed forest of deciduous trees, heavy shrubs, and a wide variety of carnivorous plants. This is truly the forest primeval. The soil here is rich, and the flora grows at a remarkable rate. Travel is difficult, as roads that are blazed through the terrain are obliterated within a year by new growth. The central Wildwood is home to a wide variety of dangerous predators, and many of the explorers who come here in search of ancient treasures never again return.

The southern region of Wildwood receives an incredible amount of precipitation and is dominated by a thick tangle of jungle that few have been able to penetrate. This area is said to hold some of the most valuable and exotic plants on the Forge, invaluable for a wide variety of medicinal and alchemical purposes. The baban plant is thought to have originated here, as well as the popular sathonia spice. The predators in this region are smaller than in the central Wildwood, but many argue that they are more dangerous. Insects and diseases take as many lives here as do predatory animals and carnivorous vines.

In the north, Wildwood becomes a massive forest of giant conifers. The trees here are ancient, and most tower high above the level of the clouds. Down on the forest floor, mosses and small shrubs thrive along with rich animal life. The far northern reaches of the domain see the land rises and the tree line stop at a wintry wasteland only a few score miles from the edge of the world, where a plunge of 500 miles awaits those who dare to trudge forward.

At the northern end of the tall forest, the ground becomes riddled with holes, pits and caverns. Many of these are quite deep, and some even delve hundreds of miles, piercing the crust of the planet all the way to the interior of the domain of Eclipse. The twisting tunnels form vast underground mazes, abruptly changing from narrow crawlway to echoing caverns thousands of feet across.

Toward the southeastern edge of the central Wildwood the soil gradually begins to get damper and soggier until the entire region has become a wide swamp, treacherous and teeming with exotic life. The swamp varies in solidity from a navigable bayou toward the ocean side to an impassible fen nearer to the forest, where any attempt to cross it by means other than flight results in one sinking into the soft earth. Rumors abound of cities that once may have stood here that now have descended far beneath the surface of the swamp.

The last portion of Wildwood is the oceans. Wildwood commands the bulk of the great Northern Ocean, as well as the western end of the Central Ocean. Beneath the waves here, the water teems with life, including just as many plants and predators as are found on the land. Great forests of kelp and other sea plants cover the sea floor, providing food and shelter for thousands of sea creatures as well as many underwater civilizations. Many land civilizations have sunk beneath the waves both along the coastal regions and within the dense group of islands in the north. Somewhere along the coast of Wildwood is thought to be the site of a great city that once rivaled the City of Penance in size and power. The city was lost millions of years ago when Haiel grew angry that the people there were conquering and taming his precious forests.

Also of note are the wide sandy beaches that border the ocean regions in Wildwood. These are pleasant, sunny, and tropical, and though dangerous in their own right, they are the safest places in the wood. In some areas the beaches are so wide as to be vast deserts of sand rather than beaches. Occasionally an unlucky sailor finds himself washed ashore here and quickly dies from thirst and exposure.

An exception to the general theme of Wildwood is the border settlements that have sprung up on the edge of Penance. These towns are built on areas that once were densely forested, but now have been heavily logged. The towns exist for the main purpose of extracting natural resources from Wildwood. These settlements are numerous and run all along the border, although the bulk of them are located close to the Hebrus and Tanais rivers. The culture and atmosphere in these towns is much more like Penance than Wildwood, only without the arcane laws of the Queen held over their heads. The people that live here consider it more of a job than a home and intend to return to Penance once they have made their fortune.

Weather in Wildwood is quite wet, with the northern and southern reaches getting occasional snow and hail and with the central region getting torrential downpours of rain. Despite the amount of precipitation in the domain, the sky is usually quite clear. The weather here is usually to an extreme; either rain or shine. Gloomy overcast days are unheard of in Wildwood. The storms here are fierce and riddled with thunder and lightning. The trees serve to protect the land from the wind, although airborne creatures must often fight with strong currents.

Inhabitants

Many intelligent creatures are pulled into the Wildwood, although most are usually dropped right into elaborate hunt-and-chase scenarios and few survive to populate the wood. Small colonies of intelligent folk that somehow managed to take root in the land dot the landscape here and there, but they are few and far between. A few refugees and remnants of once great civilizations live amongst the ruins of their former cities.

The native people of Wildwood are those that are able to adapt to nature and not to fight against the natural forces of the Wildwood. The variety of the intelligent species here is much less than in other areas, especially compared to Penance. Those that dwell in Wildwood believe the domain to be nearly a paradise. They truly see it as the forest primeval, an awesome representation of the true power and glory of nature. These races do not aspire to build great palaces or craft great works of art, but simply to live their lives amongst the great palaces and works of art that nature has provided: the land itself.

The most numerous race in Wildwood is the dover, followed closely by the elves. These two races dwell mostly in the northern and central regions of Wildwood. The elves generally dwell high in the trees, and the dovers dwell closer to the forest floor. A number of humans live in Wildwood, and many of these are followers of the druidic and ranger paths. Many other races dwell throughout the forests and jungles as well. These are mostly in small pocketed areas and are difficult to find. It is rumored that in the south there is a strange and xenopho-

bic—yet highly advanced—civilization that exists in opposition to the plants and somehow seems to be surviving. Rumors of strange civilizations are the spice of forest gossip.

In the Northern Ocean, the ceptu rule the waters and guide the other cultures toward greatness. In the south, the ocean is populated with the more barbaric trussk. The islands in the Northern Ocean are home to a large colony of vogels. The caverns that pierce the earth in the north are populated with urgoda as well as with deep fey and many other types of underground species.

A number of humans live in the border towns that connect with Penance. With them live a number of haze and many other creatures who earn their living logging the forest. These people have little contact with the true natives of the wood except for some occasional trade. Haiel seems to tolerate the logger's presence, although he is far from friendly to them. From time to time, he pulls a hideous aberration from some far-off world right into the middle of a town. It is thought that Haiel allows the settlements to exist at the request of the Queen, who needs the resources from the forest in order for her city to thrive.



Settlements

Despite the dangers inherent in the region, there are still a number of sizable population centers in Wildwood. The most well known settlements are the border towns on the edge of Penance. The largest of these is Sevenil, on the lower arm of the Tanais. Sevenil is the seat of Odreck Viminth, the self proclaimed king of the region. This town is large enough to be considered cosmopolitan, at least by Wildwood standards, and has a full variety of services, entertainments, and goods available. Rashers generally use Sevenil as a jumping off point for ventures into the wood, and there are often a number of dover guides here willing to take them to many places in the interior. A number of other smaller border towns exist, mostly under the control of Viminth save for a few in the south near the border with Anvil.

The largest settlement in the interior is Pindara, the remote and sacred center of the dover culture in the wood. It is centered on an isthmus between two huge and placid lakes and is said to be the most beautiful place in the Forge. The place is a stunning testament to dover culture and is almost unnoticeable as a city, as the plants and trees have been carefully guided in their growth to make homes and places of worship for the dover. Pindara is also the seat of the dover religion on the Forge, and many dover seeds feel drawn to make pilgrimages here and to speak with the high priestess Pythia for guidance.

Up in the northern reaches of the wood, the coastal town of Penumbra rests near the most accessible of the tunnels that lead to the domain of Eclipse. Penumbra is mostly populated by merchants and mercenaries from Penance that make their living by trading with the people of Eclipse. It is the only safe entrance to the underground tunnels, and is used as a base camp by all rashers who feel the need to visit the dark domain.

The largest settlement of the elves in the wood is in the central forest a few hundred miles to the northwest of Pindara. This settlement, Vertumnus, is extremely isolated and hard to approach, and only those of the fair race are allowed within its borders. Sentries on the outskirts stop intruders. Much of what is said about Vertumnus is hearsay and probably erroneous, but it is thought to be a place of staggering beauty and stillness. An ageless queen rules over the land and is said to be on speaking terms with Haiel himself.

On the beach a few hundred miles north of the Penance town of Harmony is a lush resort where many of Penance's wealthiest citizens come to relax and enjoy nature. The resort town of Canopus is spectacular and well protected. Miles of lush and hot beaches lure visitors, and elegant marble statues and villas line the shores.

Many other villages and settlements of countless races, cultures, and species are scattered throughout the wood. Some cultures are new, some are extinct, and some lay on the verge of extinction. Ancient documents are often discovered in Penance that speak of trade with unusual creatures and cultures. These are of great value to rashers, who need them in order to pinpoint a ruined city or an ancient artifact in the wood.

On the largest island in the Forge, a steep and massive mountain dominates the landscape. It is said that there is a lost paradise in a huge and deep crater in its center. Somewhere in this sheltered land is Haiel's citadel, a destination from which no rasher has ever returned.

Travel

Travel in Wildwood is not an easy matter. Much of the coastline of Wildwood is approachable by sea, but it is difficult to get very far inland. There are a few major rivers that can be navigated by ship, but there are many waterfalls and other dangers along the way. Travel by land is nearly impossible unless one has a knack for life in the wilderness or a skilled guide. The undergrowth is thick, there are few trails, and the going is painfully slow. Natural dangers also abound, such as wild creatures, carnivorous plants, tropical diseases, quicksand, and other pitfalls. Even travel on the open sea is not without its dangers; if one is not careful, one may steer into the domain of Anvil, where ships are quickly destroyed by ferocious tsunamis and hurricane winds.

Guides are essential to travel more than a few miles inland. These bounders are usually dovers or elves, except in for the caverns where the guides are mostly urgodas. Guides in Wildwood are specialists—skilled at getting from one particular place to another—and well educated as to the terrain, the hazards, and the creatures that dwell along the way. Most guides take paying travelers from the border towns to the interior settlements, although a few take rashers to some of the ancient ruined sites that dot the wood. Such travels are more dangerous and generally cost much more (10 gp per mile for a good guide, double for the ancient sites). Some guides may charge lower prices, but these are not as knowledgeable, and the party is apt to face a few extra hazards along the way. The urgodas that take travelers to Eclipse charge a little less, as the length of the journey is quite long, and the caverns are better traveled and not as dangerous as the wood. For a one-way trip of a hundred miles, most urgoda charge 750 gp.

Flight may seem like the best option for travel in Wildwood—and it certainly is the fastest—but flying creatures tend to attract the attention of a number of large and dangerous predators, including dragons. Flight is also is a difficult means of getting around in Wildwood as many of the places one may want to go are not readily visible from above. A high canopy of trees covers the entire domain, and many a rasher has gone miles past his destination without the slightest idea he was lost.

Commerce and Economy

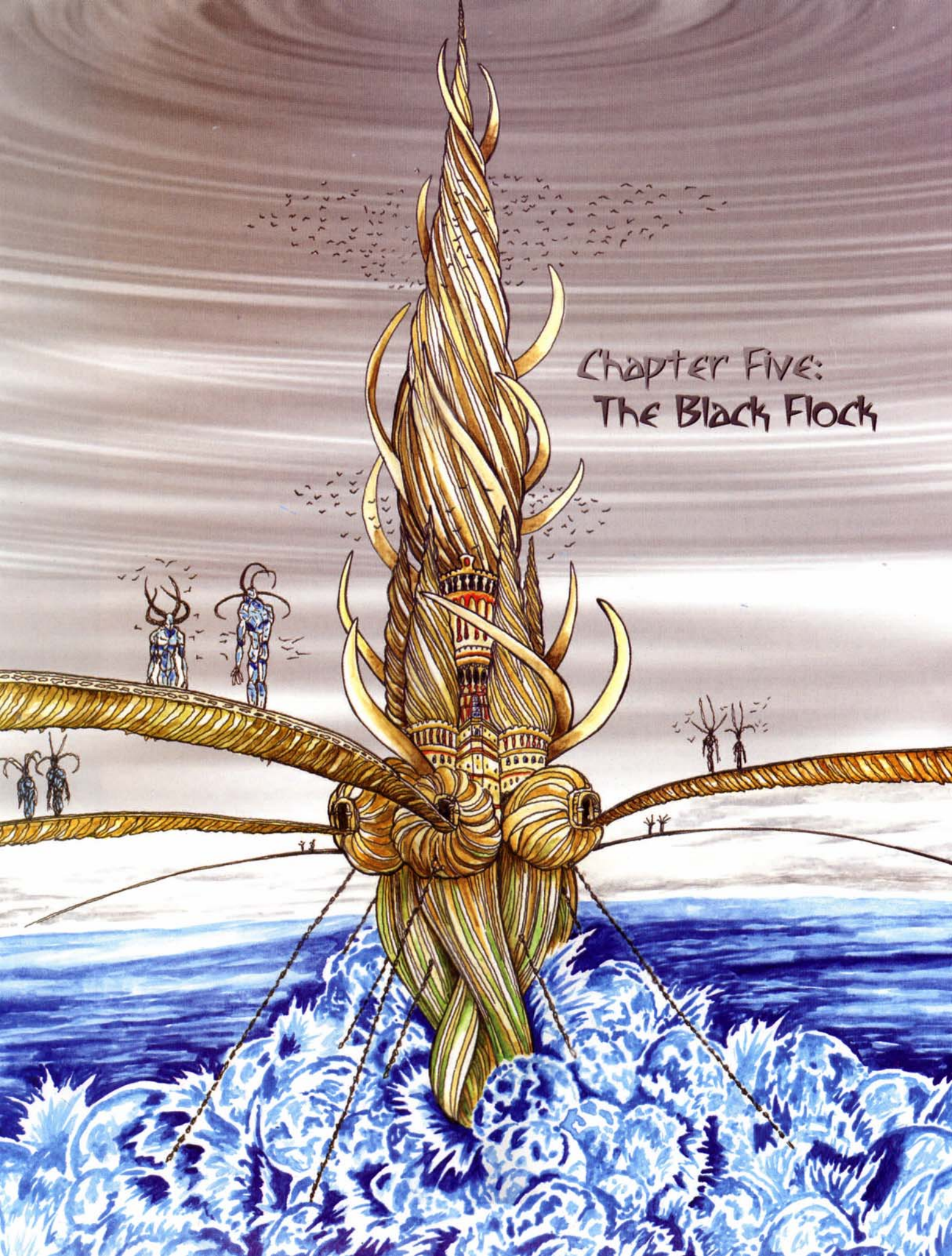
Commerce is varied in Wildwood. Wildwood doesn't have an economy, at least from the point of view of those in Penance. Settlements in the wood cannot rely on the scattered trade and must be self-sufficient in order to survive. The dovers and the elves are not above selling their services or purchasing interesting or rare items, they just don't really need money of any kind. A few other natives of Wildwood are known for their complete lack of interest in gold and other forms of currency, and some cultures actually actively fight to keep the merchants from Penance out of their territory for fear they will be infected with a lust for money and their cultures destroyed. This hostility or lack of interest in trade keeps most merchants out of the interior of Wildwood. The only real trading here is done by rashers that come for adventure, curiosity, or simply the thrill of danger.

On the border regions of Wildwood, things are quite different. The region is of enormous economic importance, and staggering amounts of gold passes through the region from the inhabitants of Penance spending gold on lumber, plants, and exotic fruits. Many more come to venture into the wood in search of lost treasures, civilizations and artifacts. Many fortunes have been made here, and the region is rapidly growing. The need for more wood from Penance drives the prices up, and the influx of money is quickly reshaping the rustic towns into active metropolises. In addition to the gold, a great deal of manufactured goods and luxury items make their way to the border towns for the bigger cities.

Politics

The only laws of Wildwood are the laws of nature. Haiel does not take an active part in the actions of the people and has given no decrees for anyone to follow. Politics in Wildwood are all local. Each colony is free to set its own laws and to elect their own leaders. Since travel is so difficult between areas, few rule over more than one town at once. There is little internal conflict between cultures. Soldiers are badly needed to protect the people from the dangers of the wood, and wasting them in petty conflicts would mean death for a colony. What is more common are religious and spiritual leaders who set the moral tone for a culture without necessarily declaring laws or forming armies. The dovers and the elves in the wood are good examples of this, as both rule their affairs locally but take spiritual direction from far off in the sacred centers of their peoples.

The exception to this standard state of affairs is the border regions where the wood brushes up against the eastern edge of Penance. The towns here are easy enough to get to and from, as one may simply step across into Penance and ride along the border of the wood to get to the next town. Also, the potential and love for money in this region is far greater than in the rest of Wildwood. Most of the people here are not true woodsmen, but simply rashers from Penance that have invaded the forest to earn a quick fortune in lumber. The more of the border towns one controls, the richer one can get, and there is an incredible amount of conflict and warring between the various barons that control the settlements. The largest share of the timber industry belongs to a crafty and dangerous lunar by the name of Odreck Viminth who rules a broad patch of territory between the forks of the Tanais.


Chapter Five:
The Black Flock

The Seven may have made the Forge—and unquestionably rule the Forge—but they are not gods, not by any means. To say otherwise is blasphemy.

- Lady Salamis, Bloodlord and Zealot

The Flock are the seen—yet not understood—manifestation of all that is the Forge. They are the "four-horned feathered fowl" of the dark poem. They are those bound long ago to guard the seven citadels and to keep hidden the secrets of the Forge. They are also the ones that have populated the world of the Forge. Every animal, every plant, and every person has either been carried by the Flock or has descended from those brought here long ago. The Black Flock built the Forge by shaping its landscapes from visions of millions of other worlds, lands, and cities that they have spied though the eyes of their watchful black birds. Their domains are twisted and strange, with everyday things often warped, bizarre and reflected in form.

Within their own domain, a Feathered Fowl enjoys absolute freedom of movement and can appear or disappear from any point that they choose. When in another's domain, they must follow conventional means of travel (though spellcasting, flight, and other means of transportation are available to them). Each Feathered Fowl has access to a different set of planar gates, and hence each has an entirely different set of worlds and planes from which to take inspiration and to pull heroes into the Forge. As a result, a different set of races can dominate each domain.

The Black Flock does not generally take notice of political events within their domains, nor—with a few key exceptions—do they pretend to rule over them or to dictate the laws or to control anything that goes on there. Of course, the Flock still remain the figureheads of the domains and are held in great reverence by all the inhabitants of the Forge. Little escapes the eyes and ears of the Seven, and few care to ever deal with them if it can be avoided. The Flock are infamous for acting unannounced, whether to set up kings and rulers in a land from the outside or by slaughtering entire kingdoms at once.

The prime concern of the Flock is the development of individuals. They are the shapers of heroes and villains alike and can be both teachers and destroyers. The Black Flock does everything possible to cultivate the strong, the charming, and the clever. Oddly, their interest is seldom in natives to the Forge but rather those that have been drawn here.

In their efforts to build great men, the Seven often develop favorites. Those favored of the Black Flock typically show the most power or potential. Favorites are often gifted with great items and sometimes even receive help in their travails from their patron. Unfortunately, the Flock is fickle; they may grant a great weapon to only later cut off the hand that accepted it. Favorites who falter are soon killed or overthrown, and their gifts are taken and given to others

The Secret of the Flock

The council of gods destroyed the nameless god's worlds and all his creations. Even they could not destroy him, though, and were forced to imprison him instead. To prevent the god's escape, guardians for the prison were needed, but who would be willing to serve as guardian of an empty plane for all of eternity? As a solution to the dilemma, the seven most powerful of the god's creatures were bound as sentinels. These creatures were not mortals—nor were they gods—but simply ancient beings of great power. The Seven were gifted with some of the divine power of the council in order to effectively defend the prison, but were severely limited in their ability to use that power.

The Seven were also imprisoned for their own crimes, allowed to interact with the outside only through their avatars—numb puppets that could act as eyes, ears, voices, and hands, but which felt no touch, pain, pleasure, or joy. The Seven were bound to their prisons for all eternity—or until they could find one with greater power than themselves to act as guardian in their stead. This ensured the everlasting security of the prison.

Each of the Seven is bound to a great book in which their oaths are written in their own blood. Details of inflexible and complex rhetoric are documented in the tomes, explaining how each of the Seven may move and act. For countless ages the Seven served their time honorably, but they began to grow bored with their imprisonment. They began to desire freedom, even death. The Seven studied their books carefully. Over the centuries they found loopholes—conditions undocumented and unexpected by the gods who bound them. Free to act on these loopholes, the Seven began to scry into millions of other planes and worlds to draw inspiration, heroes, and artifacts. As they pulled these elements from other worlds they soon formed a world of their own around the prison: the Forge.

While the act of creating a world brought new stimulus and excitement to the Seven, it was done in the hopes of one day finding the *greatest of the grand* mentioned in the Great Oath that would allow the Seven to end their penance.

The main obstacle hindering the success of the Seven is that they are bound to defend their citadels with all their power against any invasion. In order to free a Feathered Fowl, one must reach the heart of its citadel. This means that the Seven are often forced to destroy their own favorites whom they have crafted to take their places. Another obstacle is the jealousy of the Black Flock. A worthy champion is rare, and competing Fowl can vie for the attention of a hero, destroying him in the process.

of promise. Why the Seven involve themselves in these pursuits is not known, and what they hope to gain by them is likewise a mystery.

Everywhere in the world of Forge are black birds—appearing as ravens or crows—that fly about and watch all that transpires. These birds are the spies of the Seven, acting as the eyes and ears of the Black Flock throughout their domains. The black birds are not unique living creatures, but rather separable physical extensions of the Black Flock that allows the Seven to be in thousands of places at once. When an event transpires that draws the full attention of a bird's master, others appear, and finally the birds all swirl together in a great swarm and form into one of the Feathered Fowl.

The Seven

Each Feathered Fowl is unique, yet all share the same general appearance and a few unusual features. The members of the Flock each stand around 8 feet tall and are humanoid in appearance. Each of the Seven bears four horns on his head; these horns are long and twisting and always sprout from a masked face. The masks differ and may show facial features, including the mouth, jaws, ears, or cheekbones—but they never show the eyes. Their faces appear gentle and mostly human, although their ears and eyeteeth are longer and sharper. Their skin is pale white in hue with a grayish tone to it. Each Feathered Fowl has a set of black feathered wings and a tail, although the shape and size of these features varies between individuals.

Each of the Seven dresses in a different way; some choose to wear very little while others cover all of their bodies in dark robes or armor. There is but one item that is always visible on a Feathered Fowl: the book of binding, an ancient, worn-looking, leather-bound tome covered with arcane symbols. These books vary in size and shape and even color to some degree. The books are as old as the Seven and contain the contracts by which they are bound. Each also bears a weapon of some sort, though these vary. A member of the Black Flock is nearly always accompanied by a number of his spies, the black birds.

While all of the Seven are bound by the same oath and share the same overall goals, each has its own personality, motives, and desires. The Black Flock are individually detailed below.

Barbello - The Mask of Fury

Barbello is a harsh mistress of war and destruction whose domain is Arena, a vast wasteland of sand and plundered mines. Barbello is the most ferocious and direct of the Seven, lacking some of the subtleties of the other Feathered Fowl. She has built her realm to create conflicts on a mass scale, battles in which she often is directly involved. Beneath the desert of Arena lies a mass of gold that Barbello uses as the fuel for her war machine. Barbello pulls vast armies into her desert realm, driving them against one another in battle after battle over the riches of the land until only the strongest and the smartest remain to fight on. She has little use for seeds with great wisdom or wit, but instead focuses her attention on the most brutal and strong of warriors. These are the souls that are driven to do Barbello's bidding, whether they are aware of it or not.

Barbello is the least patient of the Black Flock. Unlike the other Feathered Fowl that pull children into their domains, Barbello only takes those that are fully grown and



Barbello, the Mask of Fury

ready to wield a sword. She does not provide her citizens with shelter, food, advice, or even much in the way of explanation; she simply pulls people to Arena and then lets them sort things out for themselves. Barbello does not take favorites, although she often gifts warriors with powerful weapons after they have proven themselves in battle.

Barbello is also known for taking part in battles. Sometimes she chooses a side and fights for it, while other times she switches back and forth between sides. She has also flown down onto the battlefields and slain everyone involved. Barbello is not unbeatable, and her avatar has been slain more than once in recorded history.

Barbello dresses in full plate armor and a full helm, with none of her form showing. She wields a massive two-handed sword and is able to cut down a dozen men in one swing. Powerful armored wings sprout from her back, and four sturdy horns protrude from the top of her helm. Barbello's iron armor is tarnished and rusted, and its surface drips with tears. Barnacles and seaweed cling to her body, giving her an odd appearance like a recovered shipwreck. Barbello's voice is loud and booming, and she speaks with confidence and authority. She does not speak without a reason and is probably the least talkative of the Seven, generally preferring to let her sword speak for her.

Barbello's Secrets

In the last world, Barbello was the Bringer of War and the wrath of the nameless god. Her role has changed little from that time, except that she now takes orders from no one. Of the Seven, Barbello has the fewest secrets and the least complex motives. She longs for nothing more than to be able to leave the Forge and go elsewhere.

Barbello's attentions are focused on the Oath of Binding, particularly the phrase " *None less than the greatest of the grand, wielding at their side or in their hands not less than the grandest of the great, may ever aspire to break this fate.*" Barbello takes this to mean that only the strongest and most skilled of warriors with the most powerful of weapons may ever defeat her and take her place. To this end, she designed her domain to create, build, and refine warriors. She knows that in a world of constant fighting only the most powerful could survive and that eventually one will be able to free her of her duty. Barbello also searches the worlds for weapons—specifically the most well crafted, ensorcelled, and deadly that her spies can discover. These weapons are given to those who Barbello believes have the most potential to become the 'greatest of the grand.' Barbello also uses the power of her sifter to obtain powerful weapons from seeds that she believes are not worthy of them; these weapons are in turn given to other more proven warriors.

The gold in Arena was all taken from other worlds and laid down before Barbello brought the infamous red sand to her desert domain. The vast gold was intended to inflame people's greed to the point of violence. Barbello is pleased with her plan of escape and how it is coming along, and of the Seven she retains the most hope that her existence will soon change.

Barbello is on good terms with the other Feathered Fowl, particularly Israfel and Haiel. The three of them meet regularly at a place called The Throne located at the intersection of their three lands. When together, they trade treasures with one another, exchange news, and ponder the mysteries of their oaths. Like Haiel, Barbello has mixed feelings about the nameless god's return. Certainly such an event would mark an improvement for her over her current existence, and for this reason she assists Israfel with her plans. Deep down in her heart, Barbello simply longs to be free.

Bathkol-The Unanswered Question

Little is known about Bathkol, mostly due to the inaccessibility of his domain, the Kiln. This is the smallest domain of the Forge and surrounded entirely by the domain of Anvil. The Kiln consists of a high range of active volcanoes and a shallow sea area where a number of floating cities compete with one another for dominion.

Bathkol is much more cerebral and less physical than the other of the Seven and has created a very different sort of domain. Bathkol has adapted to life through an avatar by focusing more on abstract and intellectual pursuits. He spends much of his time in meditation and contemplation, deriving pleasure, peace, and wisdom through the landscape of the mind. The creatures that Bathkol pulls into the Forge are also intellectuals and aesthetes, and his reasons for pulling them are not the motives of the other Feathered Fowl, but an effort to learn from their efforts and wisdom.

Bathkol is reclusive and spends his time hidden away in Mt. Lemnos consulting, training, and meditating with the monks who live in the mountain city. Below the mountains in the shallows, a civilization has emerged without any of his assistance. The people here are the descendants of those that Bathkol pulled long ago when he still played the game of the Seven and before he mastered the realm of the physical, achieving enlightenment. In fact, Bathkol hasn't been seen by the people of the shallows in nearly a thousand years, and neither have his spies.

Bathkol bears a simple grace, and dresses only in plain cloth robes which hide his tail from view. His wings are small and folded back, and he does not bear a weapon of any kind. His face is aged and wizened, and a canvas sash is always tied around his head, covering his eyes. His voice is quiet and clear, possessing a soothing and peaceful tone.

Bathkol has not had any contact with the outside world for many centuries. Most who know of him believe that he has managed to elevate his mind to a higher plane of existence and that he has become a hermit, leaving his meditations only in situations where his oaths dictate action. Few believe that he will lie dormant forever. Most believe that he is hatching some great gambit from his volcanic home.

Colopitiron - The Dark Master

Colopitiron is not one of the original seven, but a clever thief originally named Annoxus who found his way into the center of the mirrored citadel at the top of the world and switched places with the original master of this land. His domain is Eclipse, a land of eternal night where stealth and trickery are the norm and where honor and brute force get one nowhere. Colopitiron is the only one

of the Seven that began his existence as a mortal and hence has a very different sort of character about him. Colopitiron is not as constant and standoffish as his fellows, but moodier and closer to his citizens. Colopitiron has experimented with many different ways of running Eclipse over the ages. Originally, he set himself up as emperor, and reigned with an iron fist over the domain. The responsibility quickly became tiresome and after a few thousand years he stepped down and let natural order take its course. Colopitiron's efforts these days are spent ensuring that no one holds sway over Eclipse; the only law here now is that all laws are outlawed.

Colopitiron is clever and cruel. He plays the role of the master thief in his land, taking whatever pleases him and doing whatever he feels. Colopitiron is the only of the Seven known to take mortal lovers, something he does quite frequently. Colopitiron takes an interest in the arts and even spends some of his time painting, sculpting, and composing songs. The art that he creates is of the highest quality, and it is widely sought after throughout the Forge, especially by the rich citizens of the city of Penance.



Colopitiron, the Dark Master

Colopitiron makes his home not in his citadel, but in a tower in the city of Baradume. The Dark Master's tower is not the foreboding mystery that the citadels are, but an open, airy building where the people of Eclipse are free to come and participate in the revels. Overall, the Dark Master gives the impression that he is quite content with his position and eschews the grim stoicism that the other Feathered Fowl have about their existence.

Unlike the rest of the Seven, Colopitiron is not focused on pulling heroes. Admittedly, a clever soul catches his eye now and then and he brings her into Eclipse, but mostly the Dark Master focuses on the weak-willed and the downtrodden—those for whom no one seems to care. These wretches are intended to be servants of the thieves and food for the vampires. Colopitiron does not pull powerful magical items and cruel weapons into Eclipse, but instead takes objects of beauty, priceless treasures, and works of art—objects for his beloved thieves to steal.

Colopitiron dresses in fine and stylish clothing, but is typically sparsely clad. His horns are small, and grow downwards, framing his handsomely featured face. A strange mask of beaten gold covers his eyes, and a pair of small artificial wings sprout from his back. A short furry tail rounds out his odd form, which for the most part is quite human. Colopitiron wields a pair of long fighting claws with various tools and blades sprouting from their grips. He also is known for the fine gem-encrusted gold jewelry that he wears, and rubies are a favorite of his.

Colopitiron's Secrets

Despite outward appearances, Colopitiron wants to be freed just as much—if not more than—the members of the Flock. The key is that the other six were immortal to begin with and are able to deal with the incredibly long passage of time much better than the Dark Master's mortal mind. Colopitiron also wasn't fully aware of what exactly he was getting himself into when he took the seat upon himself; the soulless existence of an avatar is not the future that he had dreamed.

Though over 50,000 years old, Colopitiron still thinks like a mortal and interacts with other mortals. The facts that the sensations of mortal existence do not affect him and that he cannot take physical pleasure of any kind are realities he keeps hidden. In fact, he does his best to put on a great show of hedony, taking lovers, imbibing strong drink, dancing and fighting, and other acts just so that all who behold him believe that he truly does love his position. Colopitiron figures that if people believe that he is happy that they will want to be him, and he hopes that another ambitious soul will desire his seat.

Colopitiron's only true pleasure come from his art, as sights and sounds still affect him as they used to long ago. He has become a great appreciator of beauty and style, and makes his opinions well known throughout his land. Those who seek his attentions could do worse than to spend time creating a masterpiece of some sort.

Colopitiron has changed his approach toward escape many times over the millennia. He originally became a tyrant hoping that the people would despise him and overthrow him, but the tediousness and falseness of it gnawed at him and he simply quit. He has experimented with Eclipse by forcing the establishment of nearly every style and type of social system imaginable just to see how the people would react, but he grew bored with that also. He has come to the realization that his position is beyond his control and that he is trapped here until fate decides to intervene.

Though no record goes far enough back to document them, the events in Eclipse before the coming of Annoxus are of some importance. The original Colopitiron was the

charioteer of the moon and bringer of night, and he originally created the land at the top of the world. Knowing that a conventional landscape would be too cold for a society to develop there, he built up the borders of the land to create a massive crater kept eternally dark by its steep walls and warm by its depth. Though the rust moon Zadkiel never sat within the crater, as many believe, it was created by Colopitiron and set by him in its vertical orbit so that the inhabitants of Eclipse could see it.

Colopitiron built a society of villains in the crater, populating his domain with the most heartless rouges and the most selfish and cruel of individuals. He did this not because he was particularly evil, but he felt that such rogues were power hungry and as likely as anyone to unseat him. He rationalized that he was actually doing the multiverse a favor by ridding so many thousands of worlds of their worst inhabitants.

Ironically though, it was not any of these villains that eventually undid him, but a boy from Penance. Annoxus was a rebellious youth that had been exiled from his land at an early age and left to wander the lost city. Annoxus survived by his wits and by an incredible ability to regenerate damage to his body. Annoxus earned a living as a bandit, raiding occupied areas of the city from his base in the Wrack. Annoxus was eventually captured by a merchant from whom he tried to steal. This merchant had a huge grudge against Sagramour, an infamous pirate from Eclipse.

Realizing the boy's potential, the merchant kept him hidden and trained him as courtier and an assassin. When he was ready, Annoxus was sent to Eclipse, where he was to track down the villain and poison him. As he sailed from Penance, however, the Queen appeared to him and presented him with the gift of a sword, "Unhowde on Black", which she insisted he would find use for.

When Annoxus arrived in Baradume, he discovered that the thieves of Eclipse were expecting him. Ambushed, Annoxus ran for his life but found himself cornered at the edge of the Mirrored Citadel. As the thieves approached to murder him, he stumbled backward through the impenetrable doors of the citadel, which shielded him from his foes. He picked his way through the maze, his skills keeping him safe from the many pitfalls, guardians, and dangers along the way.

Of course, his presence was not unknown. Soon, in a flurry of wings, Colopitiron arrived to defend his home. Colopitiron quickly broke the assassin's body, but not before Annoxus managed to deal him a deep gash with the edge of his sword. Angered, the Feathered Fowl tossed the assassin's crumpled form out of the citadel and onto the streets of Baradume. The body was recovered by Annoxus' enemies, and they were shocked to discover that Annoxus was still breathing. The boy was taken into custody.

Over the next few weeks, as Annoxus' body began to slowly mend itself, Colopitiron was slowly consumed by the wound, which grew larger and larger. Eventually, the avatar was destroyed and turned to dust. At the same time, Annoxus awoke—pained, unarmed, and weakened. His foes demanded that he show them the secret to entering the citadel and with few options remaining to him, he agreed.

Annoxus led the thieves to the Mirrored Citadel and again escaped them by stepping through the doors. Consigned to his fate, he sat down and awaited his death at the hands of Colopitiron. When after a few hours the creature did not show, Annoxus tried to find the back door in order to leave the place in peace. Due to the mad, twisting maze that made up the interior of the citadel, he became quickly lost, and instead found himself at its center, now unguarded.

A still figure stood before him, trapped in a single column of light. Curious, Annoxus stepped forward and reached out to touch the trapped creature. The moment his fingers brushed Colopitiron's flesh, the figure collapsed and rolled out of the beam. The citadel lurched as if in an earthquake had struck, and Annoxus was thrown forward into the light. In an instant, everything changed for him. He felt the weight of the ages upon his shoulders as the Oath of Binding wrought its magic on his soul.

Once freed, the original Colopitiron quickly took his leave of the Forge. For the last few dozen millennia he has been wandering from plane to plane, looking for peace and for a home. At first his travels brought him great joy and freedom, but as the years wore on he began to realize more and more that there was no place for him other than the Forge.

Colopitiron is a different person than he was before, and though he bears none of the powers of the Seven he still bears their knowledge and is no longer bound by the Great Oath. Colopitiron has rededicated his life to freeing the nameless god from his prison and restoring the Forge to its rightful state. In such pursuits he has been careful, knowing well that encroachment on the Seven may lead to them being compelled to destroy him. Currently the original Colopitiron is somewhere on the Forge, operating in disguise and with another name. The only beings who share his secret are Orif'elle, the Scourge of the Wind, and the mysterious Grey Stranger.

Haiel - The Blade in the Green

Of all the Seven, the hunter Haiel is the most indifferent to the plight of his subjects. Haiel's domain is Wildwood, covered over entirely by forests, woods, and jungles. Haiel's persona is more like that of a beast than that of a man. Unlike the rest of the Seven, Haiel takes some pleasure in his existence and delights in the thrill of the hunt. Haiel rarely participates in the hunt himself, but acts as an observer and overseer, pulling vicious and foul predators and throwing them together with bold explorers. Haiel pulls people into the world for immediate gratification; those who put up exceptional chases are rewarded with their lives as well as a gift from Haiel and then are set adrift in Wildwood to find their own way in the wilderness.

In addition to hunting individuals, Haiel loves to test societies as a whole. Haiel often observes a culture on another world for a while. If he finds it interesting, he begins the process of duplication of one of their cities in a strange reflection of the original. When the structure is complete, artifacts are brought in, one by one, until the city is ready for inhabitants. Haiel populates the city in an instant, bringing people from all over the culture and

throwing them together. Once the people have become accustomed to their new home the test begins, and the strength of Wildwood is unleashed upon the city. The plants begin to encroach, and the beasts roam through the town, looking for prey. Haiel watches the whole string of events with much interest, curious to see how the culture will adapt, fail, or conquer. Only the societies that learn to adapt to the Wildwood and live in harmony with nature survive—those that do not are destroyed. As a testament to the power of Wildwood, its forests are filled with the half buried ruins of lost and forgotten cities.

Haiel is a tall and sinewy figure, humanoid except for a pair of black feathered wings, two sets of powerful horns, and a sleek barbed tail. Barbs and quills poke out from his flesh in some places, while in others the skin is parted revealing the powerful muscles beneath. His nails are long and sharp, and he has no visible hair. Haiel wears a strange birdlike mask that covers his face and dresses sparsely in skins and hides. He carries a great spear with him that he uses to strike down all who challenge him. Haiel's voice is not soft or beautiful like the Queen's, but harsh and growling like that of some snarling beast.

Haiel sees himself as the most dangerous creature in his domain. On occasion, when a creature has proven itself a true challenge, Haiel hunts it personally. In such a case, Haiel limits himself to conventional movement, tracking the creature through the wood without the use of his spying birds and fighting it alone once he has cornered it. It is unknown whether Haiel ever loses such conflicts due to the remoteness of the area.

Haiel's Secrets

In the world now gone, Haiel was the Defender of Nature—friend of the druids and protector of the forest. Now, though his surroundings have changed little, his attitude is quite different. Haiel is the only of the Seven that has come to terms with what happened long ago and is content with his lot in life. Haiel defends his position out of a desire to keep it, not from a compulsion to do so. Haiel is on good terms with the other six Feathered Fowl and understands their plight. He refrains from killing their heroes outright when they venture into his land and even assists the other six in shaping them. Haiel has adapted to acting through an avatar by developing a taste for vicariousness, allowing other creatures to do the hunting

Haiel, the Blade of the Green



for him and taking pleasure in the spectacle created. Haiel has also grown used to being his own master and is not sure how he feels about the possibility of the nameless god being freed.

Haiel's spies search amongst the stargates for the most ruthless and vicious predators and monsters available. Once Haiel has found a monster, he then looks for prey, watching the distant worlds for victims. Haiel prefers to pull braggarts as his prey, giving those who wag their tongues a chance to prove their words. Haiel usually pulls either a single victim or a small group of a few souls. Haiel also looks for dangerous plants and natural hazards that he can incorporate into the wood to make the chase more dangerous and exciting. Haiel's time, when he is not pulling creatures or plants, is spent building cities and watching his predators track, stalk, and kill their prey.

Israfel - The Queen of Penance

Israfel's domain is Penance, originally simple plains and grasslands but now the home of a massive complex of cities and the most heavily populated area of the Forge. Israfel, often referred to simply as the Queen, is the only one of the Seven that possesses a title denoting a rank of any kind. Israfel is the only Feathered Fowl that has laid down lasting laws over her domain, so the title does seem appropriate. Israfel holds sway over the cities of the plains with a set of skeletal—yet absolute—laws. Few challenge the rules of Penance, as Israfel personally slays all those found to be in violation of them. Israfel is a formidable opponent, and in recorded time no one yet has been able to stand against her.

Though technically the ruler of Penance, Israfel remains mysterious, solitary, and aloof. With the exception of those she pulls into the land and those who break her laws, only a few favorites—the overlord Nich Belus, the bard Odyar Khan, and the delver Ness Panthus—are ever graced with her presence. Although some take the queen's withdrawn nature as a sign that Israfel does not take much of an interest in what goes on in Penance, this is quite far from the truth. Israfel's black birds are ubiquitous throughout Penance, monitoring all important events and watching for violations of law. In fact, a few of her favorites have been gifted with a single black bird to keep as their own, allowing the Queen to monitor all that befalls them.

Israfel cuts a tall and slender figure, similar in form to a human female. She bears a long tangle of raven hair and a large pair of black feathered wings. Israfel clothes herself in fine and flowing silken robes, which match well her light, delicate wings. Four long horns sprout from her head and curve upward toward the sky. Her face is unadorned except for a taut blindfold that covers her eyes. She wields a strange harp which not only unleashes a different magical effect for each song played upon it, but doubles as a weapon. Also bound to her side is her book of binding, heavy and cumbersome. Israfel's feet never touch the ground and are never seen, remaining covered by her long skirt at all times.

Israfel's favor is courted by many millions of souls in Penance, but few ever pique her interest; those who do find that her attentions are often fickle and sometimes more of a curse. Israfel chooses her favorites based entirely on character, selecting those whom she thinks have the potential to complete her plan for the Forge. The Queen doesn't necessarily inform those she has selected; the hero simply receives her attention.

Israfel assesses the skills of her favorites and constantly drops them into situations to test and improve their weaknesses. A great fighter may constantly find himself in delicate social situations or tense negotiations. One who is a master of words may awaken one morning to discover a mindless and hungry beast in his chambers. Many of her favorites do not survive the tests that the Queen sets for them, but she rarely shows remorse. Some favorites—especially those who become self-obsessed or indulgent—are dropped or killed by the Queen. Even those that Israfel is most enamored of are eventually physically assaulted by her avatar form once she has run out of tests and lessons for them.

Israfel's Secrets

In a time before time in the world now passed, Israfel was the keeper of all knowledge and wife of the nameless god. Though relations between gods are complex and often fraught with enmity, Israfel and the one god had what was as close to a true love as mortals can understand. Israfel misses the nameless god terribly, and of all the beings on the Forge she most desires his release. Israfel is tireless in her pursuit of finding a creature who can break the Great Oath and takes no pleasure or joy from her existence, viewing the entire world as a test of her faith in her lover.

Israfel was the first of the Seven to come up with the idea of studying the oaths for loopholes and weaknesses and of using the words of the Great Oath as a tool to crack apart its spirit. It was Israfel that discovered the stargates and the ability to visit other worlds and to bring back pieces of them with her. Israfel instructed the Flock to build a world around their floating citadels. Israfel first conceived of the idea of the Forge, where heroes would be created and shaped and where one strong enough to break the chains of the world could be made.

Israfel realizes the complex position she has created. Unlike the other Feathered Fowl, she is not merely looking to escape the responsibilities of her guardianship. Instead, she desires to use her power and knowledge to bring about the collapse of the Great Oath. She has hidden this driving desire from the other six Fowl while she ponders her own oath, looking for more loopholes. The possibility of destroying the citadels by not replacing its guardian is one that she has considered, although testing the theory is a delicate matter. It requires giving up her power in the hope that the hero that comes to replace her does not desire it himself. And such a plan still requires one worthy enough to break through her defenses.

Israfel searches the worlds for those heroes that show force of personality. Those who do best in the great city are not those who survive by brute strength alone, but those who are able to manipulate their fellow citizens with words and subtlety. Those with ambition, charm, wit, will, charisma, and the desire to succeed and command are most apt to conquer, and so are the ones that attract the attention of the Queen.

Nemamiah - The Leper

Nemamiah is the oldest of the seven and guards the frozen and dying realm known as the Vault. The Leper is mystical and secretive and with the exception of Bathkol is the most rarely seen of the Feathered Fowl. Nemamiah is also probably the most misunderstood of the Seven, widely feared across the Forge and labeled as evil. Some call Nemamiah the devil of the world, while others refer to him as the eater of life. These conceptions spring mostly from Nemamiah's affinity and employ of the undead, his appearance, and the frozen, lifeless nature of his land.



Nemamiah dresses in rags like a leper, with parts of his body exposed by the tatters that show dirty, festering sores and rotting skin. He is stooped and leans heavily on a twisted staff for support. A set of four long and twisted horns adorn his head, and he wears a mask of bone over his face. His rotten wings no longer bear him aloft, although his powerful magic still allows him to fly. Nemamiah's heavy book is attached by a lengthy chain and drags along on the ground behind him along with his rotten tail, which hangs limp and useless.

Nemamiah is the master of the Warlocks, a collection of powerful and mad wizards and alchemists that spend their time engrossed in study of ancient and forbidden lore. The Warlocks are the creators of artifacts, objects so powerful that they may never be duplicated. Nemamiah pulled all of the Warlocks to the remoteness of the Vault where they are able to do their work in peace. The Leper also built their mausoleums and provided them with equipment, servants, and libraries. As a barrier between the Warlocks and the rest of the Forge, Nemamiah has created a wide swath of frozen terrain swarming with hordes of mindless undead horrors.

Nemamiah's spies search other worlds for the most crazed of hermetics and necromancers and bring them to the Vault. Nemamiah sets a Warlock up with the perfect laboratory, then lets him work until he creates something of incredible power, at which point the Leper kills him takes his creation for himself. In addition to the Warlocks, Nemamiah pulls mindless undead creatures of all sorts to serve as servants for the Warlocks and to further bolster the barrier that protects them from the rest of the Forge.

Nemamiah's Secrets

Nemamiah was the Charioteer of the Sun, but one could not guess this by looking at him now. Unlike the rest of the Seven, Nemamiah wants nothing more from his existence than to die. Such an event is impossible for him, though, and he trudges on from day to day, slowly losing hope and becoming more and more withdrawn. The Leper pulls the Warlocks in the hope that one of them will come across a secret or create an artifact that will allow him to be destroyed. He stows the artifacts in the Spike, knowing that a tower filled with thousands of artifacts is more than enough to drive ambitious men to enter, forcing a confrontation that may very well end in his own demise.

When the Forge was new, the Vault was a lush land, heated by a series of giant mirrors that Nemamiah constructed to reflect the rays of the suns toward the South Pole. The Vault was once known as Glimmer, land of eternal light. Nemamiah pulled creatures and people that loved the sunlight, with bold hearts, strong bodies, and exuberant personalities. Glimmer rivaled Penance in its sophistication and it culture. Desirous of freedom, Nemamiah was too generous to his favorites, and one particular power-hungry madman in particular was given gifts far beyond his ability to use.

Pandora was a villain of the worst kind—treacherous, cruel, and full of hatred. He was born horribly deformed and was unwanted, un-



Orif'elle - The Scourge of the Wind

Orif'elle presides over the domain of Anvil, a high mountainous region under constant assault from the elements. Rain, lightning, tornadoes, hurricanes, sandstorms, and earthquakes terrorize the population of this wild land. For the most part, Orif'elle ignores the bulk of the population of Anvil and focuses her attentions on a small but powerful group known as Stormbringers. The Stormbringers are seen as an egotistical exercise on the part of Orif'elle, as she pushes them toward eventually becoming copies of her—dangerous loners living high above the world who can manipulate the winds and the storms.

Orif'elle is noticeably different than the other members of the Black Flock in her appearance. While similar in form—having four-horns, wings, and a tail—her feathers are snowy white and her spies are not black birds, but white albino ravens. Orif'elle is a wild-looking woman, typically unclad except for various woads, body paints, and fetishes. Her enormous wings sweep up behind her, making her the only creature able to take to the air easily in the tumultuous land. A small silver mask covers her eyes and keeps back her flowing white hair. Two silver sickles glimmer in her hands. Orif'elle's voice is beautiful and terrible at the same time, soft—yet with an unearthly tone to it that is both captivating and intimidating.

Orif'elle spies seek out those that show promise and desire to shape and control the earth and the elements. In addition, Orif'elle scours the worlds for colossal creatures of tremendous size and stature, whether they be humanoid, insectoid, overgrown beasts, or fantastic abominations. Orif'elle has a passion for these creatures and scatters them throughout her domain to the displeasure of the natives.

Orif'elle is probably the least approachable of the Seven. She stays apart from her citizens, never even touching the ground where one might hail her. She remains aloof and impressive, often showing herself with hair and feathers violently twisting in the center of the worst storms of Anvil. Orif'elle does not directly attack the citizens of her land, although she is quite able to defend herself. Neither does she offer gifts, excepting to her Stormbringers.

Orif'elle is occasionally known to destroy parties or caravans trying to make their way to the Kiln, a land that she seems to try her hardest to prevent anyone from

loved, and despised by all those around him. Nemamiah hoped that Pandora would use the gifts to wrest power from him. Pandora had other plans, however, and as revenge on the world that he felt had wronged him he shattered the great mirrors, freezing the land over in a matter of days. Glimmer's civilization was destroyed and millions of creatures perished.

This event is what broke Nemamiah's will. Left with a frozen land and millions of corpses, Nemamiah changed. He no longer hoped for freedom, but instead planned only a complex and elaborate form of suicide. Nemamiah breathed a semblance of life back into the corpses and saw himself as one of their brethren—not quite dead, yet still not fully alive. Once the corpses were raised, Nemamiah renamed his land the Vault and began converting the remains of his once beautiful land into a series of enormous and grand mausoleums. It is not known what became of Pandora after the catastrophe. Some say he destroyed himself along with the others, yet some believe him to be still alive in some form.

reaching. In fact, Orif'elle is probably the main reason why so little is known about Bathkol, her neighbor in the center of her domain.

Orif'elle's Secrets

Orif'elle is the youngest of the original Seven, although far older than the current Colopitiron. Orif'elle is actually the daughter of Israfel and the nameless god and has strengths and power far above the others. She also is the only member of the Black Flock whose avatar can receive a semblance of sensation, although only the strongest of sensations—the raw power of the wind and the elements—can be felt. In the world now gone, Orif'elle was the Bringer of the Storm, a role she continues in her present existence.

Orif'elle is still quite devoted to her father. She has always believed that the breaking of the Great Oath is an impossibility as things currently stand, and her efforts are geared toward another taking her place so she can leave her prison. As long as she is bound by the Oath, her divine powers are mostly blocked. She believes that if she is freed from the Oath her full powers will be restored and she could then break the Oath of Binding.

To free herself she created the Stormbringers, beings that she specifically selected for what she perceived as their potential and desire to take her power. The society of the Stormbringers was specifically built around the key element of elevation denoting rank so that all Stormbringers would desire most of all to take her citadel from her. The natives of Anvil were brought in to provide a supply base for the Stormbringers, allowing them access to food, goods, and services. The giants of Anvil were an afterthought—adversaries and tools for her students to use against one another.

Something subtle has changed about Orif'elle over the last few centuries. She has increased the rate in which she pulls in Stormbringers and giants and has become more generous with her gifts to them. Most of all though, she seems much more alive and less like a prisoner serving out a sentence. Those who approach her citadel note that she defends it with fire and vigor. The general belief is that she has acquired something akin to hope.

The Avatars of the Seven

The true bodies of the Seven are locked away in their citadels; all interactions that the Black Flock have with the outside world are handled through their avatars. The avatars are able to move about freely on the Forge and are able to pass through the stargates to visit other worlds. The avatars are by no means weak and actually possess certain powers that even the true forms of the Seven lack. The avatars of the Seven also serve to give them a secured immortality; if an avatar of one of the Seven is ever slain, it reforms again within a day's time.

All of a Feathered Fowl's consciousness is bound up in its avatar, as its true form has been set into a state of eternal sleep. When a Feathered Fowl's avatar is slain, it is resigned to a dreamlike state until a new body is formed for it to control. The avatars serve as eyes, ears, mouths, and hands of the Black Flock, allowing them to protect their citadels and to populate the world of the Forge. The powers of the avatars are divine in source and are nearly limitless. The avatars were originally created solely to guard the prison of the Forge and its inmate to ensure that he should never escape.

Ironically, the chief tool that the Seven use to bring things into the plane was originally intended to allow them to do precisely the opposite. Invaders to the plane that were too powerful to be fought were supposed to be transported by the Seven out of the plane through the gates to other worlds. The bindings prevent creature from leaving the plane, however, so this power isn't one that can be used in an instant.

Though on the surface it would appear a blessing to be one of the Feathered Fowl and to be able to act through a powerful and disposable body, all is not what it seems. The Seven, though they appear free, are in truth imprisoned for their crimes and the avatar that they act through is numb, unable to experience pleasure or pain. A Feathered Fowl controls its avatar much like a performer controls a marionette. Though a Feathered Fowl can see through the eyes and hear through the ears of the avatar, no other senses are passed through the link.

Upon the death of an avatar, its body crumbles to dust. Even the ancient books that are bound to their sides are simulacrums—avatars of the true books—and disintegrate when the avatar is destroyed. When the avatar is destroyed, all of its feathered spies crumble as well. Only the weapons of the avatars are real and can be recovered by victorious challengers. The Seven are not bound by Great Oath to affect retribution on the slayers of their avatars, and most often they do not unless their citadel is threatened or challenged.

Powers of the Avatars

The powers of the Block Flock are great, however each member is absolutely bound by the text of its Oath. Each member's Oath is slightly different, although all include the text of the Oath of Binding. Beyond the great oath, each member has its own specific duties, obligations, and rules which are outlined in their individual books, and known only to them.

The avatars' physical game statistics vary from one member of the Flock to the next. See Israfel's avatar, detailed below, as an example of their full abilities. The following powers and limitations apply to all of the Seven:

- Avatars are protected from harm and from magic by divine powers. All receive Damage Reduction of at least +4/50, Spell Resistance of at least 36, a potent natural armor protection of at least +20, and a +5 resistance bonus to all saves.
- Avatars are able to quickly heal damage to their bodies and regenerate injuries. Avatars have at least Regeneration 5 as well as Fast Healing 5.
- Avatars exist simultaneously in both the Ethereal and Material planes and are able to fully interact with creatures and objects on both planes.
- Avatars see all things as through *true seeing*.
- Avatars can communicate with all things regardless of language.
- Avatars have their alignments permanently obscured by powerful divine forces. There is no

way do discern a Fowl's alignment other than by observing its behavior.

- Avatars are immune to any and all fear effects, including intimidation.
- When in its home domain, a member of the Flock can *teleport at will* to any other location also within the domain. When not in its home domain, it must move normally.
- Avatars have several thousand black birds that can act as observers for them. Each of the birds may be merged with the avatar, or split off, at will. When in their home domain, the black birds can teleport at will to any location also within the domain. When not in their home domain, the birds must move normally (by flying, walking, or swimming).
- An avatar can see through the eyes and ears of any of its birds. Birds are self sufficient and are only used as observers. When they find something interesting, they alert their master telepathically that there is something to observe. The birds see as their masters do, with permanent *true seeing*.
- An avatar can instantly teleport to the location of any of its birds as long the bird is in its own domain, a grey border, or in one of the planes linked to its domain through the stargates.
- An avatar can enter the domain of another Feathered Fowl, although it may not use its natural *teleport without error* ability. All of the Seven have wings and can fly.
- An avatar can take foreign matter with it when it teleports. This matter may be living or not, and receives no save against the power. On the plane of the Forge, this power is always successful. When taking matter from another plane a deity may intervene to prevent it from functioning.
- When pulling matter, an avatar may employ a process known as the Sifter, whereby it can take some of the matter into its own possession, as well as transfer some of its possessions into the matter.
- Avatars are bound by the Great Oath to keep the secrets of the Forge. These include the existence of the prison and the nameless god, the purpose of the Oaths, their reason for guarding the citadels, their ability to be replaced, the existence of all previous worlds and inhabitants of the plane, and the contents of the citadels.
- An avatar must protect its citadel from breach, slaying or removing any living creature that enters, except for its fellow Feathered Fowl.
- An avatar must destroy completely anyone that enters the central chamber of its citadel. Members of the Black Flock are bound against entering another's central chamber.
- Avatars are bound by Oath from the physical act of destroying their own avatars or the avatars of other members of the Black Flock.
- An avatar must obey all other rules and limitations listed in its personal book.

The avatars are merely the physical representations of the Feathered Fowl that they represent, figments of divine thought that travel through the multiverse and seek escape from the Great Oath. Creatures that manage to destroy one of these figments are warned that the true power of the Black Flock rests in the citadels of the domains in which they reside. While few are powerful enough to destroy an avatar of the Seven, doing so in no way indicates



Israfel's Avatar

that removing the Feathered Fowl from its citadel will be an easy task. Tasks and challenges of great danger await in the citadels of the Seven.

Israfel's Avatar

Female Feathered Fowl
Medium-size Avatar (Equivalent to an Outsider)
Hit Dice: 30d8+300 (540 hp)
Initiative: +15 (+15 Dex)
Speed: 50 ft., fly 120 (perfect), swim 40
AC: 43 (+18 Natural, +15 Dex)
Attacks: Bladeharp +45/+45/+40/+40/+35/+30/+25/+20 (crit 15-20,x2), or fist +40/+40/+35/+35/+30/+25/+20/+15
Damage: Harp 1d8+17, fist 1d3+12
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Harpsong, pull, spells
Special Qualities: Avatar, Bardic Abilities, DR 50/+4, Fast Heal 5, Regeneration 5, Resistance, SR 36, Truesight, Truespeech
Saves: Fort +32, Ref +37, Will +34
Abilities: Str 35, Dex 40, Con 30, Int 40, Wis 35, Cha 50
Skills: Alchemy +23, Animal Empathy +28, Appraise +43, Balance +23, Bluff +28, City Lore +45, Climb +20, Concentration +21, Decipher Script +23, Diplomacy +53, Disable Device +30, Disguise +25, Escape Artist +23, Forgery +23, Gather Information +53, Handle Animal +24, Heal +20, Hide +33, Innuendo +30, Intimidate +38, Intuit Direction +20, Jump +13, Knowledge (arcana +48), Knowledge (religion +38), Knowledge (music +30), Knowledge (nature +33), Listen +45, Move Silently +33, Open Lock +23, Perform +53, Pick Pocket +23, Read Lips +33, Ride +18, Scry +33, Search +48, Sense Motive +45, Spellcraft +33, Spot +45, Swim +28, Tumble +20, Use Magic Device +28, Use Rope +20, and Wilderness Lore +24.
Feats: Ambidexterity, Deflect Arrows, Exotic Weapon Proficiency (Bladeharp), Improved Critical (Bladeharp), Improved Two-Weapon Fighting , Improved Unarmed Strike, Power Attack, Two-Weapon Fighting
Organization: Unique
Challenge Rating: 30
Treasure: The Queen's Harp
Typically Equipped Items: Book of Binding, The Queen's Harp
Available Spells: (DC 30 + spell level; caster level 20; 6/10/10/10/10/9/8)
Known Spells: 0 — *detect magic, mage hand, mending, read magic*; 1st — *charm person, erase, identify, unseen servant*; 2nd — *blur, locate object, hold person, obscure object*; 3rd — *charm monster, displacement, scrying, wind wall*; 4th — *break enchantment, legend lore, locate creature, modify memory*; 5th — *control water, false vision, greater dispelling, mirage arcana*; 6th — *control weather, geas/quest, permanent image, programmed image*.

Description

Avatar (Ex): The Queen of Penance acts through an avatar, receiving all of the powers and limitations mentioned in the Powers of the Avatars section above.

Bardic Abilities (Ex): Israfel has access to the Bardic Music and Bardic Knowledge abilities as if she were a bard of 20th level.

Harpsong (Sp): Israfel can use the magical song properties of her harp to damage her opponents. See the *Queen's Harp* for details.

Pull (Su): Israfel can use her *pull* ability to her advantage in a fight. She is not bound by the Oath to use this ability when in combat and therefore rarely uses it when fighting an opponent. With this ability, Israfel may *teleport* away from a fight, take the fight to another location—

Secret of the Gray Stranger

The Grey Stranger is an avatar of the nameless god, although in a severely weakened state. The cracks in the prison that hold the god are tight, and only a small amount of his consciousness is able to escape in the form of the Stranger. He is unable to exhibit any form of beauty or terror and is entirely unable to affect the world physically, interacting like a hologram—a mere reflection of form. Like the Seven, the god is bound but is held with much more strict and powerful Oaths and Bindings than the Feathered Fowl. The Stranger has had his name destroyed and is unable even to create a new one.

He is unable to speak or relate any information that he knew before he was bound. This includes information such as the names of the Seven, his moral beliefs, and any other useful information. If speaking about the Feathered Fowl he may relay only their present actions and refers to them only as the watchers of a particular domain.

Because of his bindings, the Stranger is only able to relay information that he has heard from other travelers over the last 50,000 years. He may know the location of a digging site in Arena, how to find a secret tunnel leading into a Bloodlord's palace, or the powers and history of a particular artifact or item. His knowledge is very spotty and many holes can be discovered by an astute observer.

Much of what he relates is even false, as many a traveler has embellished the tale of her heroics or even made it up entirety. The Stranger's motivation is solely to free himself from his prison. If he learns of any way to undo the Oath of Binding, he passes on the information as a suggestion to those that pass his way. The Stranger is an excellent judge of character and is able to size a person up in an instant. The suggestions and advice that he gives are designed to help push the listener toward fulfilling their own potential.

such as into outer space or the bottom of the sea—obtain reinforcements, disarm an opponent using the Sifter, or simply to close with an opponent.

Resistance (Su): Due to her divine protection, Israfel receives a +5 resistance bonus to all saving throws.

Truesight (Su): Israfel receives the permanent effect of the spell *true seeing* at all times.

Truespeech (Su): Israfel can understand all languages, and her speech can be understood by all who hear, regardless of whatever languages they know.

Spells: Israfel can cast spells as if she were a 20th level bard.

The Queen's Harp (Greater Artifact): The Queen's Harp is an item of ancient origin and unknown make, thought to be the weapon of some long dead god. It is an enchanted bladeharp, an exotic double weapon often used in Penance. The harp is a +5 *keen, vorpal* weapon which exists in both the Ethereal and Material planes simultaneously, allowing it to strike incorporeal creatures as well as ethereal ones. The harp is also indestructible and cannot be damaged by mortal means. The true magic of the harp is its use as a musical instrument. The strings of the harp each produces a different magical effect. When a chord is struck, a more complex magical effect is generated, and if a song is played great magics are released.

The harp may be used to simulate the effects of nearly any spell if the correct song is known. To discover an appropriate song, both a Knowledge (arcana) and a Knowledge (music) check must be made, both at a DC of 20 plus the level of the desired spell. Once a song is known, it may be written down like ordinary music, and anyone who can read music and is proficient in the harp is able to follow it. To play the harp, make a perform check (DC equal to spell level of desired effect times 10). If the check is successful, the spell is cast. If the check is failed, or the harp is played at random, a random effect occurs (roll d8):

Result	Effect
1	No effect
2-3	Wielder takes 1d20 sonic damage per level of attempted spell (Fort save (DC 20) for half.
4-7	An entirely random spell is cast (GM's whim)*
8	All creatures within earshot (including wielder) must make a Fort save (DC 25) or die.**

* A successful Knowledge(music) check (DC 10 plus spell level) may be rolled by the wielder to remember the song he played to produce a particular random effect, allowing him to add it to his repertoire.

**The specific song to produce this last effect, that of mass death, is known to the Queen, and she has been known to play it on occasion, though she must *deafen* herself with the harp first so as not to risk slaying her own avatar.

Weight: 20lbs.; *Caster level*: 20.

The Grey Stranger



The Grey Stranger

A strange terrain has developed at a few of the borders between domains, an unnatural landscape filled with fog and mist where all color seems to fade. These areas are small—perhaps a few yards across—and bear a distinct lack of life. Such grey borders are rare, although constant and unmoving. There are several such border areas adjacent to Penance; a handful, perhaps a mile long each, are scattered along the borders with Arena and Wildwood. Only one is located in a well traveled area, the place where the northern arm of the Xanthus crosses into Arena.

These border areas do not seem to have any special properties, nor do they prevent anyone or anything from passing through them. The theory is simply that they are cracks between the domains, areas outside the sphere of control of any of the Seven. Some people have tried to take up residence in these areas, and a number of the grey borders have structures built in them. The grey borders were not always present on the Forge, but first appeared after the first Great Eclipse, when the seat of the domain of Eclipse changed hands.

The only real item of note regarding the border areas is the occasional presence of an individual known only as the Grey Stranger. The Stranger appears human with rather ordinary features and is always dressed in fine—yet entirely grey and dull—clothing. The Stranger has never been known to harm anyone, but instead attempts to hail travelers that cross the borders in order to speak with them. He always asks for news and for tales of one's exploits and pays close attention the speaker's stories. The Stranger seems to know many things about the Forge and often interjects with interesting facts or pieces of advice. Some believe that he has some mild precognition, but wiser men note that nothing he says couldn't have been discovered by an observant soul spending many years listening to travelers' stories.

The Stranger never gives his name and does not refer to himself at all, not even as the Grey Stranger. If asked direct questions about himself, he is very dodgy and always manages to avoid answering. No spells, magics, or powers have an effect on the Stranger. If attacked he simply disappears—not into the ether like a ghost, but simply vanishes from existence.

The Seven Citadels

At the heart of each of the seven domains stands a massive fortress. These fortresses are massive and flawless structures. Those who study such things say that the fortresses are older than the planet of the Forge itself. These citadels are the center of countless rumors, mysteries, and legends. The only firm fact that is commonly known about them is that they are the homes of the Feathered Fowl. No other living creature is known to inhabit them. In fact, no one ever goes in and out of the citadels.

Gaining entrance to one of the citadels is not a trivial matter. The doors do not open and have no visible locks; some of the seven citadels do not even have doors at all. The citadels are barred from entrance by magical means; one cannot simply *teleport* into a citadel or create a *dimension door* to pass through the walls. The citadels cannot be entered by physical force either; the walls will not yield to any blow, no matter how powerful. Even the windows that grace the walls of a few of the citadels may not be breached; only light is able to pass through them.

It is not the case that no one ever enters the citadels—there are plenty of rumors and stories of someone finding his way in, it's just that no one ever comes out again. The rare few that do enter these structures rarely understand how they got into the citadel; they simply passed through the doors. Once every few generations, a lucky adventurer finds his way into a citadel and manages to escape from it with his life, telling tales of wild horrors and powerful magics. Within a few days, he is found and destroyed by one of the Seven.

Secrets of the Citadels

Each of the seven citadels of the Forge is a lock, keeping shut the prison in the center of the plane. Each citadel is a twisted maze of deathtraps, guardians, arcane runes, and clockworks. At the very heart of each one is a small column of pure energy with a single figure suspended motionless in the center. This figure is the true body of one of the Seven. The inherent magics of a citadel serve to generate the resident's avatar and the powers of the guardian, while the life force of the body suspended in the light is the bond that holds the Oath together and the lock of the central prison shut. If the body is ever touched by intelligent, living flesh, it tumbles out of the shaft and awakens. The one who touched it is then bound there as the new guardian, with all the powers and limitations of the old.

Entrance to the citadels requires the possession of a unique key, knowledge of which has passed from this world. Even the members of the Black flock, who bear a copy of the key, may not enter any citadel other than their own. The Seven need not necessarily slay an intruder outright, but may simply attempt to remove him from the citadel by force. Creatures without intelligence scores—such as some constructs, vermin, plants, oozes, and undead—are not barred from the citadels and are often employed therein as guardians. The Seven are more strictly bound to protect all knowledge of the figures in the centers of the citadels. No creature other than the avatar itself is allowed to enter the central chamber of one of the citadels. A Feathered Fowl is bound by his Oath to slay anyone that has committed such a trespass.

Though the great oaths that bind the citadels were carefully woven and precisely worded, they bear one important loophole that, although still unknown, is worth telling. The body in the column is still somewhat vulnerable to harm. If lifeless material, such as the blade of an axe, is used to snuff out the true life force of the body the guardian will die and the citadel will begin to unravel. Due to other defenses around the Seven, it's unlikely that this blow could be dealt during a pitched battle. But it could most certainly be accomplished once the internal defenses of the citadel had been dealt with.

Anyone that steps into the empty column of energy before the citadel is fully destroyed can restore the wounds of the citadel and become the new guardian. However, if the column remains unoccupied for more than 60 seconds, the citadel will crumble to dust, leaving its corresponding domain uncontrolled and accessible to the avatar of the Grey Stranger. If all seven citadels fall, the prison of the Forge will be shattered completely and the god will be freed in all his glory and wrath. What this would spell for the lands and the inhabitants of the Forge, none may venture to say.

Citadel Details

Each citadel is different in its material and outside appearance, as well as in its interior. The seven citadels are icons of the world of the Forge, and their forms are easily recognized by anyone that has lived on the planet a while. Each of the seven citadels is described in detail below.

Anvil

Constantly adrift in the skies above the mountains and seas of Anvil, a silver castle floats high above the clouds, untouched by wind and weather. This castle is the citadel of Orif'elle and is the only one of the Seven not anchored to the Forge. The citadel itself is elegant and beautiful, with narrow towers, pinnacles, and minarets and delicate ornamentation. Many slits and windows cut through the walls of the citadel, as well as a tall silver pair of doors. The movements of the citadel are unpredictable and erratic, thought to be directed solely on the whims of the Scourge of the Wind. Inside, the citadel is delicate and full of splendor, with ancient and fanciful furnishings and fine works of art. The citadel is said to be guarded by the vigilance of the elements themselves, both by the winds of the sky and the waters of the storm.

Arena

In the murk of the Sea of Tears, a gigantic rusting iron fortress steeped in silt and moss lurks deep in an undersea rift. This is the citadel of Barbello, the Mask of Fury. The depth of the fortress hides it from the view of all but the most resourceful, determined, or insane. The fortress is several miles across and fashioned without seams or joints. It is graced by hundreds of towers of all shapes and sizes, and many wings and battlements can be seen by those intent enough to spend some time investigating the exterior. A huge iron gate, 500 feet high marks the impassable entrance. Inside, the citadel is a maze of corridors, chambers, and stairways, guarded by foul enchantments and hungry, mindless oozes. It is said that the greatest weapons ever created lie inside, hidden away for all eternity.

Eclipse

At the precise north pole of the Forge a solid obsidian obelisk stands on the shore of the Sea of Ink. The obelisk stands atop a wide seven-sided base of stone. Heavy obsidian doors stand in the center of each of the seven walls. This monument is not precisely the citadel of Colopitiron, but merely its entrance. Once through the doors, a visitor is faced with a tight and confounding maze of mirrors and deathtraps. The bulk of the Mirrored Citadel is built into the earth, its depth unknown and uncharted.

The Kiln

The city of Lemnos surrounds the entrance to the citadel of Bathkol, which is in truth simply Mt. Lemnos itself. The caverns that make up the city of Lemnos are the pathways to the citadel; as one moves through the city, the passages get tighter and narrower, until trespass is blocked entirely by large boulders that have been rolled across the narrowest parts of the tunnels, the doors of the citadel. Beyond the boulders, the passages continue, branching out and becoming winding and numerous. The maze of tunnels and caverns descends into the heart of Mt. Lemnos, the central, tallest, and most active volcano on the Forge. The fire of the mountains—as well as the earth of the caverns—serve to guard the citadel from intrusion.

Penance

At the center of the City of Penance is a small inland sea called the Wellspring. Suspended above the waves by seven great stone bridges and held in place by massive silver chains is a tall palace made of twisting, living horn. Interwoven with the horn are elegantly formed walls, pillars, and windows. At the end of each of the seven bridges is an archway leading to a tall set of glass doors without handles or hinges. This is the home of Israfel the Queen and is the first and most well known of the seven citadels. The interior of the citadel, as glimpsed through the glass, is airy, spacious, and beautiful. Inside as well as out, the citadel is guarded by the bridge golems of the Queen, gigantic crystal constructs of great strength and power. Powerful spells, magics, and clever puzzles also keep the inside of the citadel secure.

The Vault

At the Forge's precise southern pole, a high tower of ice rises 30 miles above the landscape. This is the Spike—broad at the base, and tapering toward the top. It is unbroken by any door, window, or crack with the exception of an open hole located at the very top—like the eye of a needle. Encased within the ice of the Spike is a slightly smaller tower, shaped from a single piece of bone, this is the true citadel of the Vault. Its interior is unexplored, but legends talk of an endless spiral of stairs linking thousands of chambers, each guarded by hideous undead abominations. Nemamiah supposedly stores the most powerful of the artifacts of the Vault in his tower, safely out of the reach of mortal hands.

Wildwood

On the largest island in the world of the Forge, deep in an ancient forest located in the crater of an enormous extinct volcano, is a huge, overgrown stone pyramid. This is the citadel of Haiel, the Blade in the Green. Any entrances to the pyramid have long since been hidden by the dense foliage that covers its surface. Inside, the narrow tomblike passages are completely choked with plants of all sorts, some of which are harmless but many hungry and predatorial. Movement in the citadel is difficult and requires either squeezing through the vines, branches, and roots or cutting them down. The contents of the citadel are entirely unknown.

Religion

Religion plays an important part of the history and culture of the Forge. However, things are considerably different here than on most worlds. For starters, no divine

being inhabits the plane of the Forge or claims ownership over it. The creator of the plane is long gone, and his power—while it still lingers, giving life and passion to the lands—appears to be without direction, consciousness, or cause. The seven members of the Black Flock are not gods, and neither do they claim to be. None are known to worship them, nor would they be able to grant powers to followers if they did have them.

These facts in no way mean that divine magic does not work on the Forge. In fact, with only a few exceptions, it functions no differently here than on other Prime Material worlds. Any god can grant powers and spells to his followers here. The main difference is that the gods themselves seldom interfere with things personally, as the Great Oath bans any divine creature from entering the Forge. Physically gods *can* come here if they want to—after all they are gods—but the powers that made the Great Oath long ago swore a vow to come together and forcibly eject any invading divine being that entered the plane. Mortals are not barred, as it is simply beneath the notice of gods to bother with such matters. The intention of this vow was to prevent some rogue god from tampering with the bindings of the Forge, whether by purpose or by accident. However, as mortals are not aware of the ancient pledges of gods, they simply have come to understand that for whatever reason, divine intervention—for good or ill—doesn't occur on the Forge.

Despite the lack of gods present, nearly everyone on the Forge still professes some form of religion. In fact, it seems that nearly everyone here follows a different religion. The countless races and cultures that have been brought to the Forge over the ages have all mingled together, bringing their countless religions with them. Some of these religions last, others evolve in strange ways or branch out, and many others simply fade from the memory of this world. This unusual situation has bred a striking amount of tolerance among the natives of the Forge, although it tends to not always have the same effect upon those pulled here. Many, especially priests and paladins, develop a nearly mad zeal in their tenets, believing that their being brought to the Forge is simply a test of faith by their god. Such people are typically referred to on the Forge as zealots. Many of these individuals end up taking levels in the inquisitor prestige class in a mission to convert the people of the Forge to their faith.

Most natives of the Forge have a refreshingly positive attitude toward opposing religions. Their common belief is that all religions are true and worthy of respect, and that each one is simply a different angle or view of a divine mechanism that cannot be wholly grasped by mortal minds. Some natives choose a religion out of the bunch and follow it fervently, while others mix and match pieces from dozens, and others yet simply make up their own.

This concept is rarely grasped by the zealots, who take great pains in converting the natives to their views. Unfortunately, the zealot's efforts are usually wasted. Those that are easily swayed by a zealot's teachings are just as easily swayed by the next zealot that walks their streets preaching salvation. Of course, the natives do not seem to be too bothered by this, as in their philosophy any one religion is as useful to them as any other. While the zealots find the natives easily converted, they also find that the natives seldom adapt the exclusionary or holier-than-thou beliefs of a faith, but simply its garb, story, trap-

Gods, Followers, and the Bound God

No god worshipped on the Forge—regardless of alignment—wants to see the nameless god bound in the Forge released from his prison. However, this does not mean that such a god would stop one of her followers from defeating a member of the Black Flock or entering one of their citadels. The great Oath of Binding provides a clause whereby a being greater than one of the Seven may take its place in order to heighten the integrity of the prison. Most gods would be extremely pleased to have one of their faithful replace one of the Seven and would not stop such an individual from entering a citadel for such a purpose. Long ago, however, the gods arranged a rather intricate set of checks and balances to prevent the Black Flock from being released before their time.

The Seven are granted almost unlimited power and are bound to protect their citadels at all costs. Anyone entering would first have to defeat its guardian, which is not as anywhere close to as easy as defeating the Feathered Fowl's avatar. Secondly, it is forbidden for gods to impart any knowledge of the prison of the Forge, of its purpose, or of its inmate to a mortal.

The possibility of the crumbling of the prisons was an event not intended by the gods who spoke the Great Oath; it is an unfortunate loophole overlooked by a committee of opposing gods. It is quite possible for the follower of a god to accidentally destroy a citadel simply by lacking the proper information required to stop the crumbling.

No one—god or mortal—has any knowledge as to why the loophole was created to allow the prison to fall, as no one—including the Feathered Flock—is aware that it is there. In fact, it is not even really a loophole, but an underestimate as to the power of the nameless god, which is too great to be able to be contained by any lock without the will of a guardian behind it.

pings, and holidays. The natives' own true faith is simply too basic and too deep-seated in the world of the Forge to ever truly be broken.

Grand temples are constantly built by the zealots in glory to their gods, and the city of Penance is dotted everywhere with them. Temples line the streets all over the Pedestal, each of different ages, faiths, and styles. Some even change hands from one faith to another over the ages, as one god falls out of favor and another gains in prominence. Many temples have been converted from religious buildings altogether, and now serve as warehouses, bakeries, performance halls, taverns, brothels, or simply residences. Many parts of the city have been designated over the centuries as temple districts, areas of a lord's holdings where all the temples are required to be built. These parts of town are made up of nothing but temples, both active and recycled, one after another in rows and blocks for miles and miles. Such areas are the brainchildren of clever Bloodlords who see them as tools for keeping the zealots under control, as their efforts are then turned against one another and not the population as a whole.

Major Religions of Penance

The individual religions of Penance—past and present—are too numerous to be specified. However, a few faiths hold more power, clout, and worshippers than most do. Religious organizations are useful allies for individuals and powers in the city. At times they may be called upon for spell services, to provide armed backup, or to research and dispense information. The larger organizations also provide the benefit of a network of allies, which can provide a letter or seal of recommendation that grants safe harbor and a base of operations to heroes deep in enemy territory. A selection of the religions large enough to have networks in Penance is as follows:

Druids are not particularly common in the city of Penance itself but by far make up the dominant religion of the wilderness areas of the domain of Penance. The druids favor their allies with an enchanted clipping of the lantana plant (see the Flora and Fauna in **Chapter 2: Inhabitants of the Forge**) that withers if it is handled by someone other than its intended owner. Such a sprig can be used to gain a favorable reaction from nearly all druids in Penance.

Elves are common in all parts of Penance. Though elves from differing worlds may have different religions, they are similar enough that they are able to work together to form a relatively tight network. Elves are fond of offering symbols of friendship instead of letters of recommendation to their allies. Such favors are only given to those that have earned them and usually take the form of brooches, pins, or pendants. It is quite possible for one of these symbols to fall into the wrong hands, so the elves of Penance commonly require their bearers to give a lengthy account of how they acquired them.

Frey are common within Penance City and are quite friendly and helpful to their allies. Their services are often given to those with a legitimate need. Their temples do not make the best places to receive sanctuary, however, as no creatures larger than small size are able to enter them. Frey do not give out symbols or letters, but simply verbally pass the names and accounts of allies from temple to temple. This method, while effective, is slow and prone to the whim of individual frey. Heroes that have befriended the frey may or may not be well received by frey elsewhere, but that's how frey are.

Humans are the most numerous species in Penance, although their religions are so varied that few of them are particularly strong here. Most human religions are those of the zealots, who are unlikely to work together. Lady Salamis' faith has the most professed followers of any human religion in the city, but none of these believers dwell outside of her holdings. The only real human religion with a network is that of a god of knowledge, Lumais, whose followers are mostly sages. Lumais' followers often give out lengthy and detailed letters of reputation to customers who have proven to be honest, trustworthy, and who pay on time. Such letters allow their bearers access to some of the better sages of the city, as well as to more favorable prices.

Lord Abbydon of Utopia is the one strange exception to the divine rules of the Forge. Although this silver is, or at least originally was, a mortal, Lord Abbydon's followers actually worship him as a god, somehow being granted spells in the process. No one is sure how or why this works. Abbydon boasts more followers than any other single god worshipped on the Forge, although no one outside of his own controlled area in Penance is counted amongst the faithful. Abbydon does not really have a network, although his ambassadors and agents may be encountered nearly anywhere.

Nightlings are many in the dark woods of Penance and the dark alleyways of the city. Their chief gods, Huruk and Salak are worshipped throughout the city, and their temples may be found in nearly every Bloodlord's holdings. The nightlings have a relatively strong network and presence in the city but rarely harbor allies that are not of their own race. Nightlings brand or scarify allies to show allegiance. Duplication of these marks is possible, but rare, and illusionary or magical marks are always sniffed out.

Those from other worlds that seek out a religion are apt to find it, as it's unlikely that the heroes pulled from their world are the first to arrive. The gods have domains that stretch the cosmos, and many seeds are shocked to find their homeworld religions well established on the Forge.

"My grandfather told me once that the city has an edge, but I've never seen it. Frankly, I believe he was having me on. Next thing someone'll tell me the city has a bottom."

– Arctus, stonemason

The most densely populated area in all the domains, Penance is a city the size of a small nation. It is raised high atop a stratified plateau formed from the ruins of ancient buildings and the relics of the city's age-old past. Penance is a difficult place to navigate, where alleys and streets sometimes lead nowhere. There are places where one may walk through city streets for miles and never see a sign of life, while in others it is too crowded to even move. The city is a landscape of buildings and towers, built on the backs of countless millions. It is enormous and sprawling, cut only by the swift rivers that flow from the great freshwater lake at its center.

Races of all kinds and ken dwell in the city of Penance, and for the most part live amongst one another in a rather metropolitan way. The city's maze of alleys and side streets are hunted by the dark, cruel, and sick, and at night it is a dangerous place to walk unguarded. In the vast abandoned parts of the city, strange secrets are lost from the ages. These places are home only to hordes of bandits and lone, horrible creatures that kill without question and take whatever they desire.

At the center of the city is a great freshwater spring-fed lake that in turn feeds the rivers of the city. At the center of this spring, suspended over the sea by great bridges and chains, is a palace of living horn, the first and most well known of the seven citadels of the Forge. This is the seat of Israfel, the Queen of Penance, and the only of the Feathered Fowl with a title suggesting royalty. Israfel watches over the city, manipulating its growth



Chapter Six: The City of Penance

and observing its progress. She wields a harp the living never hear, for whenever it is played, all within earshot die a most painful death.

The most striking feature of Penance is its architecture. Unlike most cities, which are built upon the ground, the city of Penance stands over a thousand feet above the soil, its foundations made up from or placed atop buildings near to two thousand years old, which in turn rest upon buildings perhaps four thousand years old, and so on. The city does not stack on a regular basis, but as part of a natural, constant, and organic process, giving the city an uneven and hilly look, as some places are built up more than others. Street level is a very inconsistent concept in Penance, as it may vary by as much as a hundred feet over the expanse of a single block. Stairways, railings, and ladders are essential means of getting around in the city, and everyone in Penance has become quite accustomed to making constant use of them.

Only in the richest and most prestigious areas of the city have the streets been leveled out and set at the same height with a complex series of planks, underground scaffolding and masonry. These areas have their own quirks though, as entrance to any given building may connect to any given level. A massive tower, for example, may appear only to be small shed, as only its very top pokes above the level of the street. In another few thousand years, the tower will vanish completely and become forgotten, relegated to the vast unknown sea of ruins known as the undercity.

Having no open topsoil causes some interesting situations in the city. Plants cannot grow on their own, and dirt must be imported from the countryside in order for the city to have any greenery within its confines. Most citizens in Penance employ window boxes or roof gardens to grow at least some of their food, and fresh soil is as much a commodity in the city as wood, stone, or iron. One cannot dig down into the earth here, so the dead of



Prices in Penance

Because of the very metropolitan nature of the city of Penance, prices are greatly inflated from those found on other worlds, or even on other parts of the Forge. Penance is the economic center of the Forge, and most of the money and riches found throughout the world eventually make their way here. Prospectors and mercenaries from Arena head to Penance once they strike it rich, thieves and bandits from all over carry their spoils to the Pedestal to spend them, and rich heroes are constantly brought into the city by the Queen. Money just isn't as valuable here as it may be elsewhere, as there is quite a lot of it to go around.

Even within the city, prices in the city vary greatly from place to place. The famed Hub Tavern, for example, can get away with charging nearly anything for its services, while the average shabby working-class bar may only be able to charge a few silvers for a meal. In general, prices and wages in Penance are at least double what they are elsewhere, and average character wealth is 150% the standard amount. This should in no way, however, limit a GM from bringing players from a poor world into Penance, as money is fluid, and after a few weeks in the city, everything should even itself out. Prices listed in this book are average prices in the city for safe, reputable, and good services; characters with limited funds should be able to find less desirable services for lower prices, as long as they stick to the less elegant neighborhoods of the city.

the city are traditionally incinerated. There is no such thing as a grave in Penance, unless one views the undercity and its many victims as a mass grave of sorts.

City Layout

The city of Penance is roughly circular in its layout, and its mass is evenly distributed around a huge lake, called the Wellspring, as all of the waters of the Forge are said to originate here. The city itself is roughly 65 miles in diameter, and the Wellspring itself spans the central 16 miles of that. Seventy percent of the surface area of the city is in ruins or long abandoned to the dead and undead. Still, where the city is populated, it is quite dense with people. The current population of the city of Penance is estimated at nearly forty million souls.

Penance may be huge, but its borders and regions are carefully regulated and mapped out, making it somewhat easier to grasp. The city of Penance is crisscrossed by ancient and absolute boundary lines that divide the city into small, manageable units called cantons. The lines are specific, but are not regular, and thus the cantons vary in size from a few acres to a few square miles. The lines that distinguish the cantons were laid even before the first mortal inhabitant came to the world or the first stone of the city fell into place, and thus some boundaries lie in unusual places. It is not uncommon for a single building to be divided by the lines—one such place, the Hub Tavern, is built on an intersection of seven different cantons. Most border lines are simply imaginary lines that define an arbitrary boundary, although several are marked by city walls and a few even by rather stalwart fortifications. Ancient scrolls in Penance's libraries show the original lines of the city, which have never changed since they were first set down by Israfel. Those few that have had the privilege of perusing Penance's oldest scrolls say that the boundary lines extend hundreds of miles past the city, all the way to the edges of the domain itself. The exact number of cantons located within the city is a matter of dispute, as the limits of the city are rather subjective. Most experts count just over 3,000, of which only 900 are currently officially inhabited. Canton borderlines are key to the city's laws, and play heavily into the politics of the city of Penance. The canton borderlines also serve to define the *bloodholds* as well, groups of cantons under the rule of a single Bloodlord. Among the 900 inhabited cantons, there are slightly more than 70 distinct bloodholds. (More details on this can be found under City Politics and Places of Penance.)

The bulk of the city lies atop a plateau of ruined buildings, reaching a quarter of a mile high on average. The edge of the city is sudden and dramatic, abruptly dropping off in a sharp cliff, a feature which gives the city its nickname—the Pedestal. In a number of areas, newer extensions of the city have been built at the bottom of the cliffs, outside the traditional city limits. These areas, referred to as the lower city are in a better state of repair than the older cantons located atop the Pedestal itself, referred to collectively as the upper city. Most who live in the upper city however, look down (sometimes literally) upon the vergers that dwell in the lower city as provincial and unsophisticated.

Getting Around in Penance

There are three main methods of travel within the city of Penance: kith, foot, and ship. A kith is a large feline creature that can be ridden like a horse. Kiths can be employed as steeds and can also be hooked up to wagons in order to pull many people at once or to haul cargo. Kith are preferred to horses in Penance for many reasons, primarily though because their soft, padded feet are less likely to be injured by or to harm the hard stone and wooden streets of the city. Kith also have an extremely useful homing ability, and can find their way back to their home stable without any direction, or even without a rider. A kith can be hired out for a one way trip, for example, and them simply set free to find its way back to its master. A kith is also quite useful and safe if its rider is intoxicated and cannot find the way home. Kiths can even climb some walls and obstacles while retaining their riders. Kiths are

ubiquitous throughout the city, and can be taken onto any road, alleyway, or street. Anyone who has to travel more than a few miles in the city usually takes a kith, and nearly all cargo is moved about in wagons pulled by the beasts. Wagons average perhaps five miles an hour in the city traffic, while riders on single kiths may be able to move up to ten.

Ships are the primary means of transport from one bloodhold to another and the only way to get from the city of Penance to anywhere else on the Forge. Ships sail on the seven great rivers, on the surface of the Wellspring, and in some places, notably the Oasis, on the canals of the city. Ships are primarily used for commerce and cargo, although a number of water bus services operate throughout the city, making them quite useful for personal transport. Ships generally take cargo as close as they can get to its destination in the city, where it is then unloaded and distributed onto kith-pulled wagons. Though a kith-borne rider can get around nearly anywhere in the center of the city, those places closer to the edge, such as Illumina, Hammerfall, and Blackwall, are only reachable by ship, unless, of course, one wants to brave the dangers of the lost city.

One's own feet are the most common method of transport by far in Penance. Only the most prosperous citizens in the city actually own a wagon or a boat, or even a kith. The majority of citizens go everywhere by walking, and most rarely have to go far. A worker's typical day consists of walking a few blocks to work, then walking a block or two to the pub, then walking a block or two to the store, and then walking a couple blocks home. A theatre and an arena can always be found within a mile of any inhabited area in the city, and can be easily walked to in a few minutes. A majority of the population of Penance spends their entire life walking between the same few blocks.

Travel in inhabited parts of the city is relatively safe, although certainly there are neighborhoods best avoided, and one must keep a careful eye on one's purse when in a crowded area. There is plenty of daylight in Penance due to the two suns, and even at night, the major avenues are well lit with rows of lumin plants placed on regularly spaced posts. Within the city, there are a number of excellent private businesses that cater to those in need of transportation. These businesses are detailed below.

Kith For Hire

Prices per Hour: Single kith—4gp (50gp deposit); 2 Kith and small wagon—13gp (150gp deposit); 4 Kith and large wagon—40gp (450gp deposit)

On many street corners in Penance, one can find a bustling stable with a clearly painted sign reading "Kith for Hire". These businesses are all independent, and nearly all are quite reputable. Kith for hire shops offer the use of a kith from the stand for a specified period of time. Hired kith may be ridden anywhere in the city, and do not need to be returned, but can simply be released, whereupon they will automatically home back to their stable. Kith are rented by the hour. To prevent theft, a deposit is typically left at the stand, which is refundable when the kith is returned. Deposits can be collected in person, or one can request that they be mailed to a specified address through the city post. If one goes over time on a hired kith, the difference is taken out of the deposit. Some rare stands will rent kiths without deposits, but generally charge at least double the normal rental price. Names and descriptions of those who don't return a kith are handed over to local bailiffs.

Taxis

Average Prices: 2 passenger wagon—1 gp/mile; 4 passenger wagon—2 gp/mile

For those who want to travel about, but don't know how to ride a kith, or don't want to place down a hefty deposit, they can flag down one of the many independent taxis that drive back and forth on most of the busy streets. These taxis are generally small, two-kith wagons with a single driver and room for either two or four passengers. Prices vary, and many less-scrupulous drivers may take circuitous routes or attempt to overcharge those that appear desperate for a lift. Taxis are easy recognizable by their hand painted "For Hire" signs mounted on the sides of the wagon.

City Bus Services

Average Price: Ride through 1 route—5 sp

For those too poor or too thrifty to hire their own wagon, private bus services are offered along most of the major avenues of the city. Buses are large wagons, typically holding twelve to twenty people, and pulled by a team of six or eight kith. Buses follow set routes, and typically stop every four or five blocks. Most buses stay within a single bloodhold, although one can usually catch another route on the other side of the border. Bus stops are marked by posts at streetside bearing "Bus" signs on them along with the price and the route. Buses are notoriously slow, traveling maybe three or four miles per hour at best. The longest bus route in the city runs along the Rigus canal in the Oasis, going from the top of Market Street all the way to the Hub Tavern. Riders pay bus fares upon entering and one may get off at any stop along the way. Buses arrive at their stops anywhere from every few hours to every five minutes, depending on the popularity of the route.

In the Golden Shore bloodhold, an elevated system of trolleys replaces the bus service. The trolley system is very popular, as it not at the mercy of road traffic. Other Bloodlords have contacted Narcis for information as to how to build a similar system, and most citizens believe that all bus routes will give way to such a system within a few years.

Ferries and Water Taxis

Average Prices: Ferry Boat—1gp; Water Taxi—3gp per mile

Much like their land based counterparts, there are many boats in the city that offer transportation to passengers. There are generally two types: ferries (large boats that follow preset routes and can carry over a hundred passengers at once) and water taxis (smaller, five or six person boats that can be directed to go nearly anywhere). Most ferries only have a few stops per route, and generally take passengers between two bloodholds, such as from Hammerfall to Barrowhold. Most watercraft in the

city average 5 miles per hour going upstream (toward the center) and fifteen going downstream (away from the center).

Merchant Ships

Average Price, per person/per day: 30gp

Though ferries and water taxis are invaluable for getting around the city, it is impossible to travel outside the city limits on public transport. For those who wish to see the countryside, or who wish to travel to Decree, Temper, or any of the other cities of the plains, the most common way to go is by merchant ship. Merchant ships are just that, ships carrying cargo between cities for commercial purposes. Merchants often take on passengers in order to scare up some extra cash. Merchant ships do not advertise, one must head down to the docks and ask around in order to find someone going one's way. Most merchant ships provide room and board for passengers.

Charter Ships

Average Prices: Rowboat, per day—25gp; Yacht, per day—100gp; Cargo Barge, per day—200gp; Tall Ship, per day—500gp

For those who prefer to travel in style or in privacy, or who need to move a sizable load of cargo, there are ship owners who make a living hiring out their boats, along with a fully trained crew. One may charter a ship to go nearly anywhere in the Forge, as long as one is willing to pay up front. Ships are never rented without a crew, except for very small boats or those in poor condition, as they are too valuable to risk their loss.

City Politics

The city of Penance is not governed by any single group or entity, but by a large collection of competing rulers, or Bloodlords as they are called. The status and power of each Bloodlord comes from the number of individual cantons he controls, whether by force of arms or personality. Within the city are eight major population centers, all but one held by one of seven major Bloodlords. These seven Bloodlords—distinguished from lesser rulers with the title of Overlord—together control over half of the nearly 900 inhabited cantons of the city. The remaining cantons and bloodholds fall under the rule of roughly sixty minor Bloodlords.

Despite the potential chaos of a city ruled by so many rivals, its ancient rules of urban warfare are expressly defined and rigidly followed. Israfel, the Queen of Penance, declared the rules of the city long before it was built. The Queen's laws do not govern the city but simply define the system whereby one may take rulership of its cantons. The Queen takes no part in the city's politics, but she personally slays any Bloodlord who disobeys her laws. Though a few may dislike them, the city's Bloodlords tend not to break the rules out of equal parts fear and respect.

The central point of the Queen's laws is that anyone who can command at least a single canton in its entirety receives the title of Bloodlord, and has the right to speak the laws and direct the efforts of that canton's population. A Bloodlord has the power of a king over his cantons, collectively known as his bloodhold. A Bloodlord's word is law, and the Queen permits no other to declare any laws over the territory of another. A Bloodlord has absolute freedom in crafting his laws, although most stick to a core set of edicts that are considered to be the traditional laws of the city. A Bloodlord funds his government through taxes, which are collected from the citizens of each canton he controls. It is in the best interest of a Bloodlord to rule his bloodhold in a way that encourages economic strength, or he will be unable to fund his army and his area will be quickly overrun.

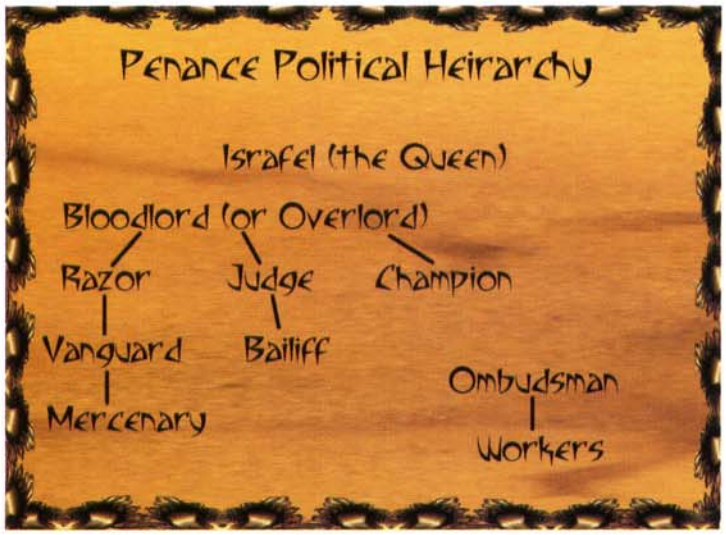
In order to control the population and enforce laws, each Bloodlord employs a number of judges. Each judge patrols a single canton within the bloodhold and deals out justice on the spot, often in a brutal, vigilante manner. Judges relay the laws of the Bloodlord to the people and they also apprehend, try, and punish transgressors. Most judges employ a team of individuals known as bailiffs to assist them in their duties.

The population of the city itself divides into two categories: mercenaries and workers. Workers are the ordinary working citizens of the city, while mercenaries are the soldiers who fight the constant wars among the Bloodlords. As a rule of thumb, mercenaries generally hail from other worlds, while workers are natives of the Forge.

All workers organize along professional lines, and most belong to guilds. Workers are peaceful people, and for the most part, try not to pay much attention to the battles that rage through the city. Workers see Bloodlords rise and fall, and generally go along with what they say, unless it severely cripples their lifestyle. Workers are not politically ignorant though, and Bloodlords must take care to not treat them too badly, as revolutions, assassinations, and mass emigrations are always possibilities. Workers interface into the political infrastructure through Ombudsmen, individuals who head the guilds and hold the right to petition the Bloodlord on behalf of their members.

Mercenaries in Penance work in bands, which range in size from a few men to an army, and are typically commanded by a salaried soldier, called a vanguard. The vanguard, in theory, reports to the Bloodlord, although most report to other, more powerful vanguards, called razors. While the judges focus their attentions on the citizens within a domain, razors and vanguards spend their time trying to expand the territory of their Bloodlord. Mercenaries receive their payments based on completions of missions and objectives assigned to them by their vanguards. Typical missions involve invasions into the cantons of other Bloodlords, or the defense of a particular area, although sometimes they consist of attempts to reclaim old cantons from abandonment or from monsters.

The reigning Bloodlord appoints judges (when a canton needs one) and he can also promote new vanguards and razors as he desires. Bloodlords also have the right to dissolve the titles of judges, razors, and vanguards at will. Razors traditionally rise only from the ranks of a Bloodlord's vanguards. However, in extraordinary cases, this rule is occasionally skirted by appointing a vanguard and immediately promoting him to razor status. Ombudsmen are elected independent of the prevailing Bloodlord or political climate of the area, and are chosen based on seniority in their professions.



The power of a Bloodlord corresponds to the number of cantons he claims. In order to control a canton, it first must contain at least a thousand inhabitants. Neighborhoods with fewer inhabitants cannot be ruled and must remain lawless zones; the Queen herself discovers and deposes anyone attempting to impose laws over them. Ambitious souls sometimes build additions to the outskirts of the city, advertising for settlers in the hopes of gaining the title of Bloodlord. Unfortunately, such areas are underpopulated and weak, and once the settlers arrive, a more entrenched power normally moves in and takes over the neighborhood by force.

The second requirement needed for one to take control of a canton is that no other Bloodlord may claim control over it. The simplest way to satisfy this requirement is to kill the previous Bloodlord, although the practice of champions makes this somewhat rare and difficult. The more common way to meet the requirement is to force out the officers of all other Bloodlords. All opposing vanguards, razors, and Bloodlords must be physically removed from the neighborhood in order for it to change hands. The new Bloodlord is simply either the Bloodlord whose army cleared the area or, in the case of a non-Bloodlord clearing an area, whoever dares to claim the title.

On occasion, the bloodlordship of an area may come into in dispute, typically one under siege. In all such situations, the original Bloodlord remains in power until he and all of his officers are physically removed from the area, even if the area is otherwise totally in the hands of the opposition. In such times of chaos, the population at large typically remains indoors until the mercenaries and authorities have settled the situation. All city laws involving Bloodlords come from the Queen herself, and she interprets her laws as she sees fit. For example, officers cannot simply remain in hiding, letting another Bloodlord move in and declare an area his, in order to get an opposing lord in trouble unwittingly with the Queen; they must actively defend the canton in order to claim it.

Since Bloodlords can achieve their positions by killing the previous holder of the title, power and allegiances can change quite quickly in the city of Penance. To prevent this from getting out of hand, any non-Bloodlord who wants to assassinate a Bloodlord for his title must issue a formal, certified challenge at least one day before the attack is to take place. Such a challenge must bear the signatures of the challenger and at least one witness, and it must clearly state the names of the challenger and the Bloodlord. The date and time of the attack may remain a secret, although all challenges expire after two weeks, and must be renewed to allow for further attacks. Opposing Bloodlords do not need to issue a formal challenge, and neither does a formal agent of another Bloodlord acting under orders. If such an agent slays a Bloodlord, the title is passed to his master. The penalty for slaying a Bloodlord without a proper challenge or proper authority is death, although the Queen waives her sentence in proven cases of self defense.

A Bloodlord who receives a letter of challenge has the right to call for a fair single combat. The challenger must then accept and forego his assassination opportunity or be in violation of the Queen's laws and thus subject to her wrath. Such combats are held in one of the many local coliseums built in nearly every canton of the city. These are multi-use arenas, ranging from small, sweaty, cramped shacks to majestic and huge stadiums. Since title challenges don't occur every day, the arenas typically hold gladiatorial-type entertainments and monster vs. monster tournaments. All ceremonies are presided over by a speaker, who serves both as a referee and an announcer. If ever a Bloodlord is challenged, the local speaker steps down for the evening, and the judge of the canton presides over the contest. These establishments are usually the main source of entertainment for a community, and are very lucrative ventures for those who can thrive in the environment.

As a luxury, Bloodlords may employ individuals known as champions, highly paid mercenaries who act as the assassination proxies for their lords. Anyone who legitimately kills a champion takes the title of the champion's sponsoring Bloodlord. Formal challenges, for those who require them, must still be issued to the champion's Bloodlord in order to gain the right to attack his champion. A Bloodlord whose champion is killed without a proper challenge having been issued, or whose champion is crippled, quits service, or dies of natural causes, is granted immunity from assassination for 12 hours in order to find a replacement. Newly crowned Bloodlords also have a 12-hour window of immunity in order to allow them to appoint their champion. Champions must be clearly identified, however their movements need not be broadcast. Bloodlords may hire or discharge a champion at any time, and champions have the right to quit their service at any time as well.

Bloodlords are also allowed to name a list of heirs, in order of succession, in case they should be unjustly slain, or die from natural causes. Any heir found to have helped in the death of the Bloodlord is automatically disqualified from taking the title.

The City of Penance

1. Utopia
2. Illumina
3. The Golden Shore
4. Hammerfall
5. The Oasis
6. Blackwall
7. Barrowhold
8. The Alliance
9. Divinia
10. The Wellspring
11. The Queen's Green
12. The Hub Tavern

The Overlords

The leaders of the city of Penance are unquestionably the Queen and her lords of blood. From these figures stem all the laws of the city and all legitimate government. The fate of the city clings close to the fate of these individuals, and to understand one, a person must understand the other. While the Queen herself is detailed in **Chapter 5: The Black Flock**, the most well-known of the lords are listed below. The Bloodlords and their territories are also further detailed in **Chapter 7: The Bloodholds**.

Besides the Queen, the most recognizable figures in Penance are the seven Overlords, who control of most of the great city. There is no official definition as to when a Bloodlord is referred to as an Overlord. It is simply a colloquial title given by the population at large to a Bloodlord who has greatly exceeded the number of cantons typically held. Currently, the seven Bloodlords referred to as Overlords each hold more than four times the territory of the next most powerful Bloodlord, so the distinction is quite clear. As a rule of thumb, any Bloodlord with at least 40 cantons is generally given the title of Overlord. The seven Overlords of the city of Penance are listed below, in order of power.

Lord Abbydon

First in the number of cantons held is the silver Overlord Abbydon, a cruel and twisted taskmaster who believes himself to be a god, forcing the population of his bloodhold, Utopia, to worship him. Lord Abbydon's body and face are never revealed, as his countenance is deemed sacred. Lord Abbydon has imprisoned roughly half the population of his bloodhold. Abbydon controls 105 cantons in the southeast arm of the city, a newer portion built outside the thickest part of the city's Pedestal. Lord Abbydon rules with an iron fist and by the powers of fear and religion. He is known for his strict laws and cruel punishments.

Lord Belus

Second in terms of land holdings is Lord Belus, an eccentric and unpredictable human artist. Lord Belus is ambitious, chaotic, and, his allies confess, completely insane. In spite of this 'insanity,' Lord Belus seems to be able to rule his kingdom tactfully and with an odd yet benevolent sense of justice. Lord Belus' insanity is his chief weapon, as most who challenge him become baffled and disoriented by his methods. Lord Belus controls the bloodhold of Illumina, consisting of 85 cantons in a newer section of the northwest corner of the city. His territory includes the broad Aegis river, which brings in much of the shipping from the northern oceans.

Lord Narcis

Third in power and prestige is Lord Narcis, a fat and lazy nightling Overlord. Lord Narcis is a master of manipulation and diplomacy. He retains his position simply by pitting all those who desire his seat against each other. Lord Narcis' bloodhold, the Golden Shore, covers 75 cantons in the city center on the eastern shore of the Wellspring. Lord Narcis' territory is the most free and chaotic in all of Penance.

Lady Megaera

Penance's fourth Overlord is Lady Megaera, a stalwart and noble dover paladin. Lady Megaera is forceful and determined to methodically sweep the city of evil. Her forces grow through strong recruitment practices and through the money that pours into her coffers from the rich timber industry centered in her area. Her army engages one canton at a time, either clearing out monsters and restoring buildings for habitation, or whittling away at minor Bloodlords. Lady Megaera's laws are fair and sensible, although inflexible and strictly enforced. Lady Megaera controls 70 cantons in the northwest arm of the city, referred to collectively as Hammerfall.

Lord Flollo

The fifth most influential Overlord in Penance is Lord Flollo, a kindly picker rogue who stumbled into his current position nearly by accident. Lord Flollo was a rafter whose exploits into the depths of the city allowed him to acquire an impressive arsenal of powerful magical items. With ambitions towards creating his own utopia, Lord Flollo challenged the oppressive Bloodlord above him and by a feat of chance, won. Flollo has imposed unusually wise and beneficent laws for all under him, and the people quickly began to recognize him as a kind and good leader. His territory has been slowly expanding, more through the efforts of his people on a crusade to free their oppressed brethren than by any plan of his own. Large amounts of people also flow into the ruined areas on the fringes of his bloodhold, renovate them, and name him their Overlord. Lord Flollo now commands 65 cantons in the center of the city, on the western shore of the Wellspring, a place known as the Oasis.

Lord Mabon

The sixth Overlord in the city is the infamous faust, Lord Mabon. Lord Mabon is a degenerate philanderer whose rule appears mostly geared toward satisfying his own twisted pleasures. Lord Mabon keeps the largest known harem on the Forge, and his favored concubines are also well trained killers and personal bodyguards. Lord Mabon, in addition to being the city's most formidable gladiator and an astute observer of character, studies the arts of chemicals, potions, herbs, and poisons. Mabon answers nearly all challenges with calls for single combat, and is considered to be undefeatable. Lord Mabon commands the bloodhold of Blackwall, 60 cantons in the southwest corner of the city. Blackwall is a feudal society strongly divided between two classes of nobles and their oppressed slaves. Lord Mabon is also the richest of the seven Overlords, as he controls the traffic from Temper along the great Xanthus, the largest river in the world, which links the city of Penance with all three oceans and the rich plains of Arena. Lord Mabon makes a great deal of his money supplying the armies of Arena with food.

Lady Hyperia

The last Overlord in the city is Lady Hyperia, a vain, egotistical, and cruel female elf. Lady Hyperia wields a sharp tongue, and keeps her position with an incredible ability to demoralize and cut down to size all who approach her. Lady Hyperia rules over Barrowhold, her 55 cantons on the north shore of the Wellspring. Her population is said to contain some of the most unhappy, skittish, and pathetic souls in the city.

Lord Pandarus

Officially, the most powerful Overlord in the entire domain of Penance is Lord Pandarus, the asherake master of the City of Beacon, with his 140 cantons. However, due to the distance of Beacon from the city of Penance, Lord Pandarus is not directly involved in the city's politics. Many fear that once he secures Beacon fully, he will turn his attentions to the larger city. The Overlords in the city of Penance rarely speak of Lord Pandarus, and most citizens believe they are intimidated by his military might and ruthlessness.

Other Bloodlords

Sixty to 70 other Bloodlords, all less powerful than the seven Overlords, operate in the city of Penance, scattered throughout the territory of the city. Few of these minor lords have the strength to take on any of the Overlords, and so most spend their efforts either in renovating abandoned neighborhoods or fighting amongst themselves. The two most powerful of these lesser lords are described below.

The Alliance of Lord Penates

One exception to the competitive nature of the Bloodlords is the powerful alliance of lords that has sprung up in the southern part of the city to resist the encroachment of Lord Abbydon. This loose and shaky alliance encompasses a dozen different Bloodlords, controlling together 80 cantons. The unofficial leader of this alliance is Lord Penates, a bold and wise human whose chief strength is in diplomacy and cooperation. He promotes the philosophy that the Bloodlords should all be working together to achieve a greater good than is be possible with them working against each other.

Lady Salamis

The closest lesser Bloodlord to being considered an Overlord is Lady Salamis, a zealous human priestess who leads her hordes of followers on an endless mission to conquer and convert the entire world of the Forge to her faith. Lady Salamis follows a complex monotheist religion that claims that all other gods are false, and that worship and even knowledge of them should be stamped out. Lady Salamis controls 15 cantons deep in the northwestern section of the Pedestal.

Laws of Penance

In every active canton of Penance, there are two separate sets of laws in effect. One set of these is the Queen's laws, and the other is the code of the Bloodlord in control of the canton. The Queen's laws apply everywhere equally across Penance, and they do not change. A Bloodlord's laws apply only among his holdings, but are his to create and change at his whim, bound only by the fact that they may not contradict the Queen's laws.

The Queen herself is the sole enforcer of her laws and they are not subject to any interpretation other than her own. Punishment for breaking any of the Queen's laws is also dictated by her whim, but it is usually death. Many fools believe they can break the Queen's laws "since she cannot be aware of every transgression." Most forget the Queen's ravens are everywhere in the land of Penance, and they see and hear an amazing amount of what occurs. Even if something slips by their notice, others who have witnessed transgressions of the laws often whisper of it in the presence of one of the great birds. Besides, the Queen's laws are only concerned with the most important aspects of the city and of its rulers, and such events are not difficult to keep track of, as they are the subject of much of the talk among the people. On rare occasions, individuals break the Queen's laws on purpose as a challenge to her, hoping to defeat her in combat. However, at no time in recorded history has anyone bested her. Heroes that try for such glory do so at their own risks.

Bloodlords are entirely responsible for enforcing their own laws, and they can change them or neglect to enforce them at any time. Bloodlords are, however, bound by the Queen's laws, and may not interfere with or break them in any way. Fortunately the Queen's laws are not particularly intrusive. The most limiting factor of the Queen's laws with regard to the Bloodlords is they may only apply their laws to the cantons officially under their control.

Areas not under the control of a Bloodlord are bound only by the Queen's laws. Anyone entering such an area is free to act however they please, but are not allowed to profess that their laws are binding there. This is a difficult idea for many to grasp, and is probably the least understood of the Queen's laws. The idea behind the law is simply a formality, designed to prevent Bloodlords from claiming territories that aren't rightfully theirs. Many squatters still do live under the shadow and threat of a neighboring Bloodlord, perhaps even paying a "protection tribute".

The Queen's Laws

The laws of Israfel, Queen of Penance are older than the city itself. It is no longer known how they were first declared to the early inhabitants of Penance, but it is easy enough to look up these laws. Probably any library in Penance, no matter how small, has at least one copy of the Queen's laws. Citizens are quite familiar with them, and children are taught them as part of their education. The text of the Queen's laws follows. The laws themselves are bulleted and italicized, and the interpretation of each law, if applicable, by the scholars of Penance follows in normal text.

- *By my sovereign will I sever and divide this land of Penance into the Cantons of the Queen. These boundaries I lay are beyond reproach and shall stand unaltered for all the time my power here holds sway.*
- *No canton but one whose citizens number more than ten times ten times ten may bear a ruler, a lord of blood. A single lord may hold countless cantons, but no canton may ever be torn between lords.*

Each canton in Penance may only be ruled by a Bloodlord. If the residents of the canton (those whose homes are located there) number 1000 or more, the canton may have a ruler. A canton with fewer inhabitants may not be governed.

- *No soul shall dare to proclaim a law over a canton that does not bear a lord.*

This edict has puzzled scholars more than any other. The general consensus seems to be that "proclaim a law" is a literal statement. Cantons without a ruler are considered lawless areas, where one may act on his own conscience, but may not claim that any statement or writ of his in any way constitutes a law binding that canton, or that he is the master or governor of the area.

- *At the time a canton doth ripen to bear a lord, any humble denizen therein may proclaim himself, or one already called lord of blood, as sovereign. The first lord so named is held true.*

History has made the Queen's intent clear here. Anyone in a canton with 1000 or more inhabitants that does not have a Bloodlord may simply speak aloud that he, or an existing Bloodlord, is the Bloodlord of the canton, and so it shall be. Claiming oneself to be a Bloodlord when one does not have the strength to defend the seat is a death sentence. Most have learned to let the rightful lords lay their claims.

- *A lord of blood is ordained the privilege to proclaim the laws of his heart over the sphere of his own holding, with the provision that these, the Queen's laws, are kept sacred.*

Basically, a Bloodlord may set his own laws for his own lands, and only for his own lands. The only provision is that the Queen's laws must not be contradicted.

- *The right to proclaim any law in this land of Penance shall be borne by none save a lord of blood.*

"Proclaim a law" has the same meaning here as it does above. Only Bloodlords may claim to set laws in Penance.

- *'Till his thread of rulership be cut short by the power of death or the will of his heart, a lord of blood shall remain sovereign. He who a lord of blood has named heir shall carry forth his crown in his passing.*

The reign of a Bloodlord does not expire. If a Bloodlord dies or resigns, the heir named by him to replace him takes over his title. If no heir was named or none exists, others may then lay claim to the rulership.

- *Blessing may be given by a lord of blood to a rank of heirs, limited not by number, but cast in strict order. Stricken from the roll of inheritance shall be any who by his own will injures the flesh of his lord.*

A Bloodlord is allowed to name more then one heir, and specify the order in which they are to be considered for his title. An heir dead or ruled ineligible by account of having helped to harm his lord is skipped, and the title is given to the next in line.

- *Shall the flesh of a lord of blood be broken, save by my touch or by the word of these my laws, must then the injuring hand be cast out from its mortal shell and left to drift in realms unknown.*

This strict edict gives a sentence of death to anyone who harms a Bloodlord, save another Bloodlord or his agent, or through a proper writ of challenge or through self defense (see below).

- *A writ of challenge, formally scribed and delivered, doth ordain the hand that crafts it to strike down a lord of blood 'tween a day and a fortnight following the declaration. Both crown and land shall be wrested by challenger victorious from the head of the slain.*

Anyone, regardless of title, may issue a formal challenge to a Bloodlord. This challenge must be written, signed, sealed, and delivered (though not in person) to the lord challenged. A time period is allotted between a day and two weeks after the challenge is received by the lord during which time the author of the challenge may



slay the lord without suffering the Queen's death sentence. If the challenger slays the lord within the time period, he gains the lord's title and holdings.

- *A lord of blood may answer any challenge with same, to enter into fair arena with his foe.*

A lord may answer a challenge with a call for a fair, open combat. This law makes it quite risky for a cowardly assassin or poisoner to challenge a sovereign lord. If the lord has a champion, the champion usually takes his place in the arena, unless the Bloodlord chooses to fight on his own behalf.

- *No lord of blood, nor any agent acting on his strict command, shall be troubled to issue a writ of challenge. The life of a lord forfeited to another, through self or through proxy, brings also both crown and land.*

Bloodlords are considered to be in a state of perpetual warfare with one another, and it is permitted for one to attempt the assassination of another at any time without issuing a challenge. A formal agent of a lord may fulfill an instruction to slay another lord if specifically commanded to do so, and does not require issuing a challenge to do so.

- *A single ally is permitted to be named by a lord of blood as champion, and held a puppet for the life of his lord. No lord of blood with proclaimed champion may receive harm, save by the hand of the Queen. A champion slain by challenge, or by lord or proxy of blood, forfeits the crown and all holdings of his lord. No force in Penance may bind a champion to his title save the will of his own heart.*

This law is complex, and supercedes several others. Basically, if a lord names a champion, challengers and opposing lords are required to target the champion instead of the Bloodlord. Anyone legally slaying the champion gains the lord's title and holdings. This law gives a lord who is not skilled in combat the ability to rule unmolested. It also allows Bloodlords to enter one another's lands and to conduct relations with one another in person.

- *The flesh of a lord of blood, newly named, shall remain unbroken for a half-day of sanctuary, save by the hand of the Queen.*

This period is thought to be intended as a grace period in which a new lord is allowed time to name his heirs and choose a champion.

- *A battle willfully initiated with an individual by a lord of blood doth forfeit all protection of the Queen's laws from that foe toward his flesh 'til the conflict shall be brought to an end.*

This law is essentially a self defense clause. If a lord attacks an individual, that individual has the right to defend himself, and to even slay the lord if necessary without fear of the Queen's death sentence. A lord slain in this manner surrenders his title to his heirs, and not his killer, unless the killer is a proper challenger, a Bloodlord, or a proper agent of another lord. This law supercedes the champion law.

- *Not 'till the sovereign lord and all claiming allegiance to him are borne away from a canton, may a new lord of blood may be proclaimed there.*

"Borne away" has proven to mean slain or physically removed from the area. This clause allows Bloodlords to lose part of their territory without losing their life or their title. It also allows for legitimate revolutions to occur.

- *An ombudsman may be elected by each craft in this land of Penance as representative of its trade. No lord of blood shall bar his ears to the counsel of one so named.*

A craft is understood as a generalized profession, which has been named and enumerated by the traditions of Penance. Large crafts, such as building, are often broken into regions; each division is considered a separate profession and allowed a separate ombudsman. Regional ombudsmen may only petition Bloodlords whose holdings fall within their region. It is generally understood that a Bloodlord will meet with an ombudsman when it is reasonable for him to do so. If he is in battle, away, asleep, or already occupied in an important matter, the ombudsman may be asked to wait. Only deliberate and intentional avoidance of an ombudsman constitutes a violation of this law.

- *Never shall the Wellspring be claimed by any lord of blood, nor shall it bear any laws, save that of the Queen, and the edict that none may bring harm upon or wrest property from another upon its bridges.*

Essentially, no Bloodlord may proclaim laws over any part of the Wellspring, including the waters of the Wellspring, the sky above it, the Queen's citadel, and the seven bridges. Additionally, the bridges themselves bear a special law—No one may harm or steal from another while upon them.

The Queen's Proclamations

In addition to the ancient laws of the Queen, proclamations are on occasion presented to the people of Penance. These are just as binding as the Queen's laws, but they are usually conditional and always temporary. The Queen has never made any permanent changes to her laws.

When a proclamation is issued, the Queen stands at the top of her citadel in the center of Penance, arms raised, and speaks the proclamation in a loud voice. Through some inherent magic of the land, at such times all within the domain of Penance are able to hear her voice loudly and clearly.

Proclamations are rare, and many lifers never hear one in their whole span of existence. Most proclamations issued exempt a particular individual from some of the laws or they close off particular areas from mortal trespassers. The most well known proclamation in the city regards the bard Odyar Khan, who is exempt from all Bloodlords' laws and cannot be harmed by them or their minions under the sole condition that he has no ambition toward becoming a Bloodlord himself or toward taking an active part in the conflicts of the Bloodlords. Other well-known current proclamations apply to Queen's Green, and to the Hub Tavern.

Laws of the Bloodlords

Every Bloodlord has free reign to create the laws that govern his holdings, as long as they don't subsume the Queen's laws. A Bloodlord need not proclaim any laws

at all, or he may apply different laws to different cantons within his area of control. A Bloodlord's laws are only as binding as he is able or willing to enforce them. The Queen never enforces a Bloodlord's laws, nor will other Bloodlords typically. Many Bloodlords have arrangements with one another allowing for the extradition of criminals between the two lord's holdings, although some lords simply ignore such pleas. Bloodlords are, of course, not required to be bound by their own laws, although the level of abuse of such kind varies greatly from lord to lord.

Over the long history of Penance, the laws proclaimed by the Bloodlords have changed and evolved greatly. However, a small core set of laws have emerged over the years, and are considered by most in Penance to be the traditional laws of the city. These six core laws are always in effect in all active cantons unless a notice is posted otherwise on the borders of the area. These six laws have survived over the ages, as they benefit both the Bloodlords and the people under their dominion. Bloodlords who overturn the core laws of the city often find themselves with a rebellious or fleeing population on their hands, typically cutting short their expected reign. Any additions or variations to the core laws by a Bloodlord also are traditionally posted at the borders of all areas to which they apply. Refer to **Chapter 7: The Bloodholds** and the sections on each Bloodlord for specifics on additional laws or exceptions in each area.

The Six Traditional Laws of Penance

It is forbidden to murder, rape, abduct, torture, enslave, or maim another individual. This common law, disliked by many Bloodlords, stands nearly everywhere in the city of Penance. This law is what attracts people to live under Bloodlord rule in the first place. A few foolish Bloodlords ignored this law only to find that their people quickly fled the area, leaving it deserted and costing the Bloodlord his title. Some Bloodlords set aside a particular canton in their holdings wherein this law does not apply. Such areas often leech the worst elements of society out of other holdings, minimizing their impact, and significantly dropping the overall crime rate.

It is forbidden to take or destroy the property of another against his will. This common law also stands nearly everywhere, much for the same reason as above.

Destruction of public property is forbidden. This law stands in all holdings in the city, and includes such things as vandalism and graffiti. No Bloodlord wants his property damaged any more than it already is (either damaged by time or by the Bloodlord's rise to power).

Excessive and unnecessary pollution of lands and waters is forbidden. This law stands in nearly all holdings in order to protect the people within from health concerns and to prevent major areas from becoming undesirable to their inhabitants. The interpretation of excessive and unnecessary varies from Bloodlord to Bloodlord. In general, dumping hazardous waste in the river is outlawed, while spilling a pitcher of ale is not. Acts such as urinating in an alleyway fall into a grey area, and are enforced by one or two of the most draconian lords, but not by most.

Agents of foreign Bloodlords must be clearly marked as such at all times. Unmarked agents are considered spies and are subject to arrest. This law stands in all the bloodholds of Penance. Agents' marks are badges bearing the symbol of their lord, which they must wear openly whenever in any bloodhold not ruled by their masters.

All citizens must pay a tax to their Bloodlord. All Bloodlords tax their citizens as payment for the protections, laws, and law enforcement of a canton. Taxes are set are at a flat rate for each citizen, one's occupation, age, and relative fame being factors that determine the rates. Such taxes often end up at roughly 10 percent of one's income, although the rates vary from lord to lord. Taxes are typically collected quarterly in the city. Tax codes are not complex, few exceptions are allotted, and often the simple knock on the door and the greeting of "You must now pay this listed amount" is all the warning a citizen of Penance might expect. Ombudsmen play a key role in the negotiations of tax rates, while bailiffs often take on the roles of tax collectors.

Law Enforcement

Bloodlords are responsible for the laws and their enforcement in their holdings. The lords have as much an incentive to enforce the laws as they do to declare them in the first place. While definitely corrupt in many places, the laws are enforced nearly everywhere.

Traditional law enforcement in Penance involves the judges. Each judge has the final word when it comes to the law in his canton, wherein he is literally judge, jury, and executioner. A judge polices the canton, interprets the laws, apprehends violators, and metes out justice. Judges receive funding from their Bloodlords to protect their cantons. A few judges prefer to keep this commission and work alone, but most choose to hire bailiffs as assistants to help fulfill their duties. Though judges have free reign to conduct their affairs, they still must answer to their lord, who may replace them or punish them at his whim. It is in the best interest of a judge to do a good job in accordance with his master's wishes.

Bailiffs fall usually into one of two categories. The first are those that are given the same powers as judges, and simply serve to help a judge cover more ground than he would on his own. The second type have only the power of arrest people, and must bring all major offenders (those whose punishment cannot be covered by a mere fee) before their judge to be sentenced.

Judges and bailiffs wear badges or other symbols that mark their ranks while performing their duties. Most enforcement officials patrol on their own, and are extremely well trained and intimidating individuals. (Many in this profession have taken several levels in the vigilante prestige class.) While judges often become well-known and respected (or notorious and feared), bailiffs traditionally work in disguise or in masks and robes to keep their identities secret. They only reveal their badges of office when making an arrest. This custom reduces crime by imparting fear into criminals' hearts, as they never know when the eye of the law is upon them.

Sentences in Penance are simple and direct. Minor crimes (typically the non-violent ones) are punished with fees or with community service. Those who cannot pay

the required fees are put into the public stocks and are mocked for a few days, depending on the severity of the crime. Other crimes, such as brawling or torture, receive punishments of public flogging. Serious crimes, such as murder or espionage, get severe penalties such as imprisonment, exile, or death. Sentencing varies widely from lord to lord. Lord Flollo, on one end of the scale, favors fees and short prison stays with mandatory reform programs, while Lord Abbydon prefers flogging, life sentences, and death. Lord Mabon has his own disturbing ideas about punishment, while Lord Belus much prefers the sentence of exile. A judge incapable of arresting a particularly dangerous individual within his canton may apply to his Bloodlord for military assistance. Bloodlords with a large number of holdings often appoint someone as the *lord high executioner*. This individual is a filter between the judges and the Bloodlord and has the power to direct the judges and law enforcement of the bloodhold without having to consult the lord save in extreme circumstances.

Prisons are generally small and rarely used in Penance. Most judges consider them to be expensive and ineffective means of punishment. Most cantons usually have one building called a courthouse where the judge and the bailiffs meet, and each courthouse has a small wing of cells. Prisoners are kept here for short term sentences or to await delayed judgments.

Long term prisoners are usually shipped off to one of four independently-run prisons operating in Penance. These *bastilles* are large and dreary complexes which accept prisoners from any of the Bloodlords. They charge a single fee up-front for storage of an individual, and the fees rise or fall based on the term of stay and the perceived danger of a prisoner. Bloodlords like to use the bastilles, as they are cheaper and much less of a hassle than maintaining one's own prison. The Lords Mabon, Abbydon, and Hyperia each administer one of the city's four bastilles for profits rather than any sense of civic duty. The fourth, located far to the north, is administered by Lord Pandarus on the outskirts of the city of Beacon. Political prisoners and spies are frequent "guests" in the bastilles where they are kept under strict guard until they divulge their protected information. A few poor souls have the

Administering Justice in Penance

The following chart gives some guidelines as to how sentences are handled in Penance. Since all judgments are made with the particular aspects of the individual case in mind, this chart should be considered flexible, and subject to the whim of the judge. Note that each bloodhold may have its own variations on the laws. Be sure to consult the individual law sections located in **Chapter 7: The Bloodholds** for crimes that occur in the major bloodholds of the city. Monetary amounts listed are fees. Fees do not have to be paid up front, and often an arrangement may be made with a judge to pay the fee out over a period of time.

A judge may take a character's profession or skills into account during sentencing. Skilled warriors, for example, may be pressed into performing a mission for the reigning Bloodlord instead of the standard punishment. This method may even be used to propel an adventure or story along, instead of bogging it down with jail time.

Sample Crimes	**Sample Punishment**
Assault	100 gp; pay for victim's healing, public beating (equivalent to damage done to victim), and 1 day in the stocks.
Causing a Sinking	Death
Espionage	Death or lifetime imprisonment (until exchanged)
Failure to pay Fee	Public flogging, two days in the stocks.
Failure to pay Taxes	Public flogging, three days in the stocks.
Freeing a Prisoner	Join prisoner for the remainder of his sentence.
Kidnapping/Slavery	250gp; public flogging, 3 days in the stocks, and imprisonment (average time 6 months)
Littering	5gp; community service (pick up 20 pieces of litter)
Murder	500gp; public beating, a week in the stocks, and imprisonment (average time 1 year)
Pollution	100gp; pay for directly related public health problems, and clean up mess.
Public Ugliness	2gp; must wear a bag.
Rape	250gp; pay for victim's healing, public flogging, and 5 days in the stocks
Theft	Return of all goods; pay additional 20% of total value to judge
Torture	Pay for victim's healing, public beating, equivalent to that done to victim, and 2 days in the stocks.
Treason	Exile or death
Vandalism	10gp; repair all damage, community service (clean up 5 pieces of graffiti)

pleasure of being interred for life here, and are typically kept together deep in the bowels of the bastilles, where they never see light of any kind. What passes as their food and drink drops into their cells from holes high above them, and it is often garbage from the city, which the bastilles are paid to collect.

Exile is an ancient and rarely used punishment in Penance. Designed to punish a wrongdoer with a lifetime of shame and wretchedness, it is normally reserved only for traitors. A magical iron permanently brands an arcane mark onto an exile's face. This magical brand cannot be healed or removed, nor may it be covered up by mundane or magical disguises, even illusions. The brand forever glows though any covering with its cold blue glow. Anyone with such a mark cannot enter any Bloodlord's territory under punishment of death. Nearly all Bloodlords in Penance honor the brands out of tradition and because those branded are dangerous and untrustworthy traitors. Irreproducible by any living beings, the ancient brands of Penance are rumored as Israfel's creations, but none can say for sure. These brands are artifacts, and out of the original seven known to exist, all but three have been lost or destroyed over the ages. Currently, Lord Belus, Lord Narcis, and one minor Bloodlord each have possession of one of the brands. Each brand imprints a different symbol, none of which appear to have any inherent meaning, but all are now considered marks of true shame.

Laws and the Maze

While the lost city (the unoccupied ruins) is not part of any Bloodlord's holdings, and therefore not subject to any of their laws, much of the undercity, or Maze, as it is called, arguably is. Geographically, the Maze under a Bloodlord's land is within his boundaries, and politically subject to his laws. However, for the most part, the Maze is unpatrolled by judges and bailiffs, and infringements occurring there often receive a blind eye. The Maze is extremely dangerous, and those entering it take their lives into their own hands. A few high profile murders and assassinations that occur in the Maze are infrequently prosecuted, but most mischief and mayhem that happens there is ignored. Most judges are, in fact, quite loathe to enter the Maze and rarely pursue criminals far below the surface of their canton.

For purposes of the game, GMs should assume that any actions that happen in the undercity are not going to be prosecuted unless they violate the Queen's laws, directly involve Bloodlords or their officers, or affect a canton's surface in some way (causing a building to collapse, for example).

City Organizations & Guilds

Beyond the official rule of the Bloodlords, other important organizations operate in the city of Penance, some legal, and some less so. The organizations are the only non-governmental channels through which large-scale change can be effected in the city. City organizations range from simple community clubs up to the important guilds or down to vicious crime-rings. The most well-known city organizations are detailed below.

Guilds exist for the benefit of workers throughout the city. Each major profession typically has its own guild, and a guild functions both as a labor union and as a school for training workers in the profession. Guild leaders are *ombudsmen*, and they serve to make all the major decisions for a guild. Ombudsmen have access to their local Bloodlords in order to petition them on the guild's behalf. For the most part, ombudsmen are respected and heeded, as a Bloodlord who ignores a guild's requests often has ugly labor strikes on his hands. Guilds do not necessarily follow the same political boundaries that the Bloodlords do; most guilds span multiple bloodholds at once. Guilds do not typically have citywide influence as the size of the city makes such organizations difficult to manage. Five different guilds, for example, may be organized for the same profession in five discrete parts of the city.

Major guilds in Penance include the guilds of the carpenters, stonemasons, blacksmiths, cooks, sanitation workers, sculptors, musicians, taxi drivers, and engineers. Guild membership for workers in a profession is almost always optional, and most guilds do not harass non-members except during a strike. Workers often join a guild, since membership offers great benefits from the services and advice of the ombudsman to free education and training in one's profession. Guilds also get jobs for their members, since citizens in need of services go to the appropriate guildhouse and request a worker. Guilds also certify their workers, verifying to employers that a particular worker has a particular skill set and amount of experience. Guild membership is typically paid in small monthly fees equaling five percent of the profession's average salary. A few of the guilds in the city that don't fit the typical mold are detailed below.

Rafters' Guild

One of the more unusual guilds in all of Penance is the Rafters' Guild. A rafter is a stealthy and curious figure who explores and studies the vast catacombs beneath the city. Many rafters make a living as guides, taking rashers and mercenaries deep into the undercity for generally hefty fees. The rafter's guild offers a very unusual training program, as it takes apprentices through sections of the undercity specially arranged with traps, collapsing floors, strange treasures, and illusory monsters.

In addition to hooking up citizens with qualified rafters, the guild and guildhouse serve as a bazaar for the wide variety of artifacts discovered or dredged up by the guild members. Rafters who belong to the guild may leave their findings and desired prices with the guild, which then sells the items in the guildhouse store and then delivers the payment to the rafter. All the rafters' guilds in the city take a fee for the transaction of around five percent of the sale price.

The rafters' guilds also collect a great amount of historical information and maintain sizable libraries of both discovered books and unearthed information. The guild libraries are frequented by sages and historians, any of whom can peruse the recent findings and put in requests for particular information or areas to be investigated or explored. Use of the rafters' guild library is generally limited to those who pay a daily fee of 1gp.

There are five autonomous rafter's guilds in the city. The first lies in the northwest corner, servicing Illumina and the surrounding area, including the territory of lady Salamis. The second is located at the northern end of the Golden Shore, serving a wide area including that territory as well as Barrowhold. The third is in the northeast, serving Hammerfall and the nearby areas. The fourth and largest guild, led by the famous delver and prince, Ness Panthus, is located in Oasis, serving a broad area including the entire Alliance. The last and smallest rafter's guild in the city serves only Blackwall and the territories of a few neighboring lords.

Healer's Guild

Another unusual but common guild in the city is the Guild of Healers. Members of this guild are generally clerics or druids, typically of good or neutral religions, who wander the city and offer healing services to those in need. Healers demand a specific fee from their patients before performing any services, often padding the prices for those in desperate situations. On rare occasions, a healer provides a free service, but such charity is rare. It is traditional in Penance for all healers to work free of charge on the first day of every year, as a celebration of rebirth and regrowth.

Each healer's guild is a secular organization with organizational services and standardized fees collected by healers. Standard healer's guild fees equate to 10 gp multiplied times the healer's level and again by the spell level (i.e. a *cure light wounds* spell costs ten times a caster's level (Lvl 1 spell)). The guildhouse also acts as a hospital and infirmary, where seriously-ill patients rest while healers perform their duties.

Many healing guilds also offer insurance services, whereby citizens may pay the guild a small monthly fee to then use the services of any guild members either free of charge or at significantly reduced prices. Most insurance claims are limited to a number of visits per month or to cases of emergency only. The most common insurance plan costs 250 gp per month and allows unlimited access to curative spells at 10 gp per spell level. *Restoration, remove,* and *regeneration* spells are available at 20% off that regular rate. A premium plan costs 800 gp per month and allows unlimited access to free cure spells. Up to four free castings of the higher level spells are available each month. After the first four, any further castings are available at 8 gp per spell level of the spell. Resurrection magics are rarely, if ever, offered under healing guild plans.

Each healer in the guild is allowed his own religious beliefs. Penance has temples, but few are particularly large, as the populace worships thousands of different gods. The healer's guild is one of the ways by which Penance tries to stabilize the scattered nature of religions in its lands. Most healers worship good-aligned gods and are willing to work with an organization that serves the common good, even if not directly controlled by their god.

Due to the patients' needs for access to the guildhouses, there are a large number of healer's guilds all across Penance, often one found in every bloodhold containing over five cantons. A gentlemen's agreement among the various healers' guilds allows one's health insurance policy to be honored at nearly every guildhouse. Receiving healing based on falsified insurance documents is considered theft, and those found out are turned over to the local judges for sentencing.

Crime Syndicates

Crime syndicates abound in the great city of Penance, and are nurtured and sheltered by the nigh-endless miles of ruined neighborhoods and underground catacombs throughout the city. Some syndicates are run openly and legally by Bloodlords making their fortunes through skullduggery. Many others are true crime rings with a secret or well-protected leader and agents secreted among many different bloodholds. Leaders of such groups are referred to as *talons*, and are said to have a powerful, yet imperceptible, influence over the fate of the city.

Crime syndicates in Penance are not guilds, and are not run like a lawful organization, but are more like small, underground bloodholds. Crime syndicates manage to skirt the Queen's laws by not proposing laws or rules, but by having the members mutually agree to do what the talon says. This makes politics within the syndicates very volatile and ephemeral, as talons do not have the protection of the Queen to back up their suggestions and wishes. Talons who fall out of favor with their men are quickly killed or replaced without ceremony.

Occasionally, a crime syndicate in the lost city gets large enough that the talon is able to declare himself a Bloodlord, and thereby turning the crime syndicate into a canton's legitimate government. Some of the most powerful Bloodlords in Penance achieved their start in this manner, including Lord Atticus Narcis.

Band of the Red Sun

The largest crime syndicate in Penance is the Band of the Red Sun. This ring of spies and thieves specializes in blackmail, espionage, kidnapping, and smuggling. The oft-called Red Band stays above the law as it is an official branch of Bloodlord Narcis' government. The band operates out of a decreed lawless area in the Golden Shore referred to as the Golden Ghetto. The Ghetto is walled off from the rest of the bloodhold, and Lord Narcis gives the band free rein to do whatever they like within the walls as long as they pay him a sizable tribute each month and focus their criminal operations on other parts of the city outside of his control.

Lord Narcis himself created the Red Band, though he promoted a nightling named Sestos Malvacius to become the talon when he acquired the Golden Shore. Malvacius directs the band's operations as if they were a large business. Narcis and Malvacius put up a constant show of being bitter rivals and enemies, whereas in reality they are financial partners and tight friends. Narcis gives Malvacius protection from other Bloodlords and Malvacius funnels profits to Narcis as well as conducting espionage and assassinations for him.

The Red Band currently runs one of the most profitable operations in Penance, and its leaders and chief agents are all quite rich. The band makes most of its profits from kidnapping people from all over the city and selling them into slavery in Blackwall. Blackmail also accounts for another large portion of their profits. The Red Band has in-

formants all over Penance acting as moles, who are placed in positions of high power. They merely watch for important information, which they then pass on to their Red Band contacts. In addition to hush money, the band often acquires revenue from Bloodlords who desire information about their rivals. In this way, the Red Band effectively functions as a spies-for-hire organization. Of course all information gathered by the band eventually is funneled into the ear of Lord Narcis, but this is a well protected fact.

The location of the Ghetto is well known, but is well protected by both Narcis' army and the Red Band members themselves. The Red Band's canton covers roughly two square miles and is an unusual muddle of ruined hovels, shady taverns, crooked gambling dens, and fine mansions. Anyone who enters the ghetto must pay respect to the Red Band in one of three ways: Swear allegiance to the band; offer information or request their services; or have one's throat cut and purse stolen. The Golden Ghetto is considered to be the most dangerous place in the city, and many brave warriors and stalkers draw the line at its gates.

The population of the Ghetto numbers roughly 60,000 inhabitants, of which about 20,000 are members of the Red Band while the rest are either slaves, servants, children, or simply living trash, be they slovenly criminals, drug-addicts, transients, prostitutes, maniacs, or all the above. In addition to those living in the Ghetto, the band has hundreds of agents living elsewhere in the city, acting alongside their uncounted network of freelance informants who have no official connection with the band but who are highly paid for any information they deliver to Red Band agents.

Society of Ragemaidens

One of the more unusual crime syndicates in Penance is the Society of Ragemaidens. The Ragemaidens are the brainchild of the infamous Briseis Sigurne, and they are dedicated to liberating women the city over from their oppressive mates and masters. Ragemaidens are militant and ruthless, and generally act suddenly and without warning.

The Ragemaidens routinely assassinate both men and women who they deem to be abusers of women or menaces against their cause. The maidens also sometimes stage rescues (i.e. kidnappings) where their agents raid homes or palaces and carry off oppressed females. Freed women arrive at the Ragemaidens' headquarters, where they rehabilitate and indoctrinate them with the group's tenets. Most of the women rescued in this way join the society and train to be operatives, learning martial skills along with more underhanded methods as ways to vent their own personal rage.

The women are not shy about stealing goods and money from those they kill in the name of freedom, and this is their chief method of funding. The society occupies a hideout somewhere in the undercity, and its secret location is highly protected. Most guess its location to be in a large ruined area several miles northeast of the borders between the Golden Shore and Barrowhold. The route to the hideout is complex, and well-guarded, so that even those brought there are unable to find their way back. Stalkers and rafters that shadow a ragemaiden to her home must navigate many traps and hazards, and very rarely return unscathed if at all.

The Ragemaidens deem Lady Hyperia their greatest enemy. Her uptight society in Barrowhold leads to a great deal of repression and oppression of women. Most ragemaiden operations are carried out in Barrowhold, with smaller percentages occurring in Hammerfall and the Golden Shore. Briseis Sigurne is on good terms with Lord Narcis, and rumors abound that he helps fund and protect the society in return for their continued focus on his rivals' territories.

Few know how the maidens learn who might be in need of liberation. Most theorize that they have a deal with the Band of the Red Sun, whereby Red Sun agents do the research to them, and sell the society a list of names and addresses each month. Each recently freed woman quite probably can name several others in need of the same kind of assistance, and both sources create a web of targets to free or avenge.

The Errant Paladins' Society

An unconventional secret society has developed as a balance against the crime syndicates in the city of Penance, but since it acts outside of normal rules, it is a criminal operation just the same. The Errant Paladin's Society is a highly guarded band of brethren whose identities are all unknown, even to each other. Their purpose is to further the cause of justice and righteousness in the city, whether by thwarting a criminal deal, destroying a crooked business, or unseating a despotic Bloodlord.

Members of the society function in independent cells, each cell unaware of the activities of others. Directions come "from above" through a complex pyramid of contacts, and each cell only knows of their own direct contacts. The supposed mastermind of the operation is a mysterious character known only as the Lost Knight. The Lost Knight creates a plan and then passes it on to his contacts, who then pass it along to theirs, and so on, until it is spread to the paladins themselves. The paladins always act in disguise, so it is impossible for even them to know whether anyone they meet is a part of their brotherhood save their immediate partners in their cells. The largest cells limit themselves to three or four paladins, but most cells are no more than a lone paladin.

The network of Errant Paladins extends throughout the city and none know how many are among their ranks. The paladins never broadcast their operations and they are responsible for many more attacks than they ever receive credit. The society's existence has only been confirmed through the confessions of captured paladins. The first known action of the group occurred over seven years ago though the organization existed long before then. Actions of the society have been recorded all over the city, including in all of the major bloodholds.

Since information only flows down the chain of command, it is difficult to trace the web back upwards. If a paladin or a whole cell is ever exposed, it is immediately cut off and receives no further correspondence. Paladins organize as either contacts or agents. Contacts are members who do not participate in attacks but serve only to pass on information. Contacts cannot participate actively

for fear that they might be captured and their agents below them exposed. Agents are the ends of the chain, members of the society who are expected to act on orders and have no other agents beneath them.

Agents are contacted almost exclusively through the city post, and their orders are cleverly coded so as to pass inspection. Each agent and cell contact is given his own special personal coding system, so that if one is ever deciphered, the entire organization cannot be unraveled. Most believe the Lost Knight himself, as well as the higher contacts in his web, does not use the mail to deliver orders, but instead relies on magical means like *sending* spells. This makes it extremely difficult to track the knight or to discover his identity.

The society stays ahead of its enemies by acting only on rare occasions. The paladins lie low for long periods of time, and then suddenly act en masse with all cells in a particular area showing up at once and following very particular sets of instructions. The long periods of inaction frustrate local governments and crime syndicates from uncovering the paladins' movements, as the society simply doesn't exist when there is no active mission. Even from mission to mission, only random agents are employed, so sleepers often don't get information they may be expecting. All paladins take a strict vow of confidence, and refuse to give up their knowledge of the society, even under pressure of torture.

Agents receive specific and seemingly bizarre instructions which nearly always include a specific place and time. Each cell or each agent gets a different set of orders. One agent may be instructed to snatch a purse from another agent ordered to scream that she has been robbed. This creates a distraction that allows other agents to slip inside a guarded building and set it on fire. No agent receives more than his specific task, so no one knows the entire picture until the action is complete. In each operation, there is a duplication of each task in order to ensure success, but there are a number of red herrings in place as well, both to protect the paladins from appearing too organized and to confound the authorities and criminals alike. The purse-snatching incident may be staged in another part of the Pedestal away from the main action to allow the authorities to get hold of the orders and then set up an ambush in the wrong place. New recruits almost always receive red herrings and decoy duty for their first few missions to test their allegiances without endangering the society as a whole.



Recruitment practices of the paladins are varied, and secretive. Most guess that contacts observe prospective agents carefully before approaching them, so as to fully ascertain their characters. Contacts always approach prospective members in disguise, and their true identities are never revealed. Members receive no payment for belonging to the organization. The only reward is their knowledge that one is standing up for what is good and right.

Other Organizations

Besides the governments, guilds, and criminal groups, a number of other organizations are found throughout the city. Most of these are small, local groups formed to further a particular cause or idea, while others operate more like businesses to make a profit. The most common of such organizations are detailed below.

Clubs

The city of Penance has clubs nearly everywhere in its inhabited regions. Most are entirely harmless, and serve only as a means of entertainment for the people. Reading groups, chess clubs, writers' networks, orgy groups, sports leagues, and fight circles are all common types of clubs in Penance. These clubs meet regularly (weekly being most common) at a rented location to participate in their chosen activity. Club members either pay a monthly membership fee or an entrance fee at each event they attend. Many businesses in the city make a profit renting out multi-use spaces to all numbers of groups, including those planning singular events like weddings and parties.

Community centers are a slightly different type of club. These centers are service clubs, organized to keep a particular neighborhood in good shape. A community center may arrange a litter pickup day, or a painting day, where signs and fences are put back into order and graffiti is covered up. Community groups do not generally collect dues, but instead make money through charity or fund-raisers, such as neighborhood dances and banquets.

City Post

The Penance City Post is less an organization than a legitimate private business. The post has centers located throughout the city, and a broad network of employees. For a fee, the city post delivers letters and packages to any legitimate addresses inside the city limits. Fees are reasonable, and generally consist of a silver piece for deliveries within a single canton, five for deliveries within a bloodhold, and one gold for deliveries to other bloodholds within the city. Packages can also be delivered to the other cities in Penance, as well as to some of the border towns in Wildwood, but such shipping costs at least five gold pieces. Fees increase for particularly heavy or bulky packages.

The post does a reasonably good job of delivering the mail in a timely and accurate fashion, although most advise that anyone with a particularly valuable or important package ship it in person. The city post is not responsible for lost or mishandled items, unless it can be proved that the mishandling was done maliciously and not through mere negligence. The city post makes a point of not opening sealed packages, although they are required in some areas of the city, notably in the bloodholds of Mabon and Abbydon, to allow the government access search through the mail as it enters its domain.

The city post has been operation for thousands of years in the city. Currently, post headquarters are located in Barrowhold. The current head of the City Post is a chromithian by the name of Nethenis. The City Post is an extremely lucrative business, and its owners are some of the richest merchants on the Forge.

Lobbyists

Professional lobbyists are essentially organizations for hire. Citizens who wish to petition their Bloodlord, but who do not have the time to stand in line or the understanding of how to file the proper paperwork can hire a lobbyist to pursue their cause for them. Lobbyists have good political connections and excellent negotiation skills. They also understand the system extraordinarily well (at least within each bloodhold). In some places like Blackwall (where access to the Bloodlord is limited), the lobbyists even have formed their own guild to gain an ombudsman and thus gaining access under Queen's law.

Fees for lobbyists vary from bloodhold to bloodhold, depending on how complex the laws are. In the Oasis or the Golden Shore, lobbyists can be rented for only 50gp per day, but in more controlled areas such as Barrowhold or Blackwall, a good lobbyist may cost upwards of 500gp per day.

Religious Groups

In addition to the many secular organizations in Penance, there are a large number of religious groups and sects. Religious groups vary greatly in their actions and purposes, depending on the chief beliefs of the church in question. Nearly all such groups are small, encompassing but a single temple. Exceptions are few, though they happen most notably when a zealot becomes a Bloodlord and begins mass conversions of the people to a single religion.

Places of Penance

In a city the size of Penance, the numbers of different locations accessible to a visitor are essentially limitless. This manual can only hope to detail the most well-known and exceptional of such places. To such ends, places in the city have been broken down into a few basic categories. These are the bloodholds, the Wellspring, the ruined areas, and a few rare neutral zones. Details for each category are provided below.

The Bloodholds

The bloodholds of Penance are the occupied areas of the city where people live, work, and die. Most occupied cantons in the city of Penance are extremely crowded, containing over forty-two thousand souls on average. Buildings are built high and are tightly packed together. Single houses with private yards are very rare and only very rich citizens dare to dream of such luxuries.

Streets in occupied areas are well-traveled and bustle with foot and kith traffic at all times of the day. The upper levels of buildings become residential units, while the lower streetside levels are generally places of business and commerce. Cafés, taverns, and restaurants can be found on nearly every block, just like outlets for groceries, clothing, and various household goods. Small theatres and other places of entertainment are common as well. Smaller businesses do not even necessarily have a permanent space, operating right on the street, whether from a cart or kiosk or simply a lone hustler. Neighborhoods are relatively insular, as most people in the city tend to work within a few blocks of their home, and many people rarely leave the ten-block radius surrounding their place of birth.

The shape of the city is unusual, mostly due to the ruins upon which the city is built. The city does not age uniformly, and only the richest areas of the city look like a normal city with straight paved streets and level buildings. Most areas are bizarre three dimensional mazes of plank streets, all at different levels, with rope or wooden bridges, stairways, and ladders, connecting them one to another. The city has the general appearance of being extremely hilly, but there are no real hills here, only layers upon layers of buildings and streets. Specific areas within the bloodholds are detailed in **Chapter 7: The Bloodholds**.

The Wellspring

The largest area in all of Penance that is permanently free from the rule of the Bloodlords is the Wellspring, which includes the Queen's citadel and the bridges that connect it to the city. The circle of the Wellspring is not divided into neighborhoods, and is not open to rule by a Bloodlord. The spring is considered property of the Queen, and is subject to no laws other than her own. While an edict states that no one is allowed to physically harm or steal from another while upon the seven bridges of the spring, the rest of the Wellspring is basically a lawless area.

Because of the heavy shipping traffic on the water, piracy is a concern, so the navies of the Bloodlords whose territories abut the Wellspring (Flollo, Narcis, Hyperia, and a few minor lords) patrol it anyway. These patrols

do not pretend to enforce any laws, thus avoiding angering the Queen, but offer military help to anyone who requests it, typically by fighting off pirates. The navies patrol the Wellspring out to about three miles from shore, which is where nearly all the traffic is found. Anyone sailing closer toward the center does so at their own risk. Occasionally, conflicts between lords flare up, and the navies clash here on the waters of the spring, often with great destruction and loss of life.

The waters of the Wellspring are warm and fresh and constantly renewed by a giant geyser at the center of the great lake. As the city has risen over the years, so has the level of the Wellspring itself to fill the increasingly higher walls of its basin. The floor of the Wellspring is far below the surface, over a quarter mile deep at all points and the depth increases steeply as one sails towards the center. The central square mile of the lake floor, from which the great geyser erupts, is over a mile deep, and is entirely unexplored, as the pressure and heat make it all but impossible for any creature to approach. In fact, boats and ships are unable to sail within two miles of Israfel's citadel, as the roiling water there is entirely impassable. Also, approaching too close to the citadel often draws the Queen's attentions, and rarely in a good way.

As a rule of thumb, shipping traffic tends to stay within a few miles of shore so as to minimize the risk of capsizing due to stray waves from the geyser, and to remain under the protection of the navies. As a testament to these dangers, the bottom of the Wellspring is covered in shipwrecks as well as a variety of other debris dumped there over the ages. In this manner, the floor of the Wellspring resembles the city itself, as in many places, shipwrecks and coral combine to form layered strata. Despite the imagined treasures on the bottom of the great lake, few rashers explore there, as the pressure is too great for most species to survive without special protection. There's also the matter of an uncatalogued horde of horrible sea monsters dwelling amongst the depths here.

All the waters of the Forge begin here at the Wellspring, and there is pressure enough to raise the waters indefinitely as long as the city continues to grow. Israfel's citadel floats upon the surface of the water at the center of the Wellspring, even though it is anchored by heavy chains to the bottom. Over the ages, the slack in the chains has increasingly been taken up as the city has risen. Currently, the chains are nearly taut. It is unclear—and a subject of much discussion among the scholars of the city—whether the chains will hold or snap if the water continue to rise. Both scenarios have been favorite topics of prophets, doomsayers, and seers.

The retaining walls of the Wellspring are sturdy and thick, although historically not without breach. A breach is a major concern for the city, as not only would the Wellspring be in danger of dropping in level, but portions of the undercity could be flooded. Though few in Penance are in danger of drowning, submerging the Maze is still quite a cause for concern, as the water would greatly weaken the supports beneath the upper city itself. The city of Penance has not seen a breach in the Wellspring in nearly 10,000 years, when a large evil kingdom at the southern end of the plateau collapsed and was washed away out of the city in what many imagine to have been the wrath of some unknown god. The holding walls of the Wellspring are further strengthened and bolstered by the presence of well coral, a freshwater coral native to the spring that grows in abundance around the walls and over older shipwreck and refuse.

The Bridges of the Wellspring

Stretching out from the Queen's citadel are seven enormous floating bridges that connect it to the far banks of the Wellspring. These bridges are probably the oldest structures in Penance other than the citadel itself. Some say they are part of the original city, but more likely the bridges have been rebuilt many times over the ages. Regardless, they have risen with the Wellspring for many thousands of years, and have survived through scores of layers of the city's strata. The pontoons on which the bridges float are marble magically imbued to be both stable and highly buoyant. Each bridge is roughly eight miles long, and has a set of these floating supports every 200 feet. Current wizards marvel at the now-lost magics that created such an incredible number of these large floats which, all told, number nearly 1,500.

Each bridge of the Wellspring also hosts impressive crystal statues at regular intervals, referred to as bridge golems. They serve as guardians of the laws of the bridges and animate to deal justice to those who break bridge law. The enforced laws and presence of the golems make the bridges popular public gathering spots. The great defining public events of the age are held here, revolutions are fostered here, and desperate men seek sanctuary here from their enemies. In fact, the Wellspring bridges have become massive public markets over the years, with rows of shops, vendors, stalls, taverns, carts, beggars, and performers stretching on for miles outward from the city toward the citadel. Large areas and squares are cleared on the bridges to serve as auditoriums. A variety of people always speak or perform in these venues, whether as a madman howling at the crowd or as part of a huge, scheduled public event. The bridge markets are accessible from either end, as well as from the thousands of docks, stairways, and ladders that connect the bridges to the shipping traffic below. The bridges of Penance are famous throughout the Forge for the wide and exotic variety of goods for sale there. Anything that exists on the Forge can be purchased on the bridges, so long as the price is right.

Nydaria

Despite the difficulties in surviving beneath the surface of the Wellspring, a number of intelligent creatures call the great lake home. Chief amongst these are the ceptu, who have a colony here from which to extend their growing influence over the city. This colony, called Nydaria, avoids the many difficulties of life on the lake floor, as it is built upon a giant floating platform made of living sea creatures.

Nydaria is a place of dramatic contrast, a point of light and life in a black and nearly inert world deep beneath the Wellspring's surface. It is a place of elaborate culture, strict utilitarianism, and peacefulness unheard of among the brutality of life in the city above. Non-ceptu individuals that have visited Nydaria often refer to it as "one of the most stunning and awe-inspiring places ever experi-

enced." Conversely, the ceptu themselves refer to it as a "lesser city" and speak of larger and grander ceptu complexes far away in the depths of the northern ocean.

Nydaria itself mirrors the form of its owners—The city is a massive, intricately entwined arrangement of bioluminescent jellyfish, their dome-like bodies forming huge chambers and their extensive tentacles forming the passageways among them in all directions. Sprouting out from these tentacles are smaller, bud-like pods that serve a myriad of services from living quarters to concert halls. The entire city is roughly spherical, but is comprised of many overlapping layers of languidly writhing jellyfish, so that the city itself continually grows and changes.

Nydaria generally floats about the Wellspring, subject to the movement of the roiling currents themselves; this is the only manner by which mariners can approximate the position of the city. The city does possess the powers of independent locomotion, though this ability to propel itself gets rarely used as the city is rarely threatened and such movement consumes extensive amounts of bio-fuel that normally lights and heats Nydaria.

Nydaria's soft, opalescent glow and its undulating movements initially make land-dwellers ill at ease while they are within the ceptu city, but these factors are soon overcome, and visitors can focus on the plethora of culture and beauty at their fingertips. Visitors to the city are generally allowed to explore at their whims, since the semi-sentient jellyfish city does not allow them egress into areas that might prove harmful either for the visitors themselves or for the ceptu. Exactly how the city understands such things is unknown, but many feel that the knowledge comes directly from the ceptu leader.

The Queen's laws prohibit official laws even here, but the Nydarian ceptu all follow a general path of courtesy and friendliness with one another. Those few visitors who are unwelcome are treated with discourtesy, rudeness, and are generally simply ignored. The "ruler" of Nydaria, a venerable ceptu by the name of Mnemos, is more often referred to only as the Jem'hyar, meaning "great advisor." The citizens of Nydaria come to him out of their own free will and ask for his advice when it is needed. In this manner, Mnemos manages to direct the path of Nydaria and the lives of its inhabitants without becoming a ruler and disobeying Israfel's law. It is unclear exactly what the Queen herself thinks of this bending of her laws or of the floating colony itself. She has not attacked the city or even asked the ceptu to change their ways, though she has walked the corridors of Nydaria from time to time. This fits into a claim that some have that the Queen has an odd sympathy for those who manage to skirt the spirit of a law while remaining within the letter of it.

Of late, the Pedestal's drastic sense of polarity seems to have grown even more evident. Nydaria's true purpose—to provide a colonization base of ceptu within Penance—has become warped and twisted into something darker. The true nature of this pall, however, remains as dark as the waters that envelop the city, but those few that have recently visited the ceptu city have returned somehow changed—somehow less caring than they were before.

Other Inhabitants of the Wellspring

Other intelligent species beyond the ceptu dwell under the waves of the Wellspring, but few are numerous, and fewer still civilized. Most are simple primitive peoples dwelling in various caves and hollows in the well coral and feeding off of the rich aquatic life found in the waters. The bulk of the undersea civilizations in the domain of Penance is found in the great northern ocean that dominates the upper part of the world of the Forge.

Most of the living things in the Wellspring however, are not pleasant, and definitely not civilized. A number of troublesome monsters call the spring home, including the famed horngill and the ever-hungry merain. There are also a wide collection of unique creatures that the Queen pulled into these waters out of curiosity as much as design. Swimming in the Wellspring, although pleasant, can be a dangerous prospect, and it is best to stick to the caged off and shallow public swimming areas that line the shores.

Many sailors and people who wish to trade or explore beneath the waters of the Wellspring employ an unusual device in order to aid their breathing. This device, called a gryb, is actually a living creature that attaches to the face of a host and allows it to adapt to an underwater environment. The gryb are fully detailed in the Flora and Fauna section in **Chapter 2: Inhabitants of the Forge.**

Ruined Areas

Roughly seventy percent of the surface of the city of Penance is in ruins, and of course, on top of that, the parts of the city that are visible only account for perhaps four percent of the city's mass. This means that perhaps one percent of the city overall is actually in a livable condition and inhabited by living residents. The rest of Penance is a vast and largely unmapped terrain of forgotten neighborhoods and rotting streets. This ruined area is commonly thought of in terms of two categories, the areas of the city's surface that are in ruins, referred to as the lost city, and the ancient ruins buried beneath the city, referred to as the undercity. The main distinction between the two is that the lost city is able to be reclaimed as active, inhabitable land, while the undercity is essentially unrecoverable. Both the lost city and the undercity are further detailed later on in this chapter.

Neutral Zones

Besides the Wellspring, very few non-ruined areas in the city are considered to be not subject to the control of a Bloodlord. In fact, there really are only three such places: the rivers of the city, the Queen's Green, and the Hub Tavern.

The Rivers of Penance

The rivers of Penance and their names are as ancient as the city itself, although they have changed much over the years. As the plateau of Penance rose, so did the rivers. The deep channels that the rivers cut through the city rising around them were treacherous and presented many navigational problems. New raised channels were

built for the rivers, and the Wellspring was dammed and diverted to the new channels. The old channels of the rivers were filled in and quickly built over, soon blending in with the rest of Penance. At first, a series of locks was built on the outskirts of the city to allow traffic to climb up to the new water level, but as the city grew, this method became inefficient, and new ways were devised to solve the problem of the waterfalls, as the end of the channels had now become. Currently, massive cranes extend from the tops of the waterfalls, mounted on a sliding track and equipped with powerful winch systems. Ships sailing into Penance must stop before the falls and pay a lift fee for their entire vessel to be raised in a sling and carried to the upper river. Stone weirs stand at ends of the upper rivers, allowing the water to pass through to create the falls, without allowing ships to slip past on the current and plummet off the edge of the city.

The seven rivers that flow through the city of Penance are the main thoroughfares of the city. Though a Bloodlord may control all the territory around a river, a tradition honored in the name of commerce keeps the rivers open to the general public, regardless of their point of origin.

There are a few exceptions to the river's rule of free passage: First, military vessels cannot sail unimpeded on the rivers, for sailing one's fleet into another's territory is considered an act of war. Secondly, tolls can be levied on vessels as they pass through bloodholds, but they are steeply increased when the vessel hails from an enemy port. For the most part, tolls are only charged at the waterfalls of the city, and the tolls are considered usage fees for the lifting and lowering mechanisms. In a few places though, notably in Blackwall, local Bloodlords have built gates across random sections of the rivers and charge tolls for boats to cross them. A Bloodlord who wants to erect a river gate had better have a sizable army though, as there are few ways to more quickly anger one's neighbors.

The rivers of Penance are the primary water supply for the city, providing reasonably fresh water from the Wellspring. Though it is often the case, the rivers are not the city's official drainage system. Drains are directed into the undercity, where the older riverbeds still exist and remain in use. The ancient riverbeds flow along the same general path as their modern counterparts, and eventually exit partway down the waterfalls on the edge of the city. Water treatment plants dredge most of the waste out of the water, though, just before it reaches the falls. The waste that is extracted from the water is typically dried and then used for a number of purposes, including fuel, fertilizer, and landfill. In the three areas where rivers flow through the lower city, a separate channel catches the wastewater, merging it back into the main stream only after it has exited the city entirely. Citizens of cities further down the river do notice a poorer quality to their water supply, but there is unfortunately little that can be done to improve it.

The Queen's Green

This unusual part of the city was inhabited for tens of thousands of years, and was a powerful and influential bloodhold up until a millennium ago. For the past 1,000 years, it has been the property of the Queen, and no Bloodlord can claim the territory. The Queen's Green is located on the western shore of the Wellspring. Israfel has buried the buildings of the green under a thick layer of soil, and turned the entire area, once comprising fifty-five cantons, into a natural environment. Trees, shrubs, grasses, and flowers grow in the green, and Israfel often spends time tending to it herself, creating beautiful displays of plants and flowers, pleasant walks, and breath-taking and tranquil groves. The green is seen as the Queen's hobby, who seems to take pleasure in making it lush and beautiful.

The green also holds the Queen's private zoo, and some of the most unique animals in Penance are found here, most of them quite dangerous. Many parts of the green are sculpted and populated with foliage just to recreate a particular habitat for one of the animals. The green however, is too large of an area for the Queen to fully garden, and much of it has run wild, with the plants and animals mixing in strange and intriguing ways. It is not uncommon to struggle for a mile through thick jungle in the green only to suddenly find oneself in an elegant rose garden replete with birdbaths, and a tidy hedge-maze at its center.

Whatever her motives are in tending the green, the Queen is not interested in sharing it and actually takes minor pains to keep others out of the area. The Queen does not forbid visitors from entering the garden; although anyone who trespasses does so at his own risk, save Odyar Khan who is a frequent wanderer with her among its glades (see City Personalities below). The Queen has decreed however, that no one shall take up residence there, which apparently includes merely sleeping, and those who break this rule are either slain or ejected immediately. The Queen also does not suffer those who uproot her plants, disfigure her displays, or dig up her garden, and they usually pay a steep price for such actions.

One unintended point of interest about the Queen's Green is the undercity beneath it. The least explored area of the Maze, rafters everywhere water at the mouth at the prospect of being the first to delve beneath the Queen's Green and recover the many and valuable artifacts buried there. Many rafters try to enter the green from the side and delve laterally, but none have been able to get more than a mile towards the center, leaving a great deal of virgin territory. Some rafters approach the green differently, by entering the green first, and then using magic, such as a *dimension door* spell, to pass beneath the soil. There are two problems with this method though: One is quite likely to get eaten before reaching the center of the green; and secondly, one really has no way to discern where one will end up once one teleports blindly beneath the surface.

The green covers the site of the bloodhold of the famous elf-lord Alfheirn, whose grand life and sudden death are still remembered in song and story throughout the city. Alfheirn knew fame as a great conqueror, and his armies plundered most of Penance. In fact, his troops brought many great and beautiful objects from across the domain back to his territory as tribute. It is believed that whoever finds Alfheirn's treasury may instantaneously become the richest and most dangerous person on the Forge.

The Hub Tavern

The Hub Tavern is one of the most well known places in Penance. It is completely detailed in **Chapter 9: The Hub Tavern**.

The Lost City

"This sinking... nothing has disturbed me more in my time here than the discovery that it happens often enough that there is a word for it."

Lathrik, Lunar Seed

Roughly 70% of the city of Penance currently lies uninhabited, in a general state of ruin, and often overrun by the dead or ravenous monsters. They call this ruined area the *lost city*, or colloquially, the *wrack*. The lost city is typically misunderstood by newly-arrived seeds and casual observers. The lost city really can be thought of as part of the undercity, save that no one has built anything over the top of it. As the city evolves, cantons are abandoned and recovered constantly. A canton is built up, in use for several thousand years, and when it is no longer fit for habitation, the population slowly moves elsewhere. Hundreds of years later, as other areas deteriorate, the canton is restored and renovated; a new layer grows and builds atop the old one, and new settlers move back in. Nearly every canton in Penance has been "lost" at one point or another, but such areas are never dead, just simply part of the natural life cycle of the city.

Folk abandon a city canton for many reasons, from plague, economic downturn, warfare, or simply the collapse of the buildings or undercity upon which it is built. Collapse is a common aspect of life in Penance, more often referred to as a *sinking*. Many people throughout the Forge use the term casually. "May he sink with all his gold and glory!" is a common saying typically applied to a despotic Bloodlord. This expression has precedent, as numerous greedy lords have filled palaces with so many riches and spoils that the weight became too much for its foundation to hold; the buildings sink, costing a Bloodlord his home, riches, and very often his power. Religious folks consider the collapse of an old building or neighborhood to be a form of divine retribution, while others see it as part of living on the Pedestal. The citizens of Penance do not live in a constant state of fear of collapse at all times. The situation is more akin to a population in a high earthquake zone; for the most part, life is peaceful, but every so often, a building gets knocked down, and one simply learns to accept it.

Sinkings are typically dealt with in one of two ways. Isolated sinkings, such as the collapse of merely one or two buildings, the hole is quickly covered over with boards and stones, rubble is reinforced around the new foundations, and new buildings rise again. Larger scale sinkings, such as of several blocks at once, see an area simply abandoned, its surviving residents moving elsewhere.

Rebuilding lost cantons from their ruined states is the simplest way a Bloodlord grows in power without directly confronting another lord. To recover an area, it first must be cleared of monsters and undead and secured with mercenaries. The ruined buildings must be carefully restored or be reinforced and built upon to provide a new foundation for other buildings. Once new buildings are erected, inhabitants can be brought in to live in the new dwellings, bringing a canton back to life.



A branded Exile

The lost city is vast, although it is not in one concentrated location. Ruined neighborhoods are found throughout the city, some right even in the center of highly populated areas. Other sectors of the city are complete ruins for miles around, and the centers of such areas are completely uninhabited, even by monsters, who can find nothing there to devour. Generally, the farther one gets away from the inhabited areas of the city, the emptier the wrack becomes.

Few citizens of Penance ever choose to step into the wrack, even if they live right next to it. The wrack is a lawless zone, and judges and bailiffs do not patrol there to protect the weak and the innocent. Even the common laws of the city are not binding here, so many murders happen in these empty streets. In addition to the legal dangers of the place, the lost city is home to a wide and strange array of hungry creatures and fearsome predators. Among the many fiends found in the wrack are the *derelict*, a race of six-legged rodents that trip up their prey with their long tails, and the *swarms*, massive colonies of insects that engulf and devour anything that cross their path.

Besides serving as a home for infamous monsters, the lost city is often home or hideout for bandits and criminals, as well as by others who wish to remain on the fringes of society. These people use the wrack as cover, and spend their time venturing into the inhabited parts of the city to kidnap

people, steal valuable items, or to wreak havoc on the local authorities. Bandits, though not found everywhere, are a huge problem in many areas bordering the wrack. Bloodlords often commission special vanguard-led military forces to patrol the borders, ensuring that the unsavory do not enter the active part of the city. One bloodhold, Blackwall, has addressed this problem by constructing a tall wall that completely encircles the territory, with guards atop it ensuring that no one either comes or goes over or through it. Though helpful, efforts to patrol the borders of a bloodhold are far from perfect, as the undercity allows marauders to simply slip underneath a border and come back up many blocks past it, deep in the heart of the active city.

Exiles are the most unusual of the lost city's residents, poor souls who for various reasons (typically involving terrible crimes) have been permanently banned from society. Exiles are easily spotted by the glowing brands on their faces, which show even through magical disguises, and they are expected to be killed on sight if they ever step into the territory of any Bloodlord. Exiles are sad and bitter individuals who wander the wrack either plotting revenge or looking for a way to remove their marks of shame. Both possibilities are rarely, if ever, brought to fruition. Rumors say that somewhere in the wrack exists a small single-canton bloodhold in which all the inhabitants bear the mark of exile. Even the Bloodlord there is branded, and he tries to find and unite the exiles all over the city. Others believe that this lord is desperate to get one of the brands of exile, with which he will brand all children born into his bloodhold, as well as anyone else who walks unadorned and crosses his path.

Not all who dwell in the wrack are necessarily dangerous. There is a class of people here referred to as *squatters*, who are simply unfortunate citizens who for whatever reason are unable to live in the occupied area of the city. Most are jobless, and are unable to pay the high rents of Penance, while others are mentally unstable, and unable to lead a normal life. Such individuals often live on the very edge of the active areas, and cross over every day to look for work or to beg. Squatters often get into altercations with border patrols, even though they do nothing wrong; patrols claim it is quite difficult to distinguish those who are merely homeless from those who wish to do sincere harm to others.

The lost city, along with the undercity, is rife with ghosts and other spirits from the distant past. A few are harmless manifestations, but many are quite malevolent. One of the more unique types that stalk the ruins looking to corrupt and destroy the living are the *lectors*, skeletal abominations fueled by bad memories and hate. They stagger around the wrack looking for artifacts that bear psychic scars, which they then add to their bodies to further increase their power.

Traversing the wrack is a difficult prospect. Unfortunately, it is often an undertaking that one must be willing to accept, as the lost city is typically the shortest (or the least conspicuous) path between bloodholds. Spies, assassins, and soldiers that want to succeed in Penance learn to navigate the unsound streets of the lost city. In addition to the danger from monsters, the surface itself poses difficulties. Much of the lost city collapses over time due to neglect or abuse, and wide chasms often run down the center of the streets. Ladders and stairways often rot away, meaning that one often is faced with a steep cliff of masonry that must be carefully climbed. Ancient city streets and flooring can give way underfoot, sending a traveler plunging into the dark and unknown depths of the undercity. Likewise, buildings that still stand are liable to collapse, and simple acts such as opening a door or a window could cause several tons of stones to drop onto one's head.

The lost city has one last lure upon the citizens of Penance, particularly on those who fancy themselves delvers—Much of its undercity lies unexplored. Beneath inhabited Penance, the undercity, or at lest the first few layers of it, have been explored thousands of times, and most treasures extracted. In the lost city, one barely needs to but dip beneath the surface to discover a fanciful world of strange cultural artifacts and lost heirlooms, unseen by mortal eye for who knows how many centuries.

Lost City Places

Most areas of the lost city are merely ruins with the promise or threat of treasure and danger. However, there are a few areas well known to travelers and explorers and worth noting.

Scopas' Rift

On the southern end of the Pedestal towards its western corner, one finds the remains of the largest sinking in the city's known history. This area, known as Scopas' Rift, once contained over twenty-two cantons of the city, which are largely thought unrecoverable now. The rift starts about halfway to the Wellspring, and widens as it approaches the edge of the city. The rift marks an area of total collapse—The entire foundation of the city has been destroyed here, and the bottom of the rift meets the bedrock of the domain...

The rift forms a deep chasm in the heart of the city. Streets and rows of houses stretch along quite normally and then suddenly drop away, replaced by a staggeringly high cliff of twisted metal, shattered wood, and crumbled stone. Rubble lines the bottom of the rift and lies on average more than five hundred feet below the level of the city. This debris is solid and densely packed, providing no tunnels or space to be explored like the undercity around it. Looking down through the rift provides invaluable insight into the nature of the entire city of Penance. Here one can see the many strata, each layer discernable and visible. The layers shrink as one's gaze moves down the cliff and the weight of the city slowly crushes the lowest layers into seemingly solid rock.

Scopas' Rift allegedly came into creation nearly ten thousand years ago. A breach deep down the wall of the Wellspring sent a river of water through the undercity, sweeping away the foundations and sinking an enormous section of the city in one swift and terrible moment. At the time of the rifting, the area was known as Bower's End, a densely populated and wealthy bloodhold. The Bloodlord, a fierce asherake by the name of Scopas, ruled and was famed for his cruelty and lack of compassion.

Scopas wished to economically dominate the Forge and worked his citizens to their deaths in sweatshops and factories. He also lavished upon his territory fine buildings, graceful statues, and beautiful works of art. Scopas' military might was intimidating, and most at the time expected him to dominate the city soon. At the time of the rift, Scopas was in the central chamber of his palace, at a great feast in his honor, when the floors of the building suddenly dropped away and a heavy rain of marble ended his reign. No one knows who or what created the breach in the wall of the Wellspring. Some say it was one of Scopas' many enemies, many believe that it was a simple act of fate, and others hint that the Queen herself did the damage. History mentions a brave band of ceptu came to the rescue of the city and managed to repair the hole through great magics and at the expense of many of their lives. Legend suggests they were allowed to establish their colony of Nydaria within the waters of the Wellspring as their reward.

The rift is currently a prime destination for architects, historians, and explorers for many reasons. Delvers flock to the area due to the easy access to very ancient yet exposed layers of the undercity wherein lies a wealth of artifacts and gold amid the rubble. Since the rift opened so swiftly, no one and nothing escaped, preserving their possessions as well as their bodies somewhere in the rift. Even the most mundane of artifacts are of value to historians, who try to get a picture of how the people of the area lived and worked, and how their culture was structured. Architects come to the rift to study the exposed supports of the undercity and to gain a better understanding as to how to build in Penance. Digging through the rubble is difficult and time consuming, and most still fear that too much excavation may lead to further collapse.

The rift may be approached from a number of routes. The most direct method starts outside the city and delvers climb up the rubble itself. This method is safer than the alternatives, but may be more time consuming. A more common route follows some trading roads leading south from the Oasis to a few minor bloodholds that sit right on the western edge of the cliff of the rift. From here one can climb down the cliff on rope ladders to explore the rift. The bloodholds at cliffs' edge offer many explorers' services, including porters for hire, digging equipment, and winches to haul large objects back up to the city level. Residents of the Alliance may take a similar route westward along the edge of the Pedestal to another small bloodhold on the eastern edge of the rift.

Many legends and stories circulate around the city regarding Scopas' Rift. Many speculate on its cause, or on its meaning. Others discuss some of the art that has been extracted from the area, or speak of how they wish to someday explore the rift for themselves. Perhaps the oddest rumor is the ghost story many delvers tell of seeing the spirit of a proud asherake walking across the rubble. Most assume this spirit is that of Lord Scopas himself, and while a few describe him as a harmless apparition, others believe that he seeks something amidst the ruin and swear he still disturbs the ground as if solid…

The Great Archive

Deep in the lost city of Penance is an enormous building known only as the Great Archive. The Archive takes up the area of several city blocks and although it is in the lost city, it is well maintained and staffed by a small but dedicated retinue of monks. Within the Great Archive is a copy of nearly every book and document known to exist in



Penance. The monks themselves also keep their own history of the Forge, and especially Penance, which dates back several thousands of years.

The Archive building is ancient beyond ken and descends far below the surface of the city, its original entrance long buried. Currently, one enters the Archive across a pair of sturdy stone bridges that connect to the lost canton surrounding it. A deep chasm surrounds the building and drops off into the darkness that surrounds its base. The building is in much better repair than anything around it, as the immediate canton hasn't been occupied in over eighty years.

Even in the best of conditions, books and papers rarely last more than a dozen centuries or more, so shelves of crumbling manuscripts and molding scrolls fill the older wings of the Archive. The monks diligently scribe new copies of the books before they fade away, but they fight a losing battle, as the quantity of books that disappears from the world each day is far greater than the number that the monks can copy.

One of Israfel's proclamations protects the Archive itself, as she declared it "a sacred place of knowledge, wherein no one shall molest the monks or the library under the penalty of my wrath." The monks also have free rein to govern the Archive as they see fit, as long as they act in the pursuit and preservation of knowledge and not for any personal gain. The monks are also not counted toward the number of inhabitants a canton needs to have a Bloodlord, another factor that keeps the area around it "lost."

The Archive building itself is open to the public, although its size proves daunting to most seeking a particular volume or scrap of information. In fact, it could take days to fully scour all the shelves within the Great Archive, so it is best explored by those who best know its corridors. Few but the monks could ever hope to look up anything in particular there, so the monks themselves can look up specific subjects or documents for visitors in return for a fee. This fee can be monetary, but is more often simply a shipment of food, clothing, or new books and writing implements for the monks. Anyone who donates an important document or book into the Archive that is not duplicated already therein has the monks' gratitude and never pays another fee; allowing the monks only to copy the book without donating covers any fees incurred until the monks have finished copying the work (1d3 weeks).

The Archive is run by an unusual character known Karanth Garik. Karanth is an old and grey asherake with a surprisingly friendly demeanor for one of his species. Karanth is kind, gentle, and benevolent. His monastic vows prevent him from eating flesh, and he is rather thin for one of his race. He is a bookworm and prowls constantly about the Archive looking for old knowledge. Characters that befriend Karanth will find him a useful, if scattered and meandering, source of information. Karanth is also a skilled sorcerer and is well able to defend himself and his Archive if necessary.

The Archive lies about five miles from the northwest shore of the Wellspring, near the center of the peninsula created by the two channels of the Aegis River. It is most easily approached from a stop along the western arm of the Aegis, where a lightly guarded, but well-trod path leads to the Archive. The guards for the trek to the Archive, as well as the stevedores that man the river stop, all come from Lord Belus, ruler of the bloodhold of Illumina not far to the northwest. In addition to the servicemen he provides, is well known that Lord Belus often sends shipments of food and clothing to the monks. It is assumed that he makes frequent use of their services, though many assume he'll eventually try to claim the canton around the Great Archives.

The Undercity

The city of Penance, ancient beyond memory, rests upon a quarter-mile high plateau of ruins—all the incarnations of Penance City that came before. The city has always been built above the same patch of ground, and the layers of architecture beneath it—the *undercity*, as they are collectively called—are immense and largely unmapped. The undercity, though officially abandoned, is still quite an active part of the city; those few who know their way around can travel great distances undetected beneath the city, and spies, thieves, and assassins commonly use the undercity to slip unseen from place to place.

One may walk into a basement of a house in Penance, and discover a hole in an old wall that leads to an abandoned ballroom at the top of a crumbling mansion. Walking out the front door of that mansion could put delvers on an empty city street, where the sky is simply the floorboards and arched buttresses supporting the buildings above. Here on this street, a manhole descends into a sewage trough which runs through a forgotten child's bedroom in a partially-smashed orphanage. The lower one goes in the undercity, the older, more unstable, and more dangerous the ruins become. A few layers down, the ancient buildings have begun to compress, requiring explorers to stoop to walk through them. The air at this level is also quite stale and rotten, often causing fainting or illness. Of course, the oldest of the city's buildings have been crushed into the thick, dense, and varied soil on which the city rests.

The undercity seems endless, and is nearly impossible to map due to its tangle of strange and ancient buildings, scattered rubble, structural modifications, and lost streets. It is no surprise to anyone as to why the undercity is generally referred to simply as the Maze. Rafters are some of the most skilled and respected people in the city, due to the intense difficulty of their jobs; their entire profession is dedicated to exploring, mapping, and recovering lost knowledge from the undercity.

The majority of the citizens in Penance view the Maze as an intensely dangerous place, even more so than the lost city, and not without reason. Those who delve beneath the city face any number of hazards, including being caught in a collapse, getting hopelessly lost, running into a seedy villain, or falling prey to one of the many hordes of hungry and bizarre monsters that hunt in the darkness. Only highly-trained rafters and a few skilled criminals have the ability to navigate the undercity in a relatively safe manner.

Despite the dangers, the undercity still attracts its fair share of rashers, explorers, and thrill-seekers. The rewards of the past, as well as the great attraction of the unknown,

are feverishly attractive to those who feel the pull of discovery. The riches in knowledge, artifacts, goods, and magics lying forgotten beneath the city's current streets are incalculable. For every adventurer who has lost his life in the Maze, another has achieved power, fame, or riches beyond his wildest imaginations. Even many of the current rulers of the city—most notably the Lords Narcis and Flollo—came to power by way of the gifts from the undercity.

The Dangers of the Maze

The undercity is old beyond reckoning, and many parts of it are quite unstable. The supports that hold up the city are under tremendous pressure, and are unlikely to break from a mere footfall. There are many floors, roofs, streets, and walls that haven't received much stress or pressure in thousands of years. Unless one knows where to step, one can easily lose one's footing. In the case of the collapse of a floor or similar area, falling, though potentially deadly, is the least of one's worries. Anyone breaking through a floor or wall often has a large amount of heavy rubble plummeting after him, either crushing him, burying him, or both. An explorer may end up attracting the attention of some ravenous fiend, or he may find himself deep in an area from which he is unable to climb out. Rafters can read the structure of the undercity to determine if its is able to support weight, and it is advisable that a prospective delver hire one or bring one along on his venture into the Maze.

Though the intelligent population of the city largely stays out of the Maze, it still manages to teem with life in many areas. All sorts of vermin occupy the uppermost levels of the undercity, feeding off of the waste of the active part of the city. Larger creatures live slightly lower in the Maze and feed off of the vermin. A number of true monsters have also managed to thrive in the Maze and prey off of everything that comes their way, particularly explorers. The most widely spread of the undercity's creatures include the mysterious stark, the destructive rozian, the misunderstood ort, and the devastating quillion. These creatures are all native to the undercity, but Israfel pulls monsters into the Maze on a regular basis, so that one may encounter any number of unique and bizarre horrors beneath the city. Most Maze denizens lurk below the surface, but every once in a while, one will get hungry and enough to crawl out of its hole, attack random people on the street, and then drag them under the surface to devour them.

The most dangerous inhabitants of the Maze are not mindless, hungry beasts, but evil villains, quite intelligent, and quite deliberate in their actions. Because of its isolation and proximity to many parts of the city, criminals and criminal organizations of all kinds use the undercity as a base of operations. Criminal hideouts in the undercity are generally disguised and well protected with traps or guards. Those who use them are very cautious, and explorers that pass too close are more often

Supports and Structural Integrity

This simplified chart can be used by a GM as a guide to how to predict or prevent a sinking. Essentially, the sinking occurs when the support requirements of a building exceed its support points. Most buildings in Penance have plenty of extra supports just to be on the safe side. As one gets lower in the undercity, the requirement for support lessen, as the buildings there have, over the years, compacted and settled to form a man-made strata of bedrock. Collapses in the undercity are vary rare, but intensely devastating.

While it is not feasible to provide a comprehensive treatise here on structural engineering, this chart should be sufficient to allow use in the average game.

Minimum Support Requirements

Massive Building (arena) - 75 points
Large Building (palace, museum, factory) - 30 points
Medium Building (apartment, tavern, warehouse) - 10 points
Small Building (house, pub) - 4 points

Support Points (and installation costs)

Iron Beam - 3 points (85 gp)
Wooden Post - 1 point (20 gp)
Marble Column - 4 points (120 gp)
Brick or masonry post - 2 points (50 gp)

Support Damage and Repair

Age: Buildings lose support points over time. Lifespan based on material.
Wood: 80-190 years (d12x10 plus 70)
Masonry or Brick: 200-700 years (d6x100 plus 100)
Iron: 500-1200 years (d8x100 plus 400)
Marble: 1500-4500 years (d4x1000 plus 500)
Damage: Deliberate damage can destroy supports.
Wood: Hardness: 5, HP: 20, Break DC: 23
Masonry or Brick: Hardness: 8, HP: 80, Break DC: 30
Iron: Hardness: 10, HP: 65, Break DC: 32
Marble: Hardness: 9, HP: 200, Break DC: 40
Money: Support points can be added at cost, or repaired at 2/3 of cost.

than not quickly disposed of without any questions being asked. Skilled rafters should always be on the lookout for the telltale signs of criminal habitation, and should avoid any area that appears to have steady foot traffic leading to and away from it. Anyone venturing below the city consciously acknowledges that they forfeit the protections of the city's laws and its officers. Judges and bailiffs do not patrol the Maze, and generally turn a blind eye to anything that takes place there. Anyone delving into the undercity should be well armed at all times.

Many delvers that manage to avoid the various pitfalls and predators of the undercity still never see the sweet light of day again. The Maze has its nickname for a reason, and it is exceedingly difficult to find one's way out once one has entered it. Simply retracing one's steps may not be an option, even if one marks the way well; a collapse may prevent passage along a particular corridor, or a tumble may drop one into an unfamiliar area. The strongest instinct when lost in the Maze is to simply head upwards as quickly as possible, an instinct which sometimes works, but more often than not leads one into deeper trouble. Many places in the Maze are dead ends, where one cannot move upward without being able to fly or pass through solid stone. Burrowing up is also a very bad idea; many delvers have died burrowing holes in the bottoms of riverbeds, collapsing structures onto themselves, or simply digging their way into a Bloodlord's personal residence. Going up without caution also can bring you into the lair of a hungry creature. Maps are not always useful, as they show only a limited area and do not include recent changes to an area such as collapsed buildings or blocked passages. The best exit strategy from of the Maze comes from the trained instincts of skilled rafters, essential members of any party that wishes to explore beneath the streets of the city.

Rewards of the Maze

The myriad dangers of the undercity rarely deter thousands of explorers each year into its depths due to the constant promise of rich and powerful rewards. The undercity represents the past of the city, a past that stretches back for an entirely unknown time period of a million years or more. While most mundane relics of the past have crumbled away, the most precious of items still remain intact, such as jewels, magical devices, and precious metals. Many say that the city's population once reached nearly double its present number, the sheer size of the Pedestal and its minimal occupation at present their evidence. All of these past cultures and civilizations possessed riches and magics, and all of these riches and magics fell into the Maze at some point in history. An item gets buried in the sinking of a palace or abandoned by a family leaving a deserted canton. Items get entombed with a fallen hero or lost in a now dried-up riverbed. Treasures can be swallowed by a ravenous beast or walled into a hidden niche as a sacrifice to some forgotten god. The possibilities are strange and endless and a great wealth in items constantly rises from the Maze. And, of course, as buildings continue to sink and heroes continue to be swallowed up by the undercity, a great wealth of new items gets lost to be someday discovered again by future explorers.

The greatest amount of wealth lies in and around the many sinking sites. Intact buildings that have been abandoned or built over hold some objects, but most were consciously evacuated of people as well as the most valuable items. Many buildings rarely got emptied before they collapsed, and all of their contents, occupants' remains included, are still somewhere inside them crushed amid rubble. Digging through rubble in the undercity is extremely fruitful, but unfortunately very difficult. Most collapse sites have the supports of new construction sunk directly into the solid rubble. Disturbing the rubble is a sure-fire way to loosen the supports of everything above it, and even if one escapes a potential collapse, the standard sentence for those found to have caused a sinking is death. An engineer in one's party can take great care to maintain the structural integrity of the area when digging in the Maze. Some of the greatest objects thought to be still lost in the Maze are considered to be simply unrecoverable due to their suspected locations.

Exploring the structurally intact areas is a safer but slower bet for extracting wealth from the Maze. Most of these areas are cantons whose buildings simply became too old, dirty, and worn to be inhabited. Although built over, some areas are in better shape than others, and the best preserved of them are eerily silent city streets without any inhabitants and a ceiling instead of a sky. There may yet be great stashes of wealth in these areas. Many cantons change hands due to warfare and displaced families often stash their valuables in a hidden cache before fleeing their homes. Those who know where to look make an excellent living by uncovering such hiding places. Others track down and slay the numerous predatory creatures that call the Maze home, since many creatures survive by eating delvers—who coincidentally seem to carry magic and wealth on them. If one tracks these creatures back to their lairs, one should easily discover a sizable pile of treasures and goods in far better condition that the objects that one may find by simply digging about.

There is also evidence that points to the fact that Queen Israfel frequently pulls powerful magical items from other worlds and places them deep in the Maze, especially in very hard to reach or unexplored areas. Lord Flollo's *greater golem armor*, for example, appears to have no previous history on the Forge, and believe it to have been a prize left behind by the Queen for someone to someday find.

Anything found in an active city may also be uncovered in the Maze, as everything in the Maze was once a living part of the city. Money and magical items are the most popular and widely sought of the treasures of the undercity, but there is much more that can be found than mere wealth. Books and well-preserved manuscripts can give a clear or evocative glimpse into a forgotten culture, making them quite valuable to the right buyer. Books also help to discover other treasures, as they sometimes reveal secrets of hidden caches, or detail great powers of otherwise inconspicuous items. Maps are also extremely valuable, whether they be ancient maps detailing part of what is now the undercity, or maps created by a modern rafter who has explored a particular area. Maps sell to historians and delvers and to all who have an interest in the layout of the city. Last but not least are the cultural artifacts, which are the most common object in the Maze.



These range from the mundane, such as chairs, shoes, dice, kitchenware, and so forth, to the exotic, such as statues, artwork, thrones, mosaics, bodily remains, and religious symbols. Cultural artifacts fetch high prices, but finding an interested buyer may be difficult. Historians and museums often buy interesting items but rarely pay the highest prices. If one can identify the period or culture from which an object originates, one could consult the libraries or rafters' guilds for known collectors with interest in the particular object.

Entering the Maze

The first thing a prospective delver needs to learn about the undercity is how to get to it, and this isn't as easy as it seems. Even though the Maze is everywhere beneath the city in Penance, most citizens of the city prefer to keep it hidden. Unguarded holes to the undercity invite monsters and criminals to crawl up and out, so the average citizen of Penance takes pains to seal up any entrances found on his property. People object to those who try to break through the floor of the city in public view, and many judges prevent such egress by invoking the destruction of public property common law against those doing so.

Still, the Maze can be entered if one knows where to look. Sewers and storm drains are the most visible method of passage into the undercity. Although few delvers can fit through the drains, manholes almost always lead to the Maze. However, manholes generally lead into the sewage sluices first, and wading through filthy waste hardly starts an expedition well. Experienced delvers find another way in.

The lost city is another useful route to the undercity. Few complain about tearing up holes in the streets of an abandoned canton. However, the lost city has its own dangers, as noted above.

Basements are the best way to access the Maze since they are private, and one may carefully carve a hole in the floor or the wall to allow access to the other side. One should fit the hole with a door and a sturdy lock before venturing on, as no one wants hungry beasts crawling into one's home. Doors of all shapes and sizes are available for purchase in the city, although many basements already have such items. Delvers should consult with the owner of the building first before venturing in. In fact, most innkeepers and tavern owners charge a usage fee of a few gold pieces to pass into the undercity through their establishments. Most folk customarily keep such transactions quiet though, even if they are legal. Rafters' guild houses always have excellent access to the undercity, but typically only guild members can use them.

Legends of the Maze

Because of the mystique surrounding the undercity, countless legends have grown about it over the years. Some legends are complete fictions to fool novice rafters or frighten children, while others hold more to fact. Below are some of the more legitimate legends.

The Cliffs

Nearly everyone that sees the city from the outside is struck by a curious thought. Why exactly does the city stop so abruptly? Some say that a more natural formation for the city would form a sloping hill with fewer buildings the farther one gets from the Wellspring. Indeed, the city is higher in some places than in others, but the natural slope is far from present. Looking closely at the cliffs of the city is important, as one does not see layers of ancient buildings but a fairly solid wall, broken or augmented in many places with towers and turrets sticking out from the side.

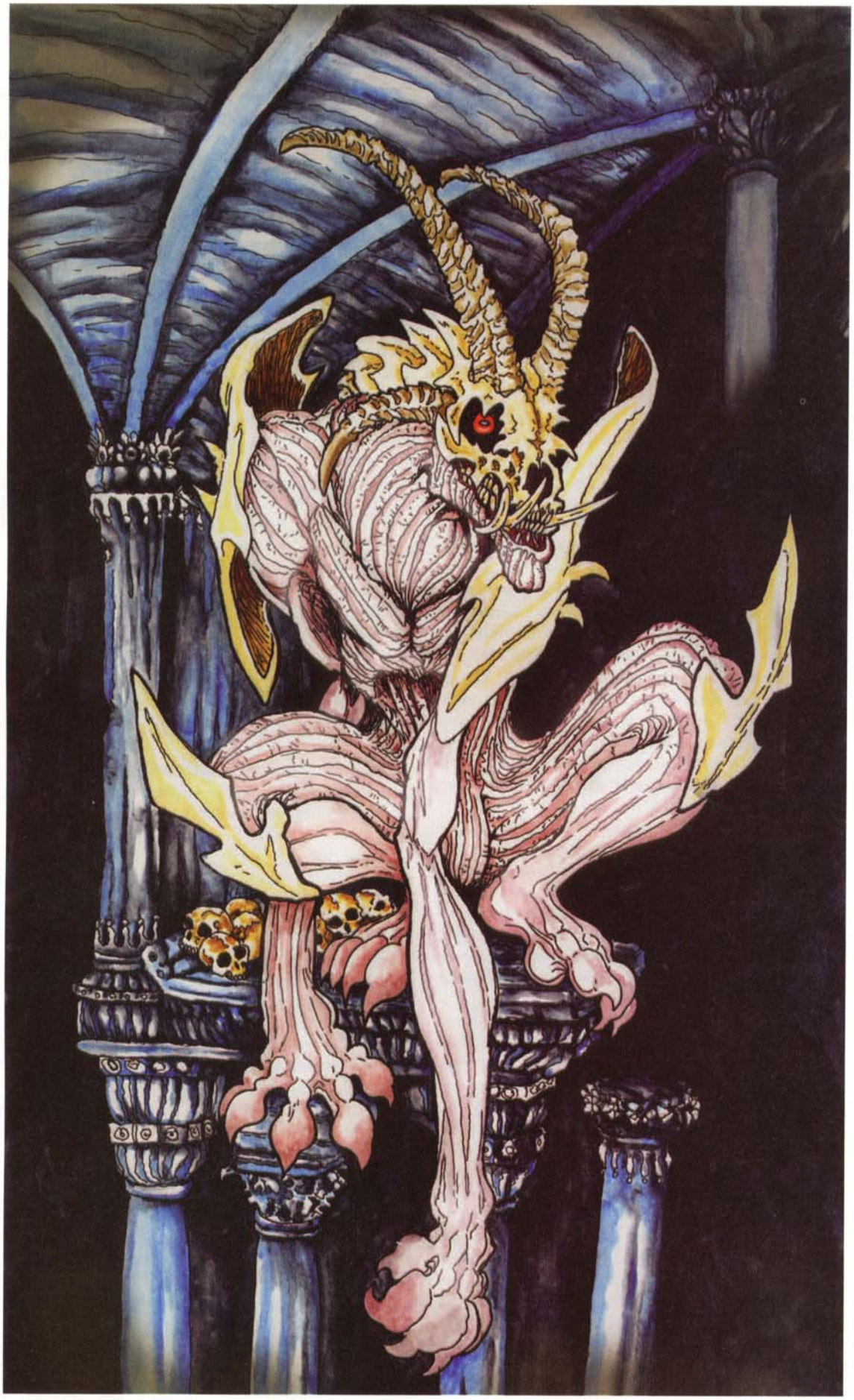
In millennia past when the city was still at its first layer, it warred with a rival city. Foolish historians named the city Illium, or even Baradume, but it was most likely one of the legendary lost cities of the sea of sand or the Vault, or the fabled sunken city of Wildwood. Regardless of the enemy, the denizens of Penance defended themselves by building a massive wall a hundred feet high around their city. The war eventually ended, but the wall remained. Over the next few thousand years, the city began to stack upon itself, penned in by its high wall. Eventually, as the city grew past the top of the wall, buildings on the edge proved unstable, so the wall continued upwards to support them. Citizens still deemed the wall beneficial to the defense of the city, so building remained concentrated inside the walled area. It was not till many ages later that the first of the lower cities formed and people began to dwell outside of the Pedestal.

The Palethian

Creation stories of the Forge and Penance always involve the mysterious Palethian. Most storytellers do not remember what the name means, but a few can tell you that it was the first race ever brought to the Forge. Others disagree and say it is the name of the first individual, a human, pulled into the world. Over the ages, rafters exploring the lowest depths of the city have uncovered a high number of references to the name. Many historians postulate the ancients worshipped the Palethian, although an opposing viewpoint suggests the race founded the city and ruled it for many millennia before being exterminated by some unknown force. Based on no evidence at all, many intimate that the Queen herself destroyed the Palethian once they no longer paid her respect. Whatever the real story, the name or word Palethian is well known in the city in nearly every bogus mystical incantation or words of power one can dig up. The name has become synonymous with the phrase "hocus-pocus", and used to mock charlatans and other practitioners of magical quackery.

The Grinder

The Grinder is a much more current denizen of the undercity, and many see her as the ruler of the Maze, her image standing as its symbol. The Grinder is an ancient albino gnarl, a creature of great strength and mystery. She has existed in the Maze for at least two centuries and still appears to be in the prime of life. Many a rasher has sworn to find and slay the gnarl, and all have failed. The rafters of the city, though terrified of the Grinder, see her not as a threat but as an asset in their exploration. The Grinder



has survived her entire life in the undercity and does not have a single known lair; she constantly roams from place to place beneath the city. She moves in a vague counter-clockwise circle and takes an entire year to complete one revolution of the Maze. The Grinder knows more about the undercity than any other living being, including perhaps the Queen, and shares her knowledge with those she deems worthy.

Finding the Grinder is an extremely difficult task. The creature constantly roams the undercity, and often explores at depths too dangerous for most rafters to navigate. The five rafters' guilds of the city log sightings of the Grinder, and plot maps of her general path through the city. For a fee (5 gp for members of the guild), rafters can ask to have an estimate of the Grinder's current location. Such estimations are rarely accurate, but are really the only way to find the creature unless one uses powerful magics. Most encounters with the Grinder are accidents, though rafters look upon meeting the Grinder as a great honor; to those that have done it and survived, it is an event in which to take great pride. Those who meet the Grinder say that an eerie feeling precedes it, and the Maze becomes unnaturally still. Some say that all the small, mindless creatures of the undercity can sense the Grinder's presence, and flee when she approaches.

Approaching the Grinder requires a sacrifice of food such as a live gorak. One must be reverent and respectful of the ancient creature, as she sees those who annoy her as food themselves. Often a supplicant should have an item of value on hand in case the first sacrifice does not please the creature. The Grinder eschews general advice and hates such questions as "Is there anything interesting around here?" She generally responds to such querants by eating them. The Grinder does answer specific questions, such as "Have you seen a building with two headless statues of the Queen at the entrance?", or "Have you ever heard of a place called the Well of Life?" To the surprise of most who approach it in the proper manner, the Grinder can be quite a useful font of knowledge, and even somewhat charming in her own way. Despite the creature's great power, she is neither vain nor foolish, and simply retreats back into the Maze to avoid a conflict rather than be outmaneuvered or overpowered. If forced into a fight, the grinder typically either claws her opponents apart or grapples victims and then stuffs them into its bag to be eaten later.

Enigmatic and often misunderstood, the Grinder is not entirely solitary. She has accompanied the occasional delving party on their expedition in return for the opportunity to eat whatever creatures happened to attack the party. Like the Queen, the Grinder sometimes plays favorites, often speaking only to one particular party member, chosen for no discernable reason. Ness Panthus tells his Grinder story where the creature kept him imprisoned in an old schoolhouse for three days, and incessantly played a game of dice with him. The game involved but two dice, one red and one green cube, both entirely unmarked. After each roll, the Grinder would either cackle with joy or curse her foul luck, though Panthus could not figure out why. At the end of the three days, the Grinder declared that Panthus has won their game, and escorted him to the surface, handing him a bundle of rags (which turned out to be *leggings of speed*) for his trouble.

Recent rumors suggest a cult has sprung up around the Grinder. A gnarl colony exists in the Maze and its members all supposedly worship the Grinder as their god. The colony moves constantly, most likely looking for the Grinder. The gnarls keep a number of valco, which they breed as slaves and as sacrifices for their god. The gnarls occasionally raid the upper city and kidnap a building full of people for purposes of sustenance.

The Grinder – Female Albino Gnarl, 253, CN – Gnarl 10, Fighter 10; Large Monstrous Humanoid; hp 302; Init +6; Spd 40 ft., climb 20 ft.; AC 40; Str 34, Dex 22, Con 24, Int 10, Wis 14, Cha 16; Atk: +33/+33 melee (*claw* -1d8+14 [crit x2], 15ft. reach) +30 melee (*bite* - 2d8+6 [crit x2]), +30 melee (*gore* - 2d10+6 [crit x2]); SV Fort +17, Ref +16, Will +12.

Special Abilities: Darkvision 60ft., DR +3/30, Frightful Presence, Improved Grab, Regeneration 10, SR 15

Feats: Alertness, Blind-Fight, Cleave, Combat Reflexes, Dodge, Mobility, Multiattack, Power Attack, Spring Attack, Track, Weapon Focus (Claws), Weapon Specialization (Claws)

Skills: Appraise +6, Balance +6, Climb +30, Disable Device +6, Hide +16, Jump +12, Knowledge (undercity) +14, Listen +10, Move Silently +20, Search +6, Sense Motive +6, Spot +10, Swim +12, Tumble +6.

Gifts: Intimidating, Danger Sense, Precognitive

Prestige Races: Focus of the Grinder

Typically Equipped Items: *Bracers of armor +8, bag of people holding* (minor artifact), *ring of protection +4, ring of x-ray vision*

Other Items: 2 *potions of flying*

City Personalities

Besides the Bloodlords and the Queen, the City of Penance has a large number of famous and infamous citizens, some of whom are detailed below:

Odyar Khan

The most famous person in the City of Penance besides the Bloodlords and Queen Israfel is the great storyteller and entertainer Odyar Khan. Odyar is a venerable dover bard who is respected by nearly every Bloodlord in the city, and he is the personal favorite of the Queen. At her will, he is even exempt from any of the city's laws as long as he has no ambition of becoming a Bloodlord or an agent of one. Odyar's fame comes from his charismatic and moving performances; he also gains city-wide respect with his penchant for speaking frankly to all and treating anyone he meets as an equal, whether Overlord or beggar. Odyar is one of the chief channels through which news spreads around the city, as he makes an effort to watch and understand what is going on wherever he goes. Before a typical performance, he takes time to recite recently gathered news. Throughout Penance, Khan's word is universally taken as the truth. Odyar often champions the voiceless, the martyred, and the downtrodden, bringing their stories to the public's attention. Many credit Odyar's influence for bringing a semblance of a unified culture to the great and chaotic city.

Odyar Khan travels from place to place in the city in a very unusual vessel—a silver golem built in the shape of a gigantic swan. The silver swan serves as Odyar's home and responds only to his commands. Its powerful legs propel itself through the water at speeds rivaling the fastest of sailing vessels. The back of the swan opens to allow access to the deck of the ship, and closes again to secure the ship and its contents. Some say that they have seen the swan take flight, but such rumors are unconfirmed.

Odyar Khan can be encountered in public areas throughout the city though most frequently at the Hub Tavern. He also may be found at any Bloodlord's palace, as he is often asked to perform at celebrations and important occasions. Odyar Khan also spends time in the company of the Queen, and her passion for his songs is well known. Many believe Khan is Israfel's consort and lover, although neither comments on this at all. Khan has never entered the queen's citadel, although she has been seen on the deck of his ship. Khan never speaks of his meetings with the Queen, and the context of their talks is entirely a matter of conjecture.



Khan is one of the few important people in the city that has time to spend on newly pulled characters, or *seeds*, as they are called. Khan has been known to take seeds under his wing for a few days, employing them as bodyguards and explaining the city to them. Once Khan has gotten a feel for a group, he usually hooks them up with an appropriate citizen of the city who has a need of their talents, and then discharges them.

Odyar Khan's chief rival as the city's resident bard is a jealous silver by the name of Taliesin. Taliesin has long lived in Khan's shadow, and has grown weary of always being a second choice by event planners and Bloodlords. Taliesin's voice and music seem more beautiful than Khan's, but the silver lacks a connection with the common people so his words and subjects generally carry less weight. Taliesin lives near the shore of the Wellspring in a stone tower in Barrowhold. Some believe Taliesin might even attempt to stage an "accident" to do in his rival, but such an act would have to be carefully planned so as not to draw the wrath of the Queen.

Odyar Khan – Male Dover, 75, NG – Bard 20; Medium-size humanoid; hp 80; Init +1; Spd 30 ft.; AC 25; Str 9, Dex 13, Con 9, Int 18, Wis 17, Cha 30; Atk: +20/+15/+10 melee (*bladeharp* -1d8+5 [crit 19-20x2]); SV Fort +8, Ref +16, Will +18.

Special Abilities: Bardic music, bardic knowledge, spells

Relevant Skills: City Lore +15, Diplomacy +34, Knowledge (local) +22, Perform +41, Sense Motive +18

Gifts: Famous, Inspiring, Youthful

Prestige Races: Focus of the Fair and Fowl (complete)

Odyar's Harp: *Melodium (minor artifact): Melodium* is a gift from Israfel, and its full powers are still unknown. *Melodium* is a retractable +5 *inspiring/muse* bladeharp, whose magic allows the player's song to be heard clearly by all within a variable range of up to a mile. *Melodium* also allows all within range to understand the bard's words, regardless of any language barrier. *Melodium* inspires its player to always do his best, allowing him to reroll any Perform checks where the die shows a 10 or lower. Anyone who attempts to play the harp with less than 20 ranks in Perform immediately goes insane permanently.

The Lost Knight

The famous Lost Knight is the most mysterious of Penance's many celebrities. In fact, no one in the city is even certain whether the knight truly exists or not. The Lost Knight is the fabled head of the Errant Paladin's Society, a vigilante network that runs all throughout the city. No one has ever seen the knight, nor does anyone have any idea what species, gender, or what sort of person he or she is. The Lost Knight never appears (at least not as the Lost Knight) during any of the Errant Paladin Society's raids or operations, nor do any paladins, when captured, claim to ever have met him or her.

The Knight's motives, if he does exist, are easier to grasp. The Knight stands for the cause of goodness and justice, and generally champions the cause of oppressed peoples too weak or too powerless to fight on their own. The Knight's long term motives, if he has any, are shady and unclear, and folk guess he wants to become a Bloodlord, or perhaps he already is, or perhaps he is sculpting a larger and more sinister plot....

The identity of the Lost Knight is a subject of endless rumor in the City of Penance. Suspects range from Lord Flollo to Odyar Khan to Lucius Tristram to Lady Megaera and even to the Queen herself. Everyone has their own personal theory, and every week a new suspect arises, yet none ever really seem to fit the mold. A few unknown people have even stepped forward to claim the title, but all have proven to be frauds looking for attention. Mentioning the Lost Knight in any tavern in the city is a surefire way to start up a conversation with one's neighbors.

Sestos Malvacius

Sestos Malvacius is the talon of the Band of the Red Sun, the largest crime syndicate in Penance. In addition to being a formidable warrior, Malvacius is a champion forger and highly skilled at the arts of blackmail, smuggling, and many other skulduggerous pursuits.

Malvacius is a clever nightling with the lust for greed and gluttony innate to those of his race. Malvacius is extraordinarily ruthless and cruel, quick to anger and to act, and he is not to be dealt with lightly. Malvacius has a firm grip on his position as leader of the Red Band and maintains his status through fear and intimidation.

Malvacius' career appeared washed up in his youth as his promising and famous career as a scoundrel and assassin got him sentenced to life in the lowest oubliette of the prison of Omphale, the former lord of the Golden Shore. Sestos rotted away in the prison for almost a year when he was suddenly rescued by another nightling by the name of Atticus Narcis—the man who put him in the prison in the first place. Narcis, now on the wrong side of the law himself, arranged the escape under the condition that Sestos secretly build for Narcis a crime ring. Sestos created the Band of the Red Sun, which began as a kidnapping ring based in the lost city and made its money selling people into slavery in Blackwall. The Red Band grew quickly, and soon was a legitimate canton government with Narcis at its head. Soon after, Narcis wrested control of the Golden Shore from Omphale and became an Overlord, and control of the Red Band shifted over to Malvacius, under the loose protection of Narcis' regime.



Today, Malvacius essentially enjoys all the benefits of a Bloodlord without the title, including his own bloodhold (the Golden Ghetto), which is officially part of the Shore but under Malvacius' control. Malvacius is probably the most powerful citizen of Penance who does not bear a Bloodlord's title. Sestos has thousands of people under his control and very deep pockets, but he is still dependent on the whim of Narcis in order to keep his power. Currently, Narcis and Malvacius are the best of friends, but it is unclear what would ever happen if the two nightlings were ever to seriously quarrel.

Sestos Malvacius – Male Nightling, 45, CE - Rogue 6, Assassin 10, Fighter 2; Medium-size humanoid; hp 147; Init +4; Spd 30 ft.; AC 33; Ldr 27; Str 20, Dex 20, Con 16, Int 16, Wis 14, Cha 22; Atk: +23/+18/+13 melee (*dadao* -1d6+9 [crit 17-20x3]), Atk: +20/+15/+10 melee (*shortsword* -1d6+7 [crit 19-20x2]), Atk: +24/+19/+14 ranged (*lt. crossbow* -1d8+ [crit 17-20x3]); SV Fort +15, Ref +21, Will +11.

Special Abilities: Darkvision 60ft, SR 15, Spell like abilities (2x per day: *cause fear, lesser darkness*), light sensitivity, +5 poison save, sneak attack +8d6, evasion, uncanny dodge (dex to AC, can't be flanked, +3 vs. traps), poison use, death attack, *prestidigitation* at will, can become insubstantial at will, all DC's for effects at +2.

Feats: Blind-fight, Combat Reflexes, Dodge, Mobility, Expertise, Improved Disarm, Leadership, Power Attack, Quick Draw

Skills: Appraise +11, Balance +5, Bluff +43, City Lore +6, Climb +5, Decipher Script +5, Diplomacy +12, Disable Device +11, Disguise +12, Escape Artist +5, Forgery +24, Gather Information +18, Hide +17, Innuendo +6, Intimidate +14, Knowledge (crime) +8, Listen +12, Move Silently +15, Open Lock +13, Pick Pocket +13, Read Lips +8, Search +10, Sense Motive +16, Spot +10, Swim +6, Tumble +6, Use Magic Device +9, Use Rope +6.

Gifts: Intuition, Mind Reading, Poker-faced

Prestige Races: Focus of the Shadow (complete), Focus of the Fair and Foul (complete)

Typically Equipped Items: *Subdermal armor +4, bandoleer of swords* (minor artifact), +4 *invisible/keen/prismatic dadao**, +3 *silent light crossbow*, 20 +3 bolts*, *ring of telekinesis, ring of mind shielding, +4 cloak of resistance, winged boots, brooch of shielding, circlet of persuasion, gloves of arrow snaring.*

Active in Bandoleer: *Ring of misdirection.*

Stowed in Bandoleer: 12 +2 *short swords**, 10 doses deathblade, 4 doses carrion crawler brain juice, 4 doses oil of taggit, 4 doses dark reaver powder, 2 doses insanity dust, *Keoghtom's ointment, 2 potions of improved invisibility, dust of appearance, rope of entanglement.*

* indicates poisoned with deathblade.

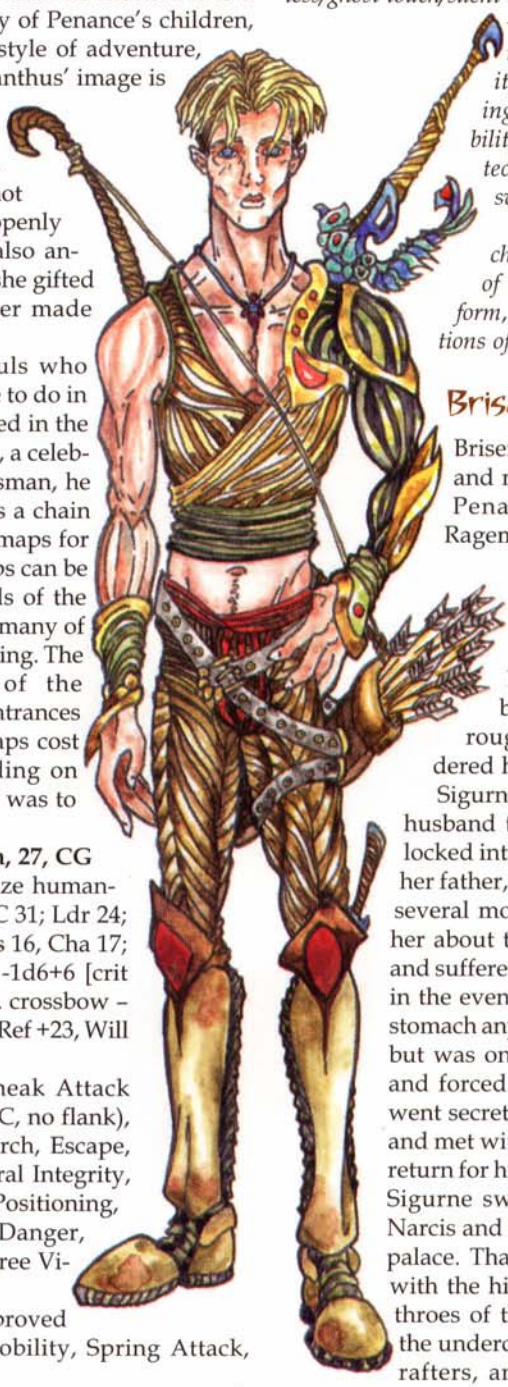
Ness Panthus

Ness Panthus is the ombudsman for the rafters' guild in the southern part of the City of Penance. Though famous as the son of the famous rafter Rigus Panthus and the adopted heir of Lord Flollo, Ness still generates quite a name for himself in his own right. Panthus' great deeds of exploration and adventuring helped him personally map out hundreds of buildings, streets, and passages beneath the city, as well as many abandoned neighborhoods. Panthus is still quite a young human and in a position to one day acquire immense power; thus, many consider his career to still be on the rise.

Panthus' official residence is at Flollo's basilica, although he spends most of his time in the rafter's hall in the Oasis. Panthus' office in the hall is a glass room suspended above the depths of the guild hall, a bizarre complex built by excavating a wide expanse of the undercity. Panthus runs his guild alongside his lover, Dimitri, a tal-

ented young man with whom Panthus used to delve when he first started his career. Dimitri now takes care of the day-to-day business of running the guild while Panthus arranges expeditions and digs up artifacts. Panthus and his guild are always on the lookout for good mercenaries with a broad assortment of talents to train as explorers.

Panthus is an extremely good looking man, exuding a strong and noticeable charisma, and this helps him be well liked and respected by everyone that he meets. He is a huge celebrity and hero for many of Penance's children, who dream about living his lifestyle of adventure, exploration, and danger. Ness Panthus' image is very well known and large, poster-size woodcuts of him are ubiquitous in youngster's rooms throughout the city. Panthus is not a snob of any sort and he speaks openly and easily with all. Panthus is also another favorite of the Queen, and she gifted him his sword, Splinter, a rapier made from solid ruby.



Panthus is one of those souls who seems to do more than is possible to do in the normal amount of time allotted in the day. In addition to being a prince, a celebrity, an explorer, and an ombudsman, he is also an entrepreneur, and runs a chain of businesses that print and sell maps for delvers. Outlets for Panthus' Maps can be found throughout the bloodholds of the Alliance and the Oasis as well as many of the bridge markets on the Wellspring. The maps detail various areas of the undercity, as well as the safest entrances to the Maze beneath the city. Maps cost between 1gp and 20gp, depending on how dangerous the area detailed was to map out.

Ness Panthus – Male Human, 27, CG - Rogue 6, Rafter 10; Medium-size humanoid; hp 119; Init +8; Spd 30 ft.; AC 31; Ldr 24; Str 15, Dex 26, Con 14, Int 14, Wis 16, Cha 17; Atk: +24/+19/+14 melee (*rapier* -1d6+6 [crit 12-20x2]), +24/+19+14 ranged (lt. crossbow – 1d8+5 [crit 19-20x2]); SV Fort +10, Ref +23, Will +15.

Special Abilities: SR 15, Sneak Attack +3d6, Uncanny Dodge (Dex to AC, no flank), Darkvision 60ft., Evasion, Research, Escape, Depth Perception, Judge Structural Integrity, Greater Make Map, Find Way, Positioning, Scout, Find Secret Area, Sense Danger, Low Light Vision, Scent, 360-degree Vision.

Feats: Blind Fight, Dodge, Improved Critical (rapier), Leadership, Mobility, Spring Attack, Weapon Finesse (rapier).

Skills: Appraise +14, Balance +15, Bluff +10, City Lore +8, Climb +20, Craft (maps) +25, Decipher Script +12, Diplomacy +12, Disable Device +16, Escape Artist +8, Forgery +8, Gather Information +14, Hide +20, Intuit Direction +21, Jump +4, Knowledge (arcana) +16, Listen +17, Move Silently +20, Open Lock +12, Perform +11, Pick Pocket +12, Search +16, Sense Motive +6, Spot +17, Swim +12, Tumble +12, Use Magic Device +6, Use Rope +12.

Gifts: Adorable, Famous.

Prestige Races: Focus of the Senses (complete).

Typically Equipped Items: +4 *skewering/penetrating* rapier, +5 *stunning/silent/sneak attack* lt. crossbow, +4 *weightless/ghost touch/silent move* sap hide armor, 20 +5 bolts, 20 +3 *force bubble* bolts, silent dagger, *ring of protection +5, ring of invisibility, girdle of Dexterity (+4), bag of holding type 1, boots of speed, leggings of mobility* (allow air-walking), *scarab of protection, cloak of resistance +3, gloves of swimming/climbing, goggles of night.*

Items in Bag:, *Rope of climbing, chime of opening, wand of web, 2 potions of water breathing, 2 potions of gaseous form, 2 potions of cure major wounds, 2 potions of neutralize poison, rafter's compass.*

Briseis Sigurne

Briseis Sigurne is one of the most feared and misunderstood figures in the city of Penance. The talon of the infamous Ragemaiden society, Sigurne is dedicated to protecting women throughout Penance and freeing them from their chains of oppression. Sigurne was once the wife of a powerful Bloodlord and long famed for her beauty, but she achieved notoriety roughly a decade ago when she murdered her husband.

Sigurne was never particularly fond of her husband the Lord Guerin, but she had been locked into an arranged marriage with him by her father, an unscrupulous silk merchant. For several months, Briseis endured his parading her about the city as a trophy during the day and suffered his sloppy and amorous attentions in the evening, but soon she could simply not stomach any more. Briseis resisted his advances, but was only rewarded with a severe beating and forced relations. Filled with hate, Briseis went secretly to the neighboring Golden Shore and met with its leader, the Overlord Narcis. In return for his assistance and an invisible stiletto, Sigurne swore her allegiance as an agent to Narcis and then skulked back to her husband's palace. That night, Briseis slit Guerin's throat with the hidden blade while they were in the throes of their lovemaking. Sigurne fled into the undercity with the help of some of Narcis' rafters, and Guerin's territory soon fell to Narcis. Briseis quickly renounced her allegiance to Narcis and ventured into the lost city where she founded the Ragemaidens shortly thereafter. Sigurne has spent many years training herself as a dangerous warrior and spy,

and still operates out of the lost city, her Ragemaidens hidden at a secret location somewhere between the Golden Shore, Hammerfall, and Barrowhold.

Briseis, while mostly acting out of charity, rescues women in whom she has taken a personal interest. Sigurne recruits all of her lovers from the ranks of the Ragemaidens and is well known for her fierce sexual appetite and jealous possessiveness.

Briseis Sigurne - Female Human, 31, NE - Rogue 7, Vigilante 7; Medium-size humanoid; hp 98; Init +9; Spd 30 ft.; AC 29; Ldr 22; Str 22, Dex 20, Con 16, Int 14, Wis 12, Cha 18; Atk: +22/+17/+12 melee (*schiavona* - 1d8+1d6+10 [crit 18-20x3]); Atk: +21/+16/+11 ranged (*lt. crossbow* -1d8+5 [crit 19-20x2]); SV Fort +10, Ref +15, Will +5.

Special Abilities: Low-light vision, scent, 360 degree vision (can't be flanked), evasion, sneak attack +4d6, uncanny dodge (Dex to AC, +2 vs. traps), sense attack, reflexive awareness, heal self, SR 25, counter effect, can cast *lightning bolt* and *phantom steed* once per day.

Feats: Quick Draw, Weapon Focus (schiavona), Blind Fighting, Improved Crit (schiavona), Improved Initiative, Leadership

Skills: Appraise +5, Balance +10, Bluff +9, City Lore +7, Climb +6, Decipher Script +4, Diplomacy +5, Disable Device +9, Disguise +6, Escape Artist +8, Forgery +10, Gather Information +14, Hide +21, Innuendo +6, Intimidate +9, Intuit Direction +7, Jump +7, Knowledge (local) +12, Listen +15, Move Silently +22, Open Lock +14, Pick Pocket +14, Read Lips +8, Search +14, Sense Motive +11, Spot +14, Swim +8, Tumble +9, Use Magic Device +9, Use Rope +14.

Gifts: Mesmerizing

Prestige Races: Focus of the Senses (complete), Focus of the Shadow (shaded)

Typically Equipped Items: *Silent moves* valkyrie Armor, +4 *jagged/wounding* schiavona, +3 light crossbow, 10 +2 *shocking burst* bolts, 5 slaying bolts (human males), ring of *alter self*, amulet of protection against detection and location, belt of giant strength (+6), gloves of storing

Items in Gloves: *Iron bands of bilarro*, 2 *potions of cure serious wounds, potion of invisibility, potion of gaseous form, globe of teleportation, stone of alarm*, 3 doses of *dust of tracelessness, chime of interruption.*

Lucius Tristram

Arguably the smartest person in all of Penance is the great stalker Lucius Tristram. Tristram's powers of observation, intuition, deduction, and complex thinking allow him to track down and solve the most brilliant of crimes. As such, he is an expensive and independent mercenary who knows exactly how much his services are worth. Tristram is not evil, but though his brilliance makes him admired and famous throughout Penance, he has few moral qualms, and generally simply sells his services to the highest bidder, often doing the dirty work of the rich Overlords.

At any given time, Tristram's services are likely to be in very high demand, and he often double books his engagements, using this to his advantage to bump up his prices at the last minute. Tristram's ordinary fee is 4,000gp for each full day of service, but he may bargain it up or down depending on how well he likes the mission and his contacts.

Tristram was an outsider pulled to the Forge as a teenager and he soon became a bailiff under Lord Penates, where he earned a name for himself by solving the most cleverly arranged of crimes. (Most notably, he solved the murder of a rich merchant by finding the victim alive; he then arrested the alleged victim after finding he actually killed his brother and business partner and then took his place to try to gain full control of the business.) Tristram rose through the ranks quickly and even served as Penates' spymaster. Lucius was a chief player in the forming of the Alliance. After many years of service, Tristram grew tired of the politics, and decided to strike out on his own. He parted with Penates on good terms, and soon began to pull down large sums of money from citizens all over the city.

Tristram's primary residence is still located in the Alliance territories, but he now owns other properties all over the city (many gained as payments for his services) in Hammerfall, Illumina, and Barrowhold. Tristram has worked for every major Bloodlord at one time or another, with the exception of the Lords Abbydon and Mabon, whom he does not trust.

In person, Tristram cuts an intimidating figure with his tall frame and his sharp profile. Tristram's eyes constantly flit about as if taking in every detail of his surroundings, and his voice usually carries a weighty air of suspicion. Tristram, though well mannered, is very professional when talking business and takes his work very seriously. Little is known of Tristram's personal life other than he is not married and is reputed to have many lovers scattered throughout the city. His large mansion in the Alliance is shared with a dover by the name of Syrus, who takes care of Tristram's affairs, keeps his books, and records his casework.

Lucius Tristram – Male Human, 37, N - Rogue 7, Stalker 10; Medium-size humanoid; hp 122; Init +9; Spd 40 ft.; AC 23; Str 11, Dex 20, Con 14, Int 30, Wis 14, Cha 14; Atk: +20/+15/+10 melee (*longsword* -1d8+3 [crit 19-20x2]), +22/+17/+12 ranged (*shortbow* -1d6+7 [crit x3]), +12/+7+2 (*sap* -1d6 [crit x2]); SV Fort +7, Ref +17, Will +6 (+4 insight bonus vs. fear and compulsion effects).

Special Abilities: Sneak Attack +4d6, Evasion, Darkvision 60ft, Uncanny Dodge (Dex to AC, can't be flanked), Immune to charm effects, Shadow, Roofwalk, Avoid Detection, Memorization, Realization, Lie, City Sense, Lost in the Crowd, Find Trail, Non-detection.

Feats: Improved Initiative, Shadow (S&S), Jack of All Trades (S&S), Endurance, Track, Run, Weapon Finesse (Longsword)

Skills: Appraise +13, Balance +19, Bluff +4, City Lore +22, Climb +5, Concentration +6, Decipher Script +30, Disable Device +12, Disguise +22, Escape Artist +9, Forgery +16, Gather Information +22, Hide +40, Innuendo +26, Jump +7, Knowledge (arcana) +16, Knowledge (local) +24, Knowledge (nobility) +17, Knowledge (politics) +15, Knowledge (religion) +16, Knowledge (streetwise) +24, Listen +22, Move Silently +35, Open Lock +7, Pick Pocket +7, Read Lips +20, Search +18, Sense Motive +21, Spot +22, Tumble +8, Use Magic Device +5, Use Rope +7.

Gifts: Ability Boost (Int), Efficient.

Prestige Races: Focus of the Mind (complete)

Typically Equipped Items: *Gorget of intellect* +4, *bracers of armor* +8, *robe of blending, boots of elvenkind,* +3 *trickle longsword,* +3 *silent shortbow,* 20 +4 *arrows,* 20 +2 *guided arrows of seeing,* +3 *sneak attack sap, leggings of speed, ring of invisibility,* 5 *beads of force, ring of freedom of movement, goggles of night.*

Other Items: 2 *potions of water breathing,* 2 *potions of flying.*

The Seer of the Wellspring

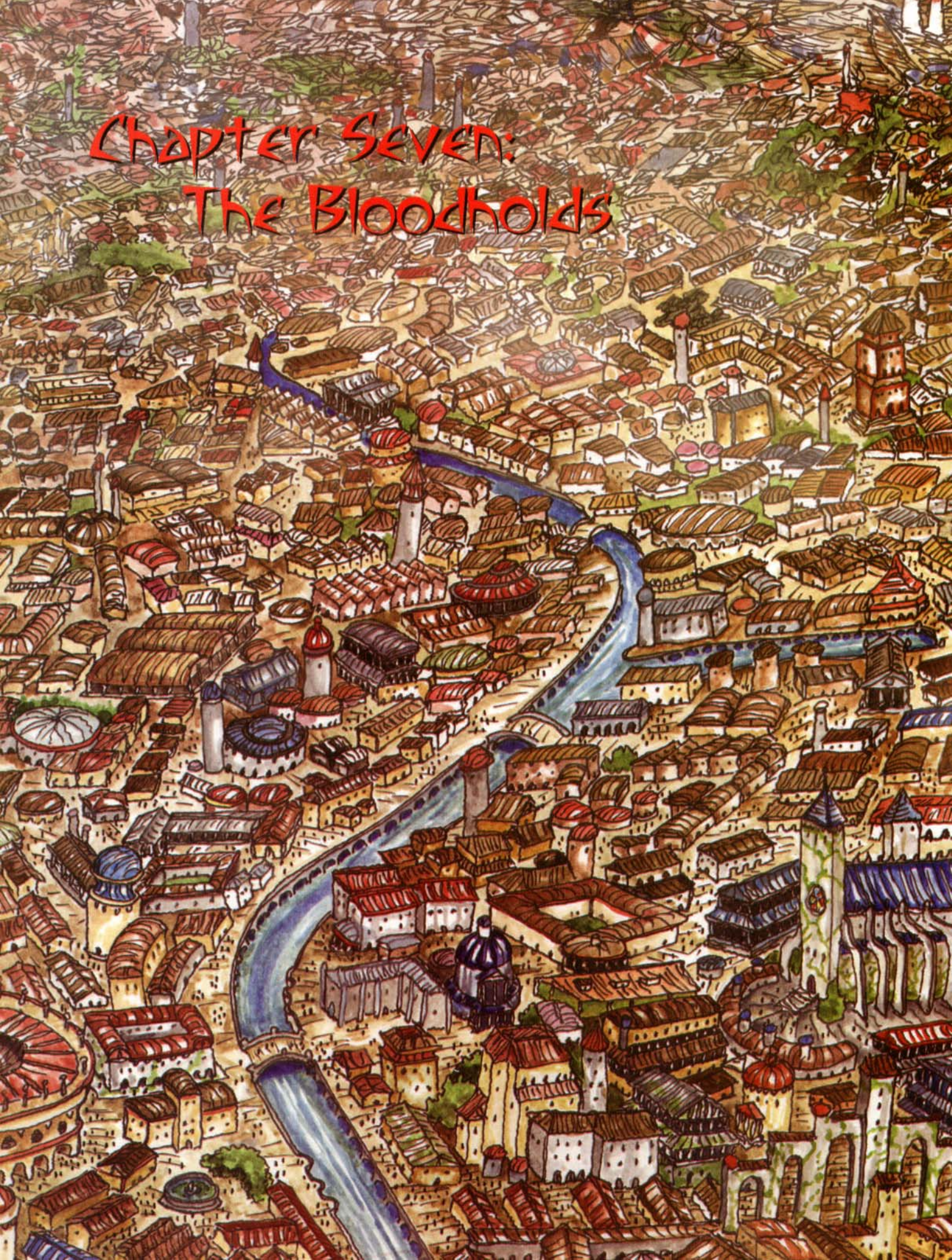
Many throughout the city talk about the Seer of the Wellspring, but few know of it first hand. The seer is an ancient and blind ceptu over seven hundred years old and he is the most famous and most reputable oracle in Penance. Pilgrims often make their way into the depths of the Wellspring and into Nydaria, the ceptu settlement there, where guides escort them to the seer's sacred grotto.

The seer's grotto is located not in Nydaria, but deeper in the Wellspring within a complex of carved well coral caverns. The corridors of the grotto are winding and tight and uninvited guest can easily get lost or stuck. Underwater cousins of lumen plants light the grotto, giving the entire place an eerie, reddish glow. The seer's chamber is considerably larger than the rest of the chambers of the grotto and the waters here are very still and peaceful. Delicately decorated with carefully placed algae, the chamber emanates a very soothing and beautiful appearance and mood.

A number of acolytes guard the grotto, faithful followers from a wide variety of underwater races. The city's sole makkru resident lives here in service of the sage. Entrance to the grotto demands an offering of at least 5,000 gold pieces, although special exceptions are sometimes made for those too poor to pay. Before meeting with the seer, acolytes take a visitor aside, strip and massage him, and then coat him with a thick ointment that inures him from the sting of the seer's touch. The visitor then gets special robes to wear, and is eventually brought before the seer itself. Once one is in its presence, the seer senses it has a visitor, and reaches out with its tentacles to feel his face. The seer then enters a trance and begins speaking aloud. Its acolytes stand nearby to translate the speech of the seer for the benefit of the pilgrim.

The seer's speech is often nonsensical, but nearly always contains some item of import. The seer may describe a possible future, illuminate a cloudy past, or simply give a command to perform a specific action. Acolytes documented, for example, that the seer spoke to the rafter Flollo only a few days before he found the golem armor in the undercity and thus bested the cruel Overlord Saragoth.

The seer does not go by any other name or title other than the Seer of the Wellspring, but some of the citizens of Penance refer to him simply as "the old ceptu." The sage originally made his home in Nydaria, but some unknown conflict between the seer and the Jem'hyar persuaded him to take residence elsewhere. It is thought that the seer does not agree with the general philosophy of the ceptu and follows his own, independent motives.


Chapter Seven:
The Bloodholds

The Alliance

"The Alliance is the great question of Penance. It is either the future of this world or an idea whose time has passed. The answer is up to all you who sit here now."

- The ceptu Paletouch, speaking before the Council of Lords.

Called simply "The Alliance," 80 cantons near the southeast edge of the Pedestal fall under the rule of a dozen allied Bloodlords led by the Lord Penates.

Population: 3,379,440

Racial Makeup: Asherake: 1%, Ceptu: 0%, Chromithian: 3%, Dover: 12%, Elf: 7%, Faust: 1%, Frey: 14%, Haze: 10%, Human 30%, Lunar: 0%, Nightling: 5%, Picker: 10%, Silver: 1%, Valco: 1%, Other: 5%

One of the most unlikely political situations ever formed in Penance is the Alliance of Bloodlords that sits at the southeast corner of the Pedestal, looming over the lower city bloodhold of Utopia. This territory, referred to simply as the Alliance, is not a single bloodhold, but a confederation of the holdings of twelve different Bloodlords, each holding but a few cantons. The part of the city where the Alliance is located has been active for many centuries, and has changed hands and leaders countless times. The territory has also recently repulsed a number of invasions from Lord Abbydon's bloodhold, leading to it having one of the most skilled and largest armies in the city. The area's chaotic history has led to a native population that is rough and stoic, a population more of serious laborers than flamboyant artists or nobles. The Alliance spends a great deal of money on keeping the peace and maintaining its armies, and its overall economy has suffered, and on average, the people here are somewhat poorer than in most of the other major areas of the city. Citizens of the Alliance work hard and lead simple lives with but a few possessions. The culture here centers on family and neighborhood, and people gather regularly at local taverns, parks, and plazas to come together and talk. The Alliance is actually quite popular with many seeds, as it is more like the worlds that they came from than is the rest of the city.

The Alliance has existed for over fifty years now, contrary to the predictions of nearly everyone in Penance. Formal alliances of Bloodlords are quite rare, as such leaders do not often subjugate themselves to a committee. In fact, a number of the Bloodlords in the Alliance were actually at war with one another before the confederation was formed. Only the presence of Lord Abbydon and the threat of his encroaching ambition forces all of the Bloodlords of the Alliance to remain loyal to one another, as well as the stalwart will of the Alliance's figurehead, the Lord Pietro Penates. If either of these two people were to be removed from the equation, the area and its Bloodlords would quickly fall back into chaos.

Though often misunderstood, the Alliance does not have a single government but twelve individual seats of power. Each of the twelve bloodholds in the confederation has its own name, borders, laws, judicial system, and tax structure. What the confederation provides is a unified army, open borders, free trade, and a loose unification of the legal system. The confederation creates a framework that allows peace to exist in Penance without disobeying the Queen's laws (which many correctly believe were crafted specifically to create conflict). Citizens consider themselves loyal both to the Alliance and to their individual bloodholds. They would gladly go to war for the Alliance, while their bloodhold is more of a matter of personal pride or a cultural identity. Many bloodholds in the Alliance have developed friendly rivalries, products of past wars but now just colorful traditions. The bloodholds of Lady Belmus and Lord Oberis, for example, are very similar, and the people in them get along quite well, but they always put on a show of being rivals. Fathers get upset if their children court mates from the opposite territory, and sporting events are always fraught with excitement and emotion.

Though there is a great deal of variety to be found here, overall the Alliance territories have a very classical feel to them. The buildings are mostly wood and brick, the streets are paved with cobblestones, and ornamentation is tasteful and not overused. The people have traditions and prefer to do things the way they always have been done. Fashion is not as much of a concern here as it is Barrowhold or Illumina, and for the most part, new technologies are quite slow to catch on. Magic exists, but it does not play a major part of people's daily lives, as most citizens here prefer the mundane pleasures to magical fineries. The music here is old and closely tied to the culture, and people prefer bards who incorporate historical elements and traditional melodies into their songs over others. They treat their elders with reverence and respect and strictly adhere to the traditional calendar and working days and hours of the Forge. The streets of the Alliance present quaint, sober storefronts, friendly people, handcrafted goods, and the pleasant aroma of simple, hearty foods.

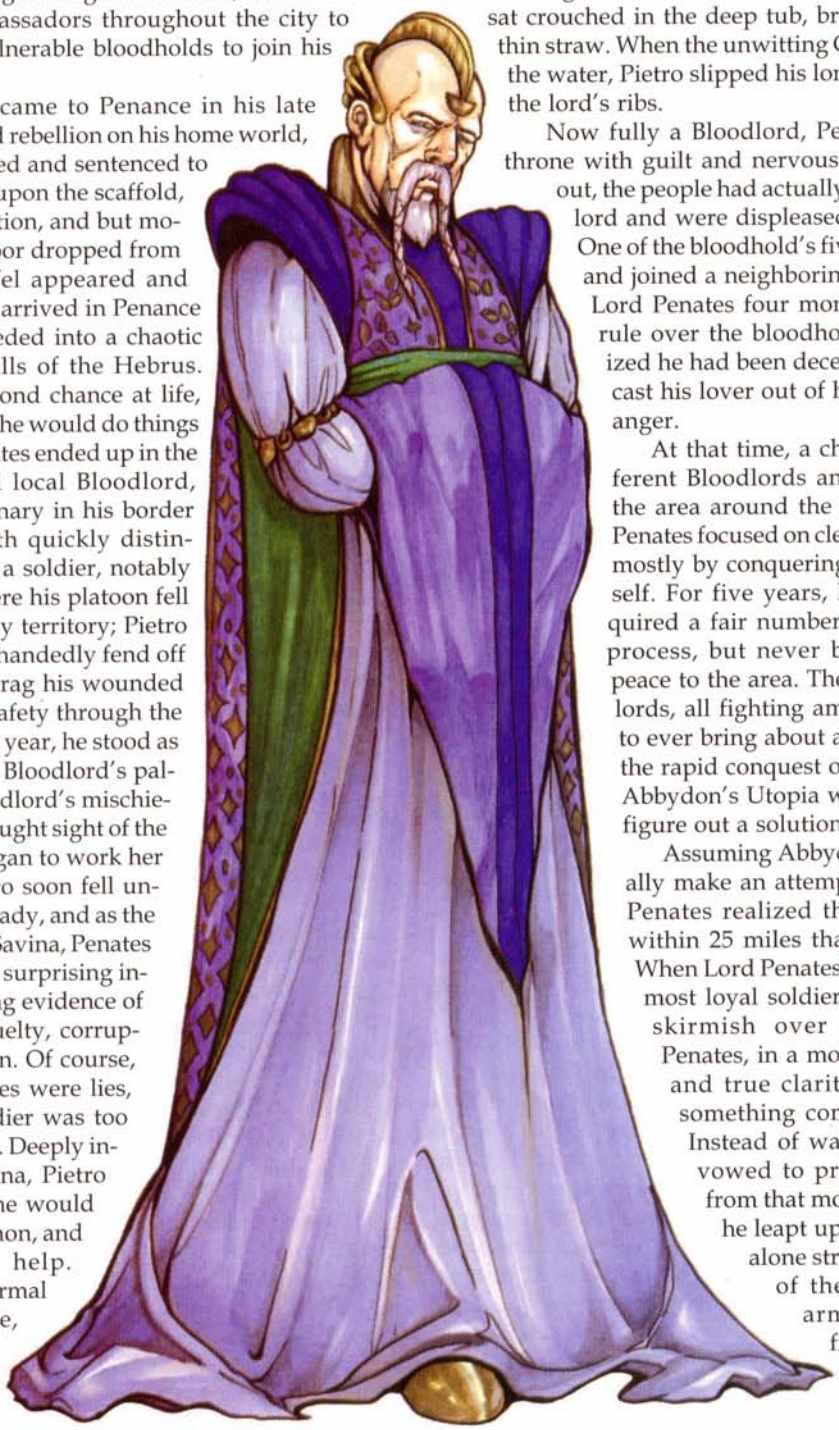
The Bloodlords of the Alliance

Within the borders of the Alliance, twelve separate Bloodlords hold court. The individual bloodholds vary greatly in size, from but a single canton all the way up to thirteen. Not all are original members of the Alliance; many small bloodholds have joined over the years as larger territories encroached upon their lands. Lord Gullin, at the far northern arm of the Alliance, only joined after Lord Narcis' army had whittled his bloodhold down to a single canton. Other lords and ladies joined for similar reasons. The 12 Bloodlords of the Alliance are detailed in **Table 7-1: Bloodlords of the Alliance**, in order of number of cantons controlled:

The unofficial leader of the Alliance is Lord Pietro Penates, a bold and wise human who dreamed up the confederation and who does much of the work involved in keeping it together. Penates truly believes that Penance can unify again one day, but not under the control of a single lord. His overall philosophy is that the Bloodlords should work together instead of against one another, building towards peace, education, knowledge,

the common good, and the restoration and rebuilding of the great city. Most Bloodlords of the Alliance have worked closely with Penates for more than fifty years and have faith that he is interested more in the greater good than in his own glorification. Penates is quite old, however, and no one in the Alliance could legitimately take his place. The other Bloodlords are too self-centered, and even Penates' own children and heirs do not have the ability to forgo their own needs in order to accommodate others. Penates' official position is as minister of finance for the Alliance. Penates collects monies from the twelve bloodholds and funds the Alliance's army. As the Alliance figurehead, he negotiates disputes between the Bloodlords and with neighboring territories. Penates' passion lies in strengthening the Alliance, and he is always sending ambassadors throughout the city to sway small and vulnerable bloodholds to join his creation.

Pietro Penates came to Penance in his late teens. Part of a failed rebellion on his home world, he had been captured and sentenced to death. As he stood upon the scaffold, he prayed for salvation, and but moments before the floor dropped from beneath him, Israfel appeared and took him away. He arrived in Penance in the year 878, seeded into a chaotic canton near the falls of the Hebrus. Shocked by his second chance at life, Penates vowed that he would do things right this time. Penates ended up in the employ of a small local Bloodlord, serving as a mercenary in his border conflicts. The youth quickly distinguished himself as a soldier, notably for an incident where his platoon fell to ambush in enemy territory; Pietro managed to single-handedly fend off the attackers and drag his wounded comrades back to safety through the undercity. Within a year, he stood as a bodyguard in his Bloodlord's palace, where the Bloodlord's mischievous wife Savina caught sight of the young man and began to work her wiles on him. Pietro soon fell under the spell of the lady, and as the secret confidant of Savina, Penates learned a wealth of surprising information, including evidence of the Bloodlord's cruelty, corruption, and dispassion. Of course, most of these stories were lies, but the young soldier was too naive to realize this. Deeply infatuated with Savina, Pietro swore to her that he would kill the Lord Gammon, and she vowed to help. Penates wrote a formal letter of challenge, and for witnesses found two thieves in a shady tavern. Pietro paid the thieves two hundred gold pieces to deliver the letter to the castle in a day's time. Then he went back to his post. Later that day, he crept into Savina's bedchamber and she took his clothes and gave them to her eunuch. She instructed the eunuch to put on the clothes and leave the castle, making sure that he was seen, but not closely. Pietro then hid in her private bathtub for the next two days. When the challenge was delivered, Gammon sent a troop of men to hunt him down, hearing that Penates had been seen leaving the palace. He then went to his wife's chambers, where the two spoke at great length about his safety, and Savina slowly fed him sweetmeats and a great deal of wine. The unfaithful wife drew aside the screen to her bath and filled the tub high with warm water and thick suds. Pietro sat crouched in the deep tub, breathing through a thin straw. When the unwitting Gammon sank into the water, Pietro slipped his long stiletto between the lord's ribs.



Now fully a Bloodlord, Penates claimed his throne with guilt and nervousness. As it turned out, the people had actually been fond of their lord and were displeased with his demise. One of the bloodhold's five cantons rebelled and joined a neighboring territory. It took Lord Penates four months to cement his rule over the bloodhold. When he realized he had been deceived by Savina, he cast his lover out of his castle in a fit of anger.

At that time, a chaotic array of different Bloodlords and criminals ruled the area around the Hebrus Falls, and Penates focused on cleaning up the strife, mostly by conquering the area for himself. For five years, he fought and acquired a fair number of cantons in the process, but never bringing a lasting peace to the area. There were too many lords, all fighting amongst themselves, to ever bring about a change. Not until the rapid conquest of the lower city by Abbydon's Utopia was Penates able to figure out a solution.

Assuming Abbydon would eventually make an attempt on the Pedestal, Penates realized there was no army within 25 miles that could stop him. When Lord Penates' closest friend and most loyal soldier Talmus died in a skirmish over a slum canton, Penates, in a moment of pure grief and true clarity, decided to try something completely different. Instead of waging war, Penates vowed to promote only peace from that moment onward, and he leapt upon a kith and rode alone straight into the heart of the territory whose army had killed his friend. Penates delivered an incred-

Table 7-1: Bloodlords of the Alliance

Name	Cantons	Species	Location
Lord Penates	13	Human	Southeast
Lord Ganelon	13	Human	Southwest
Lady Belmus	9	Faust	East central
Lady Aminita	9	Human	West edge
Lord Oberis	7	Silver	Central
Lord Hathor	6	Nightling	North central
Lord Stilltongue	6	Haze	South
Lady Santhusa	5	Chromithian	Northeast
Lord Gnarok	5	Asherake	Northwest
Lord Tyous	4	Dover	South central
Lord Arathan	2	Valco	Far North
Lord Gullin	1	Human	Far North

ible impassioned speech before over a thousand gathered people and the opposing Bloodlord, and at the end, Lord Oberis rode forward and shook his hand. The two agreed to a truce, and then rode together to a neighboring territory to call for peace. Within a few weeks, Penates had made a tentative peace with three other Bloodlords, and not a moment too soon. When Abbydon's army marched up the steps of the city a day later, the forces of Utopia faltered before an unexpectedly unified defense, and after much bloodshed, beat a swift retreat. Using Abbydon as a lightning rod, Penates spoke to the lords north of his territory, and got them to declare a truce with the allied forces staged against Abbydon. This allowed the allies to defend the wall of the city without threat of attack from behind.

For another five years the war with Utopia continued slowly. Abbydon changed tactics many times, but Penates and his new allies remained vigilant, building up their arsenals and militaries in response to the level of Abbydon's troops. Eventually, Abbydon settled down, focusing more on building his Utopia than on conquering the upper city. Penates continued his mission and eventually drafted the first document of confederation, creating a single independent army for all the allied territories. Within another ten years, the Alliance had grown significantly, and as pressures arose in the north from the Hive, smaller bloodholds joined for protection from their enemies. By the year 931, the Alliance absorbed all the neighboring bloodholds and its expansion stopped. Penates found that he couldn't get lords to join whose territories weren't adjoining, and he refocused some of his energies on reclaiming lost cantons. Over the full fifty-five years of the Alliance's existence, Penates has also spent an inhuman amount of energy on keeping it together, a task that hasn't been altogether easy.

Now 80 years old, Lord Penates feels the ravages of time. He is still sharp and charming, but his body falters, and it is only a matter of time before he passes out of the world altogether. When he does pass away, Lord Abbydon plans to be right there to strike then scavenge the remains of his shattered dream.

Lord Pietro Penates – 80 year old Male Human - Rogue 4/Fighter 6/Demagogue 10;
Medium-size humanoid (human); HD 20; hp 106; Init +1; Spd 30 ft.; AC 28; Ldr 41, AL NG; SV Fort +13, Ref +19, Will +22; Str 10, Dex 12, Con 8, Int 22, Wis 20, Cha 36.
Skills: Appraise +15, Bluff +30, City Lore +20, Diplomacy +44, Gather Info +34, Hide +11, Innuendo +20, Intimidate +40, Knowledge (Politics) +30, Listen +15, Move Silently +11, Perform +25, Read Lips +15, Search +20, Sense Motive +30, Spot +20.
Gifts: Persuasive, Valiant
Prestige Races: Focus of the Fair and Foul (complete), Focus of the Mind (complete).

Alliance Laws

Like the Oasis and the Golden Shore, the Alliance follows the traditional legal system of the city of Penance. Bloodlords choose their own judges and make their own laws, but they are bound by three specific Alliance restrictions. First, no Alliance Lord may strike any of the six traditional city laws from his books. Second, all other laws must be clearly posted at each major border crossing. Third, judges must extradite individuals from their bloodholds who have committed crimes in other Alliance bloodholds. These three requirements make living in the Alliance possible. Few take issue with anyone over these restrictions, although a few lords dislike turning over citizens to other lords for actions that aren't illegal in their own bloodhold.

For the most part, all twelve Bloodlords stick pretty close to the six traditional city laws. A few add a handful of minor laws, but no other serious crimes exist in Alliance territory. These minor laws generally consist of aesthetic or morality laws. Lords Gnarok and Gullin, for example, ban prostitution and public drunkenness in their holdings, and charge fines for those who engage in such activities. Lady Santhusa is very vigilant against littering, and Lord Ganelon imposes strict restrictions on fires. As far as enforcement and sentencing is concerned, few lords or their judges stray from the city's traditional guidelines.

Alliance Courts

Each Alliance Bloodlord has his own palace and conducts his own court. Bloodlords meet with individual citizens in their own throne rooms, and discuss policies and the expenditure of taxes with their own advisors and retainers. Bloodlords meet with their judges or Lord high executioners and discuss interpretation of the laws and tactics for enforcement. In essence, each bloodhold in the Alliance behaves like every other bloodhold in the city, except that matters of the military are not addressed by the individual lords.

The Lords of the Alliance meet on a regular basis to discuss news and rumors, dictate the actions of the army, and maintain the stability of the Alliance in general. Such meetings usually take place at the castle of Lord Penates, who has set aside facilities for such occasions. The Council of Lords takes place on the 2nd day of each month, Blooming Demure. A large chamber in the upper part of Penates' castle holds the lords, and the twelve thrones in the chamber are arranged in a circular pattern so as to not give a higher position to any one lord. These meet-

ings are not open to the public, but each Lord may bring up to two additional speakers with him to the council. The senior razor of the Alliance also attends the council and represents the interests of the military. Ambassadors are allowed in for parts of the council, but are generally kept out when military matters are discussed. Councils have no fixed length, and the average Council of Lords is an all day affair lasting over twelve hours. Lord Penates likes the meetings long to ensure that everything that needs to be said is said. A lengthy agenda is covered at each council, providing a framework for the discussion. Each Lord always has a block of time to say whatever he feels, no matter how many cantons he controls. Every three months, taxes are brought to the castle by the lords and deposited in the vault. Each Alliance Bloodlord must pay half of what he collects from his people in order to fund the collective army, and Lord Penates ensures that the funds are spent wisely.

- **The Key Lords:** Each of the twelve lords has his own personality, interests, and goals which generally come up in the council meetings. The most outspoken lords in the council are Penates, the Lady Santhusa, and the Lord Ganelon. Penates is extremely focused on making sure the councils go smoothly and that everyone feels comfortable with how the territory is run. Santhusa concerns herself most about ceremony and appearances, keeping the territory true to its traditions, and holding the council to its agenda. Ganelon is the foil of the council, nearly always the first one to question any proposal. His insights always strengthen decisions, but a number of council members see him as a negative force. Ganelon is the most ambitious of the allied lords and has secret meetings with Narcis on a regular basis to court his support. Narcis, in turn, extracts information regarding the Alliance from Ganelon.
- **Champion:** Each Bloodlord has his own champion. Lord Penates' champion, for example, is a sturdy valco named Sabao (mv Ftr9/Vig10) who has completed both the Focus of Protection and of the Shadow. Few challenges are issued in the territory, since the contract of the Alliance states "If any Lord is deposed, the full weight of the Alliance's military acts to unseat the challenger and put the deposed ruler or his heir back on his throne." This is one of Penates' most touted reasons for why Bloodlords should join the Alliance—their own protection, not to mention stable rulership for the citizens.
- **Lord High Executioner:** This position is entirely regional. Individual lords may appoint executioners at their own discretion.
- **Consorts:** Consorts also vary for each lord. Lord Penates himself has an array of eleven wives that dwell in the castle with him.
- **Advisors:** Lords are free to hire their own advisors. At the Council of Lords, the twelve lords advise one another and additional input is not always needed. Each Lord can bring two people to the meeting with him, and many bring their own personal advisors. The most prominent of such individuals is the ceptu Paletouch, who has close ties to Lord Penates. Paletouch is officially an ambassador from Nydaria, but Penates has come to rely on his wise words so much that he has named him a full citizen of the Alliance and keeps him as a trusted advisor.
- **Heirs and Family:** Each Lord must name his own heirs. Most name their children, although it is not unheard of to name a neighboring lord. A few of the bloodholds of the Alliance have actually been consolidated in this manner over the years. Lord Penates has named three of his favorite children as heirs as well as the ceptu Paletouch after them.
- **Razors:** The senior razor of the Alliance army is the human warrior Indara (fh Ftr10/Hn8). Indara is the key contact point between the council and the army. Indara is a sharp woman, and a good general who has survived many conflicts with Abbydon's forces. Indara is actually the only person in the Alliance who could easily take over the entire territory, as she solely commands all the troops, and a number of the lords secretly fear her. Indara has actually considered the idea, but never seriously. Five other razors function under Indara, ensuring that the army runs smoothly and effectively.
- **Sages and Wizards:** The Council of Lords does not employ dedicated researchers, although a number of mages in the army are often pulled off their regular duties to work on special projects for the council. A bookkeeper attends all council meetings and records the proceedings. This bookkeeper, a picker named Gled, also runs a library near the castle where all the public records are stored. Both Narcis' and Abbydon's agents have approached Gled with regards to selling information, but he hasn't cooperated.
- **Ambassadors:** The Alliance has a number of ambassadors in foreign courts representing its interests, as well as a few foreign ambassadors that attend its councils regularly. Individual Bloodlords in the Alliance often keep ambassadors amongst themselves to maintain friendly and open relations. The Alliance has permanent ambassadors in the courts of the Oasis, Utopia, and Barrowhold. An ambassador from the ceptus in Nydaria resides at Penates' castle permanently, and ambassadors from the Oasis, Utopia, and the Golden Shore attend council regularly. The ambassador from Lord Narcis, a nightling named Tumnius (mn Rg5/Dem7) is the most outspoken of this group, and constantly harps on about the massive threat of Utopia, and often argues to be allowed to remain in the room for the military briefings.
- **Guards:** Each Bloodlord is protected by the territorial army. A contingent of troops protects each palace in the Alliance, and a double force protects Penates' castle. Lords cannot hire their own bodyguards, as no Alliance members can keep their own individual armies.

- **Spies and Agents:** Each individual Lord has his own intelligence agents designed to gather information for him, but the bulk of the Alliance's spy work is done by an official branch of the military. The razor Turnus (mh Rg7/Sta10), is in charge of intelligence, and coordinates all spies sent into foreign territory. The major informant for the Alliance is Cardinal Jiopetta in Utopia.
- **The Other Lords:** The other nine members of the Alliance all have their own ideas, but are less forceful on the council than Penates, Ganelon, and Santhusa. Lady Belmus is the most mysterious of the council and rarely speaks, instead merely sitting and watching the proceedings with a sour glare. Lady Aminita is intelligent and charming but does not participate much except when they discuss espionage matters. Lord Oberis is the most outspoken of the council against Abbydon and gets quite emotional when speaking on matters of war. Lord Hathor, a hefty, jovial, and warm-hearted nightling, is the happiest member of the council. Stilltongue is a strong-armed haze who is wise in the matters of the military and keeps quiet about everything else. Lord Gnarok is a paranoid asherake who constantly worries of foreign invasion and espionage. Lord Tyous is the largest dover in the city and concerns himself with matters of valor and glory. Lord Arathan is thrifty minded and watches matters of spending and the affairs of the working people. And last, Lord Gullin is a pious priest of Lumais who gets involved mostly with issues of morality and ethics.

Other Important People

Ravel Parris: Ravel Parris (mh Rg5/Asn9) is the talon of the largest criminal ring in Alliance territory, the Empty Pedestal. The Empty Pedestal operates out of the lost city just north of Lady Belmus' holdings. The group consists mostly of thieves who make a living stealing from houses and purses. Recently dealing with the Band of the Red Sun, Ravel Parris has accepted a lucrative contract from Sestos Malvacius, funded secretly by Lord Narcis. The contract enlists Parris' group to undertake a series of random, high-profile attacks on the Alliance's civilian population, such as time-delayed *fireballs* in theatre performances, controlled sinkings of schools and public buildings, and the destruction of bridges and roads. Parris' men should then to deliver messages to the authorities claiming responsibility for the attacks in the name of zealous followers of Lord Abbydon. Narcis hopes that the attacks spur the Alliance to attack Utopia before Abbydon is prepared for war, leaving the entire area open for Narcis' invasion.

Thygor Svensen: Thygor Svensen (mh Ftr7/Rg3/Vig8) is one of the most celebrated rashers, explorers, and mercenaries in all Penance. In Penance for almost twenty years now, Svensen has worked for at least seven different Bloodlords, including the Overlords Flollo, Belus, Megaera, and Hyperia. Svensen has also operated outside the city, exploring the forests of Wildwood as well as the ruins of Illium, and the depths of the northern ocean. For the last few years, Svensen has worked for individual Bloodlords of the Alliance by clearing lost cantons. Svensen avoids running afoul of the rules of the Alliance by clearing cantons with his own funds and then offering them up for settlement to nearby Bloodlords. The thankful Bloodlords offer Svensen a sizable monetary gift as a reward and Svensen keeps any treasures and valuables discovered during the operation. Thygor Svensen lives near the Hub tavern, where he frequently tries to enlist seeds and rashers in his ventures.

Lucius Tristram: Lucius Tristram is the Alliance's most famous citizen. The well known stalker was once the spymaster for the Alliance's military before turning to private practice. Tristram is fully described in **Chapter 6: The City of Penance**.

Trade and Commerce

The Alliance territories are not the richest areas in the city, although there is no shortage of work here. Most of the area's money goes into its war machine to feed, house, equip, pay, and train its soldiers. Weapon-makers and armorsmiths can be found in high concentrations in the Alliance, and all of them get a decent amount of business. There is no ban on selling weapons to foreigners, except for followers of Abbydon, and much of the region's economy depends on this arms and armor trade, which supplies many other Bloodlords with the necessary equipment to defend their territories.

Carpentry is also a major industry in the Alliance, and some of the best (and fastest) craftsmen in the city can be found here. The Alliance imports some of its wood itself up the Hebrus, but the presence of Utopia is intimidating, and few merchants dare make the trip. Most prefer to sail northward to Hammerfall and purchase pre-cut lumber there. The carpenters of the Alliance make wagons, cabinets, chests, bookshelves, and even ships and boats. Their crafts are sold throughout the city and bring a fair amount of money into the territory.

Brewing is a smaller but perhaps more celebrated industry in Alliance, and small independent brewers create the finest ales and beers in Penance here. The most well known of the area's libations is Grinder Strong Ale, brewed in Lord Tyous' bloodhold; the thick, frothy, and quite heady ale is a favored drink exported all over the city. The Hub tavern brews its own special lager which is quite good, and the monks of an abbey not far from Lord Penates' castle make some exceptional triple-fermented ales. Brewers' guilds produce most other brews and ales found about the Pedestal and the rest of the Forge. One local drink hardly exported outside of Alliance territory is grog. This typically homemade brew comes in single barrel batches, and the extremely thick drink, served warm, packs a wallop. Most taverns in the Alliance keep a few barrels of grog behind the counters and serve it for 5sp a tankard.

Alliance Area Map and Details

The territory of the twelve Allied lords covers a broad area of the city, centered along the Hebrus River, from the Hub tavern in the north to the edge of the Pedestal in the south. The main entrances to the Alliance are from

the Hub area and from the Hebrus Falls to the south. The heart of the Alliance lies to the southeast, where Penates' castle looms.

Falls District

The Falls District is located in Lord Penates' bloodhold. Its buildings surround the last mile of the Hebrus before it plummets out of the city. The Falls District stays very busy at all hours with all kinds of commercial activities.

Fort Gammon: Fort Gammon sits just east of the falls of the Hebrus, guarding the district and looking out over the enemy territory of Utopia below. This sturdy stone fortress houses a sizable portion of the defensive army of Arena. Sentries keep a full-time watch on Utopia and assiduously record the movements of their troops.

The Gateway to Penance: The Gateway to Penance is less a gateway than a transit center, allowing those who come up the river every possible option for transportation. There are taxis here, kith for hire, charter boats, water taxis, an array of bus stands, and even a wide variety of maps for sale. Visitors to Penance should be able to easily get anywhere in the city from here.

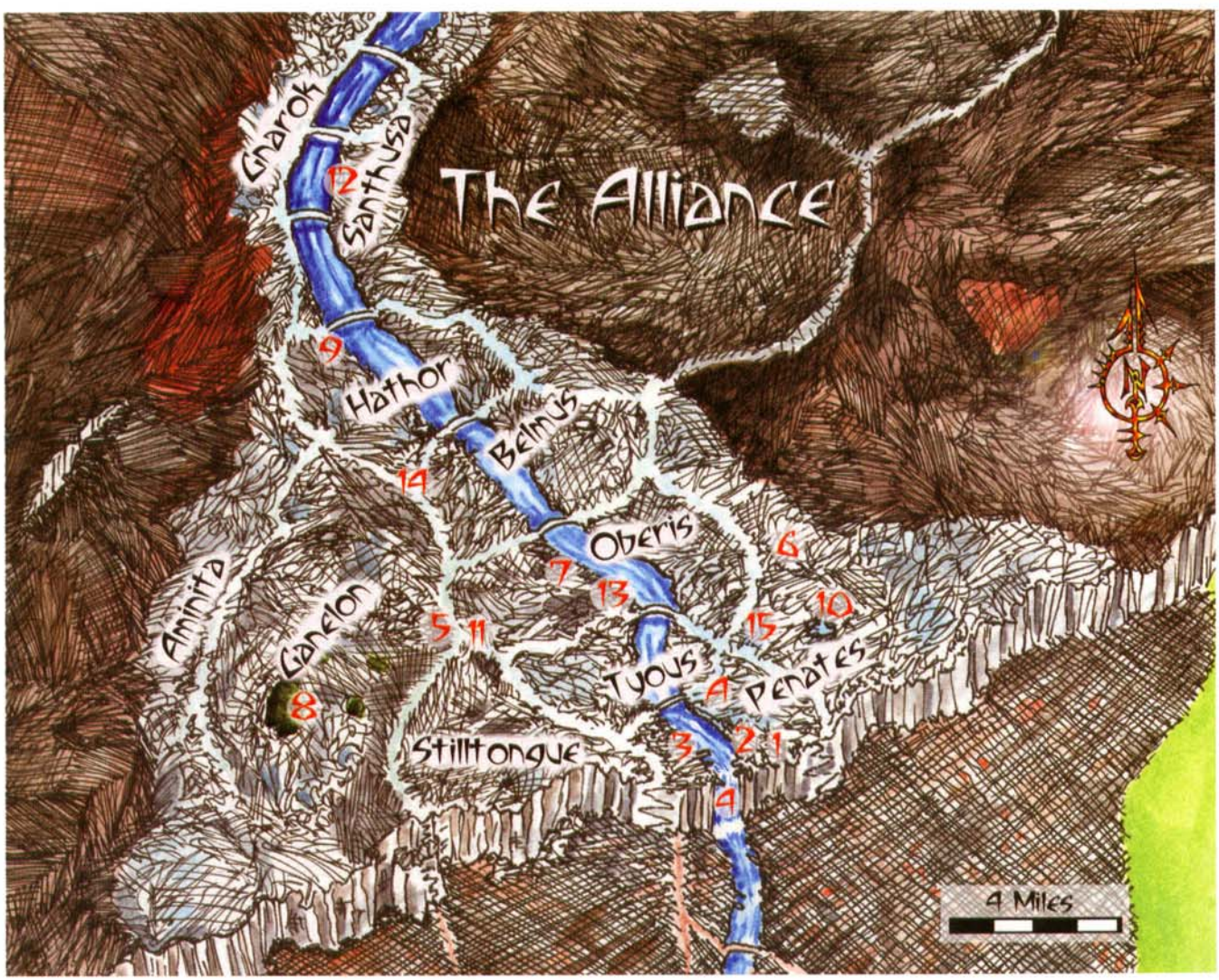
Hebrus Docks: The Hebrus docks line both banks of the river before it falls off the city. The docks are always a good place to find a ship that's going one's way. Ships from here may either head north to the Wellspring or south past the ruins of Illium and into Wildwood and Arena.

Hebrus Falls: The Hebrus Falls are a strongly contested piece of property which Abbydon has failed for years to wrest from Lord Penates. Like the other falls in the city, cranes raise and lower ships up and down the edge of the city. All ships going down the falls must stop at the Utopian border checkpoint at the bottom. Tolls, payable to Lord Penates' treasury, run on average 1gp per ton, running from 40 gp for an average sloop, to 200 gp for a two-mast schooner, 500 gp for a tall merchant ship, and up to 3000 gp for a huge warship.

Other Points of Interest

Alliance Clocktower: This attractively designed tower with a large clock at its top stands at the corner of two major streets in the Alliance. On every named hour, the clock's mechanism plays a different traditional song for each hour. The clock can be heard quite a way off and all the locals rely on it for the time.

Chapel of Mortality: This unconventional church illustrates the transitive nature of man's mortal form. Bones and skulls from a variety of intelligent species comprise the materials and structure of this fairly large church



building. The building is quite old, and no one is entirely sure where all the bones came from anymore. The preachers deliver regular sermons with dark, heavy-handed messages of repentance and eternal punishment.

Forum of Brotherhood: This open square stands in front of Lord Oberis' palace near the center of Alliance territory. The forum is the birthplace of the Alliance, where Lord Penates rode to and delivered his now-famous speech. Alliance citizens consider the area a sacred spot, and the people gather here constantly for public demonstrations. An annual celebration occurs on the anniversary of Lord Penates' speech (Seething Anew, Ravage) and people fill the forum for hours of feasts and traditional dances.

Hathor's Harem: This huge, airy complex holds the famous harem of Lord Hathor. About 20 years ago, in order to revive his bloodhold's economy, Hathor opened his harem up to the public and charged hourly rates for all who wanted to enter. Today, visitors pay 30 gp an hour for full access to the place. Consorts of many different species and genders work in the harem and please all paying guests as best they can. The harem is a large, multi-building maze, with each room bearing a different theme and decorative style. The harem is a popular spot for both locals and foreigners alike, and on busy days the guests outnumber the consorts by a wide margin.

Museum of Ancient Technology: This breathtaking building is impossibly tall and beautiful. Itself a wondrous relic of the past, the building inspired the museum it now holds. The Museum of Ancient Technology dedicates its staff and space to studying past cultures of the Forge and understanding their great knowledge, which often appears greater than in present times. There are very good exhibits here on ancient cultures and an incredibly well-stocked library. The most popular section of the museum is a wing that contains inexplicable relics of the past. These are devices either that no one can understand or that no one could construct today. These include such devices as a tiny object no bigger than a pack of cards that is covered with useless buttons printed with strange runes; an object similar in appearance to a crossbow, but without any understandable firing mechanism; or a heavy device, similar in size to a loaf of bread, with a variety of knobs and buttons, several compartments that open and close, and a collapsing wand at the top. Many of the devices in the museum are made from unknown substances, generally quite light yet sturdy. Admission for the day at the museum costs 2gp.

Ganelon Park: Ganelon Park covers almost an entire canton in the center of Lord Ganelon's bloodhold. Imported dirt partially levels the area, as does the wide variety of flowers, shrubs, trees, and grasses. The park is very peaceful, and one can almost forget the surrounding city. The partially buried remains of ancient buildings dot the park unevenly, some forming makeshift benches and tables for picnics. The park is a favorite location for residents of the Alliance to come on their time off to relax.

Public Stocks: Along the Way of the Conqueror and just across from the Alliance Clocktower stands a large open-air stage fitted with several dozen wooden, stone, and iron restraining devices. These are the local public stocks for punishment of those convicted of moderate to serious crimes. This area is always busy, and crowds gather daily to hurl water, grog, rotten fruit, and insults at those shackled upon the stage. Guards stand by to make sure that no one escapes their bonds and to control the crowd.

The Pyramid: The Pyramid stands two blocks from the east bank of the Hebrus about halfway down Lady Santhusa's bloodhold. The Pyramid is one of the best restaurants on the Forge, housed in an actual ancient stone pyramid that extends down below the surface of the city. The ornate decorations of the pyramid are reproductions of the originals, worn away by age. The food at the Pyramid is exceptional, and is always fresh, creative, and stylish. The dining rooms of the Pyramid are all private and the thick stone walls keep conversations isolated and personal. The lowest part of the actual pyramid is off limits to the public, and rumor has it that whatever secrets the pyramid was originally built to contain are still held down there.

Tristram Estate: Lucius Tristram's sizable estate sets on the west bank of the Hebrus not far from the Forum of Brotherhood. Tristram is quite wealthy by Alliance terms, and his estate consists of an attractive mansion with a sizable set of gardens, rare for Penance. The estate is run by a dover by the name of Syrus, who is a close friend and business partner of Tristram's. Syrus takes care of Tristram's affairs while he is away from home, keeps his financial books, and records his casework. Syrus has actually published three relatively successful books of stories based on fictionalized accounts of Tristram's work, and is currently working on a fourth.

The Way of the Conqueror: The Way of the Conqueror is the longest road in the City of Penance. It starts at the Hub, runs south along the Hebrus, down into the lower city, through Utopia, and then out onto the plains to the forest of Lucan. The Way of the Conqueror traces the path the great warlord Marus carved through the city 10,000 years ago on his march toward the Queen's citadel. Marus supposedly came out of Arena with an army 100,000 strong and stormed straight through the city intending to depose the Queen. The road ends just south of the

Alliance Key

A. Falls District
1. Fort Gammon
2. The Gateway to Penance
3. Hebrus Docks
4. Hebrus Falls

5. Alliance Clock Tower
6. Chapel of Mortality
7. Forum of Brotherhood
8. Ganelon Park
9. Hathor's Harem
10. Museum of Ancient Technology
11. Public Stocks
12. The Pyramid
13. Tristram Estate
14. The Way of the Conqueror
15. Council District

Hub tavern, the spot where Marus fought her and fell, but not before dealing her a great wound through her breast with his spear. The road is now the major thoroughfare of the Alliance and serves to connect the entire area.

Council District

The Council District of the Alliance is the immediate neighborhood surrounding Lord Penates' castle. It is the seat of the confederate government and a popular destination for many visitors and citizens alike.

Alliance Castle: At the center of the Council District is Alliance Castle, the home of Lord Penates and his family. The large and well fortified castle has a moat around it, formed from a canal that branches off the Hebrus. Just south of the castle, the moat drops 100 feet down to an older section of the city. The moat can be crossed by a single drawbridge opened only from inside the castle. Besides holding the council meetings and the court of Lord Penates, the castle also contains the Alliance treasury.

The Bitter Jug: The Bitter Jug is a popular tavern and restaurant overlooking the falls of the castle moat. Despite its name, the Jug has a surprisingly upbeat atmosphere and is filled with cheerful and friendly patrons. The food here is quite good as is the wait staff, which includes some of the most attractive people in the bloodhold. Breakfast is a specialty of the Jug and is always a worthwhile way to start the day. The Jug gets its name from its infamous grog, allegedly the worst in the city, which is made from the water of the castle moat. People come from all over just to try it and see if its really as bad as they say it is. If you can drink the whole tankard, the grog is free, otherwise it costs 3sp. The famous underground tour starts from inside the Jug.

Bullfinch Theatre: This small, well-designed theater stands just north of Alliance Castle. It is dedicated to the preservation of the culture of Penance and the history of the Forge. Ancient and classical plays are presented here along with recreations of famous myths and legends.

Council District Key

1. Alliance Castle
2. The Bitter Jug
3. Bullfinch Theatre
4. Chamber of Records
5. Council District Underground Tour
6. The Moathouse
7. Sunrise Abbey
8. Rabbas Circus
9. Red Sun Arena
10. Talmus Memorial



Many well-respected bards, including Odyar Khan and Taliesin perform here, singing historical songs. Admission is always free, as Lord Penates feels that culture should be shared by all.

Chamber of Records: This large and sober building contains all the public records of the Alliance. All proclamations, council notes, crier scripts, official documents of state, and so on are kept here. Most documents can be reviewed for no charge by any citizen on the Alliance, although some require a security clearance from a Bloodlord to access. The Chamber of Records is run by the picker scribe Gled, who lives in a cheerful yellow house next door to the library.

Council District Underground Tour: This unusual guided tour takes visitors down into the undercity to learn about the history of Penance. The tour costs 1gp and starts from the Bitter Jug tavern at the top of every hour between toil and haven. The tour descends into the cellar and then down a ladder into an ancient city street below. The area of the undercity that the tour visits is carefully walled off to prevent creatures from attacking visitors, and the guide explains a great deal of the buildings and sites located in the tour area. The guides have a good grasp of the evolution of the city, and are always willing to explain it to seeds that can't quite wrap their minds around it.

The Moathouse: The Moathouse is a massive hotel complex that starts at the front of Alliance Castle and runs down the side of the district, straddling the moat falls. The hotel is beautiful and offers a variety of rooms and suites at fairly reasonable prices. Balconies all over the hotel allow guests to relax with a spectacular view of the city. The hotel has a number of unique features like a gaming room, an indoor swimming pool, and excellent room service. Rooms run between 5 and 50gp per night.

Rabbas Circus: This semi-permanent complex of tents surrounds the Red Sun Arena and is the current home of the Rabbas Circus, a very talented troop of acrobats, jugglers, animal trainers, magicians, and freaks. The circus employs a wide variety of strange and unique peoples and species at which customers come and stare. There are also a number of games and skill and chance available for play here. The larger acrobatic shows take place in the nearby arena. The master of the circus is the picker Ren Rabbas, who supposedly travels from world to world performing his shows and collecting freaks. Unfortunately for Rabbas, he hasn't been able to figure out how to leave the world of the Forge yet, at least not with his entire circus intact.

Red Sun Arena: This relatively small arena is quite old and was partially damaged about 80 years ago during a fierce magical battle. The arena's capacity is small, but it is still used by the nearby circus, as well as for a variety of sporting events. Gladiatorial matches occur here only once a week, but they are no longer as popular as some of the less violent sports, such as the infamous grease wrestling that takes place here each week on the day of sate. Contestants coat themselves with a liberal amount of oil and go into the Arena to grapple one another to the ground. Up to thirty wrestlers at a time may compete, and each match begins as a free-for-all. Pinned or unconscious wrestlers leave the Arena until only a single challenger remains to receive the grand prize.

Sunrise Abbey: This sizable colony of aesthetes is both a school for instruction in the monastic arts as well as a lucrative brewing company. Sunrise Abbey Ale is triple-fermented for an incredibly rich and complex flavor. Special reserves even get fermented as many as five times to produce a spectacular ale. The abbey sells kegs for reasonable prices (between 40 and 60 gp) and pints may be purchased at any of the nearby taverns. Strangely, the ale is made from the same water as the Bitter Jug's grog, and this quandary has stumped beer drinkers for over twelve decades now.

Talmus Memorial: This graceful mausoleum is a monument to the fallen razor Talmus, whose death 54 years ago sparked the creation of the Alliance. The warrior's crypt is a humble stone building surrounded by a number of large statues of bowing Bloodlords. Behind the crypt is a small marble gazebo that contains bronze copies of Lord Penates' fateful speech and the original documents of Alliance.

Alliance Adventure Hooks

The territory of the Alliance is an excellent base from which to build a campaign. The constant conflicts between the members of the Alliance, as well as the imminent threat of war with Utopia or the Golden Shore all create an atmosphere thick with intrigue.

- Several Alliance cantons have become overgrown with a strange new type of vine that causes a very uncomfortable rash. A bit of investigation should uncover that a misguided druid from Wildwood leads a movement to reclaim the city for the wilderness. [EL 8]
- A haze warrior in full armor attacks random people at night on the streets of Lord Hathor's bloodhold. There is a reward to find out who it is and to stop her. The haze is actually a great and famous retired warlord from Arena who during the night is sleep-walking and having flashbacks of past battles. Stopping her and getting her treatment for her illness earns the party the favor of both the haze and Lord Hathor. [EL 10]
- Lord Penates' daughter has been kidnapped by an agent of Lord Abbydon, and he wants her back. Penates has offered a huge reward for anyone who can return his daughter and bring him the head of the agent responsible for her disappearance. The party should discover the daughter and the agent are, in fact, in love, and must protect the young agent, not only from other bounty hunters, but also from Lord Abbydon's assassins who have been dispatched to kill the traitor. The party must also help the daughter convince Penates to accept their love. [EL 12]
- Someone has been press-ganging young men and women from taverns in the Alliance. The youths are being taken to the lost city, brainwashed, and then transported to Utopia to serve in Abbydon's army. The party is to find the youths, undo the damage to their minds, and free them, as well as stopping the press gangs. [EL 14]

- Lord Penates decides that the only person able to continue the work he started is the ceptu Paletouch, and names him his first heir. Penates' children are furious and the Council of Lords suspects the ceptu's motives. Penates needs bodyguards to protect his friend from his children's wrath, while the council wants independent agents to travel to Nydaria and determine what the ceptus' aims are on the Alliance and the city. [EL 16]
- Cardinal Jiopetta warns the Alliance of a terrible magic device being built in Utopia. This device may let Abbydon teleport armies into the Alliance, thus giving him the chance he needs to get a foothold on the upper city. The party must destroy the device and help free the mage being forced to build it. [EL 18]

Barrowhold

"You dare speak in the presence of our lady, peer? You know full well the price that you and your family henceforth shall bear."

- Rhun Edane, Champion of Barrowhold

Barrowhold, the bloodhold of the Lady Hyperia, occupies 55 cantons along the northern shore of the Wellspring.
Population: 2,323,365
Racial Makeup: Asherake: 3%, Ceptu: 0%, Chromithian: 5%, Dover: 12%, Elf: 15%, Faust: 1%, Frey: 9%, Haze: 10%, Human 20%, Lunar: 1%, Nightling: 10%, Picker: 6%, Silver: 2%, Valco: 1%, Other: 5%

Barrowhold—The oldest of the active bloodholds of the city, and the most steeped in tradition. Barrowhold is the property of the Trinakia family, and for the last fifty years has been under the reign of Hyperia Trinakia, a sharp-tongued and cruel mistress. Barrowhold has a grand history of splendor and wealth, although few of its citizens can enjoy it. There are only two real things that any citizen pays attention to here: rank and money. Rank measures one's worth in Barrowhold, while money is the tool that acquires it. To accentuate this reality, there are no fewer than 20 different castes in the territory, each one ranked in order from most base to most exalted. One inherits rank in Barrowhold, and it passes down family trees from one generation to the next. Barrowhold is more humane, or some say more insidious, than Blackwall since its territory of haves and have-nots uses a real system through which one may advance one's rank. Talented, vigilant, and successful individuals win promotions and pass up the ladder one rank at a time. In fact, the entire culture of Barrowhold centers on this system of advancement. Each rank is encouraged to adore all those above them and to look down upon all those beneath them, and in all but a few cases, this is the norm. Because of this, everyone in Barrowhold spends their lives groveling to attract the attention of their betters, and acting disdainfully toward their lessers. The serving classes are obsequious to their masters, who in turn plead with the nobility to allow them into the royal court, where many titled individuals pledge their undying loyalties to their lady Bloodlord.

Visitors find Barrowhold a strange place, even somewhat of a trap, wherein all the residents obsess about their own precise positions in this small bloodhold and pay little attention to events in the rest of the world. Barrowhold does have its merits, including its wealth, history, splendor, and extravagance. Its citizens are always doing things to attract the attention of the upper ranks. Plebeians constantly scheme to build fabulous monuments to the noble classes as well as to promote their own estates in fashions befitting those above them. All time and money in Barrowhold are spent on style, flattery, and fashion, whether by building a golden facade on the front of one's mansion, erecting a thousand foot pillar with a life-size solid mithril statue of Lady Hyperia atop it, or wearing a dress meticulously constructed of millions of grains of rice, each with a full page from one of the great books written upon it. Though not as aesthetically pleasing as Illumina, or as charming as the Oasis, Barrowhold is still probably the most astonishing place in Penance. Its streets fill with row upon row of breathtaking mansions, each one larger and flashier than the next, as well as impossible monoliths, massive arenas, grand monuments, staggering high-rises, and of course, the barrows.

The barrows are the symbols of Barrowhold and the greatest repository of physical wealth in the world. The barrows are the tombs of the lords of Barrowhold, and there are 16 in all, dating back over 3,000 years to the founder of the bloodhold, the elf Lord Serapis. Constructed of only the finest materials, each enormous barrow lies under an insanely decorated shroud of statuary, mosaics, carved stone, and inlaid precious stones and metals. The barrows lie together in the center of Barrowhold, all aligned in the order of their rule. The barrows are the most heavily guarded places in the city, although none reside there but the dead.

All residents of Barrowhold begin as plebeians, essentially free to come and go, to transact business, and to acquire wealth as one desires. However, plebians cannot own property and must reside in another's estate, typically in a rented apartment in a large multi-use building. Successful plebeians may buy themselves positions in the gentry, which allows them to purchase estates of their own and to pursue a caste promotion. Once gentrified and an owner of an estate, a plebian secures his new position as a freeman, since he no longer pays money to anyone in order to maintain his freedom. At this point, the new member of the gentry must attempt to please the local knight, to whose whim he is now subject. From this point onwards, one dedicates one's life to flattery, adulation, and obeisance in the constant struggle upwards.

Insolvent plebeians who cannot pay their monthly rent are in default of the law. They lose rank and must join the serving classes as a commoner or as a serf, depending on how much one owes. Once reduced in rank, the former plebian must now work his way back up by pleasing his master until he once again is given the chance to prove himself in the free market.

Newcomers to Barrowhold start at a medium rank, a lure to attract new blood to the area. Conceivably, a rich

The Castes of Barrowhold

The 20 castes of Barrowhold are listed below, along with the distinction each one bears above those below them and their opportunities for moving upward in rank. Seeds and non-residents automatically receive the rank of foreigner; they can advance to the rank of plebian by taking up residence in Barrowhold and by paying a one-time citizenship fee of 100 gp. Merit numbers indicate the lowest caste that can promote an individual to that rank. Marriage numbers reveal the highest caste that can marry such a person. An asterisk indicates that only one's own employer (or anyone of rank 18 or above) may promote him.

Rank	Privileges	Advancement
20 Bloodlord	Sovereign	n/a
19 Prince	May be named as heir	Death of lord
18 Duke	May marry a prince or lord	Marriage (20)
17 Count	May speak to the Lord in private	Merit (20) or Marriage (18)
16 Baron	May speak in court	Merit (20) or Marriage (18)
15 Peer	May attend court	Merit (18) or Marriage (18)
14 Knight	May serve as a judge	Merit (17) or Marriage (15)
13 Squire	May own multiple estates	Merit (16) or Marriage (15)
12 Master	Can take indentures	Merit (15) or Marriage (14)
11 Gentleman	Can keep servants	Merit (14) or Marriage (14)
10 Freeman	Land ownership	Merit (14) or Marriage (14)
9 Plebian	Can reside alone	Gentry Fee (10,000gp)
8 Foreigner	Starting rank (same as plebian)	Residence
7 Gelder	Can own money	Merit (11)* or Marriage (10)
6 Commoner	Personal property	Merit (11)* or Marriage (10)
5 Peasant	Can leave estate	Merit (11)* or Marriage (9)
4 Serf	Marriage	Merit (11)* or Marriage (7)
3 Indenture	Life, shelter	Completion of contract
2 Vagrant	Physical contact	Indenturing contract
1 Untouchable	None	None

person could enter Barrowhold and buy his way up the ladder to freeman almost instantly. Those without 10,000gp to spare must earn a living, just like they would anywhere else. The lower castes are not designed to be a deterrent to immigration; they are reserved more for the punishment of criminals than the humiliation of hard-working citizens.

One drops to the lower classes through inheritance or by breaking the law. In Barrowhold, one's individual fate equals the fate of one's direct family, even over many generations. Many crimes in the territory are punished by a reduction in rank, which applies also to one's spouse and non-adult children. Children of serfs begin life as serfs; children of peasants begin as peasants. Apt punishment for one's actions is the hard climb up from the lower classes; if one does not complete one's punishment during one's lifetime, the children, grandchildren, great-grandchildren, and so on must carry out the sentence by bearing that caste burden. The ladder of caste is also a ladder of responsibility, allegedly designed to slowly teach a number of important lessons as one progresses along it. These lessons could be how to handle one's personal property or how to properly deal with one's finances. Each rank has its own challenge and skills to be mastered before one advances upward in society.

The caste system in Barrowhold centers around the estate—a single-family property including the various servants, employees, and all belongings of the household. The master of the estate, who can be either male or female, is the most important member of the household, and decides the fate and fortune of everyone in the estate. The master makes all decisions regarding the business of the household and the promotion or demotion of any of his servants as he sees fit, although he cannot demote anyone below the level or serf or promote anyone above the level of plebian. Each resident of the estate has his own rank and everyone knows everyone else's positions. It is the responsibility of each member of the estate to ensure that other members stay within the limits of their caste. Not reporting a violation is just cause for demotion.

Most estates in Barrowhold consist of a single building with a small fenced garden area in the back. This being Penance, all estates have multiple floors, generally four or five minimum. The first level of the estate is generally a common area where the family receives guests, meals may be served, or one may simply sit and read. The next few levels are the private quarters of the master's family, and consist of bedrooms, libraries, studies, and the like. The top floors are generally servants' quarters, located farthest from the street to make the servants walk up and down several flights of stairs every time they come and go from the estate. Some estates actually have several stories below street level which are used as the servants' quarters instead. Some of the richest of estates actually have sizable yards and gardens, while the less

valuable places are built right up against the estates on either side.

Not all servants can leave their estates. For the lowest castes, the household is considered a prison and the master must keep his serfs and indentures on his property at all times. Confined to the master's property, serfs can work in the garden or transfer in closed wagons among any number of estates that the master owns. Some estates do not have a yard and serfs attached to the estate cannot even go outside. This confinement is purposely designed to be an annoyance to master as well as serf so as to encourage promotion by both their wills.

Lady Hyperia's army, for the most part, runs like a large household. Ranks in the army correspond to castes in the bloodhold, and as one wins promotion in the army, one's social standing rises. Soldiers usually start out at lower castes and enter into a contract for a certain amount of time, usually five years. When the contract expires, the recruit re-enters society with a new rank; one can rise as high as duke if promoted to the very highest level of razor, but most rarely gain promotions in the army equating past the level of freeman. Of course, those of ranks below plebian when their contracts expire cannot leave the service until they do so. The army increases one's social standing more rapidly than through civilian life at the expense of increased risk of bodily harm. The average promotion rate in the army is one rank per year. Serving class persons entering the army must first receive their masters' approval, although Lady Hyperia offers a compensatory tax break to the gentry in order to allow her to have an army.

To those outside this society, Barrowhold in its current state is mystifying. Most in other bloodholds wonder why the serving classes simply don't flee the area for a better life. The answer to this is complex but grounded in the culture of Barrowhold itself. From birth, members learn a stratified social system so ingrained it becomes subconscious, and simply represents how the world works as they see it. Those that leave the territory are confused by the freedoms of other lands and bewildered by the lack of set roles or incentives. Many end up coming back to Barrowhold where they feel at home or at least they understand life there. There is also the possibility of improving one's rank. In Barrowhold, one may become a count or a duke, while in other parts of the city, one never can separate himself from a mere commoner. Lady Hyperia also carefully instigates a conscious program of slander and rumor, painting all other bloodholds in the worst possible light. Lord Belus "could be a maniac as likely to kill his citizens as protect them." The Golden Shore "is one massive den of anarchy, crime, and iniquity, where one's life is in constant danger." They merely laugh at Hammerfall; the Alliance is naught but a place of poverty; and the "juvenile" Oasis is "a place where the law forces everyone to be nice to one another." Of course, Hyperia does not fear her people emigrating to Blackwall or Utopia, as the facts of these areas need no embellishment.

Besides the mental confinement, some lower classes are physically bound to the territory. Serfs and indentures cannot leave their estates, kept inside by private doormen and guards. Gelders actually receive a salary, and although they are still bound to their masters and must pay them rent, they are too close to being free to risk escaping and suffering demotion. Vagrants and untouchables stand out by their appearances and the army turns them away at the borders, even though no one really cares that much if they leave or not anyway. The peasants and commoners, who also happen to do the most work in the society, are at the biggest risk for flight and for whom the social conditioning is crucial. Hyperia's rumors are effective, but are not enough on their own. Peasants and commoners are often given charge of one or more serfs or indentures. They have free rein to berate, insult, order, and abuse them within the confines of their jobs. This mere kernel of power intoxicates, and most at this level find it very distressing when they leave the culture and can no longer lord over anyone. Of course, the army's making marked examples of escaped servants also helps keep people in their places as well.

One other major difference between Barrowhold and other bloodholds is the deeply ingrained nature of its traditions. It is highly unlikely that another Lord could take over the territory by assassination or invasion, as the people are so set in their ways that they would not accept the commands of a Bloodlord that wasn't of the proper rank, and would nearly universally rebel. In fact, many years ago, the eighth Lord of Barrowhold, Eliaures, was killed by an outsider who wanted to create his own kingdom in its place. All of his commands were ignored, and after his twelve hours were up, over a thousand challenges fell at his feet. The lord quickly fled the area, and the younger brother of Eliaures rose in his place.

Lady Hyperia

The highest caste in Barrowhold is that of Bloodlord, a seat currently occupied by the Lady Hyperia Trinakia, 17th Lord of Barrowhold. Hyperia traces her lineage back over 3,000 years to Lord Serapis, the elf founder of the bloodhold. Though her lineage is direct, few saw Lady Hyperia's destiny on the throne; she was actually the seventh child of her father, Helios, the previous lord. Though not the strongest of the seven children, Hyperia distinguished herself from her siblings with her fierce ambition and sharp mind. She also seems to be a terrible curse upon her own family. At Hyperia's birth, her mother died of complications, and the girl was raised by a series of nurses and tutors. At the age of 42, the mere elf-child Hyperia poisoned her older sister Phaethusa at the dinner table, showing no signs of warning or even regret. Though severely reprimanded by her father, Hyperia only cared that she was one step closer to the highest caste, a fact that pleased her immensely.

Hiding her motives from then on, Hyperia spent the rest of her childhood plotting and pondering sinister ways of eliminating her other family members. She created animosity and rivalry among them to distance herself from the drama. Hyperia forged love letters, told lies, and spread rumors of her siblings, convincing them of each other's treachery and falseness. Her first success came with her two brothers Polydore and Lysander. The elder Lysander was promised to a young duchess by the name of Maia, renowned for her great beauty and grace. Lysander loved her desperately and grew quite jealous of all others. Hyperia sent anonymous letters of secret love

to her brother Polydore, known for his romantic nature and graceful poetry. Polydore took the bait and fell in love with the woman writing to him; he wrote back, leaving his letters in the hollow of a tree in the palace gardens as specified in the secret letters. Hyperia then told Maia she had taken a secret lover of a lesser rank, and convinced Maia to act as a courier, placing the letters in the tree and fetching them out for Hyperia. Polydore soon discovered by observation that his love was indeed Maia, and verified it by comparing her writing. Feeling bold, he addressed her by name in letters she never read, expressing deep sentiments. This continued until shortly before the proposed wedding. Hyperia seduced a young palace guard and compelled him to do her foul deeds for her. The guard ambushed Maia at the tree one night, and held her in place with a magical spell. He then took a slender knife and stabbed her through the heart, making it look as if she had done the deed herself. At the scene he left all of the letters Polydore had written and one more, in Maia's handwriting, explaining how she was in love with him, and couldn't bear the thought of marrying another. When the body was discovered, Lysander flew into a rage and killed his brother swiftly and viciously. Saddened, Hyperia's father sent his son out of Barrowhold and into banishment in Sentinel.

Hyperia continued her mischief unsuspected. A few years later, her elder brother Rhodomon, famed as a racer, died when a wheel came off of his chariot during a competition. Five years after that, another brother died while delving in the undercity because of an error on the map he had been using. The map of course had been cleverly stolen and replaced with a faulty, but nearly identical copy, and the blame fell upon a simple scribe suspected of copying the map incorrectly. The scribe was beaten severely and left to live out his life as an untouchable. Only Hyperia and her two eldest siblings remained, one withdrawn from politics and the other banished from the land.

At this time, Hyperia slowed her plotting to work on her studies and to involve herself in court. Here she endeared herself to her father, who soon came to depend on her strong intuition and sharp powers of observation. Hyperia helped her father spy on his enemies and root out treason wherever it was bred. In this period, Hyperia began to take an interest in the politics of Arena and sponsored an angry young seed by the name of Abbydon Helicon.



Many years later, with her father showing the wear of centuries, Hyperia began to plot against her older sister Lampetia. Lampetia, the most famed beauty in Barrowhold, had neither the character nor desire to rule. Hyperia came to her in private and spoke of their father's failing health. With Lysander gone, Lampetia was next in line and Hyperia easily frightened her away from the throne. Lampetia rescinded her claim, pledging her faith in her younger sister, but Helios rejected such a breach of tradition and refused to allow her to abdicate her responsibilities. As Hyperia later consoled her sister, she told her more of the horrors of the court life she would have to endure, and the pressures and trials from the other lords of the city. By the next morning, Lampetia had hanged herself in her bedchamber after going mad from worry.

The grief of one more loss weighed heavily on Helios, and Hyperia began to take over more of his duties in court, speaking for him and even holding court herself when he was not well enough to appear. One day, however, her father pulled her aside and said that he had treated Lysander too harshly, and that he should invite him back. Hyperia was furious, although she kept her cool. She convinced her father to ask Lysander to prove his worthiness to rule by becoming a Bloodlord of the city on his own power. Helios liked the idea and Hyperia delivered the message to the banished prince. Lysander had, by this point, acquired a sizable wealth through trade with the ceptus. On her visit, Hyperia mentioned flippantly to her brother that it would be a simple matter to build one's own temporary canton in the lower city. Lysander, of course, took the suggestion, and asked his sister to intervene diplomatically so his weak canton would not be attacked. He then spent his fortune to hire a thousand men and some simple building materials. He studied the lines of the city and picked out an area to rebuild. Hyperia sent word to the major Bloodlord of the lower city that she was interested in his hand, and the man, a fierce human warrior by the name of Roland, came north to court her. Swiftly, Lysander's men arrived and began constructing barracks, and within a few days, Lysander was named Bloodlord. The neighboring region, without the command of their lord, could not war on the encampment. However, Hyperia also sent word to Abbydon, now a successful warlord, of a new opportunity. Hyperia told Abbydon she led Roland away from his territory in order for Abbydon to successfully capture it. Abbydon marched his army northward and attacked the lower city, claiming all of Roland's territory and

Lysander's meager encampment for himself. Lysander, unfortunately, was killed in the battle.

Now the sole heir to Barrowhold, Hyperia strengthened her position in court as her father slowly slipped away. Helios finally passed away five years later, leaving Barrowhold firmly and undeniably in the hands of his youngest child. In her fifty years of rule, Hyperia has only improved upon her skills and deviousness and is now probably the most politically ruthless individual in all of Penance. Hyperia remains unmarried as one of her chief political weapons. Every noble in Barrowhold knows the only way to move up to the top rank is to marry Hyperia, and she plays them all by hinting that she might consider them a suitable mate if they but do one small favor for her. She understands jealousy well and is extremely observant of all who attend her court. She may show affection to a noble she wants to do away with, hoping her other suitors become envious and slay him. Hyperia has only named one heir, a sociopathic cousin of hers known for his instability.

Hyperia has added only five cantons to Barrowhold over her reign because the society here is not one easily spread by military might. It is a bred culture into which one must be born to accept fully. Her army stands entirely for defense and special operations, not for all-out assaults. Barrowhold spreads slowly and naturally; as new generations are born and the population expands, adjacent lost cantons revive to accommodate them. Hyperia has no less ambition than any other Bloodlord, but her elven lifespan gives her a much more elongated concept of time. She watches Bloodlords rise to power cheaply and fall just as easily, and she understands that keeping power needs a culture of rulership, not just rule. Hyperia truly believes Barrowhold will still exist thousands of years in the future and that its growth shall be constant, if slow. Hyperia, like all others in Barrowhold, views her descendents as extensions of herself and believes that through them she will rule eternally.

In order for her vision to come to fruition, Hyperia needs to marry and produce an heir, but her political prowess and skills require that she remain single. Hyperia lately seems increasingly desperate to select a husband, but she now seems to be incapable of love. Whether this is a quality she always had or the result of destroying her own family is impossible to tell; Hyperia has decided not to marry until she finds a man she truly loves. Politically, her power comes from having no confidants and leaving everyone guessing as to her motives, and her inner turmoil now makes her ever more ill-tempered. Behind her back, Hyperia has acquired the nickname "the Bitch-Queen", a term that makes her outwardly furious yet inwardly proud.

Hyperia's politics strengthen her rule as lord and solidify the culture of Barrowhold. She expends much energy on misinformation, collecting news of other territories and skewing it to make Barrowhold seem like a paradise. She also keeps a solid eye on the other lords of the city to ensure their attentions do not focus on her. Like Narcis, she spends much effort on creating animosity between other lords, keeping their aggressions focused amongst themselves. Hyperia employs a number of moles and stalkers in the courts of other lords to both act out her plots and to provide her with information. She often puts agents on both sides of an operation, ensuring that both Bloodlords fail in their plans. Recently, her agents scouted out a path through the Maze into Flollo's palace, presented the map to Lord Narcis, and then turned around and alerted Flollo to the potential ambush. Both forces met under the city, and heavy losses were seen on both sides. Without even approaching the battle, Hyperia won a victory against her foes nonetheless.

Lady Hyperia – 170 year old Female Elf – Rogue 3/Wizard 7/Demagogue 10

Medium-size humanoid (Elf); Rank 20; HP 90; Init +3; BAB +10; Spd 30 ft.; AC 26; Ldr 37; AL LE; SV Fort +10, Ref +19, Will +25 (+4 vs. fear); Str 8, Dex 16, Con 10, Int 20, Wis 22, Cha 32.

Special Abilities: Sway, Taunt, Threaten, Pacify, Outrage, Tempt, Convince, Negotiate, Humiliate, Filibuster, Charm, Control Crowd, Immune to charm, sleep, +2 vs. enchantments, low-light vision

Feats: Brew Potion, Craft Wand, Empower Spell, Heighten Spell, Iron Will, Leadership, Scribe Scroll, Spell Focus (Enchantment), Spell Penetration

Skills: Bluff +43, Diplomacy +47, Forgery +25, Gather Info +34, Innuendo +26, Intimidate +30, Knowledge (Politics) +31, Listen +18, Read Lips +14, Scry +14, Sense Motive +33, Spellcraft +14, Spot +18.

Gifts: Mind Reading, Persuasive.

Prestige Races: Focus of the Mind, Focus of the Fair and Foul.

Wizard Spells: (DC 16 + spell level (18 for enchantments); caster level 7; 4+1/5+1/4+1/3+1/2+1) – Enchantment specialization, all spells but evocations available.

Hyperia's Laws

The laws of Barrowhold are as old as the bloodhold itself, although they have become better defined over the years. Barrowhold's laws are very tightly tied to its culture and social class plays heavily into them. The six traditional laws of the city still apply in Barrowhold, but a few additions extended over them have become far more important. The two key laws of Barrowhold are these: Servants must display their caste at all times when in public; and one must never exceed the privileges of one's rank. There are also a number of financial laws that outline what happens when one cannot pay one's debts.

One's caste determines one's place in Barrowhold, and the privileges that rank brings are restrictively enforced. Typical reprimand for a breach of privilege is a one rank demotion in caste. Extraordinary breaches in privilege, such as a plebian sneaking into court, suffer more severe demotions of up to five or more ranks. For the most part, breaches in caste become more common the lower one moves down the ladder. A knight, for example, is less apt to enter the court as a serf might try to leave his estate.

Anyone lower than a foreigner wears a badge of rank at all times when in public. This is a small pin with a colored shield typically pinned over the left breast. Gelders wear gold colored pins, commoner's green, and peasants red. Vagrants wear black robes, while untouchables' rags and facial tattoos identify them well enough. All citizens must carry papers of identity on them at all times and present them whenever asked. Nearly any transaction in Barrowhold involves the merchant checking one's papers. Foreigners must apply for a visa upon entering Barrowhold and cannot get very far without them.

Laws are enforced in Barrowhold by three different systems: the estate, the public, and the court. Individuals of rank 3-7 are considered bound to a particular master, who is responsible for their discipline. A master can promote his servants as he sees fit and must demote them if they break rank. Servants that run away must be reported in detail to the public judge. The public judge is equivalent to the standard Penance City judge, and he keeps the streets safe and enforces the city laws. The public judge also disciplines members of ranks 8-14 for breaches of privilege. Members of caste 15 or higher see discipline within the boundaries of Lady Hyperia's court, where her champion has the power on such decisions.

Vagrants and untouchables are special castes, and have their own sets of special laws. One cannot be demoted below the level of serf except in the most extraordinary of circumstances. Only by severe breach of the city's most important laws can one be demoted to vagrant, and the caste of untouchable is reserved for the most foul and treasonous of individuals. Individuals convicted for city crimes (not merely put in the stocks) who cannot pay a standard bail fee (1,000gp per year served) fall to vagrant status upon being discharged from prison. Vagrants have their heads shaved, if applicable, and have no property other than a coarse, black, woolen robe. Vagrants cannot enter any buildings, nor are they given any protection from the city's laws. Anyone may kill or beat a vagrant indiscriminately and without reason. Vagrants escape this fate by indenturing themselves to masters, who accept responsibility for the individuals. Vagrants can negotiate the terms of their contracts, but have little to bargain with save their personal skills and abilities.

Untouchables at the lowest end of society have even fewer rights than vagrants. Untouchables have no legal protection nor do they have a right to any property except their rags. In addition, law forbids untouchables, under penalty of death, to touch anyone, even another untouchable. Untouchables are forbidden to leave the bloodhold and generally wander the streets, feeding off of trash and being completely ignored by the bulk of the population. Untouchables cannot ever hope to rise in rank; not even the Bloodlord may promote them, according to the traditions of Barrowhold. The fate of the untouchable only falls on servants who slay their masters or to traitors against the land. Such criminals are badly beaten, then set in the stocks for a week; their noses are cut off and bailiffs tattoo their faces with hideous purple blotches to disfigure them. When they are finally released, they get a bundle of rags made from the shredded remains of their former clothes. The sentence of this caste is worse than death, and many untouchables either kill themselves or die trying to escape from Barrowhold. Even those who escape find life hard elsewhere, as few can stomach their appearance.

The last set of laws in Barrowhold pertains to finances. They are complex but boil down to this: If one cannot pay one's bills (especially one's taxes), one defaults on one's privileges and must enter the serving classes. There are safeties in this system: A citizen can take out loans or sell off his assets or his servants. If all this fails, a citizen has a month by which he must sell himself to a master who is willing to pay his debts in return for his services. The greater the debt, the lower the caste he will be assigned by the master, anywhere from gelder to indenture. Anyone who fails to sell himself in that month (a rare event except in the case of very high sums) has all property confiscated to settle his debts and he becomes a vagrant.

Hyperia's Court

The court of Lady Hyperia is truly the center of the society and culture of Barrowhold. All laws and actions of the government happen here on the enormous and secret-filled palace grounds. Only citizens of rank 15 or higher (or servants of the Trinakia family) can enter or walk the grounds, and thousands of self-important nobles gather here each day to bend the ear of Lady Hyperia. Despite all the ranks and titles, no one in Barrowhold really holds any power in the government except Hyperia, and anyone who wants to effect a change or spend any of the government's money must receive her approval. Four days a week, from Toil to Haven, Hyperia holds court and listens to every plea for cash and every hair-brained public-works scheme that everyone from baron to prince puts forth. For example, a duke wants to renovate a canton and name it after himself; a princess wants to create a new holiday where everyone has to mourn her deceased father; a razor wants to increase the salary of his men; the minister of defense wants to double the size of the navy. Most courtiers simply want a promotion in rank by flattering and building monuments to their betters. It is Hyperia's lot in life to keep the nobles happy while managing to sort through the fluff and fund the key projects.

The central chamber of the court is quite large and circular with Hyperia seated upon a dais at the south end of the chamber. Courtiers crowd into the chamber each day and jockey for position in front of the platform in order to gain access to their lady. A series of chambers north of the main room fill up each morning with peers not allowed to speak in the main chamber. These individuals plead with other nobles as they move past them, begging their ideas be heard. Anyone entering Hyperia's court must first run this veritable gauntlet of ebullient and frenzied flatterers. To the southwest and southeast of the main chamber, several smaller chambers allow Hyperia to meet in private those with whom she wishes a closer conversation. She often has courtiers step into these rooms and wait for her for hours while she finishes with others. One Count reportedly was forgotten, and waited an entire week in a room before he was discovered by another Count who was asked to step into the chamber.

Lady Hyperia always remains the center of attention at court. She often cuts off speakers in the middle of sentences, insults nobles to their faces, and laughs at their mistakes in speech. She uses the number of people in the court to her advantage, never giving out anything of herself but instead distracting matters by involving unrelated people in discussions. She also has the power to demote nobles at her whim and uses it if she feels threatened. Courtiers that weary her with incessant speech are sometimes physically removed from the chamber by her guards and barred for several days.

- **Treasurer:** The most important person in Hyperia's court, besides her ladyship of course, is the Duchess Siphote Vesta, a clever human in charge of Barrowhold's finances. Vesta keeps

track of how much money sits in the bloodhold's coffers, where it comes from, how quickly it is spent, and on what. Anytime Hyperia takes any interest in an idea at all, she whispers to Vesta about funding. Vesta is very clever about the books, and has the money split into many scores of categories and subcategories in order to mask exactly how much is really available. She often asks Vesta to speak out loud if the cost of a project is too high or too frivolous to humiliate the presenter. Hyperia and Vesta also lie publicly about funding to make it seem like the money is tighter than it really is. Hyperia often allows nobles to fund their projects by cutting funding to their other projects, which she finds highly amusing. Vesta is actually somewhat too clever, and she embezzles a sizable amount of funds into her own accounts every month. Vesta sits on Hyperia's left in court.

- **Champion:** Hyperia's champion is the human hone Rhun Edane. Rhun is a shrewd and vigilant man, and is one of Hyperia's many unrequited suitors. Rhun has served his Lady for over a decade now and is desperately in love with her, which Hyperia knows all too well, and she uses this to keep Rhun a powerful tool in her employ. Rhun is helpless to disobey his lady and follows her every command to the letter, hoping that someday she will love him as he does her. Rhun is at his lady's right hand at all times whenever she appears in public, and does some of the speaking for her in the court, dictating when and how supplicants may address her. He also acts as Lord High Executioner for Hyperia, keeping track of the laws and judges of Barrowhold. Rhun is an incredible duelist and his presence has kept the number of challenges to nearly zero in the last twelve years.

Rhun Edane – 34 year old Male Human – Fighter 10/Hone 10
Medium-size humanoid (Human); Rank 17; HP 268; Init +7; Spd 60 ft.; AC 34 (38 vs. piercing); Atk +40/+40/+35/+35/+30/+25 melee (*fighting claw* -1d6+23 [crit 19-20x4]); AL LE; SV Fort +22 (+6 vs. poison), Ref +17, Will +13; Str 32, Dex 24, Con 18, Int 14, Wis 17, Cha 16.

Special Abilities: Fell Blow +5, Precision Strike +5, Improved Defense +4, Skilled Stunt +3, Extended Critical, Immune to Disease, Frightful Presence.

Feats: Ambidexterity, Dodge, Expertise, Improved Bull Rush, Improved Two Weapon Fighting, Improved Unarmed Strike, Mobility, Power Attack, Spring Attack, Sunder, Two Weapon Fighting, Weapon Focus (Fighting claw), Weapon Specialization (Fighting Claw), Whirlwind Attack.

Skills: Climb +24, Handle Animal +13, Intimidate +35, Jump +30, Listen +12, Ride +17, Spot +12, Swim +26, Tumble +15.

Gifts: Ability Boost (Str), Intimidating.

Prestige Races: Focus of the Body (sinewed).

Typically Equipped Items: *Amulet of natural armor +4, +5 vampiric/weightless sap hide armor, 2 +5 keen/soul burner(12) fighting claws, belt of giant strength +6, boots of striding and springing, cloak of resistance +4, gloves of dexterity +6, orcish mask, ring of protection +4, ring of the ram (50).*

Other Items: *2 potions of fly, 2 potions of cure critical wounds, 2 potions of neutralize poison.*

- **Consorts:** Hyperia takes no lovers, although she leads many courtiers on with the promise of romance, a chief source of leverage in the court. Nearly every male citizen of rank 17 or above has been manipulated by Hyperia in this fashion.
- **Advisors:** Hyperia has a number of courtiers that she graces with the honor of listening to their opinions. For the most part, she needs no advisors as she is fully capable of handling any situation herself. For the sake of flattering some members of her court, she allows them to stand at her dais and whisper into her ear. These persons include the human Duke Abel Van Neff and the silver Count Damanthus. Both are shameless flatterers who provide Hyperia with empty advice designed to please her vanity in the hopes of further promotion.
- **Other Courtiers:** There are literally thousands of nobles attending court on a regular basis. Most are simply peers who cannot even speak while in the palace, but they watch the proceedings with fanatic interest. Peers outside of the palace fawn over higher-ups they perceive as having influence. A peer hopes to feed a clever idea to a baron, count, or duke and then have that person point him out in court to give him due credit for it. This, besides fashion, is the best way to get noticed and promoted to a speaking position. Of the roughly 800 nobles allowed to speak, the dover Baron Sagram is the only real vocal opponent to Lady Hyperia. Sagram is not a naysayer, but a patriot who dares to speak plainly. He therefore is tolerated by Hyperia, although she publicly insults and abuses him to prevent his attitude from spreading. Hyperia does value his opinion however, and secretly thinks much more highly of him than of her "advisors."
- **Sages and Wizards:** Hyperia employs many magical researchers in her palace, although few have sufficient rank to attend court. The chromithian Count Thanith (mch Wiz18) is her chief wizard and the only one that normally attends court. If he is ever indisposed or away, his assistant the frey Baron Rinalis (mfr Wiz16) takes his position. Thanith, though free to pursue his own personal issues as a Count, generally serves as a resource for Lady Hyperia, and conducts his sizable team of researchers, historians, and spellcasters to meet her will. If an item needs to be identified or an ancient property line settled, Thanith is given the job.
- **Heirs and Family:** All of Lady Hyperia's immediate family lies dead, although a handful of cousins can be found around the court. Her only named heir is the half-elf Prince Pallas Trinakia. The black sheep of the family and an ill-tempered hunchback, Pallas loves to cause trouble in the court and takes great pleasure from the misery of others. All understand that Pallas has been named heir to prevent Hyperia's "accidental" death. Most in the court avoid him, although a few, including the Baron Sagram in particular,

make an effort to flatter him just in case he ever does become the lord.

- **Razors:** There are five razors in Hyperia's employ and each in command of an army. These individuals do not typically attend court but spend their time in the field. Hyperia has four armies patrolling the borders of Barrowhold and one army manning the outposts at the northern waterfalls. Her razors' representative in court is the minister of defense, Duke Alt Owain (mh Ftr10/Vig7), who conducts the affairs of the armies and notifies Hyperia of their movements. Owain is an excellent strategist and perhaps the only individual in the court that Hyperia fears, as he commands great loyalty from his men. A sixth razor attends court as well, and the Countess Augia Sentrum (fh Rg5/Asn4/Sta9) is Hyperia's minister of misinformation. Augia organizes the rumors and propaganda throughout Barrowhold about other territories; she also coordinates Hyperia's spies and agents. Augia wanders the court and listens to the whispers of the courtiers, keeping her Lady informed of any plots against her.
- **Ambassadors from Other Lords:** Though foreigners are officially barred from the court, ambassadors who bear a letter of state from another Lord are of course allowed access. For the most part, these ambassadors keep to Hyperia's private meeting rooms away from the normal court in order to keep state secrets quiet. Ambassadors of lesser Bloodlords may be forced to enter the main room and jockey for position with everyone else in order to show them their place. Few lords have permanent ambassadors in Barrowhold, although Narcis, Flollo, and the Alliance each keep a full-time representative here to negotiate trade along her rivers.
- **Guards:** Several hundred guards patrol her palace, keeping non-nobles out and their Lady safe. As the captain of the guard, the champion Rhun directs their efforts.
- **Servants:** Hyperia also has a wide range of attendants that wait on her, maintain the palace and grounds, prepare meals, and deliver messages. Her chief attendant is her nurse, the gelder Metis. Also an elf, Metis has been attending to Hyperia ever since her birth. Hyperia sees her almost as a family member, and the two of them are surprisingly close, although Hyperia's will dominates their relationship, and Metis blindly follows anything she says.
- **The Fool:** Though an untouchable Hyperia's fool Giero has been granted special privileges by Lady Hyperia and a strange Barrowhold tradition. During court, Giero sits chained to the bottom tier of the dais, mocking the proceedings. He, of all present, can act without fear of reprimand, although he is forbidden to speak. Giero's skills allow him to contort his body in outlandish imitations in order to make the nobles seem foolish. Giero even freely mocks Hyperia, placing his purple, noseless face high in the air and behaving foppishly while mouthing a string of empty and vain words. Giero follows Hyperia around as part of her retainer outside of the court, and amuses her with his insight and his antics.
- **Agents:** Countess Sentrum employs many secret informants and spies through Barrowhold that supply her with information as to the mood and thoughts of the common folk. Among them are several that actually work for Lord Narcis who are paid to fabricate stories about Megaera's plans to invade Barrowhold and liberate the serving classes. Other agents lie in wait among the courts of other Bloodlords. Narcis' personal scribe Timolus is in her employ, as well as Lady Megaera's compatriot Jelma Mythicus. Hyperia is also on good terms with Count Tantrus in the Oasis and she helps fund his plans to overthrow the picker lord.
- **Foreign Spies:** Because of the nature of Barrowhold, nobility is a requirement to enter politics, so other lords cannot easily plant spies in Hyperia's court. Thus, Bloodlords approach various nobles to act as informants for them, paying them handsomely in return for whatever secret information they can gather. Most simply serve as stenographers, informing the Lord of what occurs in the court on a daily basis, but real spies are rare. Lord Narcis employs a duke that has frequent private access to Hyperia, and Abbydon employs a baroness. Flollo has the best contact, and pays the Duchess Vesta's husband princely sums for his information.

Other Important People

Count Cassius Arun: Cassius Arun, a middle aged nightling, is the most famous lobbyist in Barrowhold, and for a "small" fee (500gp per day) will go to court and present anyone's ideas. Despite his costs, Arun's services are in high demand, as he has a reputation for success. Arun averages three to five days of court time in order to present one case before Hyperia.

The Bard Taliesin: Taliesin is Penance's second most famous bard, and is probably the most famous citizen of Barrowhold besides Hyperia herself. Taliesin holds a baron's rank and he owns a stone tower near the shore of the Wellspring. Taliesin has the most beautiful singing voice in the city, and many foreigners come to Barrowhold to hear him perform.

Duke Omphale: The silver Omphale was once a powerful Bloodlord, the original master of the Golden Shore. After Narcis defeated his champion, Omphale fled to Barrowhold where Hyperia granted him the honorary title of count. Omphale, now a duke, remains on good terms with Hyperia, who shares his love for tradition and regiment. Omphale put his fortunes to use funding armies in Arena for the last 20 years. He hopes to one day reap his investments into a sizable and powerful army to retake his former bloodhold. Omphale offers funding to anyone who proposes to upset Narcis or to start up a venture into the red desert.

Fren Lith: Fren Lith is the son of the scribe young Hyperia framed for her brother's murder. Fren, a picker, was a mere baby when his family became untouchables, and he has spent a lifetime living on the streets of Barrowhold, picking trash to eat from the gutter. Though elderly, he is still sharp and knows just about every criminal and rake in the bloodhold. Though unaware of Hyperia's hand in his situation, he hates the Trinakia family and all it stands for and sticks his neck out to help anyone being pursued by the law. Lith knows many hiding places and entrances to the undercity and helps many unfortunates out of sticky situations.

Prince Tabus Pelias: Pelias, a young elf and distant cousin of Lady Hyperia, has his eye on her throne. Pelias, though far from being benevolent, dislikes the entire system of Barrowhold and wants to rework it to allow more efficiency and less corruption. As a prince, his chances of successfully pulling this off are high, though his methods are questionable. He has planned "accidents" for a few other powerful princes and princesses, and hopes to likewise eliminate Hyperia before she takes a husband. Pelias is short on ideas though, but has a sizable account from which to fund anyone who might.

Trade and Commerce

Though the focus of Barrowhold may be the social system, the people of the area are still quite industrious, at least the poor ones. A major part of the Barrowhold, "trickle-up" economy is the system of rental buildings. The bulk of the citizens of Barrowhold are plebeians, free, but unable to hold property. They must work in order to stay solvent and pay rent to a landlord. This landlord lies farther up the ladder of success, often at least a squire. In this manner, the plebeian's hard-earned money ends up in the coffers of a member of the nobility, who actually does very little at all but attend court. The more money one acquires, the more and larger rental properties one can buy to provide yet more money. Many rich nobles also make a business of lending money at high interest rates or by sponsoring Warlords in Arena.

Not all nobles operate thusly, and some run traditional businesses which do quite well in the rich bloodhold. The most lucrative businesses are in fashion and ornamentation, into which the many social climbers of Barrowhold sink their fortunes. Dressmakers, sculptors, decorators, and goldsmiths are numerous and well-employed in the area, especially those that are considered popular or talented. The deeper industry of the bloodhold is the importing of ocean and farm products from the north. Most of the food carried up the Syrinx and Ladon Rivers ends up on the plates of the citizens of the Oasis, the Golden Shore, and the Alliance.

Anyone of rank nine or above can start a business in Barrowhold, although plebeians cannot own their own buildings and must pay high factory or retail rents to their superiors. Restaurants abound on every block, as do clothing stores, which are extremely popular. Used goods shops are popular with the poorer citizens, especially those trying to save up to buy freeman status. These individuals often keep their money with a savings and loan—a rich noble who holds onto one's money for safekeeping in exchange for a small fee. Such nobles typically also loan out the money and receive interest back, thus getting paid on both ends. Savings and loans are still popular as one does not have to worry about a petty thief ruining one's hopes for freedom.

Overall, Barrowhold is quite a wealthy area and provides some of the finest luxuries on the Forge. The prospect of wealth draws many into its ranks and also serves to keep the lower classes intoxicated and reaching for the brass ring. Rich foreigners come here from other bloodholds to eat and to shop, and many more come simply to gawk at the wild and heavy ornamentation of the place.

Artisan District

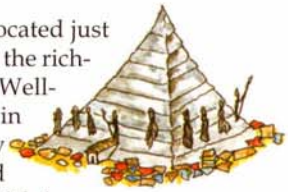
The eastern end of Barrowhold is informally known as the Artisan District. This section of town is highly concentrated with artisans who specialize in fabricating the kind of sweeping ornamentation that Barrowhold is known for. A great many artists live in this neighborhood, and the character of many of the sculptures and monuments has a more eccentric air than in other parts of the bloodhold.

Boomerang: Standing out from the many retail stores along Janova Way is Boomerang, a stylish and popular vintage goods store. Boomerang is not packed full of random stock like many of the other stores along the way, but instead contains a good supply of carefully selected high quality goods. The shop's owners, a picker named Brin and his human partner Mikhail, have an excellent eye for fashion and a knack for finding excellent items at reasonable prices. Boomerang mostly sells clothing (including some magically enchanted pieces) and can even outfit customers who wish to look good in court. A few antiques are in the shop as well, each one of them unique and interesting. The store's motto is "what comes around goes around," and one never knows what interesting finds Brin and Mikhail may discover in any given week.

Narcis' Arch: This green marble sculpture is probably the most famous art piece in the district. A thick stone wall spans the two-mile border between Barrowhold and the Golden Shore, broken only by one well-guarded gate. Built into the wall on the north side of the gate is a bloated, comical characterization of an obese nightling's head. The face appears dirty and drunken, and the tongue lolls out its open mouth. To pass through the gate, one steps into the gaping maw of the sculpture. The arch reminds visitors from Golden Shore of the less presentable habits of their lord who, as they say in Barrowhold, will one day devour his people.

Surtur Stoneworks: Not far inland from the docks at the eastern end of Barrowhold is an enormous pyramid stocked with a variety of statues. The sign reads "Surtur Stoneworks," and the stone giant Surtur, who lives and works here, is the most sought-after stonecarver in Barrowhold. He crafts large and impressive works that smaller hands are unable to manage. Surtur crafts monuments, buildings, and facades, as well as individual statues. Though busy, Surtur is always willing to tackle a new project if the price is right.

Court District



Barrowhold's Court District, located just west of the territory's center, is the richest district of the bloodhold. Well-ordered streets all branch out in straight lines from Lady Hyperia's estate. Nobles and others who wish to enter court life have their estates here, and each landowner constantly tries to outdo his neighbors by having the most extravagant mansions. To encourage this behavior, Lady Hyperia occasionally tours the area and promotes the owner of the building she finds the most striking.

Circus of Proetus: At the west end of Janova Way, the Circus of Proetus is a half-mile long stretch of pavement surrounded by stadium seating. Originally built about 1,000 years ago by Lord Proetus (the tenth Lord of Barrowhold), the circus is a multi-use facility, holding parades, sporting events, races, and celebrations. The circus never sponsors gladiatorial games, as it is open at the eastern end, but handles pretty much everything else. On holidays, Hyperia comes here and watches the proceedings and entertainment. When no event is planned, the circus serves as a park where fashion conscious citizens come to be seen strolling around in their finery.

Trinakia Estate: At the center of the Court District and abutting the north shore of the Wellspring is the famous Trinakia estate, home of Lady Hyperia and the location of her court. A sizable garden surrounds the main building of the estate. Hyperia's palace is a roughly circular white marble domed building surrounded by a hundred tall, obsidian pillars which support an impressive portico. The central chamber contains the throne room, and

Barrowhold Key

A. Artisan District
1. Boomerang
2. Narcis' Arch
3. Surtur Stoneworks

B. Court District
4. Circus of Proetus
5. Trinakia Estate

C. Fall Outposts

D. Industrial District
6. Barrowhold Pleasure Park
7. Janova Way
8. The Rigging

E. Market District
9. Avenue of 1000 Fountains
10. Bastille of Athamas
11. Clytemnestra's Custom Tailoring
12. Janova's Column
13. Lover's Bridge
14. Northwest Bridge Market
15. Vagrant Bazaar

F. Old Town
16. The Barrows
17. Catacombs
18. Trinakia Avenue



many other chambers branch off from it in all directions. The northern half of the palace is its public front, open to all courtiers, while the back half, facing the Wellspring, is reserved only for Lady Hyperia and her guests. A number of smaller buildings dot the grounds, some used by house servants or for supplies, and others serve as picnic houses for Lady Hyperia. An iron fence surrounds the estate, and guards are posted every thirty feet. The main gate opens to the north, and a smaller one opens to the west, only used when Lady Hyperia visits the barrows. Lady Hyperia's private ship floats in the harbor below the palace, and it can be reached by a mobile dock that descends the 50-foot-distance on cables down to the water.

Fall Outposts

Though they are mostly not thought of a part of Barrowhold, Lady Hyperia controls two cantons far to the north of her territory, where the waterfalls of the Syrinx and Ladon rivers drop out of the city. These cantons are not fully active, but the areas around the falls have been renovated and inhabitants include a large military force along with a number of dockworkers. These cantons allow Hyperia to control the cranes that carry ships up and down the falls, important pieces of property for both strategy and commerce. Hyperia charges high tolls to foreign ships that use the falls, but boats registered in Barrowhold use the service for free. The Fall Outposts are key toward Barrowhold's continued ability to grow rich by supplying food to the city.

Industrial District

Barrowhold's Industrial District is the large area between the rivers Syrinx and Ladon. It consists mostly of food related businesses, including, processing, packaging, and importing companies. This part of the city has a higher concentration of plebeians and fewer nobles. Most of the estates here are rental blocks and the building owners mostly live elsewhere. The stores here cater to the more pedestrian tastes and smaller pocketbooks and the streets are significantly less safe than in other districts.

Barrowhold Pleasure Park: One of the more unique places in Penance, the Barrowhold pleasure park covers four acres with a wild assortment of amusements and distractions. The oldest feature of the park is a tall mansion which is truly haunted and which manages to frighten children day after day. Another amusement takes visitors on a boat trip down a sluice into an enclosed set built in the undercity where mock pirates kidnap them, rob them, and sell them into slavery. There is a theater in the park where magicians, acrobats, and even singing animals entertain visitors. There are also mazes to get lost in, lots of food and drink for sale, and a variety of costumed street performers. The most popular amusement is a small cart that runs on a metal track that dips and twists high above the park. Visitors climb into the cart and hang on while workers winch the cart to the top of the track; from there, it then rolls downward and picks up speed to throw riders through its twisting turns. The park owners are currently constructing a similar amusement that drops visitors down into the undercity and then winches them out at the end. An all-day park pass may be purchased for a mere 5gp.

Janova Way: Janova Way runs roughly east to west from the Circus of Proetus to Narcis' Arch on the eastern border. It is a busy thoroughfare and has an excellent mix of shops all along its more than eight mile length.

The Rigging: The Rigging has long been a mainstay amongst the chaotic and ever changing atmosphere of taverns and inns along the banks of the Syrinx. Whether this is due to its unusual construction, its unusual owner, or some protection derived from the Queen herself is unknown. However, all of these topics make for prime conversation fodder while within the tavern's confines. Situated against the river's western edge, the Rigging can best be described as a half-sunken and nearly intact caravel, complete with lateen rig, but only the topmost quarters of its three masts peer above street level.

To enter the tavern itself, potential patrons must climb down the rigging (thus the source of the tavern's name) into the hold of the ship or onto one of the many makeshift wooden platforms that have been constructed to accommodate customers. For individuals who either cannot or will not climb down, there are several trained monstrous spiders available for rides into the tavern proper at 3 sp per passenger. Squire Silversilk, a female aranea who appears as a gloomy-eyed and gaunt female dwarf with dark, silver streaked hair in her humanoid form, owns the tavern. Over the years, her countless layers of web connect the ship's lines and masts and form small cocoon-like "private rooms" hanging among the rigging. Due to some masterful craftsmanship and crafty engineering, the ship's old sails can be unfurled horizontally over the tops of the masts to form a provisional canvas roof in the event of rain. The wait staff of sixteen *permanently charmed* ettercaps navigates the webs with ease and their own gangly version of grace.

All fire is strictly prohibited within the Rigging for obvious reasons. All of the light needed in the tavern comes from the suns during the day or via globes enchanted with *continual flame* at night or in inclement weather. The Rigging's hearty soups and stews are said to be some of the best in Penance for a mere 8 sp a bowl. The private rooms must be reserved in advance and generally run 2 gp per hour of use. However, a bribe of 20 gp can generally open one up in a pinch without too much difficulty; if nothing else, Silversilk or one of her ettercaps creates a new one as needed.

A well-known haunt of sailors and merchants, the Rigging hosts many rare or unsavory items and services that might not be available elsewhere. However, Silversilk remains fanatically loyal to Lady Hyperia, so she makes sure that nothing that might bring her dishonor or scandal occurs under her watch. However, even the ever-vigilant eight eyes of an aranea must close for sleep occasionally, and the dark silence of night hides many things.

Market District

The Market District of Barrowhold lies in the center of the territory and it contains a high concentration of shops and various businesses. Most shops are expensive, however, and poor shoppers should consider a visit to the Industrial District or to Old Town.

Avenue of 1000 Fountains: This broad avenue runs about five miles north and south through the center of Barrowhold. As its name implies, it hosts a large number of fountains of all shapes and sizes. There are actually well over a thousand fountains along the street, spaced on average twenty feet apart. Some fountains are on private property, but many are located right in the middle of the street, forming roundabouts for the many intersections. The avenue runs through the heart of the Market District, and there are many interesting items and foods for sale along its length. The avenue continues out of Barrowhold onto the bridge market to the south.

Bastille of Athamas: Located about halfway between the Column of Janova and the River Ladon, the Bastille of Athamas looms over the estates surrounding it. The Bastille is a stalwart granite castle, originally the home of a prince named Athamas Trinakia, who was once heir to the throne of Barrowhold. The prince's younger brother supposedly fabricated evidence that Athamas planned the murder of their father, who had him imprisoned in his own tower for over 300 years. For many centuries, the building has been a prison and is now owned and operated by an asherake duke by the name of Babak Rattan. Rattan turns a heavy profit by selling prison time to Bloodlords all over the city. Rattan employs a large force of independent guards that are well paid and well trained.

The Bastille itself is a solid building with a high wall surrounding an inner courtyard with nine buildings and a central tower. The worst of offenders are dropped into a deep hole beneath the tower, where no light is allowed and where the sewers of the prison run to supply those held there with food and drink. Vagrants emerge from the Bastille daily, and they must try and make their way three miles south to the Vagrant Bazaar to sell themselves to a new master.

Clytemnestra's Custom Tailoring: This glass-fronted store is the most exclusive and expensive clothing shop in the entire Forge. The Baroness Clytemnestra, an elegant silver who owns the establishment, mixes fabulous styling with a clever imagination to create some of the most astonishingly beautiful outfits. Clytemnestra has stayed on top of Barrowhold's fashions for over 200 years and has had an active hand in most of the major styles. Clytemnestra specializes in outfitting people for court, and most find that her outfits greatly increase one's chances of being noticed by Hyperia. All of the tailor's work is of masterwork quality and is suitable for enchantment. Clytemnestra typically charges upwards of 6,000gp for just one of her outfits. Clytemnestra ignores rumors that she has some sort of supernatural powers that grant her visions and inspiration for her fashions. It is occasionally possible to find some of her dresses second-hand if one looks carefully. Boomerang in the Artisan District is the best bet and the outfits often run as low as a tenth of the original price.

Janova's Column: This column is currently the tallest structure in the City of Penance, even with its ancient base sinking about twenty feet into the Maze. It stands at the intersection of Janova Way and the Avenue of 1000 Fountains, just across from the entrance to the Circus of Proetus. Built by an insane noble to gain the notice of the Knight Janova, the column merely supports the knight's commissioned statue. While the ploy worked and the noble attended court for all of a week, he was permanently barred for laughing out loud when the presiding Lord tripped over his own cape. The column still stands, yet unrivaled anywhere in Penance. Janova's Column is a single straight quartz pillar over a thousand feet high. Atop the column is a solid gold statue of the knight Janova, dressed in his finery and waving his hand over the city. The column is hollow and 2,000 steps lead up to a viewing platform at the top. Mosaics follow the steps in an upward spiral, presenting Janova's life story from birth to the time of building. The platform at the top has a breathtaking view of the City of Penance, and one can make out the edge of the city from here as well as view the Queen's citadel. The column is now privately owned and a walk to the top costs 1gp. The tower's weight makes it slowly sink and lean slightly to the south. Some fear that the extremely heavy statue of Janova at the top may someday plummet down into the center of the avenue below; a ten-foot circle, the statue's estimated landing spot, has been painted in the street and it is considered bad luck to step into it.

Lover's Bridge: This iron bridge spanning the Ladon River along Trinakia Avenue is remarkably high and a favored tragic spot from which jilted and ill-fated lovers jump to their deaths. The bridge gained its name over 800 years ago, when a young duchess from one end of the bridge fell in love with a peasant who lived on the other end. Each day, the two secretly met at the center of the bridge for a brief exchange of a few words and longing glances. One day, as the story goes, the girl's father found



the two embracing and he angrily flung the boy from the bridge. The horrified daughter leapt after him and the two of them fell to their deaths together. Today, hundreds of statues border the entire length of the bridge, each representing one of the many different gods and goddesses of love worshipped across the city, including some a bit more scandalous than romantic.

Northwest Bridge Market: The city's northwest bridge starts at the southern end of the Avenue of 1000 Fountains. Like the other bridges in the city, it is home to a large independent market, and food and produce dominate this market. Merchants from the Oasis, the Alliance, and the Golden Shore come here to buy crops and grains in bulk

Vagrant Bazaar: This open air square near the southern end of the Avenue of 1000 Fountains is the lone area in Barrowhold where few abuse the vagrant caste. Vagrants released from the Bastille of Athamas must make the three-mile trip here on foot; few make it here alive and whole, as most citizens harass and assault the vagrants along their way. Once in the bazaar, the vagrants

await the daily coming of any masters looking to take on new indentures. The vagrants negotiate with the masters here in the square and sign contracts of service. It is always a pathetic and rousing sight to see the mass of black-robed people descend upon the first master of the day, all vying for his attention. Lady Hyperia keeps a patrol from her southern army stationed here to ensure that things never get out of hand.

Old Town

Old Town makes up the western end of Barrowhold and contains the original cantons of the territory. The oldest buildings in the area are located here among a high concentration of titles and old money here. The people of Old Town are notoriously suspicious and run-ins with the law are common for visitors here. Despite the adversity, there are still many reasons to come here, not the least of which is the architecture, which tends to be more tasteful and less flashy than in the Court District.

The Barrows: The sixteen barrows of the dead lords of Barrowhold stretch along the shore of the Wellspring at the southern end of Old Town. Each barrow is impressive in size and scope, consisting of a confounding tangle of pillars, statues, busts, obelisks, alcoves, buttresses, altars, and arches. Somewhere in each barrow lies the tomb of a lord, buried with all of his regalia. The labyrinthine barrows allegedly prevent evil spirits from finding and torturing the lord's body. A seventeenth barrow is already being constructed to the east of the others to one day hold the body of Hyperia. When a Lord dies, he is entombed in the barrow already prepared for him, along with all of his personal possessions and his closest servants, who often are sealed alive into the complexes. Some of the greatest treasures of the Forge lie in the barrows, including the famed arrow *Unhowde on Red* that slew Eliaures, the eighth Lord of Barrowhold, and of course the *Crown of Serapis*, the first lord.

Catacombs: The catacombs of Old Town are a curious piece of history as well as bureaucracy. For hundreds of years, instead of burning their dead, the people of Barrowhold paid for their interment in a massive sepulcher on the western edge of Old Town. The owners of the sepulcher, the miserly nightling Sarentis family, made a sizable fortune off of this practice for many years, until they realized the sepulcher reached its capacity. Keeping this a secret, they moved the bodies from the oldest tombs down into an empty complex of buildings in the undercity. This worked for many more centuries until some rafters discovered the unsavory practices and the sepulcher was shut down. Visitors today can walk down some narrow stone stairs into the remains of an empty cathedral that is literally packed full of bones of all kinds. Stacks of remains are piled up to ten feet high and twenty feet deep in some places, and form long rows of corridors winding through the cathedral and some of the neighboring buildings. In a few places, the Sarentises obviously began to get bored with their task, creating humorous designs and smiling faces in the stacks by careful placement of skulls amongst the bones. Today, the fate of the remains is unclear, as the issue is locked up in court with everyone seemingly having their own opinion of what should be done with them. Most want the remains destroyed, but others wish to recover the bones of their ancestors, and no one seems to be able to figure out how to identify the bones. For now, visitors can pay a fee of 5sp to enter the catacombs and view the remains.

Trinakia Avenue: Trinakia Avenue runs along the northern edge of Barrowhold and even leaves the territory entirely to the west. Trinakia Avenue is famous for its many antique shops and its posh and exclusive restaurants. Some of the most talented and highly paid chefs in the city live here and ply their skills every night along the avenue.

Additional Barrowhold Adventure Hooks

Barrowhold is a very rich area where people are very willing to throw their money around. Anyone with specialized skills should have no trouble finding things to do. There are also the political conflicts with a variety of lords that serves to keep things interesting.

- The owners of Boomerang have opened a second store in Old Town, but are running into problems as customers claim the new store is haunted. Is there something in the Maze below the store that has been stirred up, or is a rival store, Old Town Frippery, behind the strange events? [EL 8]
- Someone is killing all of Barrowhold's untouchables. While this is not illegal, Lady Hyperia worries that Barrowhold's culture will suffer greatly if this caste is exterminated. She also fears for the safety of her fool. Information leading to the capture of the person responsible is desired. [EL 10]
- Odyar Khan has recently survived two close attempts on his life, and wants to discover why he is being targeted. He thinks the bard Taliesin is behind the attacks, and he needs someone to search the silver's tower for evidence. [EL 12]
- Attractive people have been disappearing all over Barrowhold. The only link among these individuals is they all entered a contest held by a local sculptor looking to build a monument to beauty. The monument was never built and the sculptor has since disappeared. Speculators hint that the sculptor was really Oderic Salas and the missing people are now in Lord Mabon's harem. [EL 14]
- Duke Omphale still fumes about the way Lord Narcis took his power, and he plans to use the same sting on him. Omphale, acting as an agent of Hyperia, is looking to hire a stout rafter who can sneak into the Maze beneath Narcis' Palace Hafia and map out the area and support structures beneath the southeast part of the building. [EL 16]
- Hyperia is nervous about the growing territory of Divinia and wants to force Belus into acting against Lady Salamis. She wants to hire some agents to pose as followers of Yamir and fake an assassination attempt on Velker Molstad. [EL 18]

Blackwall

"Throw off thy chains boy. To thy grand master thou art no more than a beast."

– Ex-slave Sabra Thetis

Blackwall, the holdings of Lord Mabon, occupy 60 cantons on the southwest corner of the pedestal and in the lower city below.

Population: 2,534,580

Racial Makeup: Asherake: 8%, Chromithian: 9%, Dover: 7%, Elf: 5%, Faust: 4%, Frey: 8%, Haze: 15%, Human: 20%, Lunar: 1%, Nightling: 12%, Picker: 4%, Silver: 1%, Valco: 1%, Other: 5%

If the Oasis is the most idyllic place on the pedestal, Blackwall is arguably the least. Lord Galak Mabon, a disturbingly cruel faust, rules this large area of Penance filled with vast estates, rich compounds, garish mansions, and millions of downtrodden slaves. Mabon's land functions under a feudal system, with Mabon being the liege and a small number of fortunate individuals taking the roles of the lesser nobility. The rest of the population of Blackwall is made up of slaves, who are considered merely the property of the nobles.

The entire territory of Blackwall is both a pleasure palace and a prison. Around the entire circumference of the area runs an enormous black stone wall, twenty feet high and ten feet thick. A large number of soldiers patrol the top of the wall, making sure the slaves of Blackwall stay in their pen. Only a handful of gates pierce the wall here and there, all of which are sturdy and well guarded. As a further deterrence to those who might hope to leave the place, hideous monsters are imported from the Wildwood and deposited in the undercity beneath the area of the wall. The line of the wall is not broken anywhere; it takes a vertical plunge at the edge of the Pedestal, and even forms an astonishingly ornate bridge over the gated channel through which flows the water of the Xanthus. The black wall serves a two-fold purpose, not only for keeping the slaves of Blackwall in, but for keeping invading armies and marauders out. As Mabon's territory expands, a new wall is built around the newly acquired cantons, and the old one is abandoned. Old and crumbling remnants of the black wall are scattered throughout the territory.

The politics of Blackwall are quite clear: There are nobles, and there are slaves. Nobles may own property, including slaves. Slaves, on the other hand, are not allowed to own property of any kind, not even clothing, although they are generally allowed to make use of some of their master's. Slaves have only one right beyond the right to serve their masters: to choose the life of the arena.

Any slave may forego his servitude and enter the gladiatorial games. Such games in Blackwall are more brutal and bloody than anywhere else in Penance. Thousands of slaves enter the arena and are torn to shreds the same day, both by their fellow combatants and by terrible beasts. However, for those who have the skill, the arena is the route to a better life. Those who do well in the games are typically offered positions in the lord's military, where they are well treated and where they may rise further to positions of rank. Mabon's military, on his orders, constantly clears out and rebuilds parts of the lost city. Once an area is cleared, estates are built on it and are then put up for sale to the nobility. Often, an officer that has pleased the lord in some way is granted a noble title and an estate for his use. This is the golden dream of the Blackwall, and what keeps it going: Even the most worthless of slaves may one day rise to the level of nobility. Lord Mabon himself is the most visible example of this system's merits, and all who dwell in Blackwall know well his story of slave to gladiator to overlord.

Blackwall, while home to some the wealthiest people in Penance, contains more than sprawling estates and well-groomed gardens. Like all other inhabited areas of Penance, it is cramped and overcrowded, and the grand estates are generally built not out, but up on a massive scale. To unfamiliar eyes, Blackwall is an unusual place, with massive, hundred-foot tall palaces packed like sardines, one after another ,on the busy and narrow stone streets. Most mansions in Blackwall carry the master's ornate chambers at the top and the grimy slave quarters at the bottom, giving the bloodhold an unusual effect of appearing beautiful from above, but bleak and dreary from the street level. Nobles typically spend their lives in well-tended surroundings and are taken from place to place in posh carriages. In general, they pay little notice to the ugliness of the streets, nor do they care that it exists at all—such is the way slaves live their lives, in their minds.

Nobles fall into one of two subclasses, both with the same set of rights, but one with definitely more power. The first class are the landed nobles. These are the individuals that own their own estates and are masters of their domains. These individuals generally have all the money and power in the estate, and also must bear all the responsibility. The second class of nobility is the dependant noble. These are the spouses or children of nobles, who while officially nobility, have few if any slaves and little money or property. These individuals generally reside at their family's estate and live an idle life of pleasure. Nobles typically name their eldest or favorite child as heir, and try to marry off their other children. Sometimes dependent nobles enter the military or take positions as judges or bailiffs in order to attempt to make it on their own. Nobles generally only marry other nobles. It is not illegal to marry a slave, but it is a practice highly frowned upon socially. In such cases the slave is begrudgingly given a title and accepted as a new member of the noble class.

All visitors to Blackwall, whether seed, ambassador, or grain merchant, must wear badges showing their position and have papers stating their business there. Slaves are required to wear badges indicating the identity of their master, and nobles wear jeweled brooches to indicate their position. Anyone in public without a badge is considered an outlaw or an escaped slave, and is subject to arrest and interrogation. Those without a legal reason to be in Blackwall are taken either to the slave pits and sold into servitude, or taken to the nearest arena to fight for their freedom. Even newly-arrived seeds are not immune to the strict regulations of Blackwall, and most soon find themselves faced with an ugly decision to make.

Members of Mabon's military all wear his colors—red and black—as well as his symbol, an ancient rune of terror. Mabon's standard shows a towering palace surrounded by an enormous stone wall.

Lord Mabon

The undisputed lord of Blackwall is Galak Mabon, a terrifying and intimidating figure. Mabon is infamous throughout the Forge for his cruelty and his appetite—in every sense of the word—for slaves. Though certainly not loved, Mabon commands the respect of the nobles through his power and his shrewd machinations. Though he was once quite self-disciplined, Mabon's famous drive has degenerated over the last few years, and now he spends most his time in pursuit of grotesque pleasures and sins of the flesh. Mabon's history is well known, and is about the only thing that the slaves of Blackwall actually like about their lord. In this one respect Mabon is a shining beacon of hope to all who live under the oppressive thumb of Blackwall: a slave who has worked his way up through all the proper channels to eventually become the sovereign lord here.



Mabon was seeded to the Forge as an infant and deposited in Blackwall along with both of his parents, neither of whom had actually been interested in leaving their original homeland. Mabon's family was quickly captured by the military and taken to the slave pits, where they were tortured, beaten, and trained to be subservient. Mabon himself, being too young for brainwashing, was spared much of the abuse. When his parents were finally broken, they were sold into slavery and purchased by a cruel mistress, the Duchess Belisarda. Mabon's family was put to work in the laundry room of the duchess' estate, where they lived an obscure, meager, but relatively peaceful life beneath the notice of those above them. Over the next few years, Mabon grew up quickly, proving to be a mischievous little scamp with a love for games and practical jokes.

When young Galak was seven years old, one of his jokes went horribly awry. A rat that he had placed in his mother's laundry basket to scare her fell asleep and went unnoticed until the Duchess herself put on her favorite gown that evening, discovering the rat when it leaped out and bit her hand. Galak's mother was called upstairs to answer for the crime, and the young boy never saw her again. Dozens of rumors came back to him over the next few weeks of the horrible things that may or may not have befallen his dear mother, and Galak heard them all with a guilty heart. At this same time, Galak's father, Halak, become unhinged, blaming the boy for his mother's demise. One night, Halak got hold of a bottle of whiskey, drank himself into a stupor, and beat his poor son senseless. Halak then went on a tirade through the slave quarters, and the estate guards were alerted. Halak was never seen again, although whether he escaped to the sewers as rumored was of no help to little Galak.

From that day onward, Galak lived his life with hatred in his heart: hatred for his miserable life as a slave, hatred for the other miserable slaves around him, and hatred especially for the duchess that he blamed for his misery. Though while many others in the same situation may have lashed out and been destroyed, Galak's intense hatred for the duchess somehow gave him a strong focus for his thoughts and ambitions. It was at this point that Galak formed his plan. He would live his life in strict pursuit of his goal, a discipline that excluded all else. He devised a false front of friendliness, loyalty, and absolute servitude. He would slowly and determinedly rise in power until he overshadowed all others around him, and then, only then would he tip his hand and show his hatred, crushing the duchess in every way she was rumored to have murdered his mother.

Mabon quickly gained a new reputation in the house. He was the perfect servant: clean, proper, quick, unobtrusive, and thorough. All his duties were executed with flair and respect, and his loyalty to his mistress was unparalled. Mabon obeyed without

question any order given to him, no matter how strange, pointless, or humiliating. In the slave quarters at night, Mabon practiced a strict routine of exercise and fitness, and kept himself to a strict diet. He also befriended the estate guards, and it was not long before they recommended he be moved into their ranks. Here he learned the skills of combat and tactics, studying them with a feverish appetite. As a guard, Galak was treated with greater respect and privileges, which allowed him to spend even more time on his own personal training. At the age of 17, when he felt he was ready, Galak announced to the surprise of many that he was forgoing his service of the mistress that he loved so in exchange for a chance in the arena.

Mabon's regimen had prepared him much better for the life of a gladiator than most of the other slaves in the arena. Mabon soon realized that he had an innate intuitive power to size up his opponents and to read their desires, an ability that he used greatly to his advantage. Mabon also had the nimbleness and strength to defeat his opponents and a clever and disciplined mind to lead his fellow combatants to victory over a variety of terrifying creatures. Mabon's reputation rose, and he quickly became a favorite of the crowd. After two months in the arena, Mabon was noticed by the overlord at the time, and was selected for service in the lord's royal guard.

Once again, Mabon stuck to his plan, and rose to the top, intently focusing on being the best and most loyal warrior he could be. His intuition gained him some notoriety, and the lord Orphion, a rich and arrogant human of noble birth, secretly made him a spy in the palace, a personal informer for the lord himself. As lord Orphion's agent, Mabon learned the art of poisons and chemicals, which he employed ruthlessly in his lord's service.

In his new position, Mabon sniffed out several plots to end Orphion's rule and was eventually rewarded by his lord with the rank of champion, a grant of a noble title, and the estate of one of the traitors he had helped to expose. Mabon continued as Orphion's champion for several years and slayed many challengers, mostly in duels in the arena, ensuring that the people did not forget Mabon the gladiator. Mabon lived well and was gifted with many treasures and privileges, yet he still lived a rather austere life, spent mostly in physical training and in rooting out unloyal members of the court.

Finally, after all other challengers had been crushed, Mabon made his move: He announced that he was resigning his position as champion and made an official challenge of Orphion. Orphion was shocked and frightened, and he offered great riches to any that would step forward to be his new champion. With few men left of any worth, Orphion holed up in his palace, surrounded by guards, to sweat out the challenge.

Mabon, however, was prepared. He had excellent knowledge of the secret passages and entrances to the palace that had served him so well as an informant and easily slipped unknown into the lord's chambers, where he took the guards by surprise and scattered them. Swiftly skewering the Lord Orphion on the point of his sword, Mabon proclaimed himself the new Lord of Blackwall.

As a Bloodlord, Mabon's first action was to secure his command of the Blackwall military. His second—and more personal—action was to announce the arrest of the duchess Belisarda. Belisarda was brought in, accused of treason on trumped-up charges, and condemned to death. Mabon himself carried out the execution, using the same methods reportedly used on his mother. The other nobles, fearful of the implications of the case, raised an outcry, but Mabon quickly appeased them with soft words and a reaffirmation of the laws of Blackwall. Everything in the duchess' estate was then auctioned off, and her house was demolished and replaced with a 150-foot statue of the victorious Mabon.

Strangely, the one thing Mabon never considered in his grand scheme was what he would do once his revenge had been exacted. Once he became lord, he lost his focus. He began to feel the pressure of the feudal politics, and began to realize that there was little for him to do but to become a figurehead in a land that really didn't need any changes. Mabon slowly began to focus more on his personal pleasures, and less on running Blackwall, which seemed to do fine under the rule of the nobles. Mabon used his riches to buy up slaves, employing them to fulfill his strange fantasies, whether they were of a sexual or a destructive nature. Mabon soon converted his court into an enormous harem where he could conduct his debauchery and deviance at will. Such has been his life for well on five years now. Mabon still retains just enough presence and cleverness to keep Blackwall running and to keep himself on the throne. His famed intuitive powers still fire, and he still mixes up the occasional foul concoction to slip into his enemies' bloodstreams.

Currently, the nobles adore him as their lord, as he generally leaves them alone to conduct their own affairs. The military is loyal to him as well, both due to his martial reputation and his granting them free access to his harem. The slaves of Blackwall despise Mabon as much as they would any oppressor, although they do feel he is in some way one of them, having risen up from their ranks. Still, the slaves are powerless to act against him, and few anywhere have the ability to best him.

Presently, Mabon grows depressed and yet more depraved. He has lost his self-discipline, and lacks the knowledge of how to better his situation. Mabon would move against another lord, but all major territories near him have been conquered. Some think he may have his eye on the Oasis, while others believe him to be more interested in building out the lower city. Mabon, however, is close to no one. His choice of heir is no friend or relative, but a political move to prevent "accidents" from happening to him. Mabon is his own champion, and most of his advisors find that he desires only their words, rarely letting them hear any of his own thoughts.

Galak Mabon – 25 year old male Faust - Fighter 9/Vigilante 10/Assassin 1

Medium-size humanoid (Goblinoid); HD 20; hp 280; Init +6; Spd 80 ft.; AC 43; Atk +35/35/35/30/25/20 melee (*greatsword** - 2d6+23 [crit 15-20x2]); Atk +34/34/29/24/19 melee (*dagger* - 1d4+16 [crit 19-20x2]); Atk +37/37/32/27/22 melee (*lt crossbow** - 1d8+9 [crit 19-20x2]); AL NE; SV Fort +18 (+24 vs. poison), Ref +22 (+23 vs. traps), Will +14; Str 32, Dex 30, Con 20, Int 14, Wis 22, Cha 17.

Special Abilities: SR 35, Death Attack, Sneak Attack +1d6, Poison Use, Immune to Disease, Low-light Vision, Darkvision, Scent, 360 Degree Vision, Uncanny Dodge (Dex to AC, can't be flanked, +1 vs traps), Sense Attack, Reflexive Awareness, Counter Effect, Greater Heal Self, Avoid Blow, Frightful Presence.

Feats: Alertness, Blind Fight, Combat Reflexes, Dodge, Expertise, Improved Critical, Leadership, Mobility, Power Attack, Spring Attack, Weapon Focus (greatsword), Weapon Specialization (greatsword).

Skills: Balance +14, Bluff +13, City Lore +6, Climb +11, Decipher Script +2, Diplomacy +12, Disable Device +14, Disguise +10, Escape Artist +10, Forgery +12, Gather Info +8, Heal +6, Hide +22, Innuendo +8, Intimidate +17, Intuit direction +8, Jump +14, Listen +20, Move Silently +20, Open Lock +16, Perform +7, Pick Pocket +16, Read Lips +6, Ride +10, Search +10, Sense Motive +12, Spot +15, Swim +12, Tumble +16, Use Magic Device +8, Use Rope +14.

Gifts: Danger Sense, Intimidating, Willful.

Prestige Races: Focus of the Body (complete), Focus of the Senses (complete), Focus of the Shadow (shaded)

Typically Equipped Items: *Bracers of armor +8, +5 speed/keen greatsword*, +5 substance laced/sneak attack/stunning dagger, +5 silent/sneak attack lt. crossbow, 20 stunning bolts* +4, major cloak of displacement, belt of giant strength +6, boots of speed, leggings of mobility, ring of protection +5, ring of invisibility, rod of rulership, gloves of dexterity +6, periapt of wisdom +6.*

* = Coated with deathblade

Typically Prepared Spells: (DC = 12 + spell level, 0/1): 1st. *Obscuring Mist*

Substances in Dagger: 2 doses of blue whinnis poison, 4 doses of deathblade, 1 dose of oil of taggit, 3 *potions of cure critical wounds, potion of invisibility, dust of appearance.*

Mabon's Laws

Laws in Blackwall vary considerably from Penance common law. Key to Mabon's laws are the class relationships of those involved. The seven Penance common laws still apply here, but only between members of the nobility. Slaves are considered objects, and are simply the property of their masters. If a slave's master wants to harm, torture, or destroy his own property in any way, it is perfectly within his rights.

Slaves are not allowed to harm one another, although such cases are generally not handled by the law unless a slave of one master harms the slave of another. A slave that harms another of his master's slaves is dealt with by the master on a private basis. Such slaves are typically either beaten, given an undesirable task to complete, killed, or sold—sometimes several of the above. In cases involving slaves of different nobles, or slaves that steal from other nobles, the master of the slave considered to be the guilty party is held responsible, and must compensate the other noble for the damage to his property. The guilty slave is then privately disciplined by his own master.

The most severe punishments apply to slaves that harm members of Blackwall's noble class. Such individuals are considered treasonous to the establishment, and are nearly always beheaded. Slaves that actually kill nobles bear the worst punishment of all, as executioners behead every one of their available relatives and close friends while the guilty slave watches, his head the last to roll. This occurrence is incredibly rare, as the lesson only needs be seen once in a generation for the slaves of Blackwall to get the message and submit. Executions nearly always happen in public to reinforce the social order.

Nobles themselves are punished lightly for their crimes, as they are considered to be part of the law as opposed to its targets. Most nobles are sentenced with stiff fines for their wrongdoings, much of the money going to the wronged noble, or to Lord Mabon if the crime involved destruction of public property. A noble that murders another noble merits a special circumstance, and is sentenced by a trial of his peers. The trial is a short process in which the guilty noble is brought before ten other nobles of equal standing who have been briefed in the details of the case by the local judge. The accused gives an account of his actions, and the ten nobles then confer among themselves and agree upon a sentence. This process is sometimes crooked, as nobles occasionally prearrange deals with their fellows for leniency in return for the same treatment. However, in most cases, the sentencing is fair, and depending on his explanation, a noble may be allotted a stiff fine, imprisoned, sold into slavery, or exiled from Blackwall.

Enforcement of the laws of Blackwall, as well as the duty of apprehending its lawbreakers, is entrusted to the judges and bailiffs. Such individuals are chosen from the noble class, as it would be a grave error to allow a nobleman to be judged by a slave. Judges and bailiffs are rarely the richest and most influential nobles in the land, however. Most are second or third sons or daughters of established nobles, who through a lack of sufficient inheritance cannot afford estates of their own. Along with the position, a judge receives a courthouse, a sizable estate that he may take as his own. This property is forfeit if he ever gives up the position, although most judges are paid well enough that they are able to afford their own residence. Bailiffs may be housed in the courthouse as well, although some remain in residence with their families. Few bailiffs are needed in Blackwall, as most of the crimes here are private matters between a slave and his master, and thus outside the legal system.

Mabon's Court

As a feudal society, Blackwall's royal court is where all of its major decisions are made, where the most influential nobles spend their time, and where the focus of the culture is shaped. Mabon's palatial estate is enormous, and its walls encompass hundreds of buildings and thousands of souls. Lord Mabon himself spends the bulk of his time in his harem, which has grown immensely since he took up the scepter of Blackwall. Mabon's sprawling, maze-like harem takes up the bulk of the palace grounds, although it is off limits to all but those granted special privilege by the lord himself. The rest of Mabon's time, which has increasingly grown less and less, is taken up in conference with the nobles of Blackwall, who come to the court to influence the direction of the government. Blackwall's enormous and ancient court grounds consist of an enclosed and interconnected complex of many structures

Politics in the court are ephemeral, as hundreds of various landed nobles constantly plot and conspire against one another for rank and position. The nobility's main and unifying goal at court is to keep Mabon distracted with rumors, misinformation, and meaningless paperwork so that they may run Blackwall as they see fit. This method seems to be working, and Mabon's role in the

court is slowly diminishing. Currently the bulk of the decisions are made by Duke Barius Bruhier, the most charismatic and cunning member of the nobility.

It is generally thought that Bruhier has his eye on the throne, but this is not exactly true. Bruhier already views himself as the overlord, with Mabon as his figurehead and champion. Doing away with Mabon would only expose Bruhier to challenges and assassinations. Bruhier runs the court by meeting with the nobles privately and reaching a decision on all important matters before presenting them to Mabon. It is unclear to most in Blackwall why Mabon doesn't have Bruhier put to the sword, although the answer is fairly obvious. Mabon has no desire to run a government, only to wield power over people, and he sees Bruhier as an easy way out.

No slaves other than lord Mabon's own are allowed on the palace grounds, save one personal attendant for each noble. Mabon provides the nobles at court with servants as needed, although it is clear that slaves' loyalties lie with him. This tactic officially prevents the court from becoming embroiled in violence, but it is really Mabon's way of letting his courtiers know they are at his mercy.

- **Champion:** Lord Mabon has no champion other than himself. He is by far the most deadly and dangerous person in Blackwall and has little fear for attack.
- **Lord High Executioner:** Mabon's master of judgments is a cruel and evil nightling with a love for beheading. In addition to organizing the judges of Blackwall, Duke Ixion (mn Ftr15) personally carries out all public executions. Often the backlog of prisoners to be done away with is enormous, and Ixion is famous for his horrific ceremonies where hundreds of heads are severed in a very short period of time.
- **Consorts:** Lord Mabon keeps the largest harem in the known world of the Forge. The compound itself is enormous, and is filled with thousands of different concubines of all shapes, species, and sizes. Mabon trains his favorite concubines in the arts of assassination and combat, appointing them his personal bodyguards. The most prominent of these guards is Fairblood (fhz Rg5/Ftr2/Asn10), a female haze who is as strong and quick as she is beautiful.
- **Advisors:** Mabon's court is filled with advisors, all nobles who constantly fill his ear with useless information. Mabon, in general, has learned to tune them out, and instead typically makes decisions based entirely on the suggestions of a few key people. First and foremost is Duke Bruheir (mh Rg6/Ftr2/Dem10) whose word Mabon usually simply repeats and calls law. Second is the silver Marphiss (hs Sor7/Dem4), a smug unpopular noble, whose ideas Mabon often listens to and acts on just to keep Bruheir on his toes.
- **Heirs and family:** Mabon has no family to speak of, except perhaps his concubines. Mabon has no children, and his only named heir is Duke Nekagus (ma Ftr8/Blk9), a terrifying asherake who spends little time at the court and has made quite clear his intentions of ruling over Blackwall with an iron fist. Most know this choice is a purely political move on Mabon's part to ensure that no "accidents" happen to him.
- **Razors:** Three very loyal and deadly individuals run Mabon's military. Defense of Blackwall is entrusted to the razor Shatuk (mv Ftr10/Hn7), a former slave that fought his way up through the arenas at Mabon's side. Nennius (mn Ftr10/Vig6) is a brilliant strategist and leads offensive forces in expanding Blackwall's territory. Palace security falls to the razor Bellona (fa Mnk17), a female asherake whose taste for the harem nearly exceeds Mabon's own.
- **Sages and Wizards:** A number of sages live in the palace compound, most of them Mabon's slaves whose services are officially at the disposal of any noble who requests them. The sage Samos (mhe Wiz11/Lor8) is the most skilled of the group, and he serves as Mabon's personal researcher. Mabon's personal wizard is the chromithian Troezen (fch Wiz18). Troezen is currently working on magically engineering the perfect consort for Mabon, and her unique abilities let her crossbreed many varieties of species and genders.
- **Errand Boys:** The chief messenger at the court is the dover Titus (mdv Com5/Rg2), a eunuch from Mabon's harem. Titus also waits on Mabon and fetches him food and drink when requested.
- **Ambassadors:** Mabon has few permanent ambassadors in his court. A woman named Sascha (fh Brd6/Dem5) represents Flollo's interest in keeping the river traffic flowing. Narcis has an official representative here to keep tabs on the proceedings: Krandoth (ma Mnk10), an imposing asherake. Belus also keeps a permanent agent here, the quiet elf Pelion (me Rg5/Sta8), though his reason for doing so is unknown.
- **Spies and Agents:** Mabon is in a difficult position when it comes to finding spies. Slaves are apt to defect when in foreign territory, and noble members are more loyal to the other nobility than to him. He currently takes men straight from the arenas, offering them extravagant salaries and access to the central harem. In a few cases, Mabon arranged for these gladiators to fake their deaths in the arena so the nobles remain ignorant of their presences. Mabon currently has a spy in Cadmus' organization who has taken the identity of a noble who died as a child. Mabon also has a young spy, Natalya (fhe Rg4/Sor3), in the Oasis to verify the rumors of Flollo's interest in Blackwall. Mabon's spymaster and most trusted agent is the Hodur (ml(s) Rg5/Asn3/Sta10). Hodur is an unusually dangerous man with astute senses and incredible reflexes whose presence in the court is currently unknown to any of the nobles, as it is his job to spy on them and to keep Mabon informed of plots against him.
- **Guards:** Mabon's personal guards all come from his inner harem. These individuals are well trained in combat as well as in counter-assassination, often by Mabon himself. There are at

least a dozen of them around him at all times, often guarding and pleasing him simultaneously, and they are led by Fairblood (see Consorts, above).

- **Other Courtiers:** There are about a hundred different nobles and foreigners at court at any given point of time. Most come and go, depending on their business. One frequent visitor is Duke Lanthus (mfr Ari6/Sor6). Though not exactly a spy, he currently collects a tidy sum from Lord Narcis to constantly warn Mabon and the nobles of imminent betrayal by Flollo. Currently, Blackwall makes too much money from Flollo's shipping traffic to close the Traitor's Gate to it, but the idea lingers in the minds of Mabon and the courtiers. Narcis is currently planning to plant fake evidence to support his claims.

Other Important People

Effron Cadmus: Effron Cadmus is an exceedingly rich noble who is proud of his pure bloodline that stretches back centuries in Blackwall "without any slaves or other undesirables to dilute it." Cadmus is chagrinned by the fact that his glorious Blackwall is now run by a "filthy slave", and he currently plots a coup with all the other pureblood nobles. Cadmus dreams of replacing the current system with one run by him, wherein only full nobles could wield power. Cadmus is also one of the richest people in Blackwall and controls much of the slave trade there.

Halak Mabon: Unbeknownst to all but himself, Lord Mabon's father Halak survived his trip into the undercity and stowed away on a ship bound for Arena. Discovered by the crew, he was sold into indentured servitude to a Warlord in the Red Desert. After surviving several years of intense warfare, Halak purchased his freedom. Halak, renowned for his clever tactics, became an officer to the Warlord and worked his way up the chain of command. At some point, he heard the exploits of his son and his interest was piqued. Halak has temporarily left his position in the Red Desert and has returned to Blackwall, buying a title under an assumed name. Halak has observed his son in court and is disturbed by the extent of his degeneration. Halak hopes to speak with him privately in order to rekindle his spirits and to renew his passion; perhaps he might even convince his son to turn the government on its head, defying the nobles, and freeing Blackwall's slaves. Halak has control of a trained army in Arena and would use it in support of a slaves' revolution. For now, Halak needs to find someone who can get him an audience with his son without revealing his identity.

Oderic Salas: Oderic Salas is one of Lord Mabon's most trusted agents. Oderic manages Mabon's harem and spends his time traveling throughout Blackwall and other domains in search of fresh, new, and beautiful specimens for Mabon's pleasures. Oderic has a garish budget which he uses to purchase these individuals. Salas is a sly and very observant human with an excellent eye for innocence. Salas started as one of Mabon's palace slaves, but he was freed and appointed to this position after Mabon observed his discerning taste for talent.

Sabra Thetis: Sabra Thetis is an escaped slave currently hiding in the undercity. Sabra talked back to her mistress while serving here aboard a ship and she was thrown overboard into the waters of the Xanthus. Sabra escaped into the sewers and found sanctuary in the Maze. She currently skulks about, sowing seeds of discord and resistance into the ears of any slaves she comes across. Conflict in general has been on the rise in the last few months since she began her private war, and many believe that she has a secret plan to mobilize hundreds of slaves all over Blackwall at a particular time. Partially true, the plan is far from complete, and Sabra has difficulties in spreading her message without revealing her position.

Trade and Commerce

Lord Mabon, though not in control of the largest area, is the richest of the seven Overlords of Penance. His wealth stems from Blackwall's control of the great Xanthus River, including the traffic between Penance and Temper and much of the traffic to and from the domain of Arena. The Xanthus also links Penance to all three of the Forge's oceans, so shipping pulls into Blackwall from all around the Forge.

Commerce is remarkably free in Blackwall, for the noble classes at least, who are encouraged and allowed to trade whatever commodities they have with anyone who wishes to trade with them. The nobles of Blackwall are skilled businessmen and clever merchants, and make much of their profits as middlemen. The most lucrative business currently is in the import of food from the fertile fields of Penance and the sale of this food to the desert Warlords of Arena. Blackwall also makes a decent profit from importing arms and ore from Temper and selling it to the other parts of the city. The slave trade of Penance also forms its hub here.

The great Traitor's Gate—marking the inner edge of the Blackwall—remains guarded at all times; ships do not pass unless they pay a steep fee and submit to an inspection of their cargo (to ensure no escaped slaves are aboard). Merchant ships must pay 10% of their cargo's value, and private ships are charged 20gp per crew member. A large portion of Lord Flollo's food supply comes through this channel, making a tidy profit for Mabon. Blackwall landowners (even merchants) can pass through the gates for a nominal fee of 2gp a head as long as they own the ship they sail on. Of course, noble estates get taxed regularly, so some profits eventually end up in Mabon's coffers anyway.

Commerce within Blackwall is also bustling. Nobles often buy up commodities of raw goods and either sell them to their neighbors at a steep markup, or have their slaves process the goods into clothing or household items to sell at an even higher markup. The ground floor of many estates holds a store where goods may be inspected, warehoused, and purchased. There are also a few market areas in the Blackwall where merchants set up shop to sell their wares. These districts usually contain a number of large, permanent shops to attract customers and many more temporary spaces for renting to more seasonal merchants that often employ colorful hawkers to attract busi-

ness. Most market sellers are slaves under the supervision of a dependant noble, while the buyers are usually unescorted slaves carrying out errands for their masters.

The people of Blackwall generally either love or despise the place. Those who love it are the nobles, who get to live a life of privilege and elegance, while the despisers are the slaves, who must constantly perform menial and backbreaking labors for their masters. Strangely, however, the political system here is relatively stable. The laws are stiff and always favor the nobles, and most slaves become conditioned to live in such a manner. There are relatively few instances of revolt here, and those few that do occur are quickly crushed by the lord's army, serving as an example to those who would also try to disobey. Slaves with grudges to bear go into the arenas, where their energies are funneled into one other, not into social revolt. Few slaves ever escape the wall, but those who do typically make their way to the Oasis.

Rich merchants from other parts of the Forge and elsewhere on the Pedestal often come to Blackwall to buy slaves or to purchase a title for themselves, which allows them to obtain an estate here. A few merchants from other parts of Penance come here to sell their goods as well. This, however, requires expensive permits and is subject to high taxes. Lord Mabon makes a sizable income from these permits and from the sale of titles to foreigners, nicely complementing the taxes that he levies on the nobles.

Blackwall merchant ships often sail up the Xanthus to buy or sell goods from other bloodlords. Such trade is usually done on the free bridge markets or with lords that are favorable to Mabon's system, most notably Belus, Hyperia, and Narcis. Hammerfall and the Oasis are given a wide berth, as the lords there forbid slavery within their borders.

The slaves of Blackwall are typically children of slaves, or are seeds that were pulled into this unfortunate place. Others are slaves that were purchased in foreign territories and brought here. On rare occasions, a noble may sell one of his family members into slavery to raise money. Such slaves fetch remarkably high prices. Also, occasional nobles lose their titles and fall to the slave pits. None come here voluntarily from other lands.

Upper Blackwall

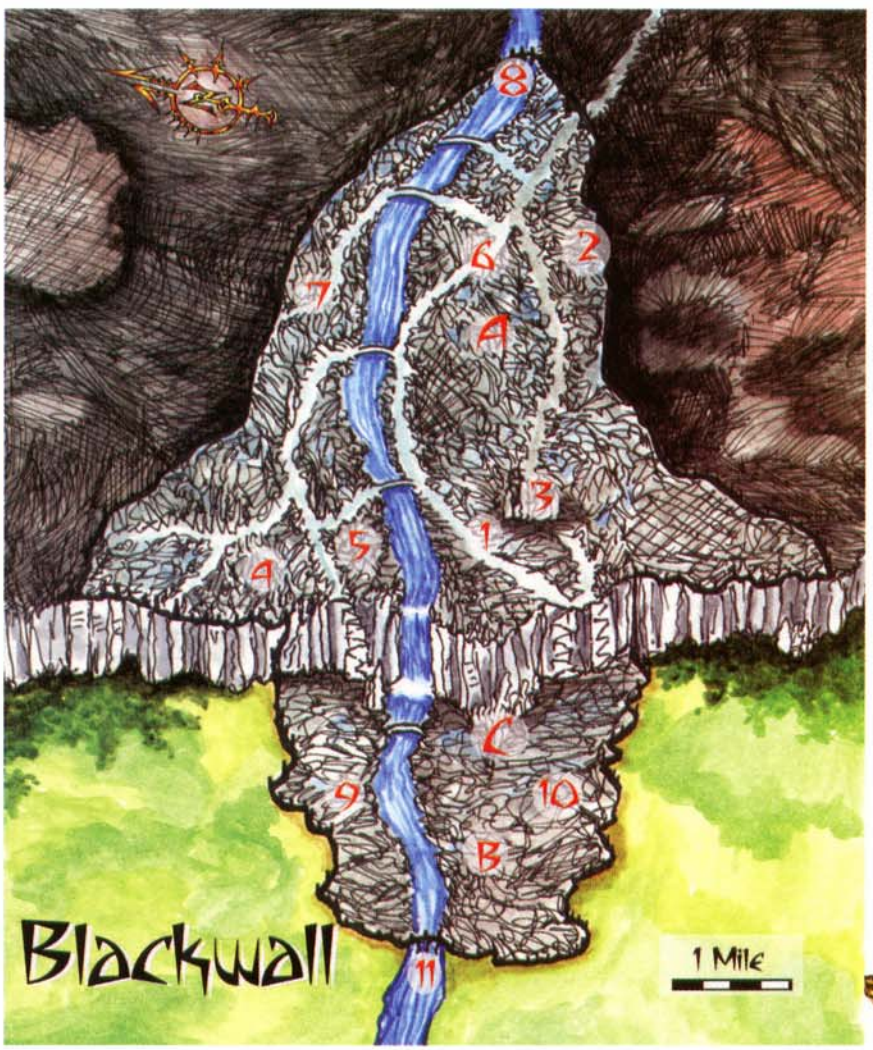
Roughly three quarters of Blackwall is located on the Pedestal itself, and is referred to as upper Blackwall. This part of the bloodhold is older and contains most of the old-money nobles, those who control the politics and culture of the territory. In addition to the waterfall lifts, winding

Blackwall

A. Upper Blackwall
1. Bharkat Market
2. The Black Wall
3. The Black Bastille
4. Blackwall Military Academy
5. Cadmus Estate
6. The Old Road
7. Strophius Mansion
8. Traitor's Gate

B. Lower Blackwall
9. Former Belisarda Estate
10. Slave Pits
11. Temper Gates

C. The Grey District
12. Blackwall Coliseum
13. Duke Bruheir's Mansion
14. The Grey Wall
15. Lord Mabon's Palace
16. Nineah Mausoleam
17. The Palace Anteroom
18. Palace Gardens
19. The Royal Harem



stone roads provide access to Lower Blackwall, winding treacherously down the cliff of the city.

The Black Wall: The infamous black wall encloses the entire territory of Blackwall. The wall is heavily fortified and manned by a large number of well-armed troops. It is made of solid stone, and is on average 20 feet high and ten feet thick. The fortifications guard both the outside and inside of the wall. Though stable in the lower city, the wall's weight makes it prone to sinking, and it has been rebuilt many times in some places. Abandoned sections of the wall can be found throughout Mabon's land, places where the territory expanded and the wall moved outward.

Black Bastille: The Black Bastille is the most infamous prison in all of Penance. The Bastille is a huge iron-reinforced fortress, well patrolled by guards and wizards. Most prisoners here hail from outside Blackwall, as the nobles that run the territory prefer forced slavery and capital punishment to imprisonment. Prison space is sold to foreign bloodlords that wish to provide an intimidating prison threat to their citizenry without being responsible for atrocities performed there.

Guards in the Black Bastille are hired for their sadistic leanings, and they abuse and torture prisoners on a regular basis. Someone designed many chambers herein devoted to driving prisoners insane, including areas where inmates hang upside-down in the dark, another where they are dunked repeatedly into sewage, and yet another where they spin rapidly on a wheel for days at a time. Spies and political prisoners are often held here while ransomed or if they need to have information extracted from them. A separate building in the prison holds nobles of Blackwall that have been convicted of serious crimes. These individuals are given spacious cells, are fed excellent food, are allowed to read and exercise, and are generally treated quite well.

Blackwall Military Academy: This old and prestigious school is famous throughout Penance for producing the best skilled and most loyal soldiers anywhere. Nobles send their children here to be officers, and selected gladiators come here to learn discipline. Rich foreigners from all over the city also enroll in the school. Cadets endure strict regimens, exhaustive training, and strict discipline to ensure that they always obey orders. Tuition runs upwards of 20,000 gp per year for a two-year program.

Cadmus Estate: This towering palace is the richest estate in Blackwall. It is the home of Baron Effron Cadmus (see Other Important People). It is also the headquarters of the largest revolutionary faction in Blackwall.

Strophius Mansion: This shabby, overgrown estate was once fabulous and beautiful. Several years ago, something truly horrible crawled up out of the undercity through the basement and either scattered or devoured most of the inhabitants. Some say the thing still lurks there; some say the place is terribly haunted from the tragedy; many agree to both tales. Something is definitely within the mansion, as a disturbing number of rashers disappear here every month. The Strophius family still exists and still owns the estate, but the generous reward to anyone who can cleanse the place of its troubles has yet to produce heroes capable of completing the task.



Bharkat Market: This large outdoor shopping district is the central market area of Blackwall. Everything that can be bought in Blackwall is for sale here, even slaves, although the nearby slave pits handle most of that business. Four long buildings wall off the market area, each containing one of the flagship businesses of the market. In the center courtyard, seasonal vendors set up carts and stalls to push their wares, typically food and crafts. The four main buildings sell weapons and armor, building materials, precious metals, and livestock respectively.

The Old Road: The Old Road is the major thoroughfare in Blackwall. It runs through the lower city, up a set of stairs set into the side of the Pedestal, and through the upper city area, passing out of Blackwall entirely and into the lost city. The road is traveled by traders and slavers outside Blackwall, and by nearly everyone on the inside. Many taverns, shops and restaurants can be found along it.

Traitor's Gate: The Traitor's Gate is the place where the wall crosses the upper end of the Xanthus River. The gates themselves are made of iron and are over a hundred feet tall in order to allow great sailing ships to pass through them. Above the gate the black wall continues in the great Traitor's Arch, an exquisitely decorated and beautiful wonder of architecture. An iron stake juts out of every joint of the bars of the great gates. On these stakes rot the heads of all those executed in Blackwall as a statement to any slaves who would try to escape or rebel. The gate is currently nearly full to capacity with heads of all types. The gate is opened only for ships owned by a noble of Blackwall, ships owned by merchants that do not intend to sail through the Temper gates, or to ships owned by merchants who pay the exorbitant fee of a full tenth of their cargo. Such ships are not charged on their return voyages.

Lower Blackwall

The 15 cantons of Lower Blackwall sit a quarter-mile below the upper part of the territory. Generally seen as inferior to upper Blackwall by the old-money elite, it does contain the bloodhold's seat of power. Though small, the lower city here is older than in other places and has a miniature version (up to 40 feet deep) of the undercity located underneath it. Rich foreigners who come to

Blackwall to buy citizenship typically end up building their estates here.

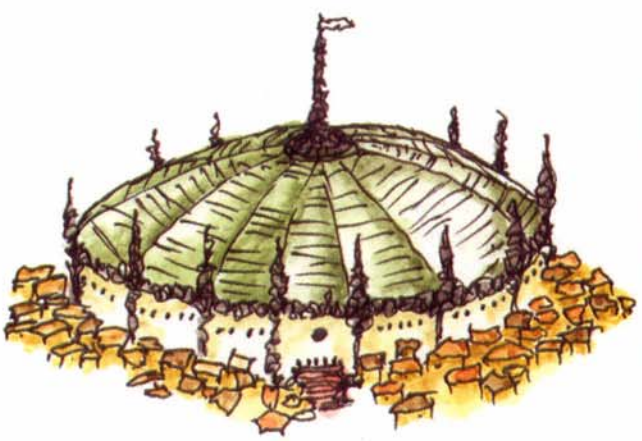
Former Belisarda Estate: This open square sits among the estates on an otherwise perfectly ordinary city block. The square contains nothing but an enormous bronze statue of Lord Mabon, his raised fists soaring 150 feet above street level. This statue marks the former location of the house where Mabon grew up. The statue is posed with its arms outstretched and head raised to the sky in a gesture of supreme victory. The statue seems a favorite roost for local birds, and its face is always befouled, despite the many official attempts to clean it.

Slave Pits: Besides Lord Mabon's Harem, this is the most famous site in Blackwall. The slave pits are literally that—deep pits dug into the ground of the lower city. The pits are generally round, with narrower pits dug in the center of them producing a tiered effect all the way down to the bottoms, 500 feet below the surface of the Penance plain. A series of chain lifts carry people up and down the tiers, and a set of nets assures that no one escapes on the wing. Newly-taken slaves huddle together at the very bottom of the pit to await their fates.

The next tier up is for testing, where slaves are evaluated for signs of deviance or rebelliousness. Those that pass are taken to the top, while those that fail are taken one tier up for training. The third tier houses the torture and brainwashing centers of the pit, where the will of the slaves is broken to prepare them for sale and they are educated as to the customs of Blackwall.

The fourth tier holds the corps of breeders, slaves whose job it is to produce more slaves. Particularly docile slaves are often used as studs here. Nobles that wish to reward their slaves for good service allow them time among the breeders.

The surface level of the slave pits rests beneath an enormous pavilion—the slave market, where nobles and foreigners come to observe, sell, trade, or purchase slaves. There are many special areas set aside in the pavilion for slaves to prove their worth, whether it be in cooking, cleaning, fighting, or simply moving heavy stones around. The upper levels of the pavilion house the pit staff, usually secondary nobles who work to earn fortunes for themselves. The masters of the pits are the slave merchants who bring slaves to the pits and earn an eventual profit from them when they are sold. There are seven near-identical pits in this area, each with its own pavilion and staff.



Temper Gates: These gates are considerably less impressive then their counterparts on the upper river. The Temper gates mark where the wall crosses the lower end of the Xanthus. There is no fee to pass here, as ships are encouraged to come and trade their goods in Blackwall. This spot marks the only place where the wall is broken, as no archway passes over the gates. The wall is said to begin and end here.

The Grey District

The infamous Grey District is the seat of Lord Mabon's government. This area, nearly the size of an entire canton, is walled off and contains the grounds of Mabon's palace and the royal court. Most of the politics and decisions of Blackwall take place here. The grey district is located in the lower city, at the very base of the cliff of the Pedestal.

Blackwall Coliseum: This enormous building is the primary arena in Blackwall. Only the best gladiators fight here, such as those who have lasted for more than a month fighting their ways up through the smaller local arenas scattered throughout the territory. This impressive building has seats for only a few thousand nobles, and all slaves must stand while viewing the events. Slaves may watch the proceedings if their masters allow it, as keeping them entertained supposedly helps keep them in their place. Lord Mabon has his own private box from which he may view the combat; the box links to his palace by a series of tunnels.

Duke Bruheir's Mansion: This stately building is the home away from home of Duke Bruheir, Lord Mabon's favorite minister. All of the servants in the mansion officially belong to Lord Mabon but generally are loyal to Bruheir. Mabon gave Bruheir his own building on the compound to reduce his desire to take power for himself. Bruheir's footman Tethys is a spy for Mabon, who keeps a secret watch on Bruheir to make sure he isn't up to anything. Bruheir often invites other members of the court here to confer with him in private.

The Grey Wall: Lord Mabon's entire district is surrounded by yet another wall, also fortified, and made only of grey stones. This wall is different from the black wall in that it is definitely designed to keep people out rather than keeping anyone in. Just inside of the grey wall are buildings housing Lord Mabon's personal troops and the palace guard. Guards regularly patrol the battlements atop the walls, ensuring their Lord is safe from marauders. A grey gatehouse with a single silver gate stands at the western edge of the grey wall, where all who enter the compound are checked for proper identification.

Lord Mabon's Palace: This unusual building is one of the oldest in all of Penance. It is truly ancient, and of unknown origin. The palace long laid buried beneath the Pedestal, but was exposed several hundred years ago when construction of the lower city caused a collapse of the outer wall of the Pedestal itself. The building was partially destroyed when found, but was so fascinating to the ruling Bloodlord at the time that he had it renovated and added onto in the same style. The palace is built right into the strata of the city, and the back part of it was walled off when it was restored, still lying buried and unexplored, full of untold treasures. The palace to-

day is a collection of towers and outbuildings, all connected by a strange maze of tunnels and passages. Its age has blackened the stone and iron from which it was originally constructed, giving it a grim, dark, and mottled appearance.

Lord Mabon's throne room is located in the central chamber of the palace, a tall, cavernous space that serves as the center of court life. Nobles gather here to make proposals before the lord and to conspire with one another. The central chamber is for the formal proceedings, whereas most real decisions happen in the rest of the palace among the many chambers and maze-like tunnels and corridors that house the courtiers.

To the left of the throne room is the feasting hall, where royal dinners are held, and ambassadors are entertained. A stage is placed in the center of the feasting hall, where entertainers perform for the nobles. Mabon prefers entertainment that involves slaves being tortured, killed, or beaten, and he often has a penchant for eating performers that please him with their skills. The other nobles find these sorts of evenings generally distasteful and unappetizing.

Nineah Mausoleum: This garish and looming structure holds the remains of all the past lords of Blackwall. The sarcophagus of the Lady Nineah, legendary builder of the first wall, stands in the center of this tomb, and the bodies of all the successive lords and ladies are laid around her in a great arc. Many of the lords were entombed with their regalia, and rumor has it that many of the stone crypts contain items of immense power and worth. The heavily guarded Mausoleum is only open for viewing to nobles of Blackwall, and to those specifically invited by the Bloodlord.

The Palace Anteroom: This posh building is actually an expensive hotel where foreigners reside while awaiting permits to enter the court to entreat with the nobles or until they purchase a title. The remarkably well-staffed hotel provides maximum service at the maximum price. The observant staff reports any suspicious activity to the palace guards. Rooms here may cost upwards of 500 gp a night, but it is the only place in the district where foreigners may stay and the only residence one may legally claim while awaiting a permit or a title. The Palace Anteroom stands just outside the main gate of the Grey Wall, technically not part of the Grey District but closely associated with it anyway.



Palace Gardens: These gardens once spread much more broadly, but have slowly been taken over by the increasing sprawl of the harem complex. The gardens are still beautiful, with elegant streams and waterfalls, beautiful flowers and well-manicured foliage. The gardens are famous for their hedge maze, the largest in Penance (unless Israfel has a private one in the Queen's Green). Courtiers often come and walk here to relax and enjoy the sunshine.

The Royal Harem: Mabon's royal harem is probably the most well known feature of his entire territory outside of his slave pits. Lord Mabon's personal concubines fill this enormous compound of chambers, courtyards, halls, and pavilions. Mabon has extraordinarily varied tastes, and there are concubines here of all species, races, genders, and ages. Over the course of Mabon's seven-year reign, the harem has grown considerably, taking over more than a third of the previous palace gardens. The buildings themselves are elegant and ornate, with tiled floors, airy interiors, and skilled decorations. Though there are countless rooms and outbuildings for the harem, there are three distinctly separate sections.

The first, or outer, harem is made up of the concubines that Mabon has grown tired of. This area is open to Mabon's soldiers, a move which Mabon believes keeps his troops loyal. Many of those here are maimed or scarred from Mabon's or his officers' passions. The second or central part of the harem is where the concubines reside that Mabon has already broken in, but is not yet ready to forget about. This area is accessible only to Mabon himself, his royal palace guards, Oderic Salas, and to invited guests. The palace guards watch over this area and keep out those not allowed.

The third or inner harem is off limits to all but Mabon himself. This is where his favorites reside and where new slaves are brought. The haze Fairblood is the lord's current favorite, and has the privilege to command the rest of the concubines in her lord's absence. A well-trained staff of eunuchs guards the inner harem and bar all but the Lord from even getting a glance at the area or its inhabitants. Harem life, aside from the visitors, is relatively peaceful, and centers around the steam house, an area off limits to all but Mabon and the concubines. Here the residents of the harem bathe, relax, and socialize. Gossip is a favorite pastime, and the concubines all debate who will be chosen as the favorites. Each member tries exceedingly hard to be noticed and to be looked upon favorably so as to be able to move up in the social scale of the place.

Additional Blackwall Adventure Hooks

There is much evil in Blackwall and heroes find no end of wrongs to right and challenges to overcome. Villains often find that the principles of the bloodhold are ideals for which they are more than willing to fight.

- Sabra Thetis is looking for experienced delvers to discover a safe route out of Blackwall through the undercity. The Route is to be used as a highway for slaves to flee their masters. [EL 8]

- Lord Mabon has heard rumors that the fights in the arenas are being rigged and are controlled by a secretive gamblers' ring. He needs agents to pose as gladiators to verify the truth of the matter. [EL 10]
- A craftsman has heard rumors that his missing son is being held in Mabon's infamous slave pits. He is desperate to find someone willing to attempt to rescue the boy. [EL 12]
- A foreign Bloodlord has an important agent who is currently imprisoned in the Black Bastille. Can he be rescued before his captors get any sensitive information out of him? [EL 14]
- Agents from Lord Abbydon are staying at the Palace Anteroom, and Sabra Thetis has plans to stir up trouble. She needs someone to smuggle faked orders from Abbydon ordering them to assassinate Duke Bruheir into the agents' belongings. If successful, an anonymous tip to Bruhier should cause their rooms to be raided and the men to be arrested for treason. She wants to turn Abbydon's wrath against Blackwall, thus weakening both evils at once. [EL 16]
- A sizable fleet of asherake ships has flown up from Arena and is laying siege to Blackwall. The battle could likely go either way. The question is, who do you help? [EL 18]

Divinia

"Brother, are you not one of us?"

– Shath Linth, Grand Inquisitor

The holdings of the Lady Salamis, known as Divinia, occupy 15 cantons on the Pedestal at the northwestern edge of the city, as well as eleven cantons of farmland and forest to the north.

Population: 644,645

Racial Makeup: Asherake: 2%, Chromithian: 4%, Dover: 12%, Elf: 8%, Faust: 1%, Frey: 10%, Haze: 15%, Human: 30%, Picker: 6%, Nightling: 5%, Silver: 1%, Valco: 1%, Other: 5%

The bloodhold of Divinia, though nowhere near the oldest in the city, is probably the most homogenous, at least in culture and purpose. The entire population of Divinia is dedicated solely toward the glorification and promotion of Yamir, god of mastery. Divinian law holds Yamir to be the creator of all things, even any other gods, who are of course not true gods and of whom worship is forbidden. All things and all people are subservient to Yamir and must submit to his infinite grace and wisdom in order to achieve peace and enlightenment.

Yamir is represented on this world by his prophet and mouthpiece, the Lady Scylla Salamis, who is known for the fervency of her faith and the cruelty of her methods. Lady Salamis has headed a powerful religious inquisition for many years now, committed to converting all who dwell in her territories to the one true faith of Yamir and making use of whatever means necessary to accomplish that end. Since securing her hold over the people of Divinia, Lady Salamis has focused her attentions on expanding her sphere of control and has made it quite clear that she will not stop her sacred war of conquest until all who dwell on the Forge surrender to the will of Yamir.

Lady Salamis is extremely unpopular with the other Bloodlords of the city, partly due to her outright rejection of the traditional culture of Penance and her refusal to accept anyone else's views and beliefs, but mainly due to the rapid expansion of her territory. Divinia has grown significantly in the last three years since Salamis took power, having quickly overrun all the bloodholds that bordered on her original three cantons. Divinia is now held at bay by the surrounding presence of the lost city, but insiders believe that Salamis intends to skirt this problem by making a surprise assault on a distant bloodhold and transferring her power there. The closest lord to Divinia, Belus, is too powerful for Salamis to attack outright, but it is no secret that Salamis has a special hatred for the eccentric ruler of Illumina. Many believe that she is planning to destroy his champion and to then finally wipe his abominable influence of sin and degradation off the face of the world.

Belus, in turn, seems to pay no attention to her growing threat, even though every other major Bloodlord in the city puts her on their short list of people to keep an eye on. When asked directly about Salamis by lady Hyperia, Belus responded, "Who? Oh you mean that charming young lady to the east? She's just lovely. I keep inviting her to tea, but she never comes. It's sad." Many Bloodlords have sent spies and agents into Divinia to gather information, but most have been quickly found and killed, or even worse, converted to Salamis' faith and sent back to their masters as counter agents.

There is peace inside the territory of Divinia—albeit a forced and unnerving one. Salamis has imposed strict religious laws over the people, and a veritable army of religious police walks the streets to ensure that everyone lives within the boundaries of these laws. These holy soldiers, known as the Eyes of Yamir, even go so far as to conduct random searches of homes to ensure that no illegal objects—such as unapproved books, musical instruments, or arcane magical items—are hidden therein.

The people of Divinia are hard-working and quiet, and are required to stop their labors and pray on every named hour of the day. The focus of the people's lives is on the glory of Yamir and the power of lady Salamis' army, and all their labors are focused on feeding and creating supplies and fortifications for the troops. Even their restful time is spent making praises to their god.

The more devout of lady Salamis' citizens regularly perform missions for the church. These individuals travel into foreign territories and preach there in an attempt to convert others to the faith. All converts are instructed to pack up and move to Divinia, where they are put to work on expanding the territory. Missionaries of Yamir have become extremely unpopular with other Bloodlords, and while such preaching is generally considered legal, many authorities now arrest Divinian proselytes on sight, charging them with treason and putting to death.

Despite its apparent unity to the outside, many people in Divinia deeply resent their forced lifestyle and secretly hope that Salamis will fall. Those who secretly oppose Yamir feel isolated and helpless to rebel, compelled to

act as if they were a fervent supporter of their lady's cause. Other Bloodlords suspect the presence of these individuals, but have had little luck attempting to identify them or to make use of them in some manner. Their hope, however, is that if Lady Salamis herself were to be done away with, these people would come out of hiding and stage a revolt.

Lady Salamis

Lady Scylla Salamis arrived on the Forge roughly five years ago. On her home world, Scylla was a devout priestess of Yamir and served as one of his champions, venturing out to war in his name. During one such mission, Scylla was separated from her party and ambushed by a sizable force of the infidels. Knowing her arms were useless against so many foes, she instead closed her eyes and prayed to her god for assistance. The cries of her foes faded away and she opened her eyes upon the strange, alien City of Penance. Scylla seeded into a small bloodhold of three cantons at the northwest corner of the city with relatively few laws. The more she explored her new world, the more she quaked at the godlessness of the place; she reasoned that her god brought her here as a test of her faith. Always strong of spirit, Scylla began to walk the streets and rail against the place, preaching Yamir's word. Over a matter of several months, the commonly-called "mad priestess" attracted a following, mostly among other seeds who felt as disoriented as she did. She also garnered support among the rebellious youth of the city, many of whom were more infatuated with her great beauty than with her words.

At first, Salamis' supporters followed her around the city and listened to her preach at various key locations, especially the brothels, theatres, and marketplaces of the area. Some even began to preach on their own, and before long, one could find angry priests of Yamir all over the Pedestal railing against the evils of this or the sinfulness of that. Events came to a head on the holiday of Frenzy in the year 937. Greatly upset by the mad dancing and music, Salamis and her followers plunged into the crowd at the central square of the small territory; they all snatched instruments away from the musicians and smashed them upon the ground. The crowd, already in a crazed mood, quickly turned against the zealots and attacked them. Salamis, sensing a slaughter, called for a retreat, and she led her followers in a dead run down the main street of the area, an angry mob of thousands hot on their heels. The mob threw stones, bricks, food, and anything else they could get their hands on at the zealots, and did not stop until Salamis and her supporters had all been forced into the Wrack. Over 50 of Lady Salamis' followers had been martyred in the incident and at least 20 more had died in the lengthy chase. No citizens were ever arrested or punished by the local Bloodlord Ederyn, which greatly angered Salamis. She and her zealots took up residence in an abandoned temple in the lost city, where they were left alone to lick their wounds and to plot revenge.



Here there are fewer facts and more histrionics and legends put forth by the faithful. Supposedly, Salamis sat motionless in an empty garden for eight days, communing with the mind of her god. At the end of this period, her followers say she

seemed taller and more confident, and others say her holy truth made the garden bloom again. All that can be certain is she somehow acquired a powerful magical item—an *orle of dominion,* and most think it was a gift from the Queen herself, rather than her god. Salamis and her remaining disciples began a swift process of building and fortification of the lost canton in which they hid.

A week later, a young Yamirian entered the court of Bloodlord Ederyn and issued a challenge on behalf of Scylla Salamis. Both amused and irritated by the challenge, Lord Ederyn had a stalker follow the young man back to Salamis' hideout. A few hours later, a battalion of troops marched forth to wipe out the zealous colony, and the troops rode boldly into the garden where the boy had gone. The garden was a trap, and once a gate was dropped, the fifty armed men stood trapped in a well-disguised cage. Salamis appeared above them and spoke to them, her voice carrying wide and clear throughout the garden. Her words took hold on the troops and within a few minutes, most of them fell to their knees swearing praises to the great Yamir. Those who swore allegiance joined new comrades outside of the cage, and soon all but of a few had surrendered and joined Salamis. The remaining soldiers were put to the sword.

That evening the troops returned to Lord Ederyn's castle bearing a number of bodies. The vanguard of the battalion marched at the head of the group, dragging a bloodied and limp Salamis, and two carts at the rear of the procession contained the bodies of the slain warriors and the bodies of Salamis' followers. Pleased with his victory, the Lord Ederyn stepped forward to examine his erstwhile challenger. As he leaned over her to check for signs of life, the corpse sprung up and grabbed him around the throat. Caught off guard by the powerful divine magic of Salamis' touch, Ederyn shuddered once and immediately fell dead upon the flagstones. Lady Salamis threw off her bloody shroud and addressed the crowd; she renamed the bloodhold Divinia and declared Yamir's holy law immediately in effect. Her bloodied but unharmed followers all leapt up from the wagons and took their places around her, protecting her from any challengers or dangers from the crowd. All citizens were ordered into their homes for twelve hours, after which the new laws of the area would be publicly proclaimed and the new military formed.

A period of expansion and conversion occupied the next two years. Lady Salamis formed a brotherhood of inquisitors, each instructed to speak with the people of the bloodhold and to affirm their faith in the one true god, using whatever means necessary. The inquisition lasted six months in the original three cantons of Divinia alone, until Lady Salamis felt secure with her people to begin moving her troops against neighboring territories. The small bloodholds around Divinia fell quickly, one at a time; by the month of Passion, 940, Divinia had swallowed up its neighbors and was now bordered only by the lost city. Since then, Dvinia's inquisitors have spent the time securing the faith of all of its citizens to Yamir's word alone. In recent months, the territory's focus has again turned military, although it is a bit of a mystery as to what, or whom, the lady's next target will be.

Lady Salamis remains stoically in charge throughout the entire process of conversion. She is the only priest in Divinia able to receive messages from Yamir; she serves as his mouthpiece, directing the efforts of the entire bloodhold based on his supposed instructions. She often goes into battle with her army, her voice magically echoing over the entire battlefield to inspire her troops and drive fear into the hearts of her enemies. She has no personal attachments, save as a teacher for her disciples, and she often states she is wedded to her god. Salamis shows no signs of weakness to the outside world, and gives her enemies no opportunities to gain the upper hand on her. Her goal, as she says, is complete domination of the entire world of the Forge, and she refuses to acknowledge any other outcome or destiny.

Lady Salamis – 30 year old female Human – Cleric 8/Inquisitor 10

Medium-size humanoid (human); HD 18; hp 156; Ldr 35; Init +5; Spd 30 ft.; AC 30; Atk +22/17/12 melee (*wolf teeth club* - 1d8+11 [crit 18-20x3]); AL LE; SV Fort +22, Ref +23, Will +31; Str 20, Dex 20, Con 14, Int 12, Wis 24, Cha 32.

Special Abilities: DR 5/+5, Rebuke Undead, Smite the Heathen, Divine Protection, Convert the Unbeliever, Empower Congregation, Divine Knowledge, Foster Martyr, Enrapture, Convert the Masses, Cannot be Tripped, Opponents receive a –2 to saves and attacks.

Feats: Dodge, Empower Spell, Enlarge Spell, Improved Critical (Wolf teeth club), Leadership, Quicken Spell, Skill Focus – Knowledge (Religion), Spell Penetration.

Skills: Bluff +14, Concentration +10, Diplomacy +15, Gather Information +14, Heal +10, Intimidate +18, Knowledge (Religion) +15, Listen +12, Move Silently +10, Read Lips +9, Ride +5, Scry +9, Search +6, Sense Motive +25, Spellcraft +6, Spot +12.

Gifts: Persuasive, Zealous (Law)

Prestige Races: Focus of the Fair and Foul (complete)

Typically Equipped Items: *Bracers of armor +8, +4 intense/crushing wolf teeth club, ring of protection +4, ring of spell turning, amulet of Yamir (equiv. to orle of dominion), mask of the inquisitor (+6 Cha/Wis), leggings of balance, corset of faith (gives DR), gauntlets of might (+6 Str), boots of speed, cloak of etherealness.*

Other Items: 3 *potions of cure critical wounds;* 2 *potions of neutralize poison,* 2 *potions of truth.*

Domains: Law, Knowledge

Typically Prepared Spells (DC 19 + spell level (21 for law spells); caster level 16; 6/7+1/7+1/7+1/6+1/5+1/4+1/4+1/2+1): 0th *– create water, detect magic, light, purify food and drink, mending, read magic;* 1st *– bane, command (x2), comprehend languages, divine favor, obscuring mist, protection from chaos, sanctuary;* 2nd *– aid, augury, detect thoughts, enthrall, hold person, shatter, silence, zone of truth;* 3rd *– blindness/deafness, clairaudience/clairvoyance, daylight, dispel magic, invisibility purge, locate object, protection from elements, wind wall;* 4th *– air walk, divination, freedom of movement, greater oathbind, neutralize poison, restoration, sending;* 5th *– break enchantment, circle of doom, commune, greater command, slay living, true seeing;* 6th *– blade barrier, forbiddance, geas/quest, harm, word of recall;* 7th *– destruction, dictum, greater scrying, repulsion;* 8th *– fire storm, mass heal; shield of law* 9th *– foresight, soul bind, true resurrection.*

Salamis' Laws

Though most think of Lord Abbydon when the subject comes up, Lady Salamis actually imposes the most restrictive laws in the city. The first and prime law of Divinia is that all citizens must acknowledge and worship Yamir as the one true god. Anyone opposing this

law is subject to the inquisition. Those who obey the first law must follow all of the principles of Yamir's faith; the basic tenets emphasize that all action must be undertaken for a distinct purpose. Of course, only a few purposes are legitimate and holy in Yamir's eyes: These are the worship of Yamir, the survival of his people, the spreading of his word, and the escalation of his armies. Purposes such as personal fulfillment or entertainment are irrelevant to the point of blasphemy. No music rings out over Divinia, and also forbidden are dancing, theatre, gambling, drinking, art, reading or writing for pleasure, or even games and sports. All magic, save that from Yamir himself, is adverse to Yamir and must be destroyed. Holy and acceptable activities include prayer, the production of food and clothing, the spread of Yamir's word, and the maintenance and construction of simple, humble shelters. In truth, the laws do not fully specify what is not permitted, but simply say "If something is not expressly permissible in Yamir's holy book, then by default it is unholy and outlawed." This leaves much law enforcement up to the interpreter, and a few citizens have been arrested for such crimes as snoring too loud, catching an illness, and simply being ugly.

Two separate groups enforce the laws of Divinia: The first group, the Eyes of Yamir, are the holy police that patrol the streets and homes looking for lawbreakers and often easily finding and arresting them. The second group is the Hands of Yamir. These are Salamis' inquisitors, masters of torture who exact Yamir's punishments. Regardless of the crime in Divinia, the punishment is one and the same: Surrender to Yamir. Violators are strapped down to chair or table and pricked with pins. Blindfolded and gagged, the accused remains alone in a cell for several days without food or water; an inquisitor incessantly reads from the holy book of Yamir to keep him company. After three or more days, those who have committed minor crimes (such as dancing) are asked to confess their crime and to submit to the will and guidance of Yamir. Those whose crimes are worse (such as casting arcane magic) or those who refuse to submit remain in the cell for a longer period and are subjected to further tortures. Few survive their punishments.

Salamis' Court

Lady Salamis does not hold court like the other Bloodlords of Penance. Lady Salamis is the Mouth of Yamir, and communication with her people is a one-way affair. Lady Salamis has a few trusted lieutenants to which she gives her orders, but she does not listen to the wishes of her people nor does she accept advice from anyone other than her god. Lady Salamis lives and operates out of her Temple of Mastery in the center of her bloodhold, and she sees no visitors other then those whom she asks to attend upon her.

- **Champion:** Lady Salamis acts as her own champion and is can defend herself quite handily. She has received only two challenges over the years, both of which she successfully defeated. A few other Bloodlords have sent assassins to deal with her, but her disciples and divine magics have protected her.
- **Lord High Executioner:** This role is split into two positions in Divinia, and their importance falls second only to the lady herself. The first position is that of Grand Inquisitor, currently occupied by Shath Linth (ml Clr7/Inq8), a devoted disciple of Yamir and one of the first to follow Salamis when she first began to preach in the streets. The grand inquisitor is in charge of exacting punishments and directs the efforts of the Hands of Yamir. The grand inquisitor takes orders from Lady Salamis and updates her with news of current happenings. Chief Investigator is the second position, and it is currently held by the human Palin Sarus (mh Ftr8/Clr6), Lord Ederyn's former vanguard and the man that dragged an apparently dead Salamis to Lord Ederyn's feet. The chief investigator's rank matches that of the grand inquisitor, placing him in charge of the investigators of Divinia, or the Eyes of Yamir.
- **Consorts:** Lady Salamis has no mate other than her god Yamir, who does not visit her in physical form.
- **Advisors:** Lady Salamis receive no advice in any form from anyone other than her god.
- **Heirs and Family:** Lady Salamis has no true family on the Forge, though she deems her citizens "Yamir's and my children." She has named her grand inquisitor, Shath Linth, her first heir, and her chief investigator, Palin Sarus, her second heir.
- **Razors:** Lady Salamis employs three razors to keep her armies in order. The first razor Lydar Halat (fdv Ftr10/Hn7) builds and maintains her invading armies. The second, Ironheart (mhz Clr8/Inq8) is in charge of the defense of upper Divinia. The third razor, Polinnus Silverweave (me Ftr6/Clr9), commands the forces which guard the eleven northern cantons of field and forest for their Bloodlord in absentia.
- **Sages or Wizards:** Such pursuits are forbidden in Divinia, and are not present at the temple. Lady Salamis does employ a scribe who records Yamir's great progress in this world and adds it to the holy books. This human scribe, Rith Haddin (mh Rg5/Sta10), is actually an agent from Lord Belus; over the years, Rith has made slight and unnoticed changes to the holy texts while recording what Salamis says are Yamir's words to her.
- **Ambassadors:** Lady Salamis does not bargain with infidels, and considers all foreign visitors that are not pilgrims to be invaders and subject to attack. Divinia does not send any ambassadors to other territories.
- **Guards:** A number of disciples patrol the temple and keep Lady Salamis safe from attack. The individuals are mostly warriors and clerics. Their captain is Gaoith Yabolak (fv Ftr6/Hn8), one member of the battalion sent by Ederyn to kill Salamis.
- **Spies and Agents:** Though there are no spies in the temple except for Rith, Lady Salamis does

have a few agents of her own. These are not permanent plants, but devout stalkers who do the dirty work of Yamir. There are at least a dozen of these agents, and their leader is the frey, Shadilan Kithpaw (mfr Rg6/Asn7/Sta3).

- **Ombudsmen:** Though she accepts no visitors, Lady Salamis must hear the words of the guild ombudsmen by Queen's law. They are allowed to come to the temple on the day of Sate each week, one at a time. Only ombudsmen of professions allowed in Divinia can enter the temple; thus, no rafter's guild operates legally in Divinia, for example. For the most part, the ombudsmen's words fall on deaf ears, but on a few occasions Salamis has made changes to her positions to protect the health and safety of her workers.

Other Important People

Roban Leone: Roban Leone (mh Ftr6/Vig6) is a citizen of Divinia and an Eye of Yamir. Leone is not devoted to Yamir but has been able to disguise this fact so far. Leone uses his position to find others who are resisting the faith and adds them to his list of allies. If his search of a dwelling turns up forbidden items, Leone neglects to mention them unless they cannot be hidden from his fellow Eyes. Roban always returns later to recruit these folk into his silent network of resistance, while his fellow Eyes think he works too hard at reinforcing the faith by constantly leading prayer groups among recent faith-sweeps. His resistance network is small, but Roban believes that he can use it effectively for swift, surgical strikes, much like the Errant Paladins' Society. Roban also uses the tunnels beneath the southern part of the bloodhold and uses them for smuggling purposes as well as hidden meeting places.

Salan Ragorn: Salan Ragorn (mf Rg5/Ftr2/Sta6) is a faust displaced from his home when the followers of Yamir took over the area. The inquisition took his family from him, killing his wife and two children and converting the youngest to Yamir's faith. Salan has lived in the Maze for three years now, coming to the surface periodically to pick off lone Eyes or to steal food. Lately Salan has been leaving graffiti to stir up public unrest, scrawling "Yamir wants your soul" and "Follow Salamis to Hell" on streets and walls. Salan easily comes to the aid of any group of foreigners he sees fighting against the forces of Yamir.

Trade and Commerce

Divinia luckily has its own self-contained economy as it is forbidden to trade with infidels. The people must grow their own food, harvest their own wood, and make their own clothes. Divinia lies on the edge of the city and an ancient collapse makes travel down to the plains of Penance possible along the Road of Ascension, a wide road trailing a zig-zagged path steeply down the ruins to the lush grasslands. Divinia has taken control of a sizable area of the plains north of the city; she has also occupied part of the Ramtha Forest, encroaching on the domain of Lord Belus. Because of the strange ways in which the Queen's laws operate, Lady Salamis is blocked from being able to enforce her laws in cantons which she does not control, and therefore she has forced the light colonization of the plains to the north of her territory. Eleven cantons of farmland have a few thousand inhabitants working and guarding the fields and the forest and are considered part of her territory. At least ten other cantons grow her crops as well, but cannot be considered part of Divinia. These cantons have no inhabitants at all, and the farmers from the occupied cantons come and go to them each day, occupying them only for purposes of labor.

Divinia has no currency, since money here is outlawed entirely. All work goes for the greater good of the people of Yamir, and the fruits of all labor are distributed evenly amongst those who require them. Food is handed out daily to citizens in the city, and other goods, such as clothing, cooking equipment, and soap are handed out weekly. Any coins or objects of wealth are taken to Lady Salamis and deposited in a vault, where they serve only the needs of Yamir.

The druids of the Ramtha Forest pester Lord Belus and insist he do something about the presence of Divinia on the forest's edge. The druids say that the zealots are not taking carefully of the forest, but are instead plundering it of its gifts, killing it and rendering the area barren. Belus so far has taken no action, but a growing resentment and fear has begun to grow in Illumina towards their neighbors to the east.

City Proper

Divinia occupies fifteen cantons on the Pedestal itself. Nearly all the population of Divinia lives here in the city proper, as the remainder of the bloodhold is merely the support structure needed to feed those in this area. The main sites of the city proper are detailed below.

Fortress of Yamir: This heavily guarded stone castle looms menacingly on the edge of the Pedestal, looking out over the fields below. Most of Divinia's offensive armies camp here, awaiting their orders. Massive iron elevators are built into the wall of the city beneath the fort, allowing troops to be lowered up or down from the plains to the fortress. The fortress serves as a means of guarding Divinia's crops as well as housing and training warriors.

Garden of Solace: This holy site is at the eastern end of the Path of the Martyrs. It consists of a temple complex of several partly ruined buildings—the first refuge for the followers of Yamir in the former lost city. One can see the garden where Lady Salamis prayed for eight days, as well as the courtyard where she trapped the forces of Ederyn.

The Gateway to Penance: This massive archway and its set of gates predates Divinia by several millennia. The archway is 100 feet high and 300 feet across. The gateway arch is jade and marble while the gates themselves are mithril. The gateway is a truly impressive feat of engineering and craftsmanship, carved figures on the gates and arch showing fantasized historical events from the building of the city, including Palethian's founding of the first settlement on the Wellspring, the destruction of Illium, and the formation of Scopas' Rift. Lady Salamis wishes to tear the gates down to forge the mithril gates into weapons and armor, although the security they provide is currently useful, so her plan is on hold for now.

Lake of Souls: This small lake takes up about one-fifth of a canton and is fed from ancient pipes leading from the Aegis River to the west. The lake is the main source of water for Divinia and is considered a sacred spot. Inquisitors guard the pillared walkway around it and new converts come here to be initiated into the church. They say the waters of the lake wash one's soul clean and ready it for Yamir's blessings. The water of the lake does radiate a magical aura, but skeptics claim that it is falsely generated by the deceitful magics of Yamir.

Northern Distribution Center: This open plaza is the main northern distribution point for food and goods in Divinia. All day, every day, citizens line up here to get food from the priests who bring the carts up regularly from the fields. On the day of Sate, the plaza is always packed, as the people line up for other goods such as shoes, combs, and tools.

The Path of the Martyrs: This two-mile long stretch of roadway is the route by which the Yamir's faithful fled the mobs on the holiday of Frenzy, 937. Twenty-two monuments mark the individual locations where a disciple of Yamir died along the way. The traditional worship ritual here is to walk eastward from the Plaza of the Fallen to the Garden of Solace, stopping at each monument to kneel and read the prayer etched into its surface. The most zealous of pilgrims spill a few drops of their blood onto each of the monuments as they go, and all of these marble shrines have acquired a grisly, mottled appearance.

Plaza of the Fallen: This large circular public plaza surrounds a tall fountain, now converted into an eternal torch. Lady Salamis' Temple of Mastery stands at the north end of the plaza. Pilgrims gather here daily to catch a glimpse of their prophet and to begin the holy walk along the Path of the Martyrs. Every year, on the holiday of Frenzy, the Hands and Eyes of Yamir throw to the crowds all the forbidden items collected over the course of the year, and they are all smashed, torn, or burned in great bonfires of holy destruction. At the end of this event, the 50 names of those who died here are recited, and Lady Salamis delivers a rousing sermon to the crowd, including a few choice words channeled from Yamir himself.

Southern Distribution Center: This plaza is the main southern distribution center for the goods of Divinia. It is identical to its northern counterpart.

Temple of Mastery: The temple and home of Lady Salamis was originally the grand palace of the Lord Ederyn, and it was once a gaudy affair filled with statues, painting, and gilded scrollwork. When Salamis took over, she had all offending objects removed; she also had the entire building and everything in it, interior and exterior alike, painted white. The overall affect is quite staggering, and many visitors are nearly blinded by the oneness of the place. If one looks closely, one can see where all the original artistry of the place rests hidden beneath the white shell. Access to the Temple is forbidden to all but the highest priests of Yamir and those individuals especially invited there by Lady Salamis.

The Tower of Purity: This tall, ivory-tiled, stone tower stands a few blocks from the Temple of Mastery. The Tower is the seat of the Inquisition of Yamir, led by Shath Linth. All who are arrested in Divinia, for whatever reason, are brought here to be questioned. If an arrest proves justified, a prisoner literally gets sent down for



Divinia Key

A. Divinia Proper
1. Fortress of Yamir
2. Garden of Solace
3. The Gateway to Penance
4. Lake of Souls
5. Northern Distribution Center
6. The Path of the Martyrs
7. Plaza of the Fallen
8. Southern Distribution Center
9. Temple of Mastery
10. The Tower of Purity
11. The Tunnels

B. Farmland and Forest
12. Ramtha Camp
13. Road of Ascention

punishment. The lower floors and dungeon of the tower hold prisoners and the upper floors house and train inquisitors.

The Tunnels: Divinia's government knows nothing of the existence of these ancient maintenance tunnels running under the Lake of Souls. The tunnels can be entered from the city's sewers in a dark alley a block north of the lake; they run under the lake, out of the bloodhold, and deeper into the wrack and its undercity. Roban Leone uses the tunnels to smuggle traitors out of the territory and smuggle in forbidden goods he then delivers to his contacts in Divinia. Members of the Band of the Red sun meet Leone and his cohorts weekly in the lost city to exchange goods. Though Leone hasn't done anything with this knowledge yet, he knows the tunnels can temporarily drain the Lake of Souls by pumping the water off the edge of the city (though it will refill as water courses in from the Aegis River).

Farmlands and Forest

On the far side of the Gateway to Penance, there lie three completely collapsed and ruined cantons forming a rift at the edge of the city. North of the rift and northeast of the main body of Divinia proper are eleven cantons consisting merely of fields of farmland with hastily built sheds on them to house farm workers. Just north of this area, another ten cantons lies empty save for crops, all of which feed the people of Divinia. The two most important features of this makeshift lower city are described below.

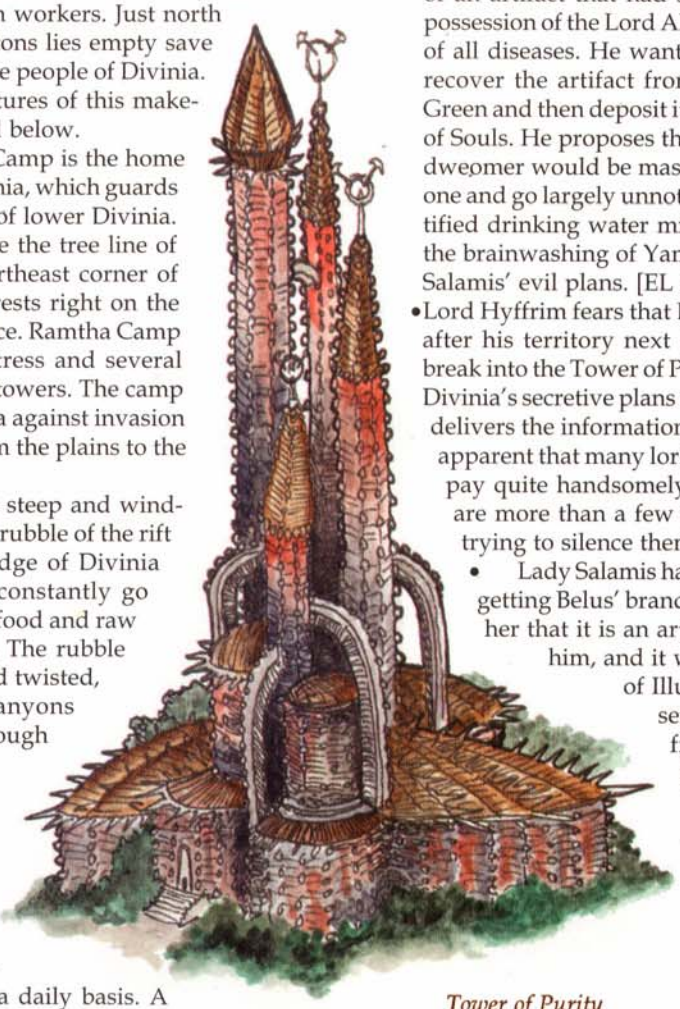
Ramtha Camp: Ramtha Camp is the home base of the third army of Divinia, which guards the crops and farm workers of lower Divinia. Ramtha Camp lies just inside the tree line of Ramtha Forest at the far northeast corner of the occupied plains; it also rests right on the border of Lord Belus' influence. Ramtha Camp consists of a simple log fortress and several outlying barracks and watchtowers. The camp is supposed to protect Divinia against invasion from Illumina, as well as from the plains to the north.

Road of Ascension: This steep and winding road picks its way up the rubble of the rift in the city to the western edge of Divinia proper. Carts and wagons constantly go back and forth here, hauling food and raw materials to the city proper. The rubble around the road is varied and twisted, sometimes forming deep canyons that the road must pass through on its way to the top.

Additional Divinia Adventure Hooks

Divinia is still growing and maturing as a territory, and there is a great deal of activity that takes place here on a daily basis. A fever for war is rising, and rashers are needed to fight both for and against the forces of Yamir.

- Roban Leone has been ordered down to Ramtha Camp for a week. He also has to meet his contacts in the lost city to receive an important delivery. He needs someone trustworthy who can sneak through the tunnels and appear in his stead. [EL 8]
- A band of pesky nightlings has been coming out of the Ramtha Forest and pillaging harvested food stores and harassing farmers and soldiers. The nightlings live in the part of the forest controlled by Illumina, and Divinia needs foreigners to pursue them rather than start up an ugly border conflict before they are fully ready. [EL 10]
- Missionaries of Yamir convinced the son of Ahminado, Megaera's ambassador to the Oasis, to come to Divinia three weeks ago, and he hasn't been heard from since. Ahminado believes his son to have been brainwashed into the service of Yamir and wants his son back. Someone must venture into Divinia, find the young elf, and somehow convince him to leave. Anyone succeeding in the mission is sure to get the appreciation of both Megaera and Flollo. [EL 12]
- Lord Belus has an interesting idea. He has read of an artifact that had supposedly been in the possession of the Lord Alfheirn that was the bane of all diseases. He wants to recruit someone to recover the artifact from beneath the Queen's Green and then deposit it in the water of the Lake of Souls. He proposes that the resulting magical dweomer would be masked by the water's false one and go largely unnoticed. The magically-fortified drinking water might then undo some of the brainwashing of Yamir and wreak havoc on Salamis' evil plans. [EL 14]
- Lord Hyffrim fears that Lady Salamis may come after his territory next and wants someone to break into the Tower of Purity and discover what Divinia's secretive plans truly are. Once the party delivers the information to Hyffrim, it becomes apparent that many lords in the city would also pay quite handsomely for it. Of course there are more than a few inquisitors on their tail trying to silence them. [EL 16]
- Lady Salamis has become obsessed with getting Belus' brand of exile. Yamir has told her that it is an artifact of great import to him, and it would upset the culture of Illumina greatly by its absence, making it easier to fight. Anyone who can get her the brand would be deeply in her debt. [EL 18]



Tower of Purity

The Golden Shore

"Ahh, the Golden Shore, freedom at last.... Keep your sword handy, just the same...."

- The rogue Anacia

Lord Narcis' holdings are "The Golden Shore" and occupy 75 cantons along the eastern Shore of the Wellspring.
Population: 3,168,225;
Racial Makeup: Asherake: 3%, Ceptu: 0%, Chromithian: 8%, Dover: 8%, Elf: 5%, Faust: 2%, Frey: 12%, Haze: 7%, Human 27%, Lunar: 1%, Nightling: 16%, Picker: 5%, Silver: 0%, Valco: 1%, Other: 5%

Along the eastern edge of the Wellspring stretches the Golden Shore, a shimmering metropolis of color, flavors, and sounds. Though not as idyllic a place as the Oasis, its neighbor to the southwest, the Golden Shore has a little more to offer and is undeniably alive. Chaotic and free, the Golden Shore is full of colorful minarets, markets, palaces, parks, baths, and people of all sorts. Everyone that dwells here seems full of intensity and excitement. The place is prosperous, beautiful, and bustling. As long as Lord Narcis has been in power, the Golden Shore has been expanding, and it is now the largest territory actually located wholly on the Pedestal. Sure, those vergers living under the oppressive regime of Abbydon or the madness of Belus may have more cantons, but any fool knows that the Wellspring is the center of the world and where it all happens.

Lord Narcis' rule has had an obvious effect on the Golden Shore over the last twenty years. Narcis' philosophy for the most part is to leave the people alone and let them be who they want to be. Narcis spends his efforts and funds on expanding his territory and rooting out foreign spies. Narcis already has picked up enough ground so that the Golden Shore now abuts the Oasis and the Alliance to the south and Hyperia's territory to the north. This has recently stirred up some conflict among the Overlords, and the spies and plots here are thicker than anywhere else in Penance. Even Narcis' old ally Flollo is now a thorn in his side. Currently the Golden Shore is expanding most quickly to the east, where only minor Bloodlords and abandoned cantons stand in its way. However, Narcis' is exceedingly clever, and few doubt that he has a plan up his sleeve to at least confound if not overthrow his rivals.

Such political machinations of Overlords are far from the minds of the general citizens of the Golden Shore, who all lead rich and varied lives filled with great joy, passion, and gusto. Tall domed buildings line the crowded streets, and every lane seems like a market. Every sidewalk in the Shore lines with blankets and carts, the residents displaying their crafts, arts, and the herbs and foods they grow in their window boxes and rooftop gardens. Each merchant is lively and alert, and calls out to passers-



by to come browse his wares. Livestock is common here, and goats, chickens, ducks, sheep, goraks, and other animals are for sale alongside the other commodities. The Golden Shore is also famous for its exotic spices which the people grow and sell here, and which impart a rich, sweet, and intoxicating aroma to the air. Indoors, more organized industry takes shape, ensuring the Golden Shore of rich profits and continued prosperity.

Even in the evening, many merchants remain, and every evening at tenth spark, the streets fill with musicians and the people pour out of their homes to dance, to visit with one another, and to celebrate life. Because of the close contact the people of the Shore have with one another, there is an intense sense of community here, and most that dwell here are genuinely happy.

The standard of the Golden Shore is a violet flag showing a golden minaret rising above a blue bay. Lord Narcis' badge is a three part triangle representing the three territories he united to form the Golden Shore.

Lord Narcis

Though few suspect it from his appearance, Lord Atticus Narcis is arguably the smartest Bloodlord in Penance. Narcis is a master of words and diplomacy, a brilliant tactician, and more obviously, a grand gourmand. He enjoys politics, but above all else, Narcis loves food; as one of the most powerful people in the known world, he can get all he wants, which is quite a bit. To his rivals, Narcis' self-indulgence is generally seen as a liability, but Narcis is considerably more strong, quick, and disciplined than he appears. Narcis himself sees his habit as beneficial, as his enemies focus so intently on his gluttony that they often tend to underestimate him. Narcis, to the surprise of few, is a megalomaniac. The one thing that he loves most of all is not food nor power, but himself. Narcis envisions his Golden Shore stretching over the whole of Penance and himself proclaimed the greatest individual to have ever lived. His own people, though they adore him, mean little to him; his philosophy of "let the people have what they want" exists because he really doesn't care what they do with themselves. Most other Bloodlords sense the growing nature of his territory, and fear him.

The one thing that Narcis needs and still lacks is control over one of the rivers of Penance. Currently, food is expensive for him and his people, as he is last in the shipping lanes to receive it. Narcis receives most of his food and raw materials from Illumina at a sizable markup. Narcis currently has his eye on several possible waterways, which is where his chief talent comes into play. Narcis realizes that he is no match for more than one opponent at a time, so he is lying low, renovating old cantons to the east, and attempting to keep the other lords of the city in conflicts with one another. Narcis' spies prod the conflict between the Alliance and Utopia, hoping they will fall into an all-out war that will greatly weaken both territories. Narcis also has his agents in the court of Lord Mabon, whispering that Flollo intends to free the slaves of Blackwall and that he should close the Traitor's Gate to all traffic. This plan, Narcis hopes, will spark a conflict between those two. Narcis' best hope currently lies with wresting control of the Syrinx River from Lady Hyperia; all he needs (and is currently plotting) is some unwitting assistance from Megaera.

Atticus Narcis was not always a glutton or a lord, although after the twentieth year of his reign, it is difficult to tell. Narcis came to the Forge at the age of fifteen from a world too dull to contain his active mind. Once on the Forge, Narcis quickly discovered he had developed a powerful gift, the ability to convince others simply with his words. He went to the palace of the silver Omphale, then the Lord of the Golden Shore, to convince the Lord to employ him. Omphale, being shrewd, named him a vanguard and kept Narcis at the left of his throne at all times; the Bloodlord used Narcis to hammer home his words, suggestions, and commands to those who came before him. Within a year, Narcis had become an invaluable agent of Omphale, who began to rely on his servant's powers more and more to rule his kingdom. Of course, this only inflated Narcis' sizable ego, and he began planning to take over the area. Omphale, not blind to what was going on, decided to get rid of Narcis, and planned an ambush to capture and imprison him. Narcis, learning of the plot through one of his loyal agents, thwarted the ambush and escaped into the Maze, where he laid low for time. In the meantime, he became a wanted man and a sizable reward was posted for his capture.

Fortune smiled on Narcis when he met Nairb Flollo, a lone picker deep in the maze, and the two fugitives discussed each other's woes. Narcis made a deal with this picker, whereby each would use his talents to help the other achieve the position of Overlord. Flollo began his part of the bargain by leading Narcis to an excellent hideout in the undercity, which Narcis took as his new home. Narcis then delivered a challenge on behalf of Flollo to Saragoth, the Lord of the Hive bloodhold. Narcis used his talents to anger Saragoth and to get him to answer the challenge with a counter-challenge of a duel. Narcis executed his part flawlessly, helping make Flollo Lord of the Hive within a matter of days. Flollo then rewarded Narcis with a sizable amount of gold, which Narcis used to build himself an army of revolutionaries he soon named the Band of the Red Sun. This force was centered in the wrack above Narcis' hideout on the south bank of the Hebrus, just across from the Golden Shore. Narcis' army grew by attacking Omphale's prisons and recruiting those they freed. Within a year, the Band of the Red Sun numbered over a thousand men, all below the surface of a devastated canton, and Narcis quietly declared himself a Bloodlord.

Now master of his own fortune and no longer bound by the rules of engagement, Narcis planned a coup against Omphale. Flollo and Narcis plotted a route through the Maze into the depths of Omphale's fortress and carefully studied its architecture. Flollo also sent an ambassador to Omphale to study the movements of the courtiers and the layout of the fortress. Late at night, on the holiday of Darkness, Narcis' men assembled under the fortress and undermined its supports with heavy tools and the aid of silencing spells. The plan worked beautifully, and within a few hours, a small, carefully selected section of the fortress collapsed, injuring no one but the sleeping champion of Lord Omphale, who was crushed among several tons of heavy masonry. Within moments, Narcis ap-

peared in the court and declared himself the new Lord of the Golden Shore. Omphale, who had no proper recourse under the Queen's laws, immediately fled the area with a few of his most loyal advisors and sought sanctuary with Lady Hyperia, his closest ally. Omphale still claims he will return to recoup his territory, but so far he has done little about it.

Now truly an Overlord, Narcis pardoned all the former prisoners in his army and conscripted them as his legitimate royal guard. He also declared his arrangement with Flollo paid in full. Then he proclaimed the people of the Golden Shore to be free from oppression, burning Omphale's complex legal codes in a memorable public rally; he declared the Shore no longer answerable to any laws but the Queen's and the common laws of Penance. This day, the day of Blooming Anew, Stirring (9-1) is still celebrated in the Golden Shore with a week long holiday of exuberance called the Week of Deliverance. This week commemorates Narcis' rounding up of the thousands of barristers that had previously enslaved the Golden Shore with their complex rules and placing them in an enormous set of stocks built specially for the occasion in Freedom Square. For seven days, the people of the Shore came and mocked them, throwing rotten fruit and hurling oaths and epithets. Then, on the seventh day, Narcis burned each of the barrister's diplomas and codebooks in a giant bonfire, to which the stocks were added as he freed each former judge in turn, declaring each now a free man.

After this show of benevolence, Narcis then turned his attentions away from his people and looked toward expanding his empire. To the north of the Golden Shore along the Wellspring lay two smaller territories run by lesser Bloodlords. Narcis visited each land and very cleverly explained how he had no intention of taking their territories like their other neighbor did. Narcis' spies and lies then entered each of the courts, and within a few months, a fierce battle broke out between the two territories. After several weeks of bloody fighting, Narcis, quite ready for such an occurrence, sailed north and crushed both beleaguered armies in a brief and one-sided battle. His troops then occupied each of the territories, declaring them now part of the Golden Shore.

It was after this event that Narcis began to spend his time eating constantly and lounging on his royal divan, betraying his nightling heritage. Though he has never lost his edge or his sharp tongue, Narcis has grown considerably larger. In general, he ignores internal affairs, which seem to work themselves out without his interference, and concentrates on expansion of both his territory and his waistline. About five years ago, the border of his Golden Shore butted up against Flollo's Oasis, and the two former friends are now bitter rivals, each vying closely with the other for the few unrenovated cantons that still lie between them. To the north, the Shore also borders on Lady Hyperia's territory, and Narcis feels quite taxed, vying with both lords at once with few allies to help him. His saving grace is the strong enmity long bred between his two main rivals, and that bad blood is what Narcis takes great pains to make sure stays sour.

Lord Atticus Narcis – 39 year old Male Nightling - Rogue 10/ Demagogue 10;
Medium-size Humanoid (Nightling); HD 20; hp 211; Init +3; Spd 20 ft.; AC 13; Ldr 37, AL CE; SV Fort +17, Ref +22, Will +22; Str 20, Dex 16, Con 22, Int 26, Wis 20, Cha 32.
Skills: Bluff +35, Diplomacy +46, Gather Info +33, Innuendo +32, Intimidate +38, Knowledge (politics) +35, Read Lips +20, Sense Motive +30.
Gifts: Ability Boost (Cha), Charm, Persuasive.
Prestige Races: Focus of the Fair and Foul (complete), Focus of the Mind (complete).

Narcis' Laws

Laws in the Golden Shore are few, by decree of the Lord himself. The only laws in effect at all are the six common laws of Penance: bodily harm, theft, vandalism, pollution, espionage, and taxation. Even these are not too religiously followed. Brawling is generally ignored as long as no one is seriously injured; littering, graffiti, and other such acts are considered petty and beneath the notice of the judges. Taxation is probably lower in the Golden Shore than anywhere else in the city; while Narcis keeps a large army and an extravagant palace, he provides few if any public services. Many cantons do not even have any bailiffs and are patrolled by only a single judge. The idea is that the people should be able to look out for themselves, which for the most part, they do.

Narcis has even decreed that two particular cantons of the Golden Shore remain a lawless zone—an area where no judges patrol and where nothing is a crime and literally anything goes. This Golden Ghetto is walled off from the rest of the Shore, and only a handful of gates allow passage between Shore and Ghetto. It is Narcis' intention that this area draw off the worst criminals from his territory. Narcis secretly keeps tight control over this area through his friend Sestos Malvacius, ensuring the area isn't used as a base of operations for marauders.

Rival Bloodlords have concluded that the Golden Shore would be an easy target for invasion due to the fact that individual cantons are so lightly guarded. This has turned out to be a false notion, as the ordinary citizens of the Shore have responded to invasion with an impressive and concentrated force of arms. It is surmised that if Narcis is ever overthrown, the people of the Shore would simply ignore their new ruler and continue to live as they are accustomed to.

Punishments for severe crimes such as murder vary from judge to judge but for the most part are relatively strict. Imprisonment or forced military service happens in most such cases. Citizens accused of working for foreign territories are often exiled and imprinted with Narcis' iron of treason. Spies are either imprisoned and used as bargaining chips or turned over to Lord Narcis, who loves to set an example of them by eating their roasted bodies while holding court. Excessive polluters are fined heavily and forced to clean up the messes they create.

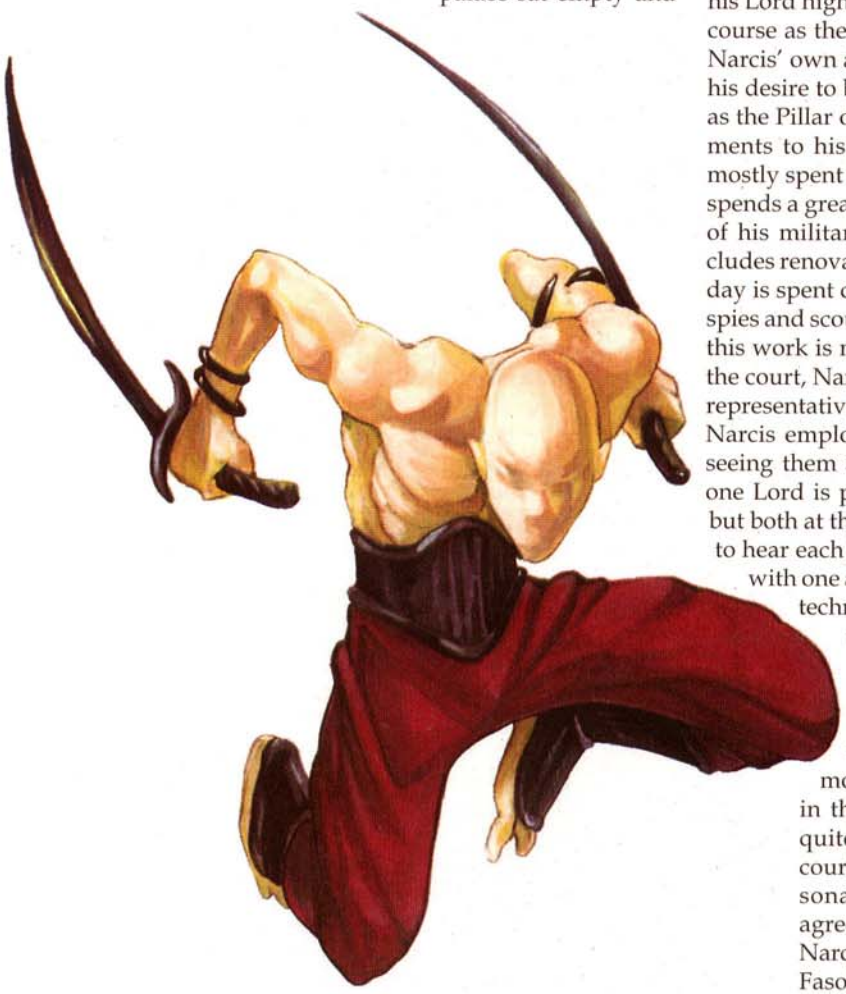
One misconception about the Golden Shore is that the lack of a government support structure fosters a great deal of crime, as those at the bottom of the barrel inevitably turn against the society. This might be true elsewhere, but the people of the Golden Shore have built such a strong sense of community in every canton, that few people really slip through the cracks. Neighbors are always ready

and willing to help out their neighbors, and no one is ever likely to go hungry, even if they don't have any money, as the people here are really quite generous. The biggest problem is with the seeds that get dropped into the situation. Typically though, the good ones manage to fit in eventually, and the bad ones generally go elsewhere, most often to the Golden Ghetto.

Committing a crime in the Golden Shore, while it may appear easy, is actually quite dangerous, as everyone here is used to and well-prepared for defending themselves. Most ordinary citizens carry weapons, although few use them even if they are caught in a brawl. The golden rule on the streets is "Don't draw your weapon unless your assailant draws his first." This tends to keep people safe and keep the true crime rate down. In general, while the Golden Shore may have the outward appearance of being rife with crime due to the crowded streets and lively and outspoken citizens, it is actually a relatively safe place.

Narcis' Court

Court in the Golden Shore is held in Narcis' beloved Palace Hafia. This place had originally been the seat of the area's government for over a hundred years, but about two hundred years ago, the territory was split between several lords, and when Lord Omphale finally retook the area, his court was already seated at what is now Fort Atticus. For thirty years before Narcis took power, this palace sat empty and in a state of disrepair. After his successful coup, Narcis contracted some builders from the Oasis to restore the place, and he moved his court here three years into his reign.



Narcis' time is now mostly split between the palace and the nearby food harem. His morning begins normally around 10th shroud, when he is carried down from his chambers into the main court room. There he confers with his courtiers and advisors, and entreats with any ambassadors that may have come to speak with him. While holding court, Narcis is waited on by a team of servants, who bring him food and drink, and who massage his flesh and rub oil into his skin. At times he may be carried into a private room to speak with someone alone, most often with his razors or with his spies. The hour of spark is spent napping, and then around third spark, Narcis generally tires of the court altogether and asks to be carried to his food harem, where he begins the day's feasting. By third shroud, he has usually been carried back to his chambers where he either sleeps or interacts with his concubine or children.

Though strikingly lazy, Narcis is not as handicapped as he seems. He is quite capable of getting up and moving about on his own, and is remarkably quick for someone of his girth. Likewise in court, Narcis is deceptive. Though he may be loved by his people, he is still a megalomaniac who intends to take over the world. For the most part, Narcis ignores internal affairs, letting the judges and his Lord high executioner deal with the people, as long of course as they don't impose any new laws on the Shore. Narcis' own attention to domestic matters is seen only in his desire to build grand and impressive structures, such as the Pillar of Freedom or the Flying Gondolas, as testaments to his greatness. His time in court, however, is mostly spent working on the expansion of his empire. He spends a great deal of time each day checking on the state of his military and ordering its movements, which includes renovation of lost cantons. Another few hours each day is spent checking in on his enemies, and sending out spies and scouts to disrupt the other lords and their plans; this work is mostly done in private. In the main room of the court, Narcis frequently meets with ambassadors and representatives of other lords. One interesting technique Narcis employs when dealing with these people is not seeing them at all unless a representative of more than one Lord is present. Then Narcis will speak with them, but both at the same time, allowing the two ambassadors to hear each other's affairs and forcing them to compete with one another for his attention. Narcis believes this technique gets him better deals, as well as fosters enmity amongst his rivals, which is his chief weapon.

- **Champion:** Narcis' personal champion is a shapeshifting sync by the name of Fasolt. Fasolt is extraordinarily skilled, and wins most challenges with counter-challenge duels in the Hippodrome. Well paid and seemingly quite loyal to Narcis, Fasolt does little else at court besides act as champion, and leads a reasonably pampered lifestyle. Fasolt's service agreement ends in a year, and it is unclear what Narcis intends to do for a champion at that time. Fasolt is a frightening duelist, who fights dirty

by disarming and tripping opponents. Fasolt typically dodges around the first few rounds of a fight while synchronizing with his opponent.

Fasolt – 85 year-old male Sync – Fighter 10/Hone 10

Medium-size shapechanger; HD 20; HP 266; Init +6*; Spd 60 ft; AC 32*; Atk* +34/34/34/29/29/24/19 melee (*tiger hook* - 1d6+17 [crit 19-20x3]); Atk* +27/27/22/17/12 ranged (*crossbow* - 1d8+6 [crit 19-20x2]); AL LE; SV Fort +22 (+28 vs. poison), Ref +15*, Will +14; Str 22*, Dex 22*, Con 18, Int 15, Wis 18, Cha 12.

Special Abilities: Fast Healing 5, Extended Critical, Fell Blow +5, Immune to Disease, Improved Defense +4 (Sl), Precision Strike +5, Skilled Stunt +3, Spell Resistance 20, Sync.

Feats: Ambidexterity, Dodge, Exotic Weapon Proficiency (tiger hook), Expertise, Improved Disarm, Improved Trip, Improved Two Weapon Fighting, Improved Unarmed Strike, Mobility, Spring Attack, Two Weapon Fighting, Weapon Focus (tiger hook), Weapon Specialization (tiger hook).

Skills: Climb +16*, Handle Animal +8, Intimidate +11, Jump +28*, Listen +20, Ride +10*, Spot +20, Swim +16*, Tumble +18*.

Gifts: Danger Sense, Thick Skin

Prestige Races: Focus of the Body (complete)

Typically Equipped Items: 2 *+4 sync tiger hooks, +3 stunning crossbow,* 20 *+3 shrieking bolts, bracers of armor +8, ring of protection +5, ring of blinking, gloves of dexterity +4, belt of giant strength +4, boots of striding and springing* (30ft.), *necklace of adaptation, cloak of resistance +4*

Other Items: 2 *potions of fly, Keoghtom's ointment, dust of appearance.*

Notes: All stats marked with * are subject to the sync special ability. For each round the sync spends in melee, its Strength and Dexterity scores increase by two points up to a maximum of 50. Thus, attacks rolls, AC, damage bonuses, its Reflex save, and all skills marked by a * increase by 1 each round. These bonuses remain as long as the sync focuses its attacks against the same target. If its opponent dies or escapes, Fasolt reverts to his original statistics. Also, over the first five rounds of combat, the normally faceless sync slowly takes on the face of his opponent. For more info on syncs, see *Minions: Fearsome Foes.*

- **Lord High Executioner:** All of Narcis' internal affairs are handled by Rakkov (ma Ftr6/Vig10). The asherake stifles in his position as he feels Narcis' laws are too lax, so he spends much of his efforts in rooting out spies and traitors, targets he is allowed to abuse to his heart's content. He instructs the judges of the Shore to pay close attention to foreigners, making sure they are not on missions of espionage.
- **Consorts:** It comes as a surprise to most to discover that Lord Narcis only has a single partner, the nightling Imogen (fn Ari4), who he considers his wife and who is the mother of his children. Imogen and Narcis seem to have a relatively loving relationship. Imogen is also of considerable size, and spends a great deal of time feasting in the food harem with Narcis.
- **Advisors:** Narcis' most trusted advisor is the silver Gorboduc (hs Bd6/Dem8). Gorboduc has been given the title of Grand Vizier by Narcis, and presides over the court in his absence. Gorboduc also has a lust for power, and his presence is one of the reasons Narcis continues to stay focused on ruling and not slip into full degeneracy. Narcis' second favorite advisor, the chromithian Issthicar (fch Rgr5/Dem6/ Sta4), also is well regarded, although Issthicar is also well paid by Abbydon to occasionally plant bad council and misleading information into Narcis' mind.
- **Family:** Narcis has three children, all of which are named as heirs. The eldest is the Prince Saliss (mn Ftr6/Vig5), who Narcis has made a razor in charge of the eastward expansion. Saliss is the spitting image of Narcis as a young nightling, and he fully expects to rule in his father's place someday. Narcis' second child is a devious young female named Lasantha (fn Rg2) who is just beginning to attend court, and his third is an infant boy named Skalak.
- **Razors:** Narcis has three razors in charge of his military. His eldest son Saliss is in charge of the army and of expansion of the Shore eastward. The navy is in the hands of Grum (mn Ftr5/Hn10), and Slathe (mf Rgr6/Sta10) handles special forces and spies.
- **Wizards:** Narcis has two court magicians, Rashon (mh Wiz14) and the hovara Glaak (fhv Wiz17). These two perform a variety of duties for him, including scrying on his enemies, researching arcane lore, casting charms and enchantments to aid him in his negotiations, and the crafting of wards around the Palace for his protection.
- **Scribe:** Narcis' personal scribe Timolus sits at the foot of Narcis' litter at all times in court and records the proceedings, excepting only the most secret private deals. When court is not in session, Timolus maintains and runs the sizable Palace library which includes the court records as well as all of Narcis' personal philosophical rambles that the Lord someday hopes to have published. Timolus is, unbeknownst to Narcis, an important informant for Lady Hyperia, and keeps his Lady well informed of all of Narcis' plans.
- **Guards:** Narcis' personal bodyguards are his litter bearers, all of whom are all highly skilled fighters and counter-assassins (Ftr/Asn/Vig classes mixed, avg. level 12). The litter bearers also massage, feed, and run errands and messages for Narcis throughout the Palace.
- **Ambassadors:** Ambassadors come and go at the court. The only two representatives that are permanent residents here are from Barrowhold and the Oasis. Lady Hyperia's ambassador is Patrochlus (me F7/Sor5) who is generally here to keep his Lady informed of Narcis' movements. Patrochlus is very visible and flamboyant and loud in the court, and serves to distract Narcis' attentions away from Hyperia's real spy here. Flollo's representative Nalikatha (hs Sor7/Dem4), is more ambassadorial in nature, and really is there to smooth relations between Narcis and Flollo, a fact that irritates Narcis to no end.
- **Other Courtiers:** Any citizen of the Golden Shore may purchase entrance to the court for 1,000gp. Ombudsmen of course are allowed in for free. At any given time, a number of such individuals are all present, attempting to get the attentions

of one of the more powerful courtiers. These citizens are typically rich merchants who either want some sort of government shipping contract or want some sort of monument construction built. Ombudsmen typically ask for grants to improve working conditions or to renovate their industry.

- **Spies and Agents:** Narcis has his spies in the courts of many other Bloodlords, including those of Flollo, Hyperia, Penates, Abbydon, Mabon, and Belus. Espionage is Narcis' favorite court related activity, and gets the bulk of his attention. The razor Slathe handles most of the individual agents. Narcis has been trying for quite some time to plant an agent in the court of Lady Megaera, but she has so far thwarted him, which has fueled bitterness between the two Overlords.

Other Important People

Lachesis Byrsa: The outspoken ombudsman for the weaver's guild, Lachesis Byrsa is one of the reasons the textile industry is so strong here in Narcis' territory. Byrsa is one of the few individuals who can squeeze money out of the fat nightling, and has used it well to train her craftsmen and to purchase proper equipment for them. Byrsa is a good-hearted person and may be willing to treat with Narcis on behalf of another if she feels that the cause is just. Byrsa's offices are located in the weaver's guild building just across from the Tapestry Museum.

Maro Capet: Maro Capet is an aging human and one of the former barristers that flourished under Lord Omphale's strict and complex code of laws. Stripped of his profession when Narcis took power, Capet holds a grudge against Narcis for putting him in the stocks, and wants to restore "law and order" to the Golden Shore. Capet is not powerful enough to overthrow Narcis himself, but he is a very outspoken critic of Narcis' wantonness and disinterest in his people, and may offer funds or aid to anyone interested in dethroning him. Capet's estate is near Fort Atticus on the northern Shore of the Hebrus.

Sestos Malvacius: The infamous talon dwells here in the lawless zone of the Golden Shore. Sestos has converted the remnants of Narcis' revolutionary force into a profitable crime ring. Narcis and Sestos keep up the appearance of being enemies, but in reality they are quite strongly allied. See the description of the Band of the Red Sun in **Chapter 6: The City of Penance** for further details.

Ormad Pelias: Ormad Pelias is the most skilled and famous craftsman in the Golden Shore. He is a talented jeweler, sculptor, and metalsmith. Ormad makes intricate and complex items of both art and function. He is widely sought by wizards and Bloodlords who pay him handsomely to craft objects to hold their enchantments.

Trade and Commerce

The economy of the Golden Shore is unusually strong and robust due to the absolute free market environment. Everyone is encouraged to run their own businesses and to make a living however they can. There are few giant companies here, as the chaos of the place tends to favor small, flexible, family businesses with little overhead and low numbers of employees. The most common goods in the Golden Shore are individually made small crafts, such as tapestries, rugs, uniquely patterned fabrics, ornamental household goods, jewelry, textiles, and glass items. Such handiworks are ubiquitous in the Golden Shore, and are sold in the streets and in the open markets. The Shore is also famous for its home-grown spices, which are potent, colorful, and varied, useful both for culinary and medicinal purposes.

The Golden Shore makes a fair profit by selling many of their goods to foreign merchants, who often come here to buy them in large quantities. Imports to the Shore usually consist of raw materials, such as flax, wool, cotton, leather, uncut gems, and metals, as well as foodstuffs, and livestock. Food is expensive in the Golden Shore, but the short supply of imported foods is supplemented by a rich bounty of fish and plants from the Wellspring nearby.

The Shore is also famous for a potent and bitter drink called babanth, which is made from the ground and boiled root of the baban plant, which grows in the forests near Sentinel. This beverage, traditionally served hot and often sweetened with gorak's milk, is unbelievably popular here and is consumed by nearly everyone. The drink is harmless although addictive, and has the properties of numbing aches and pains and making one feel slightly euphoric. A babanth shop stands on nearly every block, and rarely goes without customers. The drink is yet to really catch on with foreigners, who generally dislike the bitter taste.

In general, the people of the Golden Shore find the area to be filled with boundless opportunity. It takes little to start a business here; there are no licenses to be obtained; no copyrights to concern one's self with; and all one needs is hard work and a skill. Even those without skills find it easy to get started here; nearly every merchant or artisan is willing to take on apprentices to help out with their more tedious labors. Most are good about providing instruction, and apprentices typically start their own shops within only a few years. And of course for those who don't wish to learn a trade, there are plenty of other employment opportunities, mostly as hawkers, guards, and salesmen.

Bazaar District

The Mehmet Bazaar in the center of the Golden Shore is so large that it is considered its own district, and the area surrounding, but not including, it is known as the Bazaar District. The Bazaar District serves to provide a support structure for the bazaar, and to augment the services available there. Some of the most beloved locations in the Golden Shore have sprung up near the bazaar over the years.

Cistern of Thetis: This unusual building supplies the Bazaar District with all of its fresh water. The aqueduct ends here in the center of a city square, and it spills its contents into a wide ornamental shaft built to look like a giant figure kneeling and holding out a stone ewer. This statue is of Thetis, the Bloodlord responsible for building the first aqueduct in the Golden Shore. Steps lead downward from the square into a renovated sunken temple, its every interior surface now completely covered with

beautifully arranged tiles. The temple now consists of a single large chamber, a deep pool of water in the center of it which is constantly filled by a cascade from above. The people of the area all come here with their jugs and urns to fill them with the precious liquid.

Grand Baths: No trip to the Mehmet Bazaar would be complete without a visit to the famous steam baths located nearby. This large complex of bright stone chambers is magically heated filling the entire area with a dense, comforting steam. The southern chambers of the baths are spacious changing rooms where visitors disrobe and stow their belongings. Guest then proceed to the western chamber, where a large, shallow, heated pool awaits them and where the actual washing and bathing takes place. Once his bathing is complete, a visitor may then move to the eastern chambers where many smaller, hot, steamy rooms provide more relaxation. A large staff is on hand here to take care of the needs of the visitors. This staff includes physicians who help one's health concerns, a number of masseuses who help ease one's aches and pains, and a large assortment of prostitutes of various races and genders to help with one's relaxation and pleasure. The bath does quite a healthy business, and is fairly crowded year-round. Bathing costs 2gp, although staff assistance is considerably more (40gp for most services). Hundreds of other bathhouses are scattered throughout the Golden Shore, but none are as famous or as large as the Grand Baths.

Queen's Inn: On the eastern end of the square surrounding the Cistern of Thetis stands a well-known structure shaped like a massive harp. This whole building is a tribute to Israfel, and is beautifully decorated with many images and interpretations of the Queen of Penance. The inn itself is popular with foreign merchants and other visitors to the nearby bazaar. Entertainment is held nightly in the large tavern area on the ground floor, and the food and ale are of exceptional quality. Mercenaries flock here to ply the rich merchants for work, and rashers come here to arrange deals with the mercenaries. Rooms in the inn in general cost 25gp per night's stay.

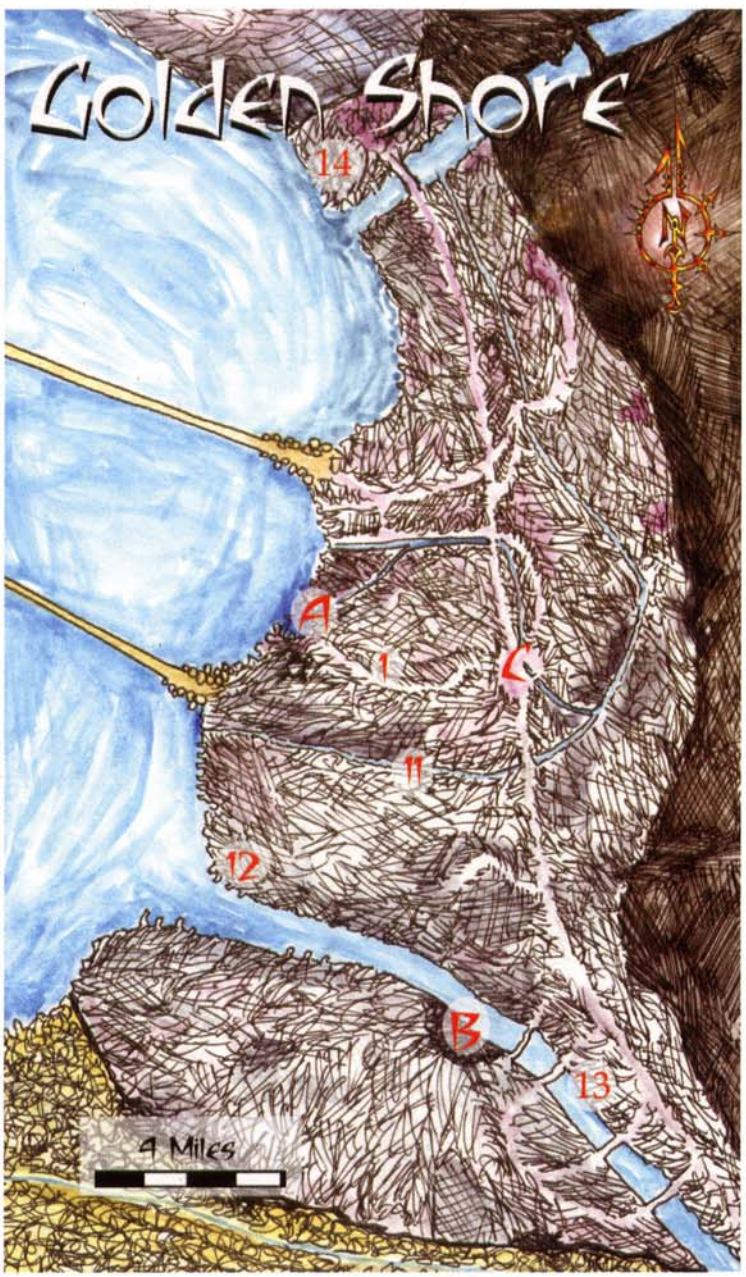
Golden Shore Key

A. Freedom Harbor
1. Flying Gondola
2. Food Harem
3. Hippodrome
4. Mausoleums
5. Palace Hafia
6. Pillar of Freedom

B. The Golden Ghetto

C. Bazaar District
7. Cistern of Thetis
8. Grand Baths
9. Queen's Inn
10. Mehmet Bazaar
- Antique Market
- Dukas Cafe
- Household Market
- Jewelry Market
- Spice Market
- Textile Market

11. Aqueducts
12. Fort Atticus
13. Tapestry Museum
14. Temple of Love



Freedom Harbor

Halfway down the Golden Shore on the edge of the Wellspring lies Freedom Harbor, the center point of Narcis' empire. The harbor itself is a semicircular body of water, roughly a half-mile across. Centered in the harbor is the Pillar of Freedom, and on the center of the Shore stands Narcis' Palace Hafia, surrounded by a number of other grand buildings and structures. Scores of docks and piers line the harbor, each one bustling with goods to be traded and food to be unloaded. The main roads of the Golden Shore all radiate out from here; the Flying Gondola begins its trip here as well, carrying citizens across the territory. Freedom Harbor is truly the heart of Narcis' empire, and what he intends to some day be the center of a united Penance.

Flying Gondola: The famous Flying Gondola of the Golden Shore doesn't exactly fly but it might as well. This enormous passenger train is suspended above the city on a massive metal cable, strung from enormous towers. Three different gondola routes are in service, one running from Freedom Harbor to the Grand Bazaar, one running to the mouth of the Hebrus, and one running north and south along the entire length of the territory. These huge carriages are powered by water from the aqueducts that turns large counterweighted fly wheels on either end of the cables. The gondolas themselves are remarkably swift, and travel a five mile trip in a quarter of an hour. The view of the city from the gondola is spectacular, and may people pay the steep one-way fee (5gp) just to see the view. Most who ride the gondolas do so out of necessity, as it is by far the easiest way to get around in the Shore.

Food Harem: This large outbuilding that stands just south of Narcis' Palace Hafia is not precisely a harem, but more accurately just an enormous banquet hall. The upper level of the place is a broad open air pavilion that overlooks Freedom Harbor. The floor is tiled in beautiful mosaics depicting wide varieties of food, drink, and feasting. The ceiling and roof of the pavilion is constructed of a network of living vines, leaves, and fruits. Circular stairs descend from this primary dining area to the next lower level of the building, which is taken up entirely by a massive kitchen. Below the kitchen is a pantry level, where food is stored. Below this is the water level, where a massive slaughterhouse operates, and where the food is unloaded from the docks. The cellar of the complex is filled with thousands of ale kegs, wine casks, and various other libations.

After each day at court, Narcis' litter arrives at the harem where he is placed in the center of the hall overlooking the harbor. Great feasts are then brought up from below, and Narcis spends the rest of the day and into the evening indulging in his chief pastime. Narcis prefers not to eat alone, and often the Harem is open to the public after a fashion. Citizens are allowed in for an entrance fee of 75gp, and are allowed to eat and drink as much as they are able. Musicians and other performers are allowed in for free; however, they must play for at least an hour to earn their supper. Obese attendees are favorites of Lord Narcis, and are allowed access for only 40gp. The whole atmosphere of the feast is one of joy and celebration, replete with singing, dancing, boasting, and inevitably a little fighting. Any attendee accused by the Lord of not having a good time is whipped by the guards in front of the cheering crowd and then ejected from the feast. Feasting continues each night until Narcis begins to feel tired, which on the average is between second and third shroud.

The food in the harem is bountiful and spectacular, with hundreds of different dishes and delicacies made each day, along with massive tables piled high with roasted meats, exotic cheeses, luscious fruits, and seasonal vegetables. Other tables hold stacks of massive pies and enormous cakes with over a dozen tiers, each layer a different style and flavor. Of course drink also flows freely and varieties include hundreds of different types of wines, meads, ales, and liquors. Water, juices, creams and other mixers also are brought here in large amounts. A feast is held here every day of the year, excepting on Firstday (on which even Narcis fasts) and days when Narcis is away from the area. The Midyear feast is the largest of the year, and on this day, the harem is open to all who would come, and entrance is free. Famous musicians and performers are imported from all over Penance and paid handsomely to entertain the teeming crowd.

Hippodrome: Generally considered the most beautiful arena in all of Penance, the ancient Hippodrome still looms larger than life, luring the ambitions of seeds and warriors from all parts of the globe. Martial contests are held here nearly every evening, and sporting events and competition are held here during the day. The structure itself is made of white marble, and is in the shape of a long horseshoe, with beautiful gated archways at the open end. The arena holds up to 120,000 people, and is often filled to capacity, especially on the day of Bloodbath, when thousands of brave warriors from all over the globe fight to the death with one another for the grand prize, a beautiful new mansion complete with a full staff of servants, as well as a reward of five-hundred-thousand gold pieces.

Mausoleums: Scattered around the Palace Hafia as well as Fort Atticus are a number of sealed tombs holding the remains of the past lords of the Golden Shore. Many of the oldest are no longer noticeable, as they have been built over, and many others are partly submerged. Newer tombs are visible in their full glory, and many are quite spectacular. These tombs are rumored to contain great treasures from the past, as lords here are traditionally buried with the greater part of their regalia. However, the tombs are not guarded only by Narcis' army but by the dead themselves. All the lords here were entombed along with their living consorts and a number of their servants, and it is said that the undead bodies of these individuals still pace the insides of the mausoleums defending their lords' territories at all costs.

Palace Hafia: Narcis grand and extravagant court is seated here in his beloved Palace Hafia, beautifully situated at the edge of the retaining wall of the Wellspring. Palace Hafia has changed hands many times over the last few hundred years, its original multi domed appearance now enhanced by six tall and slender towers. The central chamber of the palace is Narcis' dining room, and also where he holds his court. The many other rooms of the palace house the courtiers, as well as the servants, Narcis' royal guard, and an extremely large kitchen.

Pillar of Freedom: In the central part of Narcis' territory, a few hundred feet out into the Wellspring is the fabulous and beautiful Pillar of Freedom. This is a single stream of water, magically created, that shoots up two hundred feet into the air, and then cascades downward in a spectacular spray of mist and foam. It was commissioned by Narcis on the first anniversary of the Week of Deliverance to mark his ascension to power and stands as symbol of his people's freedom from oppressive laws. The pillar is a well-recognized Penance landmark and can be seen from miles and miles away.

The Golden Ghetto

A high windowless wall around two cantons on the south bank of the Hebrus marks the location of the infamous Golden Ghetto. Only two gates allow access to the area, one from the river, and one to the east on land. The Ghetto's beginnings go back to when Atticus Narcis set up the original Band of the Red Sun in this area. As part of a promise to many of the less savory of his revolutionaries, the newly crowned Lord declared that no law would hold sway over the territory above his old hideout, and many of his men stayed there, creating their own anarchic commune of sorts. The Red Band has changed much over the years, and now is under the leadership of Sestos Malvacius.

The Ghetto is supposedly a free zone, but few come here without one way or another paying homage to the Red Band. In fact, many stalkers and special agents consider the Ghetto the most dangerous place in Penance, and draw the line at any mission that takes them into this place. The environment here is among the most varied in Penance. Hundreds of new, rich mansions stand here and there surrounded by buildings and streets that haven't been renovated in several centuries. The streets are rough and dangerous, and filled with desperate and sociopathic souls. Many crimes that take place throughout the Forge are orchestrated in the ghetto, and the profits are generally brought back home and used to fund the posh estates that are so common here. Little that goes on in the Ghetto is pleasant in any way, so only the truly criminal elements have any reason to come here

For the most part, the area around the Ghetto is relatively safe, however, a high number of disappearances seem to bring to mind the large sums of money the Red Band reaps from selling slaves to Blackwall. For the most part, the people of the Shore believe Narcis' claims that the Ghetto makes the rest of the place safer by drawing off the worst of the criminal element, and are pleased that Narcis publicly chastises and speaks against Malvacius for any "spillover" that occurs in the area. However, few people are aware that Narcis is still quite friendly with the Red Band, and that a large stipend is paid by the ring into Narcis' own pockets each year in order to keep the Ghetto as it is. In fact, much of Narcis' dirty work is done by the Red Band, which often dispatches members to assassinate his political enemies in return for a reduction on "rent." See **Chapter 6: The City of Penance** for more information on Sestos Malvacius and the Band of the Red Sun.

Mehmet Bazaar

If the Golden Shore is a city within a city, the Mehmet Bazaar is a city within a city within a city. This enormous indoor market area, first commissioned by the long gone Lord Mehmet takes up over a square mile right in the center of Narcis' territory. The bazaar itself is a twisted maze of closely packed buildings, each crowded with stalls, shops, and merchant's carts. Three gigantic gates lead into the walled bazaar area, beckoning visitors to come wander through the hundreds of miles of corridors and twisting alleyways. The first thing one must purchase in the bazaar is a map, as getting lost is real danger here, and finding anything in particular without a map is a nightmare. Only the most expensive of maps (5gp) are accurate, as cheaper versions are generally designed to lure visitors to particular merchants who paid good money to have the map made. Taking one of the free maps offered at the gates is a surefire way to be quickly swindled out of one's gold. Amongst the buildings and streets of the market are a number of open courtyards and gardens, where people gather and relax from the chaos. Many of the merchants that work here live in the upper floors of the market buildings. A number of services have been developed here to server both the merchants and the visitors, including many restaurants, inns, public restrooms, a few temples, and even a courthouse. A single judge—Quickheart—and her many bailiffs patrol the area. Highlights of the bazaar include:

Antique Market: This maze of long buildings contains the biggest variety of goods of anywhere in the bazaar. It is the place where people come to buy and sell antiques, whether they are family heirlooms or excavated artifacts from an earlier age. Most items are ornamental, but a few more useful objects can be found if one looks hard enough. Occasionally powerful magical items will surface here, often at excellent bargains, as many merchants are not aware of such objects' true value. However, let the buyer beware, the spell *Nystul's magic aura* is notoriously overused by the merchants here, and charlatans have a knack for folding up shop just after making a big sale.

Dukas Café: This small, intimate, and elegantly decorated café is widely known to serve the most exquisite cuisine in all of the Golden Shore. Dukas, the head chef and owner makes heavy use of the exotic spices from the market located just a short walk from here. The many private rooms of the place are popular with the local businessmen, who often arrange delicate and important deals here. Again, beware, though the food is excellent, it is also expensive, costing between 30-60 gp for a full meal. However, rich merchants often pick up the tab for clients that they want desperately to impress.

Household Market: Wedged into the center of the bazaar is the household goods market, a bustling collection of small buildings filled with well-stocked stores and open squares filled with the ever-present blanket merchants. Though most rashers find this area uninteresting, it does have a few things to offer. Amongst the fancy cooking equipment, ornamental babanth pots, and cheap souvenirs one may find some excellent laboratory equipment, including vials, pots, tubes, hoses, flasks, racks, and tables. Also many of the items here are of extremely high qual-

ity, and are readily able to hold enchantments. Anyone in need of a masterwork spoon, bag, or bowl needs look no further than this bustling area of the bazaar.

Jewelry Market: This shimmering lane is somewhat smaller than the spice and the antique markets, but in many ways, more impressive. The jewelry market is crowded with gems, jewels, and precious metals of all types and designs. The jewelry here ranges in quality from exquisite to shoddy to meet all tastes and budgets. If a visitor doesn't see what he likes here, there are always the custom jewelers, who will make masterwork pieces to order. One can have the jeweler supply all the raw materials, or for a better price, spend a few hours picking out the gems and metals one's self. Again, one must shop carefully, for many of the "high quality" pieces are really only high quality imitations. It is best to bring along someone with an eye for gems.

Spice Market: The spice market is probably the most colorful area on the Forge. This cavernous area is over 2 acres in size, and is packed full of open bags and crates of exotic spices. Such spices range from ingredients in cooking, to perfumes, to aphrodisiacs, to magical herbs and components for spells. Spice is a loose term, as items here may be dried herbs or flowers, nuts, animal parts or byproducts, or even minerals. The air here is overpoweringly fragrant, and many visitors faint from the heady aromas. Pretty much any spice that exists on the Forge can be purchased here.

Textile Market: The most skilled weavers on the Forge peddle their wares here, everything from elegant clothing to fantastic historical or religious tapestries. Prices are remarkably decent here, as the competition is fierce. This area fills several buildings, each over an acre in size. Merchants typically hang their goods from the ceilings or display them on large, flat tables. High quality armoring materials such as sap hide, chain mail fabric, silken web, and cured leather can be purchased here in addition to more the peaceful items. Many of the textiles here are of high enough quality to hold enchantments, and a few items are even already enchanted. Weavers and tailors are on hand to custom-make items for finicky customers.

Other Notable Sites

Aqueducts: As the Golden Shore expands eastward, it is becoming more and more dependent on its aqueducts to supply fresh water to its citizens. These are impressive elevated stone structures that start at the Wellspring, and



run for miles eastward into the depths of the territory. In addition to supplying the people with drinking water, the aqueducts feed the famous baths and cisterns that the Shore is famous for. The aqueducts flow with a gentle slope, their highest point being at the Wellspring, where they are fed with massive waterwheels. From here it is slowly downhill all the way, as the water is carried throughout the area. The people of the Shore have become quite dependent on their aqueducts, and it is unclear how they would live were the structures to be damaged.

Fort Atticus: This stalwart keep stands watch over the mouth of the Hebrus river, and while it sees little action, serves as a stern reminder to all those who would hope to take the Golden Shore by force of Arms. The fort, which used to be the seat of Lord Omphale's government, is now entirely a military encampment. Much of Narcis' navy is based here, as well as a fair portion of the army. The fort itself is made of heavy stone, and is solidly built. A large battery of catapults and ballistae stand on the parapets, ready to destroy any enemy ships on the river or near the Shore of the Wellspring. Spies and other political prisoners to be held as bargaining chips are brought here to the Fort's central tower to be watched under maximum security conditions. Many bold rescue attempts have been made on the tower over the years, but all inevitably have failed.

Tapestry Museum: Along the north bank of the Hebrus stands a stately mansion popular with visitors to the Shore. This estate now houses the Tapestry Museum, an interesting collection depicting a visual history of Penance shown in a series of colorful and fantastic tapestries. The display is also meant to show off the work of the weavers of the Golden Shore. A number of other textiles and tapestries are on display in the upper part of the mansion, including many magical and holy relics.

Temple of Love: This large and elegant structure was once a sanatorium, but is now no longer used for such purposes, and has been entirely rebuilt inside. Certain powerful divine magics that were used in the construction of the building remain, and helped to inspire its current use. The area is protected by powerful wards that bar the transmission of diseases, which as a side effect also prevents conception from taking place within the walls of the structure. The temple is located near the northern station of the Flying Gondola, and is an extremely popular destination for thousands of people who dwell in the Golden Shore and elsewhere. For a small fee (10gp), anyone can enter the place, as long as they disrobe in the small antechamber attached to the front of the temple. Inside the sanctuary itself, round-the-clock orgies take place, usually consisting of at least several hundred people, of all races, species, and creeds. Though not every worshiper in the temple is necessarily beautiful or well adjusted, there is generally something to tempt everyone's tastes here.

Additional Golden Shore Adventure Hooks

In many ways, the Golden Shore is the perfect place for Rashers. The laws are few, and the area is abuzz with activity. Narcis is always getting into complex political tangles that keep the gossips and rumors interesting.

- In the last few days, bodies have been found floating in the cistern of Thetis. No one is currently allowed to enter the well alone, and the locals are spooked. Did something get sucked out of the Wellspring that shouldn't have? [EL 8]
- A week ago, a customer at the jewelry market complained that he had been sold a glass stone. In the resulting argument, it was discovered that several dozen pieces in the market have been replaced with fakes. Who is doing this, how, and why? [EL 10]
- Babanth prices have begun to rise steeply, and many vendors have run out completely. Word from the plains is that something has frightened the farmers off their land. The people have begun to grow restless. Can't someone do something? [EL 12]
- Narcis is considering an attack on Hyperia's Syrinx Fall outpost. He needs someone to scout out the outpost pre-assault, noting the number and ability of the forces, as well as finding the most effective way in. [EL 14]
- A local wizard has been working with a partner in Eclipse. They have been teleporting their work back and forth periodically. The wizard was expecting a very dangerous shipment recently, but it never arrived. He believes the teleport spell went awry, and he has calculated the arrival of the shipment somewhere in the Golden Ghetto. He needs someone to venture into the Ghetto, track down the material and get it back. [EL 16]
- A boy washes up on the docks of the Wellspring. He was a cabin boy aboard one of Narcis' ships. While sneaking some rum from his master, he overheard a secret conversation. Lord Abbydon has contracted Narcis to attack the Alliance from the north, allowing Abbydon's men to overrun the Alliance. In return, Narcis gets the upper cantons of the Alliance territory, and guaranteed shipping access to the Hebrus. When discovered, the boy jumped overboard, and miraculously survived the ordeal. [EL 18]

Hammerfall

"A seed ought to consider hisself blessed to touch ground for the first time in the relative safety of the Lady's lands...as long as ye find yerself at street level or higher and beneath the burning suns, anyway...."

– Peyin Highmark, razor

The "Hammerfall" holdings of the Lady Megaera occupy 70 cantons on the northwest corner of the Pedestal.

Population: 3,168,225

Racial Makeup: Asherake: 0%, Ceptu: 0%, Chromithian: 1%, Dover 28%, Elf: 15%, Faust: 1%, Frey: 8%, Haze: 3%, Human 25%, Lunar: 5%, Nightling: 0%, Picker: 5%, Silver: 3%, Valco: 1%, Other: 5%.

It's impossible to accidentally wander into the Hammerfall, otherwise known as the holdings of the noble Lady Megaera. Armed guards stand at the borders, greetings those who enter and reminding ruffians and citizens alike that certain rules apply here. Mixed-race troops of creatures patrol the streets, but it's unusual to see weapons drawn outside of the border cantons. Law is the order of the day.

The Lady's standard—an eagle gripping a quill in its talons—is seen upon all of her servants. Razors wear it over their left breast, while vanguards wear it upon the sleeve or emblazoned upon a shield. The symbol has become so popular that it's not uncommon to be accosted by street merchants selling brooches, pins, rings, and other items that bear the lady's insignia. The trinket market has thrived in part due to other Bloodlords buying the insignias and using them as a mark of death against those within their own cells that oppose them.

Hammerfall has a very gothic flair in its architecture, and adding high-quality hand-crafted elements to homes is in high demand. Gargoyles (the inanimate, stone kind) and angels are a favorite addition to high-class homes, and stained glass windows depicting various scenes are present over numerous doorways. There is a fascination in the bloodhold for high-quality goods, and most craftsmen work in hardwoods, gold, silver, and similar materials. Price generally isn't something that merchants rely upon; they tend to focus on the craftsmanship and durability of their goods.

The lady's bloodhold is known for more than just the rule of law, however. A number of years ago, Lady Megaera undertook a massive city works project that created dozens of small gardens throughout the Hammerfall. The largest of these, the Greenweird, is right outside the Megaera's manor house. All of these gardens are open to the public, and it's started somewhat of



The Master of the Maze



Those that have taken the time to investigate the battle between Megaera and the vampires have discovered a fourth adventuring companion that has escaped official mention by the noble Lady of the Hammerfall. An elf rogue named Talamus was also a member of Megaera's adventuring company, but his exploits have only been discovered through dangerous investigations by other delvers... sometimes at the cost of their own lives.

Talamus had always been of questionable morality, but it wasn't until the final battle with Toshengrave and the other vampires that he showed his true colors. His decision to loot a body during the battle caused Pyclas—the priest of the group—to bleed to death (at least in the eyes of Megaera). At the conclusion of the battle, certain evil items that Toshengrave was known to possess were missing. When Megaera confronted Talamus about them, he turned and fled to the Maze. She pursued him along with the other survivor of her band, the wizard Atolimis.

During their search, Talamus assassinated Atolimis and then fled deep into the Maze. Megaera left the Maze with the body of the wizard and mourned the loss of her friends for some time. Despite numerous forays to root out Talamus, he's never been brought to justice.

Unbeknownst to Megaera, Talamus had done much more than simply escape with a few evil items. The master rogue and assassin had actually discovered the treasury of Toshengrave before the vampire's death and had chosen to keep the location to himself. It now serves as his base of operations, and he took a new name: Bloodsheen.

The master of the Bloodsheen is now the de-facto ruler of the Maze surrounding Hammerfall. His agents (known as the Bloodsheen) frequently make forays into the border cantons and cause as much havoc as possible in the territory. They now operate a crime syndicate in the area, running prostitution rings, protection rackets, assassinations, and other shady dealings.

The master of the Maze pays well for information and evidence that can be used to discredit Megaera or cause upheaval in her court. Some delvers have been killed trying to reach Master Bloodsheen and deliver this information, so it's sometimes a better idea to pay one of his servants to deliver information on your behalf.

Talamus rarely chooses to face opponents in a fair fight, though he's more than capable of standing toe-to-toe in combat with most anyone. He always carries an assortment of poisons and scrolls on him that he can quickly deploy against opponents.

His primary goal over the years has been to discredit Megaera. He's successfully managed to infiltrate her court twice over the years, but each time his agents have been rooted out. He's patient, however, content to wait for the opportune moment to strike.

Talamus, Master of the Bloodsheen - 153 year old male Elf – Rogue 16/Assassin 4
Medium-size humanoid (elf); HD 20d6+120; hp 216; Init +12; Spd 60 ft.; AC 40 (41 with Dodge); Atk +28/28/23/19 melee (*Deathseer*, a +4 *longsword* with *speed* and *wounding* qualities; 1d8+12 [19-20x2]) and +34/29/24 ranged (+4 *longbow* with +3 arrows; 1d8+7 [20x3]); AL CE; SV Fort +18 (+20 versus poison), Ref +32, Will +15 (+17 versus Enchantments); Str 27, Dex 34, Con 22, Int 16, Wis 16, Cha 12.
Special Qualities: Death attack, poison use, sneak attack +10d6, improved evasion, opportunist, uncanny dodge (+2 against traps; can't be flanked); DR 5/+5 (from *vestments of faith*), SR 21 (from *mantle of spell resistance*), Spell Turning (from *ring of spell turning*).
Feats: Blind-Fight, Combat Reflexes, Dodge, Mobility, Point Blank Shot, Precise Shot, Weapon Focus (longsword).
Skills: Appraise +9, Balance +18, Bluff +7, Climb +14, Decipher Script +9, Diplomacy +7, Disable Device, +19, Disguise +12, Escape Artist +23, Forgery +9, Gather Information +12, Hide +40, Innuendo +13, Intimidate +16, Jump +24, Listen +26, Move Silently +33, Open Lock +18, Pick Pocket +17, Read Lips +9, Search +28, Sense Motive +16, Spot +41, Tumble +33, Use Magic Device +22.
Gifts: Ability Boost, Chameleon, Danger Sense, Dream Walking, Intimidating, Intuition.
Typically Equipped Items: *Robe of eyes, amulet of natural armor (+5), belt of might* (+6 on Strength, Dexterity, and Constitution), *headband of insight* (+4 on Intelligence and Wisdom), *boots of striding and springing* (+30 feet movement), *ring of spell turning, ring of protection +5, bracers of armor +8, cloak of resistance* +5, *dust of disappearance* (x3), *dust of tracelessness* (x8), *gem of seeing, gloves of arrow snaring, Heward's handy haversack, ioun stones* (dark blue, vibrant purple, and lavender & green), *mantle of spell resistance, luckstone, vestments of faith.*
Typically Prepared Spells (DC 13 + spell level; 2/2): 1st—*obscuring mist, spider climb*, 2nd—*darkness, pass without trace.*

a gardening craze in the territory (in addition to keeping a large number of druids very busy with maintaining the gardens).

Iron railings have been partially buried in the streets along many popular roadways, providing pre-ordained paths for kith-drawn trolleys to operate along. Some of these tracks actually lead into the undercity, providing Hammerfall with easy garbage removal. While the entrance points are guarded by troops, they still make for easy access points into the undercity by rafters and others. A heavy portcullis seals the areas during the evening hours (though the guards remain).

Lady Megaera

Megaera Tasmon is not a lifer among the citizens of Penance. Like many others, she came here as a seed more than 10 years ago and has been working to bring the world into a focus more to her liking. When she first arrived, much of what is now Hammerfall was known as the Bloodglade, a dark place under the control of a necromantic vampire wizard named Toshengrave. During a titanic battle against Toshengrave and his servants, Megaera staked the necromantic Lord to the middle of the street and then fought his minions off until dawn claimed the evil creature.

Three of her adventuring companions died in this battle, and their deaths weighed heavily on her for many years. Lady Megaera can smile now when she speaks of them, but she rarely brings their names to the forefront save on the anniversary of their death when she toasts their memory.

Children affectionately refer to Megaera as "boom-boom" due to the stories they've heard told where she uses her silver warhammers to fell her opponents (as well as stake vampires). It's rare to hear an adult call her this, but a few of her trusted advisors have done so openly in court, smiling and moving quickly away at the same time.

Since taking control of Hammerfall, Lady Megaera has been slowly but methodically expanding her territory. Her expansion is slower than many of her wards would like, but she's careful not to expand into new territories until she's sure she has the resources to properly take them under control and provide for the citizens there.

As a result of her methodical nature, it's seldom a big surprise when a nearby territory becomes absorbed into the Hammerfall. For good-aligned and neutral Bloodlords, Megaera sends razors to negotiate a peaceful transfer of power. Against evilly aligned Bloodlords, Megaera attacks relentlessly until victory can be declared.

The Lady of Hammerfall has no illusions about taking over the entire city of Penance, however, nor does she strive to unseat all of the other Bloodlords (some of whom she views as necessary to the survival of its citizens). She's very content in slowly but methodically expanding her influence in her area of the city, and that includes attacking nearby forces of evil that might pose a threat to her wards.

Of particular interest to Megaera are the areas of the Maze beneath her canton, along with nearby cells that are organized enough to pose a threat to Hammerfall. To keep informed of these issues, the Lady of Hammerfall frequently hires rashers to delve into the depths of the undercity or attack petty thugs that seek to cause unrest within her bloodhold.

Lady Megaera Tasmon – 31 year old female Dover - Paladin 20; Medium-size humanoid (canine); HD 20d10+100; Ldr 34; hp 253; Init +3; Spd 60 ft.; AC 32; Atk +31/31/26/21/16 melee (*hammers of avenging* -1d6+12 [19-20x3]); AL LG; SV Fort +31, Ref +23, Will +26; Str 25, Dex 16, Con 20, Int 12, Wis 22, Cha 26.

Special Abilities: Aura of Courage, *detect* evil at will, Divine Grace, divine health, DR 2 versus physical attacks, lay on hands (160 hp), *remove disease* 6/week, Scent, Smite Evil (+20 on attack and damage once/day), SR 28 (from *hammers of avenging*), Turn Undead (as an 18th-level cleric 11/day).

Feats: Ambidexterity, Blind-Fight, Combat Reflexes, Improved Critical, Leadership, Sunder, Two-Weapon Fighting, Weapon Focus (warhammer).

Skills: Bluff +12, Concentration +6, Diplomacy +27, Heal +17, Listen +16, Spot +12, Wilderness Lore +14.

Gifts: Ability Boost, Famous, Persuasive, Resilient, Zealous.

Typically Equipped Items: *boots of striding & springing +30 ft., bracers of armor +8, cloak of charisma +6, gloves of storing* (2), *goggles of night, hammers of avenging, Heward's handy haversack, luckstone, potion of haste* (x3), *potion of heroism* (x3),*ring of protection +5, ring of regeneration, scarab of protection* (8 charges), *sunblade.*

Typically Prepared Spells (DC 16 + spell level; caster level 11; 5/5/4/4): 1st – *bless, detect undead, divine favor*(x2), *protection from evil;* 2nd – *delay poison, remove paralysis* (x2), *shield other* (x2); 3rd – *discern lies, dispel magic, heal mount, prayer;* 4th – *cure serious wounds, dispel evil, freedom of movement, neutralize poison.*

***Hammer of Avenging*:** This pair of small mystical warhammers is an icon to a long forgotten power for lawful goodness. When wielded together, each functions as a standard *holy avenger* weapon, with the following exceptions:

- Treat each warhammer as a light weapon, inflicting 1d6 points of damage on a successful hit and having a x3 critical multiplier.
- The SR granted by the weapon is equal to the level + the Charisma bonus of the paladin.
- Grants a +5 sacred bonus on all saving throws.

Megaera keeps the *hammers of avenging* in her *gloves of storing*, allowing quick access to her most powerful weapons should the need arise.

Megaera's Laws

Hammerfall is a very structured land, with codified and written rules of law that are followed by all creatures. Megaera's codes include all of the traditional Penance laws, with the addition of a few morality based edicts. Prostitution is illegal in Hammerfall, as well as illicit drugs. Weapons can be carried in the bloodhold, but must be peace-knotted, and can only be used in self-defense.

Hammerfall has an extensive court system and those that transgress against the citizens of Hammerfall can expect quick and efficient (if sometimes harsh) judgment. There are few legal loopholes to hide behind, as the courts view the spirit, not the letter, of the law first and foremost when interpreting it.

The use of magic to reach a verdict is allowed, but such magic can only be initiated by a judge (whether by casting a spell on her own or having another court-appointed spellcaster do so). Given the difficulty of certain divinations, it's rare that a judge resorts to their use.

Those that disagree with a court's verdict may appeal only to Megaera herself. The Lady of Hammerfall decides on whether to hear the case within 24 hours, oth-

erwise the ruling of the court stands and penalties are exacted as ordered. While she has overruled her courts before, such a decision is extremely rare.

Executions are also quite rare, as Megaera has made it clear that she's against any government ending a creature's life, save for the gravest of offenses. Treason and mass murder are about the only two crimes where death penalties have been exacted. Given the nature of the Forge though, sometimes a life sentence is more harsh a punishment to exact then a quick death beneath the blades of the executioner's axe.

Community service is the most common punishment, and many of the public works projects are full of people that are working off one sentence or another. Fines are still levied against those convicted of crimes, but it's unusual for anyone to get away with paying a fine but not having to work some type of community service. Megaera's laws are crafted to give those who have wronged Hammerfall the opportunity to ponder their transgressions.

Militia members, knights, nobles, and others sworn to protect Hammerfall operate under a chivalric code in addition to the laws of the land, as detailed below:

- Thou shalt follow the spirit of all laws of Hammerfall.
- Thou shalt defend Hammerfall from all forces poised against it.
- Thou shalt defend the weak and helpless.
- Thou shalt not recoil before thine enemies.
- Thou shalt never lie and thou shalt remain true to thy pledges.
- Thou shalt be generous in spirit and always give unto others more than ye take for thyself.
- Thou shalt purge thyself of sin and pride.
- Thou shalt be everywhere and always the champion of the Right and the Good against Injustice and Evil.

As with the written law, the Code is important in spirit as well as letter. Those that follow the code are expected to be intelligent about it as well, since members of the Bloodsheen try and exploit it for their own advantage.

Hammerfall by Night

During the daylight hours, Hammerfall is a relatively peaceful place plagued only by the typical outbursts common among a bloodhold of its size. During times of darkness and slumber, however, members of the Bloodsheen strive to disrupt the lawfulness of Megaera's domain. Rape, murder, kidnapping, drugs, prostitution, theft, confidence games, and more lawlessness are all matters that increase when darkness falls across Hammerfall.

The citizens of Hammerfall call these activities 'shadow justice.' Most view it as a polluting force upon Hammerfall that should be stopped, but few possess the will to enter the Maze and confront its master. Those that traverse the city streets under cover of darkness should be wary, lest the shadowy arm of justice strike them when they least expect it.

These activities are a constant source of irritation to Lady Megaera, and she has recently stepped up activities to try and arrest those responsible for such mayhem. Blook Nemsis, who leads covert operations for the Lady, has had some success at stopping a few surface murder rings but no success at entering the Maze. They're always looking for seeds willing to enter the Maze and root out the evil that lurks down there.

Megaera's Court

Those who made fortunes under the vampire's regime had to do some very fancy footwork to hang onto their lofty stations when the power shift occurred. And while most of those who were favored of Toshengrave were rooted out and had their fortunes used for public works projects, a number of the more clever political beasts managed to survive.

That doesn't mean that Megaera doesn't know their true intentions, of course. Some families have been uprooted after intense investigations followed by pitched battles outside of their estates. Others have truly repented and are close allies of the Lady of Hammerfall. Regardless of their current loyalties, Megaera keeps them all close.

The Lady of Hammerfall has always had an open court, save for some matters related to territorial security. Lifers are free to listen to open court matters any time they choose, and Megaera sets aside time each week to try and listen to matters that might otherwise fall to subordinates. Her involvement probably didn't change the outcome, but she does it often enough that the people notice her efforts.

- **Champion:** Megaera serves as her own champion, choosing to face whatever the powers have in store for her directly rather than through a champion. She's successfully faced down three opponents since she took over as Bloodlord.
- **Lord High Executioner:** Grak Stoneclear (LN mho Ftr9) is a muscled half-orc with a sharp mind and strong arm. He does his job unquestionably and has never gotten involved in the politics of Hammerfall beyond those which his duties require.
- **Advisors:** Megaera's advisors are essentially those that attend her court, as she gives court members time to speak to her on topics that are of importance to them or the canton. Her closest advisors are undoubtedly Meln Crius (CG mdv Bbn19) and Jelma Mythicus (LG fg Sor18). Both Meln and Jelma are the only remaining members of the group to survive the battle with Toshengrave. Meln serves as razor to Megaera as well.
- **Heirs and Family:** Officially, Lady Megaera has none. Written records give the canton and the estate to Meln should Megaera pass away, but no one expects such a smooth transition.
- **Concubines:** Megaera has courted a number of people over the years, and has given up trying to keep her romantic entanglements secret. She's currently seeing Talmaera Highmoon (LG mdv Clr9).
- **Razors:** Peyin Highmark (LG mdv Pal14) is Megaera's chief razor, and the one with the most political ambition. He's gruff and to the point, and he doesn't hide his feelings about their needing to be more executions and less public works

projects. He's loyal, but the twinkle of ambition in his dark eyes worries Megaera at times. In addition to Meln and Peyin, Farin Moorguard (CG me Rgr15) serves Megaera as razor.

- **Sages & Wizards:** Megaera frequents the noted herbalist William Green (LG mh Exp16), who advises her on matters related to the massive gardens in the canton. Father Crighton (LG mdv Clr20) serves as her spiritual advisor, and she can be found at his church every week.
- **Other Courtiers:** The most colorful character in the court is Keli Emeraldgleam (NG fe Brd14). Keli is probably one of the most trusted of Megaera's court, providing useful information about what's happening in the underworld. The bard's bubbly personality leads some in the court to believe it's all a big act, but if it is, it's one that she's never stopped performing. Keli also runs Sounding Hall. This large entertainment hall houses all of the major performances that occur in Hammerfall. Troops from all over Penance make trips through here on a regular basis, and the area outside the hall is always full of actors, gymnasts, poets, writers, bards, and others.
- **Ambassadors:** Megaera has accepted ambassadors from other Bloodlords with few restrictions. Nothing is guised under any protection of diplomatic immunity; however, all ambassadors are expected to follow the same rules as other citizens.
- **Guards:** Megaera is an advocate for balance in all things, and her honor guard reflects that. There's always a strong mixture of warriors, spellcasters, and rogues. She wants to be prepared for any battle.
- **Spies and Agents:** Blook Nemsis (CG mp Rg7/Raf7) serves as the Lady's spymaster, monitoring the comings and goings of notables through the bloodhold. There are at least 300 members to Blook's organization, though other Bloodlords put the number at much higher than that. No written records exist that provide such information. Blook is unremarkable in appearance, which is just how he prefers it. He speaks softly when he speaks at all, and there are weeks that can go by when he remains silent in open court. When he does speak, though, everyone listens.

Other Important People

Elias Helis: (LN mh Ari14) Elias is one of the holdouts from the Toshengrave era. He made his fortune harvesting timber with an army of slaves, but he was one of the first to release all of his slaves once the shift in power occurred. He paid off his former slaves and offered them real jobs to continue doing the work for him. In the uncertainty that surrounded Megaera's rise to power, many chose to accept. Elias is in his late 70s, and his two sons are poised to take control of the business. Marshal Helis (LN mh Brd7) manages the harvesting operations, while Kai Helis (CN fh Rg8) handles selling the lumber. Neither son cares much for the other, but both recognize the perfect match that has been created by this division.

Dame Rolega: (LE fd Sor16) The dame Rolega runs a training academy known as the Fireforge that instructs spellcasters on the finer points of casting spells during combat and has a number of special force troops that 'serve' Hammerfall in times of need. Dame Rolega has been quite careful over the years to make sure and appear as loyal to Megaera as possible, but she's pretty certain that she'll never gain the full confidence of the Lady of Hammerfall. She focuses on making sure her covert contacts with the members of the Bloodsheen remain covert.

Trade & Commerce

Megaera believes in free trade, and she doesn't enact tariffs or duties on goods brought into her bloodhold unless her citizens are subject to them in another bloodhold. She believes that a free exchange of goods keeps her people happy and lends to a stronger government that the people can respect. She does charge a tonnage toll for the use of her waterfall lifts for ships not intending to do business in Hammerfall. This helps to ensure that her land gets the first pick of any cargo that comes into it from outside or goes through it from inside. Tolls run on average 1gp per ton, running from 40 gp for an average sloop, to 200gp for a two-mast schooner, 500gp for a tall merchant ship, and up to 3000gp for a huge warship.

The chief good sold by Hammerfall is timber, and vast amounts of it are moved out of the area at regular intervals. A sound replanting policy to replace harvested trees coupled with a large number of druids to rapidly regrow timberlands has aided the bloodhold greatly as it has grown economically after the fall of Toshengrave.

In many ways, the success of the timber industry in Hammerfall lent strength to the public gardens program that Megaera started. While it took away some resources from the timber houses, it allowed druids and herbalists to experiment with new techniques for long-term growth.

The rich gardening projects have also made Hammerfall the center for herbs and herbalist concoctions. If there's a natural remedy for an ailment, citizens from all over Penance come to Hammerfall to find it.

Artisans and stonemasons have also made a successful trade. Gothic architecture is a specialty in the canton, and those who live outside Hammerfall that are looking for gothic stonework and artwork travel here to find it. Transporting such heavy goods is quite expensive, which also adds revenue to the canton.

Hammerfall's fairly low taxes have also lent themselves to the territory's frequent use as a warehousing facility for goods bound outside of Penance. All citizens pay a flat rate tax that allows no deductions, and which has proven more advantageous to business than some of the 'pay-me-to-look-the-other-way' schemes enacted by other Bloodlords.

The low tax structure and stable laws have also made Hammerfall a favored haven for seeds that look for a place to form a base of operations. Seeds generally spend more money than lifers, purchasing magical goods and services that no common citizen could afford.

Area Map and Details

Hammerfall exhibits a rough arrowhead shape when viewed from high above. Broken up by the three branches of the Tanais River that pass through it, the bloodhold of Lady Megaera boasts a number of points of interest for both visitors and residents alike.

Hammerfall Locations

Bloodstone Library: This tall, gothic building holds the largest collection of books within Hammerfall. Even though Megaera destroyed some of the necromantic tomes that were here after her ascension to Bloodlord, there are still a large number of necromantic texts that remain, hidden behind secret compartments and within false book shells. Admittance to the library costs 1gp per day for citizens of Hammerfall, and 5gp for all others. Only citizens may borrow books, and magical and valuable tomes are not allowed to leave the building. One can rent a scribe from the scribe's guild nearby to copy a book at the rate of 3sp per page.

Druids' Grove: This park and the trees in it are quite new, part of Lady Megaera's program of "greening" the city. A large number of druids live in this area, working together to keep the surrounding woods healthy and woodsmen free. The result has been a very calm and pleasant natural environment. Citizens are more than welcome to come admire the area's beauty, but don't bring an axe.

Emeraldcoat Woods: This is one of Elias Helis' timber reserves. Some woodsmen live in ramshackle huts in the Emeraldcoat, making it more convenient for them to work in the timber fields each day. Other than the trees and some natural wildlife, the Emeraldcoat is a pretty quiet place.

Fireforge: This magical academy boasts some of the best special-forces-training in Hammerfall. Run by the dwarf sorcerer Dame Rolega, Fireforge has served as a badge of honor among militia troops. Surviving its rigorous training isn't an easy task; many more fail than pass the training. Many in Hammerfall still shudder whenever they catch a glimpse of the twin copper spires of the school.

Green Herbalist: William Green, who advises Megaera on matters related to the gardens, has his shop here. The property consists of a fairly small structure surrounded by lush gardens. A small greenhouse sits amid the gardens, and is typically where William can be found. Customers who head into the shop itself are typically greeted by a strange menagerie of creatures who all chirp, squawk, and chitter at once, conveying the rough message that the master in about on the grounds somewhere.

Greenweird: This is the largest public park in Hammerfall. Located outside of Megaera's Estate, the Greenweird is normally bustling with activity. The park



is located roughly in the center of the bloodhold, and people from all neighborhoods come here in their time off to stroll, relax, play, and meet friends. There are a number of sport fields scattered around the park where all sorts of events and games are held.

Guild Quarters: This area has rapidly evolved into homes for the area's ombudsmen and other guild elite. Those who have prospered by mastering their chosen craft have taken to building expensive homes here in full gothic flair. Some of the best and most exclusive restaurants and stores in Hammerfall have sprung up in the area to meet the growing demand for luxury.

Heroes' Fall Bridge: Two members of Megaera's party died here on this bridge during the fight with Toshengrave's minions, and the bridge has been turned into a memorial of sorts over the years. Lovers seeking good fortune cast silver into the rushing river below, and it's become a favorite meeting spot for lifers looking for a central spot to find each other.

Hollow Spire: A metal spire sticks out of the ground here at a 60-degree angle and stretching more than 40 feet into the air. The tip of the spire has broken off, allowing creatures to slide through it like a big slide. It leads to the undercity, though the surface is too slick for one to easily climb back out of it.

Helis Timber: Nestled between the two great rivers that dissect Hammerfall, Helis Timber is one of the oldest and greatest timber companies in Penance. Elias Helis mostly buys and imports wood from Wildwood, but grows a few of his own trees here for times when the market becomes unfriendly. He has bought up a vast amount of land around the company's headquarters, covered it with soil, and planted it with trees and grass. These sizable fields of timberlands stretch out westward from the main building. To the north and south of the company's base, broad, flat open squares stretch out, filled with stacks upon stacks of cut lumber.

Malki's Skiffs: Everon Malki (CN mp Wiz12) sells skiffs that magically propel themselves upstream. Visitors can purchase a small boat for a mere 10,000gp, or rent one for 100gp a day (plus a deposit). They're faster than kith, and he's been made rich by the business, serving those who seek out riches in the plains. Many lifers make their first venture out of the city on one of these skiffs, letting the current of the Tanais take them for a few hours, and then using the magic of the skiff to get them back to Malki's.

Mystic Woods: This area of Helis' property on the north side of the river is officially part of the Emeraldcoat woods, but has acquired its own name and legends over the years. As long as this area has been harvested by woodsmen, reports of ghostly silhouettes in the dark and twilight hours have been discussed in taverns and around dinner tables. Some claim they're will-o-wisps, while others claim that they're the spirits of those who have died in Penance after being wrongfully kidnapped from their home worlds.

Ran's Rangers: Ran Alkins (NG me Rgr12) started a base of operations for rangers in the area some 10 years ago. Nestled up against one of the wild areas of Hammerfall, Ran's Rangers serves as a good resting point before trekking into the plains of Penance and a recovery point for those just arriving to the city. Sleeping quarters are offered, as well as a popular tavern where rangers gather to tell stories and exchange lore. Food and supplies can also be purchased here at surprisingly reasonable prices. Woodsmen, druids, and others that love the wilderness are welcome—but it's not a place that generally accepts wizards and others that would die if left alone in the wilderness.

Roost: This popular tavern is a favorite among rashers. The rooms are clean, the beds are comfortable, and the locks on the doors are good. The inn gets its name from the large numbers of black birds that perch atop its roof. The tavern is open for business at all hours of the day and night, and some of the most shameless boasters and storytellers in Penance keep regular attendance here.

Sounding Hall: This is the performing arts center of Hammerfall, a bard's college of sound and theater. Keli Emeraldgleam runs the college, though so many events occur here that it wouldn't be humanly possible to track them all. Keli has a large troop of bards that assist her, each specializing in a particular type of entertainment programming (poetry, stage performance, recitals, bardic music concerts, and more). A large park surrounds the Hall, and in fair weather, many performances are given outside in the natural setting. Walking through the park on any given day one is guaranteed to bump into at least half a dozen groups of performers rehearsing their routines.

Tasmon Manor: The seat of power for Lady Megaera, this structure serves as both her home and the government building for Hammerfall. For additional details, refer to the separate section describing the estate.

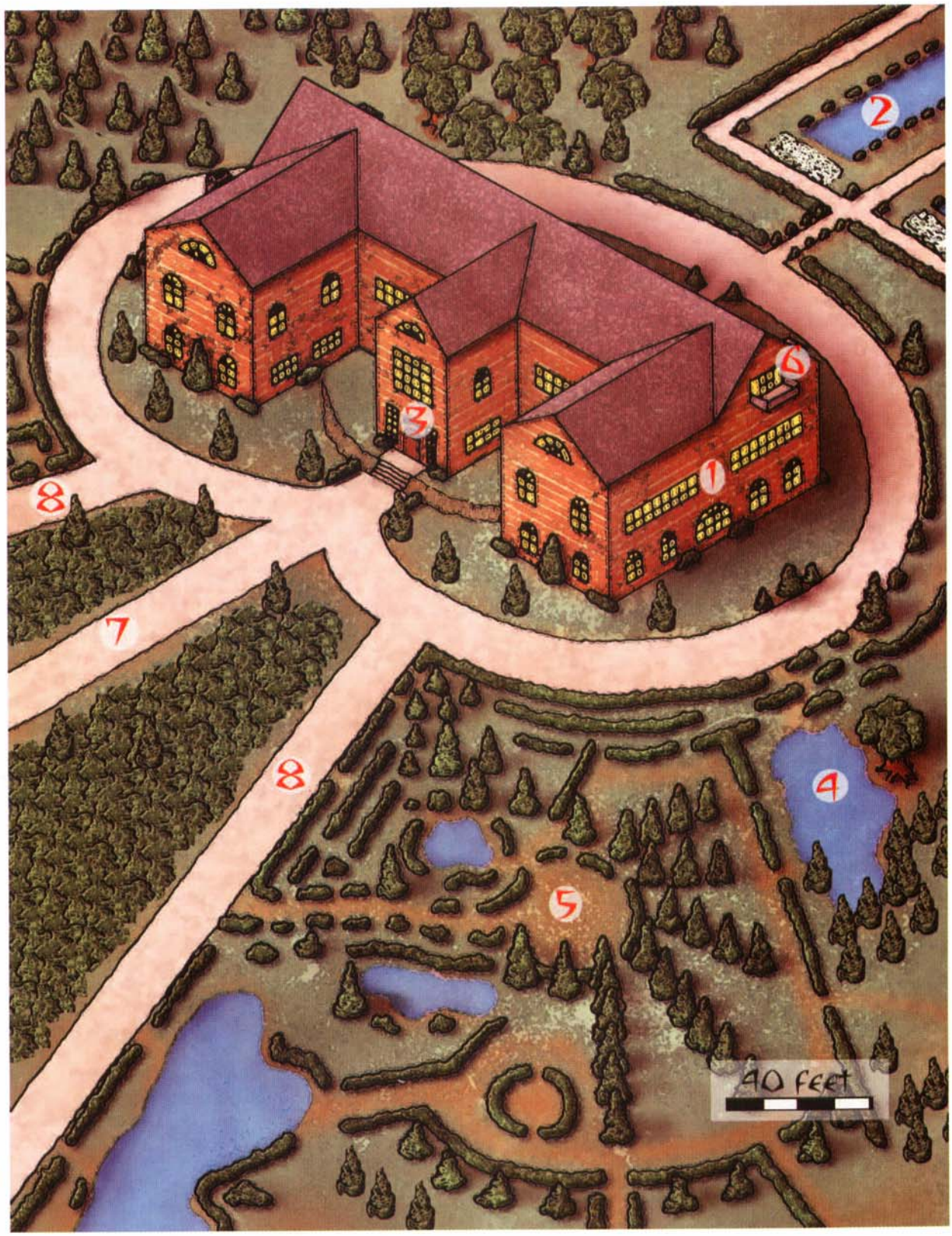
Tosh Graveyard: Despite the renaming of this cemetery to 'Restful Slumber,' everyone still calls it by its former name. The graveyard is a dark and dreary place,

Hammerfall Key

1. Bloodstone Library
2. Druid's Grove
3. Emeraldcoat Woods
4. Fireforge
5. Green Herbalist
6. Greenweird
7. Guild Quarters
8. Helis Timber
9. Heroes Fall Bridge
10. Hollow Spire
11. Hope Market
12. Malki's Skiffs
13. Mystic Woods
14. Ran's Rangers
15. Roost
16. Sounding Hall
17. Tasmon Manor
18. Tosh Graveyeard

filled with mausoleums and crypts that lead deep into the earth. The caretaker is an asherake named Mantle who hasn't spoken in years (but is otherwise normal—for a creepy cemetery caretaker).

Hope Market: This large open market is located close to the major north/south thoroughfare running through Hammerfall. The market is a hive of activity during hours of light. Just about anything that doesn't have to be specially crafted when ordered can be found here. During nighttime hours, the booths, tables, and tents are all folded



up and carried away, leaving this area a barren square. The market quickly fills up in the mornings, with shopkeepers arriving early to get the best spots, often leading to angry words between merchants.

Tasmon Manor

The official residence and seat of power for Lady Megaera is Tasmon Manor, which was originally a hospice before the vampires feasted there one night. After purging the bloodhold of vampires, Megaera rebuilt the old healing home and added gardens around it.

The house was built using various defensive spells as well as *alchemortar* (the effects of which are detailed in *Alchemy & Herbalists*). These magical defenses have allowed the home to stand up to magical barrages and intrusions that would have quickly destroyed any other home.

Tasmon Manor is a gated compound. Visitors must first go through two security checkpoints before entering the grounds, and guards wander the gardens and stand on duty near the house to shield the Lady from any attacks. Weapons are allowed, though they must be peaceknotted.

Audience Chamber: The entire first two floors of this wing are consumed by a grand hall where the Lady holds court. A balcony on the second floor permits citizens to listen in to the proceedings.

Bloodgardens: These are the private gardens of the Lady, heavily guarded by soldiers and magically shielded against divination. It's here that Lady Megaera speaks privately with her closest aides, as she prefers to be outside as much as possible.

Entrance Hall: The opening hallway is filled with suits of dover full plate, some of it quite old and battle-worn. Lady Megaera's standard hangs on the opposite wall.

Glimmerpond: This small pond has the reputation for granting visions of future events, and it's not uncommon to see people kneeling beside it for long periods of time. The guards watch over this area very closely, but generally allow anyone to contemplate at its Shores.

Honorglade: Megaera built this small garden in honor of her fallen comrades, whose graves lie at the center of Honorglade. It's also frequently used to hold outside events and to entertain ambassadors of other Bloodlords.

Megaera's Quarters: These are the private quarters of Lady Megaera. She can sometimes be seen standing on her balcony late at night by those at Glimmerpond.

Path of Wisdom: The central path from the main gate is lined with good-aligned religious symbols. Megaera invited all of the good churches to make their mark upon the path as a show of support for their causes. It's a standing invite, so any church not currently represented by a mark can request to add their own to the Path of Wisdom.

Sunstone Paths: Shiny yellow and red rocks known as sundancers make up both walkways. During the daylight hours, it looks like a painted roadway, but during times of darkness the rocks give off a glow. The yellow rocks glow when the yellow sun is gone from the sky; the red rocks glow when the red sun is gone from the sky. Being placed in darkness doesn't alter this reaction; their glow is tied to the appearance of the twin suns.

Tasmon Manor Key

1. Audience Chamber
2. Bloodgardens
3. Entrance Hall
4. Glimmerpond
5. Honorglade
6. Megaera's Quarters
7. Path of Wisdom
8. Sunstone Paths

Additional Hammerfall Adventure Hooks

Despite its calm exterior, there is plenty of activity to keep a rasher busy here forever and a year. Political elements are always a hot topic, and there's no shortage of those up-and-coming want-to-be Bloodlords that seek to cause unrest within the boundaries of Hammerfall.

- In probably the worst kept secret ever, a well-known human seed (Zack Threllman) has taken control of the largest group of rogues in the bloodhold. It's unknown what his plans are with his group, but the Court of Hammerfall wants to find out. [EL 8]
- The druids who tend to the greenery of Hammerfall's largest garden recently chased a possessed plant creature into the Maze. They're looking to find out how the creature came into being and to make sure it doesn't harm anyone. [EL 10]
- Elias Helis and his sons are looking for some brave souls to investigate the deaths of some woodsmen in the fields. More than six workers have been torn to shreds by what all accounts seems to be a powerful gnarl. However, there are a few odd details to the matter: First, the gnarl seems able to cast spells; and second, none of the heads of the woodsmen were ever found. [EL 12]
- Rumors abound that a handful of vampires escaped Megaera's vengeance those many years ago and have been quietly plotting revenge ever since. Freed of servitude by their master's death, some have become master vampires of their own and are thought to be living deep below Hammerfall. [EL 14]
- Block Nemsis is looking for a few good adventurers to do some investigations around Narcis' court. He has suspicions that Narcis is the one responsible for trying to infiltrate Megaera's court, and he wants to find out why the Bloodlord is so persistent. [EL 16]
- Merchants within Hammerfall ship wine and ale in barrels down the rivers, but lately a dragon has been sighted plucking the barrels out of the water and gorging itself on the wine and ale. The merchant's guild has come up with a plan to hide some brave seeds in the barrels and have them surprise the dragon. [EL 18]

Illumina

"Shhhh... I know a secret old beyond telling. With it, I shall rule this world and shatter it with one swift stroke, for true freedom always has the highest price. This is either art, insanity, or truth."

-Lord Nich Belus

The "Illumina" holdings of Lord Belus occupy 85 cantons along the northwest edge of the Pedestal.

Population: 3,590,655

Racial Makeup: Asherake: 2%, Ceptu: 0%, Chromithian: 0%, Dover: 1%, Elf: 15%, Faust: 3%, Frey: 12%, Haze: 1%, Human: 40%, Lunar: 4%, Nightling: 1%, Picker: 6%, Silver: 0%, Valco: 0%, Other: 18%

At the northwest edge of the city wall, spilling over and bordering on the Ramtha Forest, lays the richly textured territory of Illumina. What 70 years ago began as a simple artist colony has now grown into an urban center of high culture and craftsmanship. Woven from wood, marble, and sliver, Illumina is the refuge of all who seek to live, love, and create, free of oppression and judgment. The people here are artists, like their founders, and everything here from the building of great monuments to the cleaning up of refuge is done with a sense of flair and style. The highest concern of all of Illumina's population is the creation of things of beauty. Nowhere in Penance can one find artists and craftsmen as skilled and clever as here. If you seek a unique weapon built to the highest standard, or a portrait painted in perfect likeness, here is your answer. Beauty, freedom, love, and truth is the refrain of all who choose to make Illumina their home.

Pillars, statues, towers, galleries, and parks line the streets and make up the bulk of the territory. All things in Illumina are built with skill and beauty, and there is an almost overwhelming grace here; nothing is taken for granted and all things are adorned with paintings, sculptures, and metal work. Communal living is the common way, and groups of families and friends dwell in large open structures, each bringing their talents to a shared way of life. In public, these communal families band together to build new homes, care for bridges and streets, and to aid each other in times of need. Child rearing, housework, and daily duties are executed with just as much reverence as are masterworks of art. The young are encouraged to foster their own talents and speak their own truths. Children actually hold a higher place here than in any other bloodhold, sitting on councils, taking part in community projects and planning, and sharing all the rights of a full grown adult. Animals also are held in high regard, and over 70% of the population is vegetarian.

Exports of the finest crafts, weapons, armor, and art objects have made the majority of Illumina's people well-to-do. Bordering the Ramtha Forest has also allowed for many exports of building materials and food. However, due to the people's awesome reverence for nature, the forest is carefully farmed and harvested by some of the most skilled druids to ever draw breath. Interestingly, in the communal life of Illumina where equal barter of services and goods is the rule, gold and sliver are used more to adorn sculptures than as hard currency. Still, it is well known by merchants and thieves of other bloodholds, that citizens of Illumina are seldom poor when traveling abroad.

There is only one punishment for those who choose to cause dire trouble, bring danger upon other Illuminans, or who have no remorse for their actions: banishment.A single brand from the fabled artifact of exile marks the forehead of any who is cast out, and neither magic nor the healing arts may ever erase or conceal the scar. Those who are marked with it seldom find safe haven anywhere else, for only those that are beyond redemption are cast out by the caring souls of Illumina.

What, one may ask, is the price for all this freedom and prosperity, and who, if anyone, has suffered for it? Ask anyone in any bloodhold of Illumina, and he will tell you it is his beloved founder and lord, Nich Belus.

Lord Nich Belus

Nich Belus came into Penance over 70 years ago a 20-year-old son of a well-to-do family. He only knew comfort and easy living his whole life but always felt like there should be something more. Nich spent his days and nights writing, painting, and dreaming of adventure and excitement. One day, while he was painting by a river, a flock of black birds swarmed around him, and the Queen Israfel appeared before him. It is said that he painted a portrait of her that day, and she, in return, took him from his well-bred life.

The shock of being dropped with only the clothes on his back into Penance was overwhelming, and in the first month, Nich came close to death many times. However, his charismatic personality and quick wit saved him and earned him many good friends. Nich drew to himself other painters and poets, all who marveled at his talent. He loved to paint rashers and warriors, anyone who had had some taste of adventure. Many of these subjects became his friends and his admirers. At the time, Nich lived in the holdings of a minor human Bloodlord named Callin. This Bloodlord believed in hard work and toil over all else, and it wasn't long before Nich and his friends decided to depart from Callin's lands. The artists made their way into the lost city, and there began, over the course of five years, to carve out a colony for themselves.

Their new-found home grew slowly but steadily, and became quite renowned throughout Penance. Toward the end of their tenth year there, Lord Callin sent a seed, a youthful, male assassin, to kill Nich. Callin had simply assumed that Nich, who was as much a leader as anyone, had declared himself a Bloodlord. The proposed attempt never happened, because the assassin, upon meeting Nich, recognized him as a young Lord who had disappeared a year earlier from the world that he had just been pulled from. Nich, in turn, knew the young assassin as a bodyguard to his father. It was here that Nich first learned that time on his birth world flowed differently than on the Forge; for every ten years that passed on the Forge, only one passed on his home world. Seemingly unique to them alone, anyone pulled from Belus' world aged only a single

year for every ten years on the Forge, although another decade passed before Nich truly believed this. The assassin, Liam Nichovich, quickly became Nich's lover, and Nich, under Liam's and other close friends' guidance, finally declared himself a Bloodlord with Liam as his champion. A few days later, Liam returned to Callin's bloodhold, and acting as a proxy of Nich, killed the Bloodlord who sent him to Belus in the first place.

Over the next two decades, Nich and his lover Liam forged the land of Illumina, their longevity giving them the stamina and time to build a great nation. The fact that both were males added to the free-thinking and openness Illumina is now known for, although it also drew the ire of many other Bloodlords who claimed their love to be a perversion. Many of these Bloodlords made the mistake of underestimating them, but the combination of Nich's razor-sharp mind and Liam's deadly skill in combat made the pair nearly unstoppable. For 50 years, the pair ruled in love and prosperity, until the dark price of their success finally came due, and Nich lost the only thing that really mattered to him.

Liam died from a wound received while fighting an assassin of the minor Bloodlord Hyffrim. Liam defeated the assassin, but during the battle was dealt a small cut by the assassin's weapon, *Unhowde on Black*. This cruel artifact, once having cut a person, doomed him to die no matter how minor the cut. It took weeks for the weapon's evil to do away with Liam, slowly eating his beauty and strength. When it was obvious the end was near, Liam declared a captain of his guard the new champion, thus averting Hyffrim's claim on the land. Nich sent for every healer and every mystic in the entire Forge to save his love to no avail. Belus never left Liam's bedside once the curse had taken Liam's legs. In the end, Liam passed away early on the holiday of Darkness.

Here's where the most suspect and infamous tale of Lord Belus originates. It is said that upon Liam's death, a cold calm came over Nich, and he ordered the *brand of exile* brought to him. He took it up, and to the terror of all who watched, burned his own forehead with it. Then, strapping *Unhowde on Black* to his back, the very weapon that had slain his love, he rode a jet-black kith out of Illumina toward the Wellspring. Rumors even too fantastic for inhabitants of Illumina say he rode straight to the Queen's citadel, which opened for Nich, and in he went.

For a week, Illumina was without its lord, so the Lord Hyffrim made his way there to claim the land as his. During the ceremony at Lord Belus' castle, he asked the crowd, "Is there any here who can prove that Belus still draws breath?"

After an uproar from the crowd, all fell silent and a wicked smile came to Hyffrim's face. But as he prepared to claim his prize, a hunched figure dressed in rags with a black bird on his shoulder moved forward from the crowd and asked, "By what right do you claim this land?"

"By the right of assassins and the laws of the Queen. For even though my man died in his attempt, so did Belus' champion. Though he did proclaim a new champion, there can be no champion without a Bloodlord."

"Correct you are." the tattered figure replied.

"Then if there are no further objections, I declare myself ruler of Illumina in blood and in flesh. All cantons here shall be added to my holdings."

In a rush of darkness and feathers and screeching, the Queen herself formed on the steps above Hyffrim, once the sole bird on the ragged man's shoulder. She hissed coldly, "In breach of law as old as my voice are you!" and moved to strike him down.

The raggedy man threw off his robes and stepped forward, revealing himself as Lord Belus. No brand glowed on his head, but instead, a strange crown, like four horns, adorned it. He cried, "I beg you lady—Stay your hand and show mercy, for now, to this lowly lord!"



The Queen paused and looked to Nich, and then she moved in and placed her hand on his forehead. As they touched, she scattered into a hundred black birds which flew to the winds.

Nich invited Hyffrim into his palace and ordered a great feast in his honor. When it was done, he commissioned a statue of his lover's killer, and gave Hyffrim a parade-like escort back to his holdings. It is said that this kindness to the man who cost him his reason for living was the first sign that Nich had gone insane. To this day, Nich has never attacked Hyffrim nor done him or his holdings any harm.

Whether the whole of the tale is true or not cannot be known, and what happened to Nich in the Queen's citadel is equally cryptic. Certainly, Nich was never the same after his dramatic return. Not once since then has he ever attacked any Bloodlord openly. He is subject to fits of tears and laughter, and at times seems to be far off. From moment to moment, not even those closest to him can guess what Belus might say or do. He is as unpredictable as a force of nature, sometimes capable of great cruelty, and at other times full of compassion and forgiveness. His people, as well as the whole of Penance, generally consider him to be mad, but none question that he still rules Illumina with skill and a bizarre cunning that at times makes it seem as if his insanity were all a ruse.

As to whether the Queen ever allowed him into her citadel, there are some facts to suggest that she favors Nich at the very least. Over the last 20 years Israfel seeded at least three more people from his home world and has delivered them to Nich; thus arrived a new Champion, Velker Molstad, who has become Nich's new lover, and two children of Nich's sister, Magdalena and Lushkin. They say the Queen also helps Nich in his quest for strange artifacts beneath the city, giving him counsel, and even coming to his rescue when he was attacked by a horde of derelicts.

Then there is the strange story of a servant who claimed to have killed Lord Belus by lighting him on fire and throwing him off the balcony into the Aegis waterfall. Indeed, Nich was not seen for three days, and when he returned, he rode into Illumina from the direction of the Wellspring. He gave no explanation and his body bore no signs of having been burned, but swore the servant lied. This accusation was a fact hard to disprove because the poor servant had been locked in a high tower and, during the course of the night, was consumed by a flock of black birds.

Most other Bloodlords claim that half the stories circulating about Belus never really happened; they are either part of his insanity or just tales to make Nich seem somehow seem more dangerous. Whatever the case, there are few who believe that there is not more to Lord Nich Belus than meets the eye.

Lord Nich Belus – 92 year old (appears 29) Male Human – Bard 4/Rogue 6/Demagogue 10;
Medium-size humanoid (human); HD 20; hp 132; Init +7; Spd 30ft.; AC 35; Ldr 40, AL CN; SV Fort +12, Ref +28, Will +32; Str 14, Dex 24, Con 12, Int 25, Wis 21, Cha 38.
Skills: Appraise +17, Bluff +37, City Lore +15, Diplomacy +45, Gather Info +45, Hide +17, Innuendo +28, Intimidate +37, Knowledge (arcana) +30, Knowledge (politics) +17, Listen +15, Move Silently +15, Perform +24, Read Lips +17, Search +17, Sense Motive +28, Spot +15.
Gifts: Ability Boost (Cha), Charm, Mind Reading, Persuasive
Prestige Races: Focus of the Fair and Foul (complete), Focus of the Feathered Fowl (incomplete).

Belus' Laws

The laws of Illumina are sparse at best. People observe all of the traditional laws of the city, and for the most part, those are all that are enforced by the razors and judges under Velker Molstad. Punishments are rare, and as long as someone, or one's commune, speaks out and takes responsibility for someone's future behavior, most criminals are set free. However, if no one speaks up for a convict, then banishment is the only real punishment, though some judges execute those unwilling to corporate. If a person commits crimes after he has been vouched for, it is up to those who have spoken on his behalf to deal with him in what ever way they feel necessary, up to, and including, torture and murder. If unable to curve the behavior, the criminal and those who have vouched for can be banished. This practice ensures that one does not vouch for someone unless one plans to enforce rehabilitation. Local judges keep extensive records of those who have broken the law and those who have vouched for them, and reports of extreme crimes are sent throughout the land.

Being a recorded criminal is as close to slavery as one can come in Illumina, as one is at the mercy of whoever speaks out for him. If more than one person speaks out for a criminal, relatives and commune members have first claim, and after that, impromptu auctions are held with whatever money being raised going to the victims of the crime. In addition, those who vouch for a criminal may be required to pay restitution to victims. Nonviolent crimes, such as pick-pocketing, have paroles attached to them, and once they are served, all record of the crime dissolves and the criminal no longer need answer to the voucher. This system works remarkably well and keeps the burden of caring for criminals in the public realm.

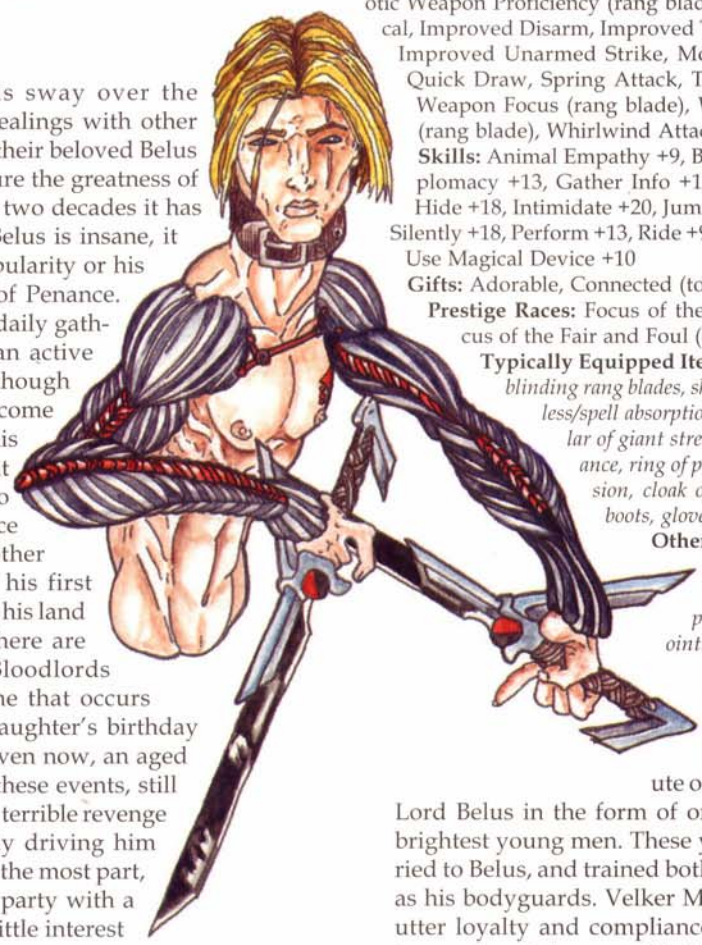
Minor disputes such as business disagreements or arguments between neighbors are expected to be handled by those involved. If actions force a judge or bailiff into such petty squabbles, both parties will assuredly come out worse for wear. Those who dwell in Illumina love their personal freedoms and are expected to act with good judgment and personal responsibility. There is but one lawless area in Illumina, and that is the Samothrace. A nightclub and gambling den where anything goes, its only rule is that you must carry out your kills when you leave. No judges or razors involve themselves with a crime that happens within the club's walls.

Mass brandings with the magical brand of exile happen once a month at the palace canton for all those for whom no one vouched. The newly-branded are then paraded naked through the streets, are spit upon, and have rotten food, and rocks thrown at them. The exiles are led out of the city, where monsters from the lost city and slavers from Arena wait, knowing that once a month on the same day, they are guaranteed several hundred weak-

ened, and defenseless victims. Any attempts by those exiled to reenter Illumina, or to organize anywhere near the borders, are met with deadly force.

Belus' Court

The court of Illumina holds sway over the bloodhold, its laws, and its dealings with other realms. All in Illumina look to their beloved Belus to guide their lives and to ensure the greatness of their land. Though for the last two decades it has been generally believed that Belus is insane, it has not lessened either his popularity or his power in the overall politics of Penance. Belus sits at the head of every daily gathering of the court and takes an active part in all of its decisions, although one can never tell what might come out of his mouth. Still, for all his madness, there is a method that is quick to deal with any who challenge him or his land. Since Belus has never attacked another Bloodlord since the death of his first champion, most in Penance see his land as a neutral place to meet. There are several large gatherings of Bloodlords here every year, including one that occurs annually on Belus' adopted daughter's birthday (Seething Anew, Scheming). Even now, an aged and nervous Hyffrim attends these events, still sure that Belus plots some truly terrible revenge upon him, a fact that is slowly driving him mad. The other Bloodlords, for the most part, see Belus as a benign, neutral party with a prime piece of real estate and little interest in expanding or undoing their own power.



- **Champion:** The Champion and Lord High Executioner of Illumina is Velker Molstad. He is utterly committed to his lord, who is also his lover. Velker also shares Belus' long life cycle, due to the nature of the world they were both pulled from. Velker oversees the Judges and, even more closely, the bodyguard consorts. He has an honor guard of 13 trusted warriors, all of whom are the best in the bloodhold and have evolved wings. Velker is a slender, youthful-looking, male human with blond hair and bright eyes. He is lean and toned and carries himself with an air of command. Many die who make the mistake of thinking him a weakling. He is inhumanly fast and strong, and wields his twin *rang blades* with a deadly combination of martial art and brutal force.

Velker Molstad – 30 year old (appears 21) Male Human – Fighter 18/Hone 2

Medium-size humanoid (Human); HP 302; Init +8; Spd 60 ft.; AC 32; Atk +34/+34/+34/+29/+29/+24/+19 melee (*rang blade* - 1d8+17 [crit 17-20x2]); Atk +32/+32/+27/+22/+17 ranged (*rang blade* - 1d8+17 [crit 17-20x2]); AL LN; SV Fort +25 (+31 vs. poison), Ref +19, Will +13; Str 26, Dex 26, Con 22, Int 14, Wis 15, Cha 20.

Special Abilities: Elongated Life Span, Fell Blow +1, Improved Defense +1, Skilled Stunt +1, Precision Strike +1, Immune to disease, Opponents receive a –2 to attack rolls and saves, Cannot be tripped.

Feats: Ambidexterity, Combat Reflexes, Dodge, Expertise, Exotic Weapon Proficiency (rang blade x2), Improved Critical, Improved Disarm, Improved Two Weapon Fighting, Improved Unarmed Strike, Mobility, Power Attack, Quick Draw, Spring Attack, Two Weapon Fighting, Weapon Focus (rang blade), Weapon Specialization (rang blade), Whirlwind Attack.

Skills: Animal Empathy +9, Bluff +9, Climb +23, Diplomacy +13, Gather Info +13, Handle Animal +9, Hide +18, Intimidate +20, Jump +13, Listen +7, Move Silently +18, Perform +13, Ride +9, Spot +7, Tumble +18, Use Magical Device +10

Gifts: Adorable, Connected (to Belus), Telepathic

Prestige Races: Focus of the Body (complete), Focus of the Fair and Foul (complete)

Typically Equipped Items: Two *+5 weightless/blinding rang blades, shadow armor (+5 weightless/spell absorption* sap hide armor), *collar of giant strength +6, leggings of balance, ring of protection +4, ring of evasion, cloak of resistance +5, winged boots, gloves of arrow snaring,*

Other Items: 2 *potions of cure critical wounds, dust of appearance, wand of dispel magic, Keoghtom's ointment.*

- **Consorts:** Every canton in Illumina pays a tribute once a year directly to Lord Belus in the form of one of their best and brightest young men. These young men are married to Belus, and trained both as his consorts and as his bodyguards. Velker Molstad ensures their utter loyalty and compliance, and any who betray or deny Belus are subject to the most unspeakable of tortures.
  - *Jak:* This 19 year old has only been in service for a few months as a consort. Due to his kind temperament and skill with a blade, he already has the attentions of Velker and Belus. When he is not training or tending to other duties, he is almost always at the side of one or both of them. Due to his relative inexperience, many of Belus' enemies hope to find a way to use the youth against Belus.
- **Advisors:** Belus' chief advisors are his two heirs, Magdalena and Lushkin, the children of his sister. There are few others who remain long in Belus' court,
  - *Kindle Rith:* Rith, a large woman with a jovial demeanor, represents the bulk of public concerns in the court and uses her quick wit to get her point across. She is a champion of the people, and thus well respected by Belus.
- **Heirs and Family:** Belus' niece and nephew, Lushkin and Magdalena, are extremely loyal to their uncle in every way, and, other than Velker, are the only ones he completely trusts. The two siblings play to the rest of the court as if they hate each other and are out to undo the only other heir to the throne. This game has often allowed

them to discover disloyal courtiers who would try to use the two against each other or against their uncle. In private, they are very close and loving, and much of their time is spent in the pursuit of pages to a lost artifact with which their uncle is obsessed.

- *First Heir Magdalena:* Magdalena (fh(s) Rg5/ Sta7; s—watchful) is only 18, though it is hard to tell, since she too comes from the same world of origin as Belus, and already is an accomplished stalker. She plays the part of a spoiled princess during the day, while at night she moves in disguise through the underworld of crime, spying always for her uncle. Magdalena has contact with Briseis Sigurne and her Ragemaidens as well as the Band of the Red Sun. There is little happening in the criminal world of Illumina about which she is not informed. In addition, she leads a highly trained team of seven female assassins who do away with any threats deemed a danger to her uncle.
- *Second Heir Lushkin:* Lushkin (mh(ff) Rg5/ Dem3; ff—fair), Magdalena's 16 year-old brother, plays at being a pompous, pampered, hedonist who is too good for anyone. He is, however, an easily underestimated demagogue, since he looks to be no more than twelve years old. Belus sends him with many of his ambassadors to other territories to watch and influence where needed.

- **Razors:** Belus' three razors follow the champion Velker Mostad's commands.
  - *Razor Conhaw:* This winged, male human is second in command under Velker, and leads the honor guard. Conhaw began as one of Belus' consorts five years ago and is still considered one of his husbands, although he no longer serves in any capacity other than as a razor. He comes across as cold and stand-offish, but to his men, he is like a gentle father who guides them with love.
  - *Razor Lenna Fith:* This female faust is a deadly combatant who concerns herself with any threat that might come out of the Ramtha Forest. She is often away from court, but when she is there, she is outspoken about any threat to Illumina or its lord, always pushing for the most direct and aggressive course of action.
  - *Razor Ypzion:* Ypzion is a spiked, male human who came into the ranks due to his rich father's belief that all should serve their duty. Once in the service, Ypzion never returned to private life, and has become one of the highest and most well respected of Velker's razors. He places the needs of his men and the security of Illumina above all else, which at times places him in conflict with Belus. Ypzion also fears that his Lord's madness may someday bring down Illumina. Ypzion is strongly against the funding of any warlords in Arena, even though it often brings home great riches for Illumina.
- **Ministers:**
  - *Minister Nan Jin Iaggas:* This female elf was the leader of a vast artist commune for some time before turning to work for the government. She is vain and self-important, and at times oversteps her bounds, although many times she has identified outside dangers to Illumina. Iaggas works with both the public sector and with the razors and judges; while not entirely trusted, she is very effective at her job.
  - *Minister Caster Brian:* This male frey came to his position four years ago and is in-charge of entertainment for the court on a daily basis. He has brought in everything from a dancing, singing gnarl to a spell-casting insect. He is always on the look out for interesting, bizarre, and really bad acts to amuse his lord. Brian is not the least bit interested in the court's politics, but once exposed an assassin through the use of a telepathic fish-juggling drag-queen.
  - *Minister Rith Ra:* This female picker is a great wielder of magic, and divides her time between guarding the bloodhold against magical intrusions, and making up new poems to read for her Lord in court. Though she does not know it, she is quite famed for being the worst poet in all of Penance.
- **Ambassadors:** Every Bloodlord in Penance keeps a full-time ambassador in Illumina, since so many meetings and treaties take place here. There is a large embassy next to the palace, where these foreign diplomats live with all of their needs cared for. Belus provides ambassadors with immunity to all laws, and many of them have trouble returning to their lands after having been served with such freedom. Belus also ensures that the ambassadors are not spied on; whatever takes place in the embassy never becomes public knowledge and is never used to blackmail them. Because Belus is so respectful, he often finds that ambassadors are willing to be very open with him.
- **Agents**: Lord Belus employs rafters, historians, and a broad host of mages. All of these individuals are devoted to searching for whatever strange artifact to which Belus may currently be drawn. Belus also funds several warlords in Arena and even has a small fleet of magical airships to supply them.
  - *Clawn Rakk:* This female asherake manages all of Belus' concerns in Arena and ensures that Illumina gets the best possible return on its investments there. Rakk is quiet and soft-spoken but subject to violent and deadly outbursts if angered.
  - *Teal Vivace:* This rarely-seen male human leads the rafter's guild in Illumina, although he spends the bulk of his time away on some mission or another; he is often far across Penance as well as into its deepest depths on er-

rands for his Lord Belus. Rumors say Teal has many wives, one in each bloodhold and even a few in the lost city.

Other Important People

Lord Arnov Hyffrim: Lord Hyffrim (mh Ftr6/Vig8) is the Bloodlord of a minor territory to the southeast of Illumina on the west bank of the Aegis. Hyffrim and his bloodhold of Port Sanguine have been jealous rivals of Belus and his Illumina for many decades. Hyffrim has tried several times to unseat Belus, but has been unsuccessful. Hyffrim is now in his sixties and is extremely paranoid that Belus will soon take his revenge upon him and incorporate his nine cantons into Illumina. Hyffrim can often be seen in Belus' palace, as he is frequently invited to functions there. Hyffrim is wealthy, and is always looking for an opportunity to hire someone who can spy on Belus for him.

Letaeris Marobeth: This talented elf (me Exp15) is one of the most celebrated artists and citizens in all of Illumina. Marobeth resides in the central part of the Wedge, and is the head of the oldest communes in Illumina, the remnants of Belus' original artist colony. Marobeth is known for his sweeping, lifelike sculptures, and was the one who created the famous battle sculpture along the great lane. Marobeth ad his comrades spend nearly all of their time in the pursuit of art, and are available to create custom pieces on demand. Marobeth has seen Illumina grow from the beginning, and has a great deal of insight into the place. A small minority of citizens in Illumina has grown weary of Belus' strange madness, and feels that he should step down to allow Marobeth to rule in his stead.

Macius Settis: Settis is a mysterious nightling seeded into Illumina two years ago. Settis runs a glass shop near the northern edge of the upper city that makes panes for art frames. Settis has been vouching for convicts for over a year now, and has been putting them to work in his shop. Settis' wards have not committed any crimes, but his neighbors find his behavior somehow suspicious. Is Settis merely acquiring cheap labor, or is he putting together a ring of dangerous criminals? No one seems to know, and only time will tell.

Trade and Commerce

Illumina is quite a wealthy area, but it is hard to measure, as money is not commonly used within the territory. All trades within Illumina are generally done on a barter system, and most property belongs the individual artist communes, not necessarily to the individuals within them. The people of Illumina believe that one should earn what one has, and money is seen as a danger, inviting theft and corruption. Money is still used for trading with other bloodholds, but people don't carry much, if any, with them within Illumina. Money is kept in a hidden safe in most communes, and is distributed to those who go elsewhere to trade.

The barter system is made easier in Illumina, by the fact that the necessities of life, food and clean water are provided for free by Belus' government. Belus has good relations with the farmers and druids of the Ramtha Forest, and pays for their services as well as for shipping and distribution of food. Water comes from the Aegis, and undercity pipes and pumps allow all parts of the territory to have fresh, flowing water. The people of Illumina are therefore free to follow whatever pursuits they desire. Most are artists or craftsmen, some are soldiers, some entertainers, and others simply do nothing at all. Because nearly all items and services are paid for with labor or real goods, the people of Illumina tend to have fewer things than other citizens of Penance, but those few things they do have are of a much higher quality and value, and are much more aesthetically pleasing.

For the people of Illumina, barter seems to work. They are used to asking to purchase a painting and being told they can have it if they can acquire a new pair of shoes, or perhaps fix the artist's wagon wheel. They are also used to taking objects they don't necessarily want in trade, knowing that they can use them to trade for something else. Foreigners in Illumina find the system difficult to get used to, and generally are initially frustrated as they find they can't acquire as many objects as they expect to. Locals will tell them that they don't really need all those things anyway. In deference to tourists and foreign visitors, most merchants in Illumina will accept monetary payment, although they will charge a much higher rate than they would for barter.

Low-value, high-quantity goods in Illumina, such as restaurant service, are an exception to the barter rule and are often paid for in coins or tokens. Tokens are small, simple objects that take a short time to make. A token may be a small carved wooden figure, an embroidered ribbon attached to a pin, a beaded necklace, or so forth. Tokens represent small amounts of labor, and are generally honored as payment for small services, as long as they are interesting or pretty.

Taxes in Illumina may be paid with money, goods, or community service. Anyone without enough wealth to pay their taxes is not in trouble with the law; they simply must volunteer to work in either the bloodhold's defense or in the distribution of food. The goods Belus receives in taxes are used to pay government employees and full-time soldiers; the money that comes in is used to trade with outsiders. Other money is brought into the territory through the waterfall fees, which only apply to non-residents of Illumina. Fall tolls run on average 1.2gp per ton, running from 50 gp for an average sloop, to 240gp for a two-mast schooner, 600gp for a tall merchant ship, and up to 3,600gp for a huge warship.

Illumina's exports consist mostly of high quality art objects. Paintings, frames, statues, tapestries, bas-reliefs, and so forth are all in wide demand around the city, but are not found as abundantly as they are in Belus' land. Illumina also sells off any excess food and forest products that they may harvest, but this does not make up the bulk of their economy.

Area Map and Details

Lord Belus' holdings, like Lord Mabon's, are divided between an older part of town built up on the Pedestal and a spillover area of newer structures built below. The upper city is an oft-strange mixture of old buildings that have been restored and fresh buildings designed around the aesthetics of Illumina. The architecture of Illumina favors pillared, open-air, high-ceilinged structures that

are adorned with low-relief sculptures and painted with bright and fantastic scenes. Even the older buildings have been redone with gold leaf and newly pillared facades. The streets and parks are full of statues, fountains, and public art of all kinds. Illumina has a virtual army of golems that come in all shapes and sizes, all of which do nothing but roam the city picking up trash. Belus has had put in place one of the best sewage systems ever designed, and strange as it may sound, many sages and craftsmen travel to Illumina just to study it. All this helps keep Illumina in pristine condition and ensures the beauty of this domain conceived of by artists.

Illumina Key

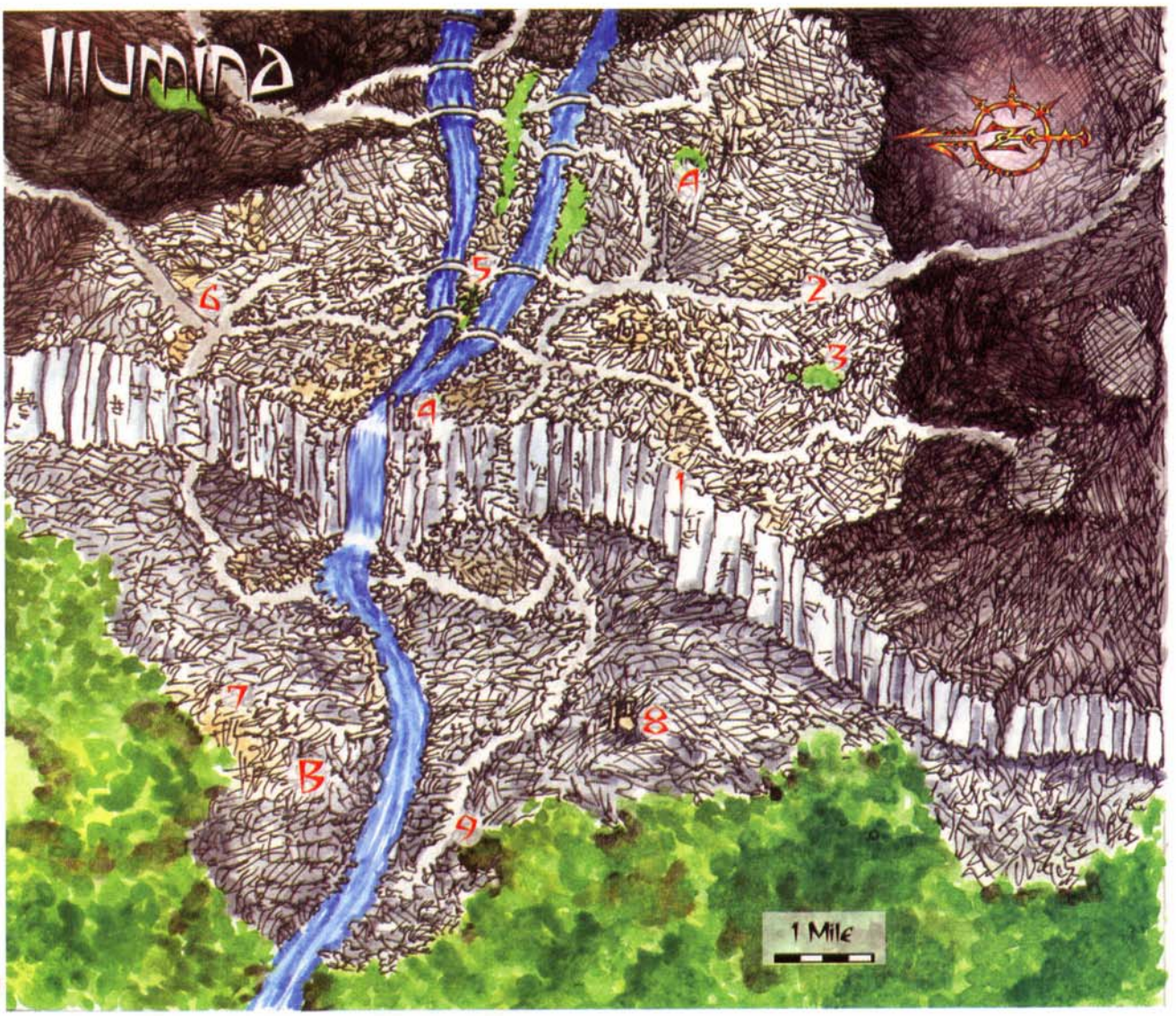
A. The Upper City
1. Air Naval Docks
2. The Great Lane
3. The Museum of Living Nature
4. Palace Area
5. The Wedge
6. Leath's Small Constructs

B. The Lower City
7. The Body Swap
8. The Great Golem Works
9. The Way of the Wild Inn

The Upper City

The Air Naval Docks: Built into the side of the Pedestal about two-thirds up, these massive tunnels serve as the mooring point for all of the flying ships that Belus employs to supply his interests in Arena. At any given time, ten to twenty ships may be docked here, and at least three ships are kept at all times to defend Illumina's borders from serious threats. These three ships are always captained by one of Velker's winged honor guard.

The Great Lane: This road starts as a simple street near the palace and then becomes a large highway stretching out into the lost city, and leading finally to the Wellspring. The lane is considered the main drag of Illumina and many businesses line the road. Some of the most amazing sculptures in the whole land are found here,



including a fully-carved sculpture spanning three city blocks that depicts a violent conflict between the armies of Illumina and a raiding party of exiled criminals. One can walk through the sculpture and see, as if frozen in time, the famous battle. The great lane is also the path down which, once a month, those exiled are led, although instead of following it to where it leaves Illumina, the parade detours near the end, thus depositing the criminals in an unprotected section of the lost city.

The Museum of Living Nature: The second most notable feature of Illumina, behind only Belus' palace, is this massive zoo. Built with containment structures that look natural, yet provide guests with a great view of all the animals housed here, this attraction is one of the main reasons to travel to Illumina. There is no fee for entering and the zoo is open at all times. Tax money, as well as private funding, keeps the zoo running in top shape. Druids and rangers care for and study the habits of the animals, which range from simple wild kith to a fifty-year-old gnarl thought to be a child of the Grinder. For ten gold pieces, one can buy a famous book that details the ways and dangers of over one-hundred creatures common to Penance and Arena. This book is only available first-hand here, and many rashers have stated that, due to owning it, they have survived encounters with dangerous creatures that otherwise would have been fatal.

Palace Area: Lord Belus' palace rests here on the city's edge, up against the Liam waterfall named after his first love and champion. The palace and its environs are described in further detail in their own section below.

The Wedge: This neighborhood is located between the two great branches of the Aegis River that meet in the upper city and then flow off the edge of the Pedestal. The Wedge is one of the most cultural and diverse parts of a land of culture and diversity. The Samothrace nightclub is located here, as well as one of the largest parks in the upper city. The shopping in the Wedge is amazing, and there are stores that carry things that you will need to have, even though you never knew they existed until you saw them here.

Leath's Small Constructs: Perhaps most notable among the shops of the Wedge is this unusual establishment. Here one can buy golems no bigger than an insect, and just as amazing. Leath, a male elf, spends all of his time building the tiny creations under a microscope or a magnifying glass. These miniatures are so advanced that some of them even have basic language capabilities. Leath can bind them to a single owner, and they will be totally loyal. Many of the tiny golems are sold as simple toys for children, but some can pick locks, cut through ropes, sing, sew, deliver messages, and can even be used as spies. The best can do all of the above, and sell for around 100,000 gp. Many rashers swear by having one of these in your party, as they are so loyal, clever, and helpful.

The Lower City

The Body Swap: The Body Swap is a strange little sculpture studio in an obscure corner of the lower city. Here an aged being of a bizarre, unknown, horned, feline race spends his days sculpting life-size statues out of clay. These sculptures are always made by commission, and are so life-like that they are frightening. What makes these statues truly amazing, though, is that once they are done, they are brought to life, and whoever has commissioned the statue has their spirit transferred inside. Want to be young again? Feel like having the body of a great warrior, or a beautiful youth? Perhaps you have always dreamed of being a different race, or even an animal or monster? Come to the Body Swap and for a price, which is different for every customer, and not always money, your dreams can be made real.

The Great Golem Works: This massive factory is responsible for building and maintaining the golems that clean the streets and sewers of Illumina. The factory has been run by the same family for over thirty generations, and was here long before Belus took power. In fact, it is claimed that this factory built the golems that guard the Queen's bridges, a claim that is backed up by the remains of a huge golem head that sits at the front of the works. The same family still builds golems upon commission, although now the bulk of their time is spent in caring for the city's cleaners. There is little doubt that the best golems money can buy, for whatever purpose one has in mind, are built here. In just the last two years, Belus has



started to commission huge war golems that are then sent to his armies in Arena. These mechanical monsters are packed with magical weapons, and can house commanders and generals during a battle.

The Way of the Wild Inn: Located at the edge of the Ramtha Forest, this huge inn serves a gateway to the wilds. It also houses the greatest of the druids' conclaves in the city of Penance. All who stay here before traveling into the forest are educated on ways to better traverse the wilderness without harming it or one's self. Frey are quite common here, and some of their larger cousins that dwell in the Ramtha make trading trips here frequently. The food here is all vegetarian and is said to be some of the best in the world.

Palace Area Key

1. The Palace
2. The Dream
3. The Embassy
4. The Gallery
5. Molstad Arena
6. The Samothrace
7. Swords and Steel
8. The Theater of Woe

Palace Map and Details

This map depicts the top of the waterfall of the Aegis River, as well as the area of the upper city around Lord Belus' palace.

The Palace: If one approaches Lord Belus' palace from the direction of the Wellspring, it seems to be a modest yet impressive two-towered structure,. Not until the palace is seen from the lower city does one realize that the two towers are merely a cap to a great seven-winged citadel that stretches over a quarter mile down the entire cliff. The palace was commissioned by Lord Belus himself in his tenth year as a Bloodlord, and required some twenty years to complete, with thousands of workers working in shifts all around the clock. Belus' palace stands as the symbol of Illumina, and many woodcut printed cards of it are sold to visitors and citizens alike.

The palace is Belus' home and the center of his court. Its interior is even more ornate, if possible, than its exterior. Filled with rooms of every size and description, it houses Bloodlords and their entourages when they are in Illumina for meetings. At its top, a great courtyard lined with huge balconies has been built as a staging ground for most of the great events and meetings in Illumina. One can eat, drink, and treat with others, while looking out over the Liam waterfall and the lower city. On clear days, the Ramtha Forest that lines the whole of the lower city can be seen. Over 3,000 servants and golems care for the residents and maintain the structure. Lord Belus' consorts live, study, and train in one of the palace's great wings, their lives devoted to bettering themselves in the service of their lord. At the center of the seven wings is a massive, open, spiral staircase with a shaft large enough that another tower could fit.

The Dream: This entertainment house provides rooms where one can live out any fantasy, using a combination of illusions and improvisational actors. These fantasies are not centered on sex, for that can be had at any local brothel, but rather around high adventure or mystery, allowing people to live out wondrous stories. There are several scenarios to choose from, five at most times, that change from month to month. It costs 75 gold pieces for two hours and you need a group of at least five in order to go in. Custom "dreams" can be made for a high fee.

The Embassy: Next door to Belus' palace, this three-winged structure also stretches several stories down the side of the Pedestal, and it houses ambassadors from every Bloodlord in Penance. The staff here is in charge of meeting every whim and wish of the ambassadors, no matter how bizarre or perverse.

The Gallery: Though there are hundreds of galleries in Illumina, there is only one that bears the title "The Gallery". The best of the best works of art are displayed here, and only one piece at any given time from a single artist may be shown. Every year, the great works find their way here, yet are never sold. Instead, each year on the holiday of Lastday, all the works that have come here during the course of the year are taken out into the streets and destroyed in a grand ceremony. This strange tradition reminds all that beauty and peace are fleeting things in this world.

The Molstad Arena: Great battles and sporting events are held here, as well as once a month, a public branding of all those exiled. In its off time, the arena is used to train the consort bodyguards of Lord Belus. One of the most important events that has occurred here was the battle between Liam Nichovich and the assassin of Lord Hyffrim, yet no monument to this battle has been displayed here, and Belus has since had the building renamed after his new champion.

The Samothrace: The most popular and dangerous night spot in all of Illumina, this in the only lawless place in the bloodhold. Anything goes in the Samothrace. Dancing, drugs, sexual acts of all kinds, and even murder and violence occur here on a nightly basis. The only rule is that you must take the bodies of those you have killed with you when you leave. The club is staffed by criminals that have all been vouched for by the owner, and who are considered disposable. On any given night, the Samothrace fills with a cross-section of all cultures and classes. Warriors, crime lords, and the hip youth of the city all attend on a regular basis, and there is a tradition that one is not really a member of Illumina until one has spent (and survived) a night here. The entertainment in the club ranges from love ballets to brutal arena matches. There is no age limit for entering, and the cover charge is only 3sp. The upper, exposed section of the Samothrace is only the beginning, as the club reaches deep into the under-city, including a dance floor with a glass ceiling that is located directly beneath the river. Thousands attend the Samothrace every night, and there is an especially huge celebration here on the holiday of Knavery in which all the services are free. The club's outer building is crowned with a statue of a headless armless angel.

Swords and Steel: This design house crafts and forges the most amazing weapons in all of Illumina, and perhaps even the world. Master craftsmen of all sorts, from metalsmiths, to leatherworkers, to jewelers, are employed here, as well as a small army of wizards and enchanters. Once a year all those who work here come together to create a single master weapon that is then presented to Lord Belus, who in turn, on the holiday of Darkness presents it to the Queen herself.


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The Theater of Woe: This playhouse was originally founded by a writer who had been rejected by a friend who did not care for his insane advances. For its first five years, the theater showed only dramatic plays that slandered and warped the truth about the friend who had rejected the writer. Finally, the former friend became so angered that he killed the writer and founder. In a rare moment, Lord Belus exonerated him of the crime and gave the theater to the killer, casually stating "I always hated those plays—they never rang true." Now, the best musical performers and comedians perform here, and Belus himself attends often, saying, "Music and comedy always have more truth in them than drama."

Additional Illumina Adventure Hooks

Illumina is a wild and free place, filled with interesting characters and strange magics. There is plenty to see and do, and it seems like someone is always in need of a bit of help.

- A rich merchant has applied to the Body Swap to get a new form, but as payment, the sculptor wants an obscure lost object—a small statue rumored to be in a chamber in one of the well kept areas of the Queen's Green, beneath a giant bird bath frequented by monstrous griffins. The merchant offers good money for anyone who can retrieve the statue. [EL 8]
- Minister Caster Brian is looking for a young bard, a singer of tragic love songs, who was chosen to perform in court but disappeared the night before her performance. She went into the Samothrace three days ago and hasn't come out. No one admits to having seen her, and no evidence has turned up. Someone needs to enter the club and start poking around. [EL 10]
- The golem works are looking for someone who can get them a sample of the crystalline material from one of the Queen's bridge golems. They will pay a large amount for the risks involved, but require discretion. [EL 12]
- Trash and kith waste is starting to become a problem on the streets. It appears that a number of the city's cleaning golems have mysteriously disappeared. A reward for information leading to their recovery is announced. [EL 14]
- The druids in the Ramtha Forest have noticed that many of the trees and plants near the border with Divinia have been withering and dying. Razor Lenna Fith requests that Belus send someone into Salamis' territory to find out what is going on. [EL 16]
- Prince Lushkin disappeared five days ago while exploring a ruined library in the Maze on a secret mission from Belus. Two days after the disappearance, a carrier pigeon arrived bearing a mad, rambling message which contained the name "Palethian". Teal Vivace is looking for someone who can track the prince down and find him, as well as the important spellbook he had originally been sent to get. [EL 18]

The Oasis

"When one first sets foot in the Oasis, there is a sudden and noticeable breath of fresh air. It is as if all the weight of Penance has been lifted from one's shoulders and replaced with the lightness of paradise. Few that come here ever go back."

– The faust Grabok

The Oasis is Lord Flollo's domain, his holdings occupying 65 cantons on the southern shore of the Wellspring.
Population: 2,745,795
Racial Makeup: Asherake: 2%, Ceptu: 0%, Chromithian: 1%, Dover: 12%, Elf: 9%, Faust: 1%, Frey: 10%, Haze: 9%, Human 30%, Lunar: 0%, Nightling: 5%, Picker: 15%, Silver: 0%, Valco: 0%, Other: 5%

Lord Nairb Flollo is one of the most beloved Bloodlords in the city, at least by his own citizens, which is what really counts anyway. Flollo, a picker, is not the typical Overlord, which is precisely why he has done so well for himself since taking power here roughly twenty-four years ago. Flollo rules his lands with compassion and the benefit of all who live beneath him chief in his mind. His laws are unusually fair, and his punishments, while some consider them too light, are carefully crafted and beneficial to the community as a whole. The city itself under his rule is clean, pleasant, and beautiful. In addition to streets, the waters of the Aegis have been routed into the heart of Flollo's city, where they form grand and majestic canals, allowing citizens there to travel around by boat as easily as by kith. Lord Flollo himself is unusually friendly and approachable, and is less interested in wielding and showing off his power than any of the other lords. Though Flollo has many enemies, all who like to paint him as some sort of manipulative evil mastermind, he is nothing of the sort, and really is precisely what he appears to be, a very kind, generous, good hearted person.

Lord Flollo's holdings are one of the fastest growing areas in all of Penance. Based on his reputation, immigrants flood here from all parts of the city, often clearing out lost cantons on the outskirts of Flollo's land and settling there, proclaiming him their lord. Flollo does not command people to do such things in his name, but he is more than happy to serve as their leader and protect them with his laws and militia. However, this does not make Flollo particularly popular with the other Bloodlords, who are greatly afraid of losing their citizens to him. Though the lords have not been able to unseat the humble picker yet, they have generated an amazing number of rumors and false stories in an effort to slander him. These bits of misinformation run the full gamut, from Flollo's canals leaking causing the land to be unstable, to Flollo himself conducting bizarre medical experiments on his own people. Though few in Flollo's own land pay any attention to such claims, the people in the rest of the city do

not really know what to think. In fact, the rumors appear to be working, as the rate of immigration has slowed down greatly from its heyday, roughly ten years ago.

Flollo's guards and representatives all wear his colors, green and gold, as well as his symbol, which is a golden gondola. Flollo's standard shows a crown of golden leaves on a field of rich green.

Lord Flollo

One may wonder just how such a kind hearted creature managed to rise to the top and become counted amongst the most powerful individuals in the world. The answer quite simply, is luck (or fate as some call it), a quality that has followed Flollo around his entire life.

Though believed by many to be a lifer, Flollo is not a native to the Forge, but was instead brought to Penance as an adolescent. From an early age, young Nairb had quite an interest in the Maze, and soon proved unusually adept at the art of delving. At first Flollo stayed relatively close to the surface, but eventually he began to develop a close relationship with another local delver, a human by the name of Rigus Panthus, a partnership that inspired both members to push themselves to their absolute limits.

Flollo and Panthus soon built quite a reputation as daredevils, and though they always seemed to survive their missions, mostly by the skin of their teeth, they managed to quickly burn through a large number of companions. Through their exploits though, they managed to acquire a great deal of wealth, and their thoughts inevitably turned to politics.

The local Overlord at that time was a bitter and miserly human wizard by the name of Sarogoth. Sarogoth was famous for overworking and overtaxing his people, and though quite unpopular, managed to hold his realm together with military force and brutal laws. The people under his rule suffered from great inequalities, with the



few privileged rich citizens having greatly better living conditions and opportunities than the huddled masses. Flollo and Panthus, both from relatively poor families, wanted to help change these conditions, and developed a plan to rebuild some of the worst slums of the area and to provide jobs and decent wages to the inhabitants there.

Sarogoth however, quickly shot down the plan. Not to be easily daunted, Flollo and Panthus devised a new plan to open and operate schools in the same slums and offer a free education to all who could show up. Again, Sarogoth bluntly forbade the idea, and a furious Rigus Panthus opened the school anyway, in flagrant protest of the ruling. Sarogoth was, of course, not amused, and sent his troops in to shut down the school and arrest the two upstarts. Panthus allowed himself to be taken freely, as an act of martyrdom, but Flollo managed to slip into the Maze with Panthus' infant son and escape the guards. Panthus was quickly painted as a traitor and publicly executed. For a number of weeks, with the unhappy title of public enemy number one, Flollo lived in hiding beneath the city in a secret hideout he and Rigus had prepared years before, plotting revenge. Unable to come up with anything, he decided to visit the legendary seer of the Wellspring. Flollo picked his way out of Sarogoth's holdings though the undercity, and chartered a ship to Nydaria, where it is rumored that the seer instructed him to seek a particular place in the Maze.

From this point, Flollo's movements are unknown until a week later when a foreigner, a wiry, oily-tongued nightling by the name of Atticus Narcis, arrived in Sarogoth's court to deliver a formal challenge on behalf of the missing Flollo. Sarogoth, suspecting that the much weaker Flollo was up to something, and eager to get the meddling picker to show himself, took his right as Bloodlord to answer the challenge with fair arena combat. A date was set, and Narcis brought the challenge back to Flollo. Thousands of nervous citizens showed up the next day to witness what most suspected would be Sarogoth, who was his own champion, flattening the plucky little lizard to a fine pulp. However, when Flollo arrived, it was quite apparent that the counter challenge had been planned, and many say even engineered by the clever Narcis. As a foil to Sarogoth's potent magical spells, Nairb Flollo entered the arena in an ancient and fantastic suit of golem armor. Sarogoth, not recognizing the armor as a construct, and quite cocksure in his own abilities, did not call foul, but instead went right into his attack, which of course fizzled spectacularly. Within seconds, Flollo had a hold of the old wizard and was tearing him limb from limb. Soon, Sarogoth was no more, and the crowd went berserk, parading the victorious Flollo through the streets toward the wizard's palace, which was torn to the ground in the frenzy.

Flollo's first few years as an Overlord were marked with an incredible reconstruction of the forty cantons he had inherited. Flollo completely reworked the laws of the area and provided free education for all his citizens. The city was greatly cleaned up and rebuilt, and the famous canals were laid down. Flollo raised the infant boy, Ness Panthus, as his own child, and named him his immediate heir. In an effort to support the now booming population of the area, Flollo sanctioned the expansion of his territory to the east and south, and teams of soldiers and workers were sent out to clear and renovate the old abandoned parts of the city.

The past twenty-four years have been a time of great boon indeed for the people under the rule of Lord Flollo. Their territory has expanded, both from rebuilding and the overthrow of several nearby evil Bloodlords, and their wealth and quality of life have both increased greatly. The educational system built by Lord Flollo and Rigus Panthus has led to a renaissance of art, architecture, and literature, and the aesthetic beauty of the Oasis, with its winding canals and restored buildings, has created an overall air of romance and tranquility.

Currently, Lord Flollo's attentions are still focused on the well being and happiness of his own people, to whom he is said to be wedded, as he has no consort of wife of his own. He has continued to adopt children as his own, and now has several official heirs. Flollo's time is typically spent either in court, with his children, out on the street talking with his people, or in his private chambers, tinkering. It is rumored that Flollo still delves down into the Maze every now and then, but it is unlikely, as his time is quite limited. Flollo lately has become famous for throwing fabulous public celebrations.

Lord Nairb Flollo – 55 year old Male Picker - Rogue 5/Rafter 10/Demagogue 5;
Small humanoid (Reptilian); HD 20; hp 202; Init +11; Spd 20 ft.; AC 35; Ldr 34, AL CG; SV Fort +14, Ref +31, Will +26; Str 12, Dex 32, Con 18, Int 20, Wis 24, Cha 22.
Skills: Appraise +15, Bluff +15, Craft (maps) +20, Diplomacy +30, Disable Device +15, Gather Info +14, Hide +30, Innuendo +15, Intimidate +10, Intuit direction +19, Knowledge (undercity) +29, Listen +17, Move Silently +31, Read Lips +12, Search +15, Sense Motive +31, Spot +17.
Gifts: Danger Sense, Empathy, Jovial.
Prestige Races: Focus of the Fair and Foul (complete), Focus of the Mind (complete).
Other Items: Flollo's *advanced golem armor* is noted below as his Champion.

Flollo's Laws

Lord Flollo has what many critics call the "softest" legal and penal system in the city. However, in his defense, he also has one of the lowest crime rates. Flollo's free education system is his pride and joy, and he credits it with greatly reducing the number of citizens in his land who are forced into a life of crime. Flollo has few laws that go beyond the basic six of Penance, his major innovations have been in the field of prevention and sentencing. Flollo's one addition, though, to the basic laws of Penance is a rather controversial decree of public respectfulness. All citizens in the Oasis are required to treat each other with common courtesy and neighborly affection, at least in public places. This edict, while if levied by any other Lord might equate to fascism, is not particularly strict or well enforced, but simply a political gesture representing Flollo's desire that his subjects all be nice to one another. The law is rarely enforced, and then typically only with a very light fine, however, the citizens of the Oasis have taken the measure to heart and take great pride in their neighborliness.

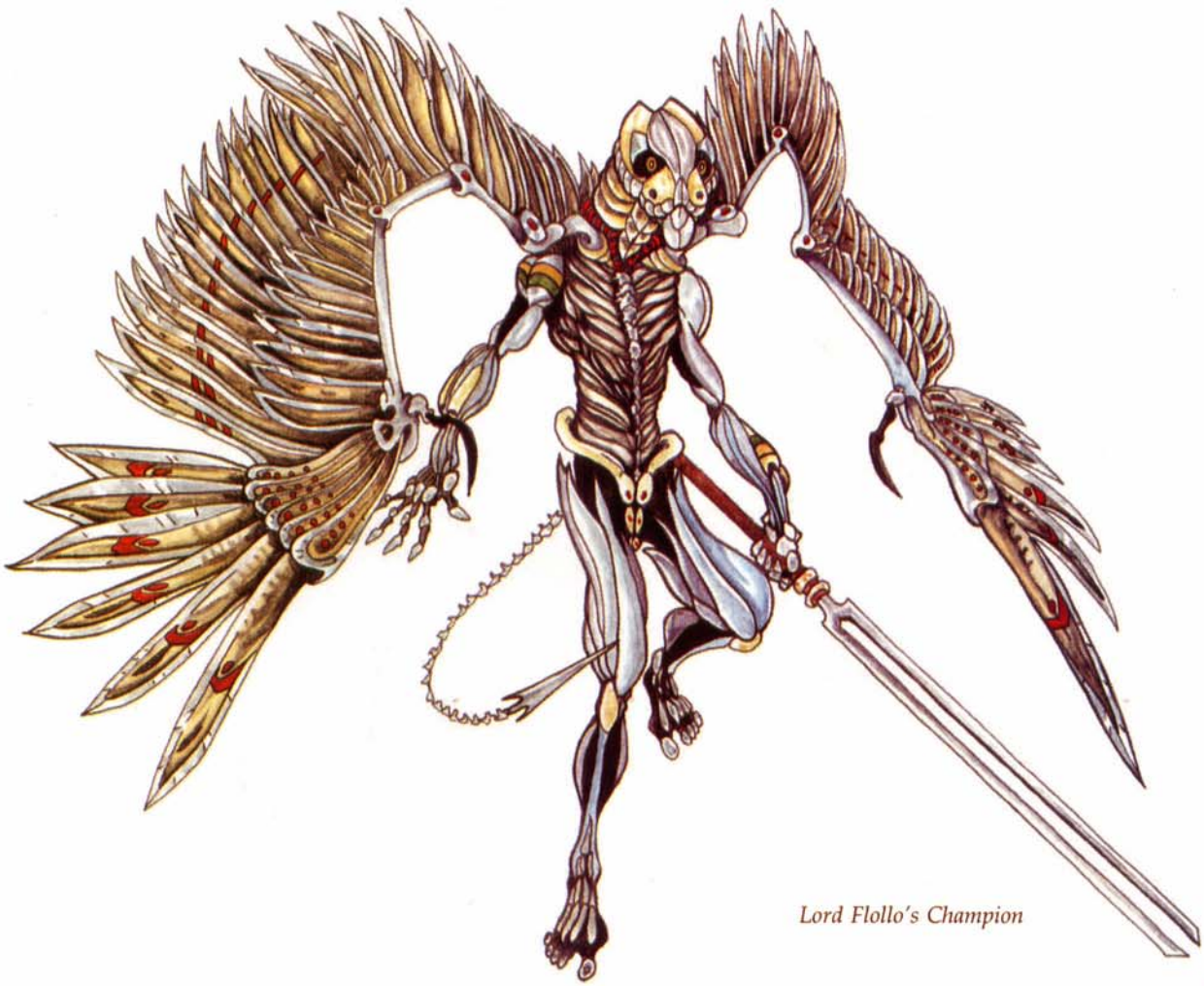
Flollo's judges and bailiffs mostly concern themselves with the "big six", the traditional laws of Penance. Minor crimes such as vandalism, petty theft, or graffiti are handled by a short period of community service. This punishment typically involves cleaning up the mess left from one's own crime, as well as from a few extra unsolved yet similar crimes. Larger crimes, such as serious violence, major theft, or malicious pollution are treated with a stay in an assistance center, a short-term prison facility where residents are treated well and are provided with education, counseling, and job training and placement. Mentally ill patients are treated with magical healing and therapy. All residents are released when it is deemed that they have the tools necessary to lead a better life, which for only a very few truly antisocial individuals is never. It is by no means necessary to have committed a crime to enter an assistance center, many destitute and unfortunate people check themselves into the centers, where they are allowed to come and go freely and take the programs at their own will.

The one crime that is truly punished severely is espionage. Spies are not at all welcome in the Oasis, and most are soon ratted out by Cyrene's men. Flollo does not put spies into the assistance centers, but instead holds them in a secure tower near the grand basilica where they await his whim. Flollo never kills anyone as a punishment, but instead uses captured spies as bargaining chips to deal with other lords. Typically this is done as a prisoner exchange, but sometimes Flollo will release a prisoner in return for a favorable economic or political deal.

The one slight downside to life in the Oasis is the slightly high tax rate. Few people seem to mind though, as they understand that such a support system for the people doesn't come without a price. Flollo's collectors typically take around fifteen percent of a citizen's income as the Lord's tax.

Flollo's Court

Court life in the Oasis takes place mostly in the Grand Basilica, as Flollo's home and palace is called. The basilica is open to the public, and Lord Flollo spends several hours each day hearing the advice, suggestions, and grievances of ordinary citizens. Another few hours are spend each day dealing with ambassadors from other lords, talking with ombudsmen, and meeting with his own advisors. Flollo spends a few hours at the end of each court day



Lord Flollo's Champion

unwinding in his private laboratory, in which he tinkers with the various interesting objects he has uncovered in the Maze over the years.

The basilica is also the site of many of the public celebrations for which Flollo is famed. Such affairs are typically replete with fantastic performers, feasting, and entertainment, and more commonly is held in the great courtyard outside the palace than actually in it.

Flollo still maintains his secret hideout in the Maze, although its existence is unknown to anyone by himself and to Ness Panthus. This place is kept as an emergency retreat in case he is ever in deep trouble. The hideout is complete with food, water, and a small arsenal of equipment.

Flollo's daily court is made up of but a few key advisors, his heirs, and a few foreign ambassadors. Everyone close to Flollo has an enormous affection for him, and is exceedingly loyal to him. These individuals have all been hand-picked by Flollo for having the firm belief there are more important things in life than money and power. For this reason, other Bloodlords find them exceedingly difficult to bribe, allowing Flollo more security than most of his chief rivals. Flollo is aware, as are most other lords, that there are spies in his midst, and he often devises elaborate official plans that are merely covers for his real operations, which he entrusts to only a chosen few.

- **Champion:** Flollo's champion is his suit of golem armor, which is physically unoccupied, but driven by the soul stone of an ancient elf named Corellius. Corellius' spirit was trapped in the gem ages ago, and was rescued from an interminable life in the Maze by Flollo. Corellius and Flollo are surprisingly good friends, and Flollo sometimes climbs into the armor for protection if his life is in danger. Corellius is a wizard of some talent, and he is still able to cast spells through the hands of the golem, although he cannot affect himself with any of them. His magical abilities combined with the combat abilities and defenses of the golem make him nearly unstoppable. Rumor has it that Corellius was the original creator of the golem armor over five thousand years ago, and that Flollo sought his soul gem out specifically to control the armor and to show him how it worked. Other Bloodlords have cried foul over Flollo's choice of champion, saying he isn't really a single creature and isn't really alive, and therefore not a legal choice, but the Queen, whose law created the system of champions, has not chosen to object. Corellius serves as court wizard and bodyguard to Flollo, and sometimes backs up military forces with spells. Due to his extended age, Corellius also has learned much wisdom and knowledge from the past, and is one of Flollo's top advisors. The champion also spends time talking to the scribes and historians, telling them everything he knows about Penance's situation many thousands of years ago. In combat, the Corellius can attack with the wings and tail of the golem while either casting spells or using his sword.

Corellius – 6,000 year-old male Elf/Advanced Golem Armor – Wizard 18 (Evoker)

Medium-size construct; HD 20; HP 200; Init +8; Spd 30 ft, fly 90ft (good), swim 60ft; AC 34; Atk +28/23/18 melee (*greatsword* - 1d12+19 [crit 19-20x2]); Atk +26/26 melee (*wing* - 1d8+5[+1d6 elec] [crit x3]); Atk +26 melee (*tail* - 1d8+5 [crit x2]); Atk +26/21/16 ranged (*spike* - 1d8+8 [crit x2]); AL CG; SV Fort +6, Ref +14, Will +15 (+18 vs. fear and compulsion); Str 30, Dex 26, Con -, Int 26, Wis 18, Cha 18.

Special Abilities: Closed Environment, Construct, Damage Reduction 30/+3, Darkvision 60ft., Heightened Senses, Magic Immunity, Synchronize, Soul Gem, Summon Familiar.

Feats: Combat Casting, Combat Reflexes, Craft wondrous Item, Dodge, Empower Spell, Enlarge Spell, Expertise, Mobility, Multiattack, Scribe Scroll, Spell focus (Evocation).

Skills: Alchemy +28, Concentration +39, Craft (metalworking) +28, Innuendo +12, Knowledge (arcana) +33, Listen +24, Profession (herbalist) +25, Scry +29, Sense Motive +16, Spellcraft +29, Spot +24.

Gifts: Telekinetic, Telepathic

Prestige Races: Focus of the Mind (complete)

Typically Equipped Items: *+5 tuning sword, +3 shocking burst wings, +3 tripping tail, 20 force bubble +3 mithril spikes*

Typically Prepared Spells (DC 18 + spell level (20 for evocation spells); caster level 18; conjuration barred;

4/6+1/6+1/6+1/6+1/5+1/5+1/4+1/4+1/2+1): 0th – *detect magic, flare, light, read magic*; 1st – *charm person, lesser darkness, magic missile* (x2), *reduce, shield, silent image*; 2nd – *daylight, knock, locate object, minor image, misdirection, pyrotechnics, shatter*; 3rd –



Flollo's Page, Barakka

dispel magic, fireball,(x2) *lightning bolt* (x2), *wind wall; 4th – ice storm* (x2), *Otiluke's resilient sphere, polymorph other, shout, wall of fire; 5th – dominate person, hold monster, cone of cold* (x2), *sending, wall of force; 6th – analyze dweomer, disintegrate, chain lightning, greater dispelling, legend lore ; 7th – Bigby's grasping hand, delayed blast fireball, prismatic spray, reverse gravity; 8th – Bigby's clenched fist, Otiluke's telekinetic sphere, polymorph any object, sunburst; 9th – imprisonment, meteor swarm, prismatic sphere.*

Notes: Corellius has a +10 circumstance bonus to concentration checks, as he cannot feel pain.

- **Lord High Executioner:** Flollo acts as his own Lord High Executioner, feeling that any other individual would not treat the position with the same care as he does. Flollo meets regularly with his judges to discuss policy and the nuances of particular laws.
- **Advisors:** Flollo's chief political advisor is a ceptu by the name of Naiaiuul, or "Fareye" (mcp Wiz10). Fareye is extremely shrewd and wise, and Flollo greatly respects his judgment. Fareye is also in touch with his brethren in Nydaria, and Flollo has lately begun to suspect his trusted friend may have an ulterior motive.
- **Heirs and Family:** Flollo's family consists entirely of his adopted children, who are also his heirs. First in line is of course the famed Ness Panthus. Flollo's second son is a young frey by the name of Tintagel (mfr Rg5/Raf3). Tintagel is known for his love of the Maze, just like his father.
- **Concubines:** Flollo is not currently known to have any concubines. For years it was rumored that he had a secret relationship with Rigus Panthus' widow, Bess, but it was never confirmed. Flollo is not thought to have had any other concubines since her death five years ago.
- **Razors:** Flollo has three razors that run his military for him. Highest in rank is a haze by the name of Sharpedge (mhz Pal17) who is in charge of defense forces. Next in rank is a dover named Lantham (mdv Ftr16) who is in charge of the navy. The razor closest to Flollo's heart is the human woman Cyrene (fh Adp2/Ftr12), who is in charge of special operations.
- **Sages and Wizards:** Besides Corellius, who does mostly military and bodyguard related work, Flollo has an elderly sage, Lalorn (me Wiz12), who does research projects for him. Flollo also has a court wizard, Llath (fp Wiz18), another picker. Llath is the head of the Oasis laboratory and also creates much of the spectacle at Flollo's famous celebrations. The elf Lalorn is a double agent who keeps Lord Narcis well informed of the happenings in Flollo's court.
- **Pages:** Flollo's favorite pageboy is a young Valco named Barakka (mv Rg3). Barakka was an orphan that Flollo took into his employ. Flollo has affection for Barakka due to his honesty, lively imagination, and playful sense of humor. A second page, the half-elf girl Natalya waits on the rest of the courtiers. Unknown to anyone in court, Natalya is an informant for Lord Mabon.
- **Ambassadors:** Few permanent ambassadors dwell in the grand basilica. A frey sorceress named Saronna (ffr Sor10) has been present in the court representing Lord Belus for nearly five years now. Lady Megaera also has a permanent ambassador here, the elf Ahminado (me Ari8), and the Alliance has a representative, a chromithian woman by the name of Ssthakala (fch Sor7/Dem4).
- **Guards:** Lord Flollo's personal guards are all hand-picked natives from the Oasis. Most of the royal guards are dovers (avg. Ftr8). The captain of the basilica guard is a dover by the name of Haref (mdv Ftr5/Hn10). Haref is a tall and imposing figure, with a deep scar across his face and a heavily enchanted rang blade at his side. Haref takes his job seriously, and would gladly lay down his life to protect his lord.
- **Spies and agents:** The most mysterious person in Flollo's court is the lunar Shib Oleth (ml Rg8/Sta10). Oleth is Flollo's spymaster, and is in charge of both espionage and counter espionage. Oleth is silent and imposing, and has free reign of the palace, where most who dwell there shy away from his company. However, Oleth is normally working under cover, and it is a rare occasion to actually see him. Oleth has several other trusted agents at his disposal, including the human female Lycia Swan (fh Rg8/Sta7), and the male frey Hippaoles (mfr(sh) Rg3/Sor6/Sta2; sh – shadow creature). The faust Grabok (mf Rg5/Sta10/Dem2) is also one of Flollo's best spies, and is currently serving in Lord Narcis' court as an advisor.
- **Other Courtiers:** Various other ambassadors and allies may be encountered in Flollo's court at any given point of time. Typically these are only those who are representing other lords or in the direct employ of Flollo. Those who claim nobility or wealth, regardless of their own opinion of their importance, must still come to see Flollo during normal hours and wait in line with the other citizens.
- **Gossip:** As with any court, rumors and gossip fly about. Most of these revolve around Flollo himself, although a few of his advisors, notably Fareye and Saronna, generate more than their fair share of such talk. Fareye is thought to be following the orders of the ceptu in Nydaria, and Saronna, of course, is widely thought to be a spy for Belus. Most in court believe that Saronna and Tintagel are secret lovers, and that Saronna gets secrets from him and sends them straight to Belus.

Other Important People

Dame Hyade: Dame Hyade is a rich and elderly human widow who lives in one of the largest mansions on the Promenade in the Cultural District. She is slightly eccentric, and has a love for rashers and delvers of all sorts. She delights in throwing extravagant parties on her estate, to which she often invites rashers that she finds to

be intriguing in some way. Her favorite pastime is to watch them interact with her well mannered and properly attired neighbors. Most rashers would practically kill to get an invitation from her, as the opportunity to make contacts amongst the wealthiest people in the Oasis is immense.

Laocoon Lapithae: The most famous architect in the Oasis and an alumnus of Penance University, Laocoon Lapithae is a brilliant silver who has designed some of the newest and most recognizable buildings in Penance, including most of the homes in the Cultural District. Laocoon is courted by Bloodlords all over the city to design buildings for them or to find a way to structurally support some wild concept. Laocoon has an incredible list of connections, and although difficult to approach, may prove a very useful ally.

Ness Panthus: Ness Panthus (See NPCs of Penance) is the Ombudsman of the rafter's guild in the Oasis.

Narada Shaggon: Narada Shaggon is the head of the Penance University research department. Shaggon is a strict and severe lunar female, middle-aged and bespectacled. Shaggon's job is to contract out research needs of the university to field agents with the resources to get such jobs done. Shaggon may hire a rafter to recover an ancient idol, or contract a group of rashers to find a particularly rare bird somewhere in the Wildwood. Shaggon doesn't put up with failure, and typically gives new researchers only a single chance to prove their usefulness.

Duke Tantrus: Pentari Tantrus is a silver that dwells in the northwest corner of the Oasis. Tantrus refers to himself with the title of "Duke", although such titles are not recognized in the Oasis. Tantrus was a close ally of Sarogoth before he was killed, and at the time was the richest noble in the lord's holdings. Tantrus has enjoyed considerably less prestige and importance under Flollo's new egalitarian regime, especially after having his slaves freed, and is well known to be no fan of the picker lord. Tantrus is still quite wealthy, and lives in a huge compound on the Shore of the Wellspring. Many believe Tantrus to be secretly planning Flollo's demise.

Trade and Commerce

The population as a whole is happiest in the Oasis out of anywhere in Penance. Much of this is due to the fact that the Oasis has the most even distribution of wealth anywhere in Penance. Of course, the fact that the happiness and success of the people here is the chief concern of the Lord of the Oasis is no small factor either. Flollo's education and job training systems ensure that his public as a whole is literate, knowledgeable, personable, and skilled. It is no wonder that the economy here is based much more on literate pursuits, and less on raw, brute labor.

Flollo's land is famed for its engineers and architects. The best and brightest of the builders of the city itself live here, and generate large sums in the employ of other lords, designing and building for them structures of all types, towers, palaces, arenas, libraries, guildhouses, and even residential buildings. The Oasis also is famous for the ships and boats that it manufactures, and Lord Flollo himself is known for having the largest navy in the city.

The rafter's guild in the Oasis is more prominent than in any other part of the city, and hence, the area is well known for its great wealth of artifacts, antiques, and oddities. These objects and materials, which are always in high demand, go for fantastically large sums, especially at the auctions held frequently here.

The Oasis is also known for its historians, writers, and scholars. The most skilled researchers, excepting for the monks of the great archive, and the most beloved authors and bards in Penance live here. People come here from all over the Forge to have their genealogy traced, to find a particular ancient spell, or to simply learn from the masters.

Besides the exporters of goods and labor, there is a large and very healthy infrastructure here. Services are numerous and excellent, personal goods and belongings are numerous and of high quality, and a wide variety of entertainments and diversions are here to keep the attention of the people. The flow of immigrants into the land ensures a large pool of employees for less desirable jobs. Flollo's education system aims here to turn people over quickly into better occupations, freeing up plenty of jobs for immigrants, and thus ensuring the expansion of his territory. Due to the general atmosphere of wealth here though, prices are slightly higher in the Oasis than in other parts of the city.

Economically as well as socially, the Oasis is closest to the Hammerfall, the Alliance, and Lord Belus' territories. These areas represent the bulk of the Oasis' customer base. Interestingly though, most of the immigrants here come from the regimes of Mabon, Narcis, and Hyperia, and are typically escaped slaves or members of the lower class who are looking for better opportunities.

Area Map and Details

The Oasis is a friendly and bustling territory, and is probably the safest part of Penance for visitors. All varieties of services, experiences, and goods may be acquired here if one knows where to look. Unfortunately, prices are not the lowest in the city here, but for every luxury, there is always a sacrifice.

Byways & Thoroughfares

In addition to the standard city roads, a broad network of canals has been built into the Oasis. The canals do not have much of a current and are the main avenues of travel for the people of the area. Two of the canals in the Oasis are considerably wider than most, and bear quite a bit of traffic.

Golden Canal: This canal runs from the Central District of the Oasis to the Cultural District. The wealthiest citizens in the Oasis live here, and some of the most beautiful homes on the whole of the Forge line this wide and elegant canal. Posh restaurants and cafés also line the canal. A number of famous theatres are located here as well. The golden canal marks the most expensive district in the Oasis.

Rigus Canal: The Rigus Canal is the main thoroughfare of the Oasis. It runs from the Xanthus River in the west all the way to the Hebrus in the east. The population of the Oasis is at its densest along this channel, which is

an essential route for commerce in the area and is normally filled with boats of all types. A broad road runs the length of the canal and is typically packed with speeding kith and merchant wagons going to and fro. The stretch of the Rigus Canal along the north side of the Central District is lined with shops and stores of all kinds. A wide boardwalk stretches for over a mile offering pedestrians easy access to all sorts of useful goods and services.

Cultural District

This area at the southern end of the golden canal consists of a small but elegant lake, with a Promenade of ornate buildings around it. On a small and well groomed garden island in the center of the lake is a decrepit and filthy wooden shack, the birthplace of Lord Flollo. The shack is a memorial to the old days of the Oasis, when it was called the Hive and was ruled by the terrible tyrant Sarogoth. The buildings around the Promenade are the newest and most breathtaking in the city. Here dwell the wealthiest and most extravagant people in the Oasis. The whole district is intended to be a testament to the cultural renaissance brought to the area by Flollo's reforms. The most exclusive parties and gatherings in the Oasis are held here on the Promenade. Within a few blocks of here are the rafter's guild building and the Penance museum.

Penance Museum: The Penance Museum holds the finest collection of antiques and artifacts anywhere in the Forge. Most objects on display here are either gifts or on loan from the nearby rafter's guild. The museum costs

Oasis Key

1. Golden Canal
2. Rigus Canal

B. Market District
3. Grendall's
4. Mercenary Row
5. Sanctuary Antiques

C. Cultural District
6. Penance Museum
7. Rafter's Guild

D. Pleasure District

8. Main Oasis Assistance Center
9. Oasis Naval Yerd
10. Penance University
11. Saragoth Arena
12. Tantrus Mansion

E. Oasis Central District



10gp to enter for the day, although anyone enrolled in one of Lord Flollo's schools is allowed free access. Some of the favorite displays here are a collection of feathers supposedly fallen from the Queen's wings, a hall of extinct races holding the bones and mummified remains of exotic and unusual species, and a treasure trove of items said to have been excavated from the tomb of the first Bloodlord. An exhibit on the grinder is also quite popular, showing a life-size sculpture of her, and some of her teeth supposedly broken off in an attack, as well as a number of badly savaged corpses. According to rumor, the grinder herself crept in one night to view the exhibit, and apparently showed her approval by not devouring the night watchman that came across her. An incomprehensible document, thought to be a page from one of the Feathered Fowl's books had been a big draw as well, but it disappeared mysteriously nearly 20 years ago.

Rafter's Guild: This simple building looks quite small, but it's what's underneath that counts. The rafters of the Oasis have restored an enormous ancient palace here, under the surface of the city. The guildhouse acts as a library, a school for rafters, a residence, and a storage house. The rafter's guild in the Oasis is the largest and most influential on the Pedestal, and is home to the famous Ness Panthus, the ombudsman here and first heir to Lord Flollo.

Market District

This area holds the most concentrated section of markets and shops in the Oasis. The center of the Market District is the market canal, a wide canal that runs from the mouth of the Xanthus to the Rigus Canal. A cobblestoned street runs along both sides of the canal and eventually leads onto one of the Queen's bridges. All along this street, Market Street as it is aptly named, are shops, stores, markets, stalls, carts, and kiosks, each selling large quantities of fine goods. Food, cloth, clothing, household items, weapons, armor, animals, rugs, antiques, mercenaries, odd devices, wagons, tools, instruments, and much more are available to the public here. All along Market Street, throngs of people mill about, each looking to buy, sell, or steal something, or all of the above. Market canal teems with a thick traffic of boats delivering and carrying away goods. The market stretches for several miles along the canal, and eventually out of the Oasis entirely and onto the Queen's bridge. The market on the bridge is slightly different than the lower market, as most of the shopkeepers here are foreigners that come here to sell their goods to the people of the Oasis. While many permanent structures line the bridge, many others are temporary or are shared spaces where different merchants set up from day to day. Most prices are slightly lower in the Market District than elsewhere in the Oasis, and people from all over Penance come to purchase goods and services here. A few places in the market have managed to achieve notoriety in their own rite.

Grendall's: About halfway up market street is a large stone building with a fiery kiln out front with a few dozen strong, soot covered men gathered around it, all hammering and singing in unison. This is Grendall's. Quite possibly the best blacksmith on the Forge, Grendall Grig is a powerfully built man with a love for hammering steel. Grendall is a master blacksmith, and everything he produces is of the highest imaginable quality. Grendall not only forges custom built weapons and armor, but also sells a wide variety of pre-made items. The priciest items here are made by Grendall himself, while much cheaper pieces are forged by his many apprentices. If the price is right, Grendall can make any imaginable metallic device or fixture. Grendall has contacts in the Oasis Laboratory, and can hook rashers in need of an enchantment up with one of many skilled wizards at the laboratory that may be willing to provide the service. Grendall also is willing to train anyone with both promise and an interest in smithing. Apprentices are usually given room, board, and free instruction in return for their service.

Mercenary Row: This open market area is located about five hundred feet up the market bridge north of the Oasis. Mercenary row is not a single shop, nor is it even run by any one person in particular, it is simply the part of the market where unemployed warriors, rogues, and other rashers gather to sell their services. Every morning at seventh spark, the mercenaries line up here, and the best of them are gone within half of an hour. Mercenary row is supplied with a number of useful features, such as padded weapons, a tiny arena, and even an explosion proof shed to allow the mercenaries to prove their mettle.

Sanctuary Antiques: This enormous building near the south end of Market Street was originally a temple to a now forgotten god. Currently it is completely packed floor to ceiling with one of the most impressive, if poorly organized, collections of antiques, books, and artifacts for sale anywhere in Penance. The proprietor, an old and slightly absent-minded picker named Goings runs the place, and is the only one who has the slightest idea where anything is in here. Most of his customers simply come in and wander through the warren of shelves, digging through the objects for something of interest. Detect magic is useless in the sanctuary, as the magical auras of too many items in too cramped a space all blend into one another, giving the whole place one big magical glow. Objects discovered in the sanctuary range wildly from useless trash to incredibly powerful magical devices.

Oasis Central District Key

1. Crocius Ampitheatre
2. Delver's Mercantile
3. The Grand Basilica
4. The Hanging Gardens Inn
5. Oasis Central Market
6. Oasis Laboratory
7. Oasis Library
8. The People's Harbor
9. The People's Park


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Oasis Central District

This famous district is located at the north end of the Golden Canal, just a few blocks south of the Rigus. It is both the political and cultural center of the bloodhold of the Oasis. The seat of Lord Flollo's government is located here in the heart of the Oasis.

Crocius Amphitheatre: This broad, open-air theatre was named long ago after a now mostly-forgotten Bloodlord that once ruled the area. Now, the grandest performances in the Oasis are held here, including plays, concerts, speeches, and displays of acrobatics. The bard Odyar Khan performs here regularly, once every other month, and always draws a large crowd. The building attached to the stage houses the royal Crocius Theatre Troupe, a collection of the best actors, playwrights, and singers in the Oasis, who put on spectacular and intelligent plays in the amphitheatre on a regular basis. A smaller theatre in this building allows the public to sometimes watch rehearsals and more intimate performances.

Delver's Mercantile: This famous store just north of the Basilica offers a wide variety of equipment intended for delvers of all sorts. Maps and map-making kits are available for sale, as well as ropes, harnesses, tools, clothing, rations, and guidebooks. The store also provides classes and presentations on exploring, and will even hook up interested parties with qualified rafters. The store is famous for its architecture. It is built downwards, into the undercity instead of upwards from street level. Shoppers must walk down a flight of stairs or glide down into the store's interior to peruse the merchandise.

The Grand Basilica: This famous palace marks the seat of Lord Flollo's government. Built originally as a temple, it was converted to a palace when Lord Sarogoth's tower, which had stood nearby, was torn down by the people. The basilica is a striking building, well-known for its five domes and its ornately carved and decorated exterior. Inside, the basilica is just as awesome, with incredibly high ceilings, all covered with beautiful paintings representing the progress of a year on the Forge and with fantastic displays representing each of the major holidays. The bulk of the building is taken up by Lord Flollo's cavernous throne room, where court is held daily. The front part of the building consists of several antechambers where guards greet visitors and ask them to remove their weapons. Above these chambers is a small barracks where the royal guard is housed. The rest of the basilica, behind and to the sides of the throne room is Lord Flollo's personal quarters. With him here dwell also his champion, the frey Tintagel, the page Barakka, the wizard Llath, and a retainer of guards. The bulk of the court is housed in the south palace wing, a large and more secular looking building attached to the southern end of the basilica. This building houses the other courtiers, all the ambassadors, and all guests that may be staying with the court at any given time. This basement level of the building holds the royal kitchen, where all the meals are prepared for the courtiers. The south palace wing also contains various meeting rooms, ballrooms, libraries, and even a small theatre. At the center of the south wing is an open-air garden courtyard. This area is beautiful and quite tranquil, and members of the court like to come and walk or sit here to unwind. It is rumored that Flollo has many secret passages that run to and from different parts of the Basilica and the south palace wing allowing him to come and go unnoticed.

The Hanging Gardens Inn: Across the Golden Canal from Flollo's palace, and one street west, stand the Hanging Gardens Inn. This inn and hostel is completely covered in plants and flowers of all kinds, giving it a wildly organic look. Inside, the floor is a thick green turf, and the walls and ceilings are also covered with vegetation, and large planters full of blooming foliage hang down from the ceiling. Waterfalls trickle down the walls, and the center of the tavern is taken up by a large pond where exotic animals frolic. Visitors to the inn sit around on furniture made from living intertwined woody vines, and eat off of the tops of large flat mushroom caps. The owner of the Hanging Gardens is Almathaea, an unusually social dryad, whose tree grows here in the tavern, holding up the ceiling. The Hanging Gardens Inn is a favorite place of travelers and visitors to the Oasis, and is well known also for its sweet and potent wines and delicate but satisfying fare.

Oasis Central Market: This set of temporary open air stalls and tents is the home of the Oasis central market. The market is where local people come to sell the things that they have grown in their own private gardens. In the mornings, the market square teems with beautiful flowers, herbs, and exotic fruits and vegetables. The sight is truly a beauty to behold, full of brilliant colors and sweet aromas. Prices are relatively low here, as there is plenty of competition. In the week of Blooming the market is full of incredible flowers, in Wasting, vegetables of all shapes and sizes abound. In the week of Seething, there are hundreds of varieties of exotic fruits, and in the week of Sleeping, medicinal herbs and dried or powdered flowers and plants fill the square. People come here from all over the Oasis to supplement their meals or to add a little color to their lives.

Oasis Laboratory: Not far from the Grand Basilica stands the Oasis Laboratory, the tallest building in the Central District. This massive tower and its outbuildings house a wizards' school that is well known throughout the city. In addition to instruction, the wizards of the school often perform spells or enchantments for people in return for a fee. The central tower of the laboratory is owned by Lord Flollo, and is considered the property of the people. This tower contains many especially enchanted rooms as well as a large assortment of equipment and books that is at the public's disposal. Any citizen of the Oasis may apply to use any of the resources for a given window of time. When the resources become available, the applicant will be scheduled to use them at no charge. Applicants must provide their own raw materials, and must pay for any damage they cause to the facility. A staff of wizards from the school is on hand, and for a fee will act as assistants in rituals or experiments. The school itself is a private institution, and is closely tied to Penance University. It is difficult to get accepted to the school without great promise, and five applicants are turned away for every one that is admitted. Tuition runs on average 100,000gp per year of study.

Oasis Library: This old stone building houses the Oasis Library, a free institution that is open to the public at all hours. This library contains a large and impressive

collection of books and scrolls of all subjects. Visitors are not allowed to take the books out of the library, except for the less valuable works which may be borrowed for a small fee. For the most part, the book in the library are intended to be read right there in the library itself. A number of comfortable and well-lit reading rooms are scattered throughout the building for such purposes. Librarians are on hand to help visitors find particular items and to answer questions. A small staff of monks lives across from the library and will scribe a copy of any book in the library for a fee (average of 5sp per page). The library has a good relationship with the great archive, and sends a copy of every work it obtains to the archive.

The People's Harbor: Just past the basilica, the Golden Canal widens into a sizable harbor. This is a collection of public docks and landings that allows the public easy access to the Central District.

The People's Park: This large open cobblestone square marks the spot where Sarogoth's tower once stood. It is now completely bare as a symbol of victory over tyranny and bears the name of the People's Park. The park is the true heart of the Oasis and is the main cultural gathering point for all of Flollo's people. Flollo often stands on the front balcony of the basilica and address great crowds that gather here. The park is also the site of Flollo's famous celebrations, where large masses, incredible food, grand entertainment, and raucous tomfoolery all come together. When no particular even is scheduled here, it is still thronged with people, here to interact with others. Street performers, bards, acrobats, and other types of entertainers often set up here to work the crowd and pass the hat. A small podium in the center of the park is free to be used by anyone who has something to say to the crowd. At the east end of the park is a lush garden area that is officially part of the park, and is a favorite site of picnickers and romantic types.

Pleasure District

The aptly named Pleasure District may at first seem out of place in the Oasis until one understands that the Oasis is all about acceptance and different people living in harmony. The Pleasure District is just that, the part of town where people go to indulge their baser pleasures. Once an old temple district, it has been converted into a two-mile long strip of posh gambling dens, elegant brothels, and wild nightclubs. Plenty of less-elegant people lurk in the alleyways here, hoping to separate visitors from their gold. The entire district borders Lord Narcis' land and people come from both areas to enjoy themselves here.

Other Notable Sites

Main Oasis Assistance Center: This compound houses the largest of Flollo's assistance centers. This facility is equal parts penitentiary, school, sanatorium, hospital, and job-training center. This is where the worst criminals in the land are held, reformed, and typically released. The complex is open at all hours to anyone who needs assistance. The complex itself was converted from an estate of a rich and powerful slave trader that left the area when Flollo took over and outlawed slavery.

Oasis Naval Yard: The largest fleet in the city is moored here, guarding the mouth of the Xanthus. The razor Lantham is in charge here and runs a fairly tight ship. Flollo's Navy patrols the entire coast of the Oasis, including along the Hebrus and Xanthus Rivers.

Penance University: This impressive compound of ornate stone buildings and massive spires marks the campus of Penance University, the largest, oldest, and most prestigious school in the whole of the Forge. Coursework is taught on a wide variety of subjects. Degrees in alchemy, architecture, political theory, poetry, music, language, history, wizardry, mathematics, astronomy, and scores of other subjects may be earned here. (Degrees accord characters with a related skill at 10 ranks upon graduation from a 3 year program or 1 rank per each 5 month course taken.) Although education in the Oasis is usually free, the university is a privately run institution, and tuition here is actually quite costly. Tuition varies from subject to subject, but on average, runs about 25,000 gp per year of study. The campus of the university takes up nearly an entire canton, and is so ancient that the city has literally risen several layers above it, so that only the upper floors of the buildings, as well as the famous spires are visible. Beneath the street level, the bowels of the university are immense, and dozens of students every year get lost for days in the twisting passages and strange chambers. Some of these poor souls are never seen again. The university is home to the some of the greatest thinkers and scholars on the Forge. The great ceptu astronomer Baiikuul has his observatory here, for one. Others include the dover historian Rakkar, the chromithian alchemist Falathas, and the gnome political theorist Shaumske.

Sarogoth Arena: Three blocks west of the Central District, on the western side of the Golden Canal, hulks a grim and cavernous arena. This is the place where a young Flollo defeated the wizard Sarogoth 24 years ago. The arena is not as bustling as it once was, as the people of the Oasis are not as interested in bloodshed as in many other places, but business still goes on here. Typically only once a week, on the day of Hope, gladiatorial combats are held here. The rest of the time the arena is used in other pursuits, whether as the home of the circus, or as the venue for kith racing or a variety of other sporting events. This enormous building holds nearly a hundred thousand spectators.

Tantrus Mansion: This well-fortified compound houses the family of "Duke" Pentari Tantrus, the most infamous citizen in the Oasis. Tantrus holds an unusually large expanse of land for Penance, and employs a large retinue of servants. Tantrus is a very suspicious, miserly, and secretive individual. Many believe that he is training a cult-like militia here and that he eventually means to wrest the Oasis back from Flollo and turn it into his own personal plaything.

Additional Oasis Adventure Hooks

The Oasis is always a good place to find excitement. >From the relatively high standard of wealth here to the very active rafter's guild, there are plenty of reasons why many rashers make their homes here. In addition, Lord Flollo's territory tends to attract refugees from other, less hospitable lands, and many other Bloodlords are constantly out to slander him, leading to a tumultuous political climate.

- Horngills have become a recent nuisance along the canals of the Oasis. Flollo has called for a contest whereby inventors can present their attempts at a solution. The winner receives quite a decent prize, and right now, a number of citizens are looking for someone who can provide them with a number of live specimens to test out their devices on. [EL 8]
- Amidst growing rumors that the canals of the Oasis have made it unstable, a fairly crowded arena collapsed recently with several thousand people inside it. Flollo suspects foul play, but his men have turned up no evidence except that of rozian activity. Could someone have done this on purpose? [EL 10]
- Someone has stolen some books from the Oasis Library. When new copies were ordered from the Great Archive, the monks there warned the librarians that the subject matter of the books was of a potentially dangerous nature. Who stole the books, and what do they plan to do with the information therein? [EL 12]
- Lucius Tristram was missing for a few weeks, and when he turned up, he told a bizarre story about being abducted and held prisoner in the Maze by Lord Flollo himself, who conducted strange experiments on him. Something doesn't quite compute. [EL 14]
- Ness Panthus is looking to hire some mercenaries for an expedition out on the Rift of Scopas. Unfortunately, a number of other forces in the city seem to be looking for the same site. [EL 16]
- A man was caught breaking into Flollo's quarters and trying to abscond with Sarogoth's spellbook. Through clever footwork, Flollo's agents discovered that the man was working for Lord Belus. There appears to be nothing unusual about the contents of the spellbook. Flollo would like a small team to infiltrate the court of Illumina and uncover what Belus wants with the book without letting him know that they know he's up to something. [EL 18]

Utopia

"You want to go to Hell's Cocoon? I'll take you as far as the edge of the city, but you'll have to climb down on your own power. Every other driver around'll tell you the same thing. Climb aboard."

– Thessia Nanus, wagon driver.

Lord Abbydon's holdings, known as "Utopia" to outsiders, occupy 105 cantons in the lower city beneath the southeast sector of the city of Penance.

Population: 3,326,636

Racial Makeup: Asherake: 3%, Ceptu: 0%, Chromithian: 9%, Dover: 9%, Elf: 8%, Faust: 2%, Frey: 6%, Haze: 12%, Human 25%, Lunar: 1%, Nightling: 11%, Picker: 5%, Silver: 1%, Valco: 3%, Other: 5%

Utopia—Never has the word been so abused, and rarely have so many suffered so much for the glory of one. Utopia is the product of the silver Lord Abbydon, the single most universally feared individual in Penance. Abbydon, a former warlord from Arena, has ruled the lower city to the south of Penance for over fifty years, and has steadily increased his holdings the entire time. Officially, Utopia is a shining example to the rest of the Forge as to how a people should live. It stands for freedom, progress, truth, glory, and prosperity.

All this, of course, is a bold and brazen lie, except for perhaps the glory part. Utopia really stands for the glory of one person alone—Abbydon Helicon. Abbydon Helicon is an astounding individual who has managed to take the ideals of the silvers' religious beliefs to an extreme level. While all silvers worship themselves as god in a way, Abbydon is the first who has managed to turn his own personal religion into a real religion by convincing others to worship him as a god as well. How exactly this works is unknowable, but work it does, and Abbydon's followers are able to work divine magic as handily as the priests of any other religion. The unspoken goal of Utopia, at least in the mind of its founder, is to grant true ascension and apotheosis to Abbydon, allowing him to become the first real deity that the Forge has ever known. The people that live in Utopia are divided among two camps; there are those true followers who believe in the ideals and promise of the bloodhold, and then there are those who see themselves as slaves trapped in the forced exultation of a raving madman.

Outside of Utopia, opinion universally falls with that latter school of thought. In fact, no one outside of the bloodhold even uses the name Utopia to refer to the place, preferring instead the term "Abbydonia" or the more colorful "Hell's Cocoon." To his credit, Abbydon has been a unifying force in Penance, as nearly every other Bloodlord in the city striving to ensure that the silver never gains a foothold on the Pedestal. The Alliance, the second-most-populated area in the upper city, exists in unity for no other reason than to prevent Abbydonia from spreading into the city proper. It has been said by both prophets

and fools that if ever Abbydon captures a canton on the Pedestal, the entire domain of Penance will soon be under his rule.

Of course, ideals are one thing, and reality is another. Utopia is still a place where millions live, and all of the ordinary aspects of life still apply. The people here still work, play, dance, sing, cheer at spectacle, love, and dream. Upon one's first scrutiny of the bloodhold, the place's ideals may not seem so false at all. Utopia is well ordered, the buildings are in good condition, and the people are healthy and hale. The streets of Utopia are clean and quite safe, as long as one has no intention of committing a crime that is. Here is where the subtleties of the bloodhold begin to creep in. Utopia has the highest ratio of bailiffs to citizens in Penance, and also has the highest incarceration rate in the domain. The reason everything appears to function so smoothly is that anyone and anything that stands out or speaks out is removed from society altogether. In addition, the law extends beyond the traditional laws of the city to a massive library full of rules, regulations, and judgments. That library is constantly being expanded as new laws are added and others are further detailed. Essentially though, if one directs one's efforts towards the overall goal of Utopia—Increase the bloodhold's wealth, prosperity, and population—then one is unlikely to run afoul of the law, and one is welcome to wallow in the luxuries offered in return for one's soul.



The society of Utopia is measured entirely in financial wealth, and one's worth and status in the bloodhold is in direct correlation to the size of one's purse. Money, in Abbydon's mind, is the only firm and precise factor that one can use to judge the character of another. Ambition, intelligence, talent, and productivity can all be judged simply on this clear, linear scale. Life's rewards, which should be distributed based on merit, are also tied steadfastly to wealth. Those who have great wealth are the most meritorious people in Utopia, and are afforded the friendship of the law, while those who are poor are intrinsically bad and are kept under tight scrutiny.

The interesting twist that Utopia has to offer, is the inclusion of religion into that normally secular pursuit of wealth. All citizens are required to follow the one acceptable religion of the area and worship Abbydon. Since Abbydon is a mortal and not precisely divine, the tenets of his faith are more material than spiritual, and basically consist of simply his ideas on society. So, by engaging in the pursuit and love of money, the people of Utopia are legitimately exercising their faith and worshipping their Lord and god, Abbydon Helicon.

The church of Abbydon is one of the more unique and strange ever conceived. The buildings themselves are traditional enough, beautiful and large affairs, adorned with fine art and images of the god worshipped there, Abbydon. The people and mission of the church are what set the religion apart from most. The church of Utopia exists to glorify the territory and principals of Utopia itself. Its chief tools are the circulation of information and images of prosperity. Everywhere one goes in the bloodhold, one sees the work of the church. Slogans are plastered on nearly every building, many of them accompanied by huge murals of Abbydon, or of ordinary citizens enjoying the fruits of wealth. In many places, massive signs stand atop buildings, boasting such phrases as "Poverty is for the poor in faith", or "This is what heaven looks like," accompanied by colossal paintings of a dover admiring a brand new residence or a smiling man holding up a handful of gold while surrounded by a dozen fawning, beautiful, admirers. Of course, the most common image is that of Lord Abbydon himself; his familiar visage can be found on nearly any object in Utopia, from flatware sets to playing cards, along with his ubiquitous mantra of "One People, One Good, One God." The goal of the church is to instill a sense of pride and of hope in the people of the bloodhold, and whether that sense is a false one or not is not a concern of the church.

Utopia physically is quite different from the rest of the city, since it is quite recently constructed. The area has no undercity at all, except for maybe where a few root cellars connect, and is built on solid earth. Instead of the tall, cramped multi-family dwellings found everywhere on the Pedestal, most of the buildings in Utopia are low, single-family homes. The streets in Utopia are all flat and follow a noticeable grid, and most of the blocks are square and regimented. The lower population density of the free areas of the bloodhold is offset by the cramped and massive prison populations. Nearly every canton in Utopia has its own prison, and it is estimated that perhaps half of the population is incarcerated. Still, Utopia has the lowest population density in the city, and although it is the bloodhold covering the most area, it is third in actual numbers of people.

Lord Abbydon

For an individual that is so much in the public eye, there is a great deal of mystery surrounding Lord Abbydon. While this confuses many people, it is precisely why he is able to command such worship, for without the unknown, there is no hope. The most glaring enigma about Abbydon is that although his image is so widespread, his skin is always hidden beneath tightly wrapped cloth, and his face behind an expressionless mask. Abbydon claims that the face of the divine is too much for mortals to bear, and his followers seem to accept this. His adversaries claim that Abbydon is horribly scarred, or that he bears the mark of the devil upon him. Neither of these accusations has been confirmed. Another odd trait of Abbydon's is that he does not say much, nor does he appear often in public, and this is quite intentional. Abbydon relies on his images and his church to keep him in the minds of his people, and gives the promise of his presence to their hopes. Abbydon carefully makes the people want of him something which he can easily provide. Every so often, Abbydon will appear unannounced in the streets, healing the sick and injured, and offering his blessings on the area, but most of the time he remains in his tower, hidden yet very present.

Little is known about Abbydon's history and origins, at least before he came to the Forge. It is generally believed that Abbydon was pulled into the Forge about eighty years ago. Abbydon first achieved notoriety in the town of Sentinel, where he served as an ambassador for one of the many Bloodlords of the area. Abbydon did well for himself, and his diplomatic skills earned his Lord a great deal of power and respect. As the lord's territory grew, so did the ambassador's ambition and Abbydon began to make plans and deals to unseat his master. Unfortunately, Abbydon's plan was too slow, and his Lord caught wind of it, and gave word to have him killed. Abbydon was forced to flee, and he commandeered a ship and set sail on the open ocean, his foes in close pursuit. Oddly, just as it looked as if he would be caught, a storm blew in from the west, and tore both ships apart. Abbydon, left for dead, lay adrift for many days before finally washing ashore somewhere in the red desert of Arena.

This next five years of the story are largely unrecorded, but after that time, a greatly-changed Abbydon Helicon rode into the city of Penance along with a single companion, the haze Shadowheart. Abbydon had done quite well for himself in Arena, but in the end, his outfit had been overrun by an enemy army, and he managed to escape only with his life, a few diamonds, and a superb understanding of the politics of the desert domain. Abbydon had the lust for gold so prevalent in Arena, and his goal in the city was simply to find a sponsor to outfit him for a new expedition. After a few weeks, Abbydon settled upon the princess Hyperia Trinakia of Barrowhold. Hyperia was rich and quite eager to invest in an army, but was no fool, and asked Abbydon for proof of his abilities. Abbydon nodded and walked off. He immediately rode to the Hub tavern and began talking to patrons there. Within a day, he had somehow enthralled two dozen skilled men, who followed him almost as if he were a god. Hyperia was impressed, and fronted him a large sum of money and equipment. Abbydon rounded up 200 men in the city, and then sailed off down the Xanthus. After passing Temper, the ship entered the grey border domain, and it is said that Abbydon stopped the vessel and spoke in private for eight hours with the Grey Stranger. When he returned to the ship, he seemed quite pleased with himself, and altered the planned course of the vessel.

Abbydon sailed south, down the River of the Dead and into the Southern Sea. Abbydon turned westward for a few hundred miles before dropping anchor. His men unloaded the ship and set up a small encampment, led by the haze Shadowheart, to defend it. The bulk of the men then marched inland fifty miles, toward Asherake territory. Here, Abbydon's first miracle took place, supposedly he raised his arms to the cloudless sky, and a bold of lightning came down and struck the ground. Where it struck, water flowed forth, forming a tiny lake. He then ordered his men to clear an area of sand around the lake, revealing fertile soil. Seeds were brought forth, and alorak and other crops were planted. Then, taking a spade in his own hands, Abbydon dug in the sand not far off and turned up a fair sized nugget of gold. From this point onward, things seemed to go Abbydon's way. The mine turned out to be fruitful, and fortifications were built around it without much trouble. After a few months in the desert though, it became apparent that Abbydon was going to need more men. A messenger from Shadowheart arrived to report a number of ships seen along the coast, and the camp began to worry that they might be overrun by a larger force.

Abbydon sent messengers back to Hyperia to inquire about available forces, but the gesture was too late. Five days later, Shadowheart rode hard into camp, bearing only three men with him. The village had been attacked and a large army was on its way to the oasis. Abbydon did not panic but simply told his men to have faith. The men huddled into the fort and Abbydon and Shadowheart waited 100 yards out in front under a flag of truce. The approaching army, led by a strong gnoll named Gund, grew confused by what they saw, but they rode forward and captured the two soldiers anyway. Abbydon was brought before Gund to negotiate surrender, but within an hour of his approach, the gnoll laid down his own sword at the feet of the silver, and pledged his fealty. The soldiers were confused but the miners were ecstatic and Abbydon had somehow acquired the army he needed.

The mine dried up a few months later, and Abbydon moved his now-sizable army towards the center of Arena to challenge the outposts of the great warlords. Abbydon's forces were greatly outnumbered, but the men fought ferociously, believing their god to be among them, and soon the tide began to turn. Abbydon acquired a foothold on one of the larger oases east of the Sea of Tears, and became a true warlord. He developed a network of scouts to look for small mines, and began sending out raiding parties to strip the miners of the fruits of their labors. With great tactical skill and luck, Abbydon fought off several armies of the major warlords, and even attracted the attention of Barbello herself. During a close battle, the Mask of Fury descended into the fray and began carving a swath of flesh towards the silver warlord. Again, Abbydon apparently showed no fear but called his men to part, then stood forward to meet her, unarmed. When Barbello approached, he commanded her boldly to worship him as her god and savior. Barbello actually seemed stunned for

a moment, then broke apart into a mass of birds, engulfing Abbydon and leaving behind no trace of either combatant.

Abbydon's forces were horrified at the loss of their deity, and retreated back into their fortress, where a sleepless Shadowheart kept them under control for six days of siege. On the seventh day, when all seemed hopeless, a strange figure appeared on the horizon, riding a cameo. The figure rode quickly toward the besieged fortress, and the sea of attackers seemed to be pushed aside as if by some great invisible force. The figure rode up to the gates of the fortress, and raised high a rod, commanding them to open, which they immediately did. The figure, masked and wrapped in tight cloth, called the besieged men out of the fort and announced himself as the avatar of their lord, and commanded them to smite the army of his foes. A cry went up from the fortress, and the men poured forth, sending their attackers back in a rout.



After his return, and from then onward, Abbydon seemed changed and much more distant from his men. He had begun to grow weary of Arena, and his thoughts turned back toward Penance. Abbydon contacted Hyperia again and paid her a large portion of her share of the investment. He also told her firmly that she would not see the rest of the funds until he had become a Bloodlord of the city. He asked Hyperia to send him details on the current political situation and to explain how she could help. The message was well timed, and Hyperia quickly drafted a response, albeit highly inaccurate, designed to push Abbydon toward desiring a particular foothold in the lower city to the south. She claimed she could distract one of the major lords in the area, allowing Abbydon to quickly move in and occupy his territory. Abbydon approved of the idea and moved his armies northward, granting his territories to a lesser warlord under the promise of future returns. Hyperia did her job nicely, calling upon an arrogant Bloodlord by the name of Roland with the promise of possible marriage, and getting him to come and stay in Barrowhold with her for two weeks. Her servants cut Roland off from the rest of the world with fake news reports of pleasantries while Abbydon moved in on his territory. Abbydon sailed up the Xanthus and marched across the plains of Penance sweeping down upon the leaderless territory. Abbydon's fearless and hardened soldiers quickly cut through a poorly guarded canton of crude cabins on the outskirts of the lower city, and then slammed full force into the heart of the populated area. Without their general and lord, the soldiers of the lower city surrendered after four days of battle without hearing any reply from him. Abbydon took the 20 cantons and christened the new area Utopia. Hyperia, upon hearing of Abbydon's success, and gleaning the fact that her suitor now no longer held claim over the title of lord, quietly poisoned Roland and incinerated his remains. Abbydon delivered the rest of her funding and the two formed a shaky alliance.

Now a Bloodlord, Abbydon created rules and a government for his new holdings. He formed the church and the cardinals, and made an effort to convert the locals. Many submitted to his will, and all others were captured and imprisoned, employed to craft equipment for his ever growing army. Over the next four years, Abbydon conquered all of the lower city, and began pushing up the wall into the city proper. Though his prospects for success looked good, he ultimately was thwarted by a clever young Lord by the name of Penates, who created a confederation of bloodholds united against Abbydon's encroaching menace. The wall of the city is enormous, and is a tremendous disadvantage for an army to overcome, and the conflict ultimately ended in an impasse.

A slow war of attrition settled between the two territories of Utopia and the Alliance. Abbydon initially began it by blocking all river traffic and barring the Alliance's food supplies. The attempt was answered by a merging of the sewer channel back into the Hebrus at the top of the falls, and Abbydon quickly relented. Next, Abbydon began building laterally, along the wall of the city, but the Alliance kept on its toes, and began fortifying, uniting, and rebuilding along the edge of the city to follow. Eventually, it became evident that another impasse had been reached, and Abbydon changed his tactics again. Given his much longer lifespan, Abbydon decided to take the long route and wait out his enemies until they become too old and feeble to fight him.

Over the last fifty years, Abbydon has solidified his hold on his cantons, and has spent his effort building his army by encouraging his citizens to breed rapidly. His easy access to natural resources outside the city has proved a huge economic advantage for Utopia, and the territory has begun to pull away from the Alliance in terms of wealth. Penates is now old, and his alliance is beginning to show signs of dissention. Most of the Overlords in the city now see it as merely a matter of a few years before Abbydon will make his next move, and all of them expect him to be successful.

Personally though, Abbydon has grown increasingly frustrated over the last few years. His friend Shadowheart is aging, and Abbydon no longer feels as much of a thrill of being the object of worship. He has no lovers, and can take none in his present position. The one person he truly loves—the elven prince Lysander Trinakia—sees him as a monster and a fiend. The strain has been much for Abbydon, and though originally not so, he has become increasingly cruel, taking out his anger on his own people. Abbydon is an emotional dam waiting to burst, and burst it eventually shall, terrible in its fury and without warning.

Lord Abbydon – 190 year old Hermaphrodite Silver – Cleric 9/Demagogue 1/Inquisitor 10

Medium-size humanoid (silver); HD 20; hp 151; Ldr 39; Init +5; Spd 30 ft.; AC 36; Atk +23/23/18/13 melee (*flail* - 1d10+11 [crit 17-20x2]); Atk +29/24/19 ranged (*lt. crossbow* - 1d8+8 [crit 17-20x2]); AL LE; SV Fort +23, Ref +28, Will +36; Str 18, Dex 24, Con 12, Int 16, Wis 24, Cha 36.

Special Abilities: Electrical Resistance 10, Silver Stomach, Rebuke Undead, Sway, Smite the Heathen, Divine Protection, Convert the Unbeliever, Empower Congregation, Divine Knowledge, Foster Martyr, Enrapture, Convert the Masses, Opponents receive a –2 to attacks and saves, Immune to Disease and Poison, Regeneration 10, SR 33, Damage Reduction +3/30, Fear Aura (Will save vs. DC 33 or paralyzed), True Seeing.

Feats: Dodge, Empower Spell, Evasion (from ring), Improved Critical (heavy flail), Iron Will, Leadership, Skill Focus – Knowledge (Religion), Spell Penetration.

Skills: Bluff +30, Concentration +11, Diplomacy +44, Gather Information +20, Heal +10, Intimidate +25, Knowledge (religion) +15, Listen +14, Move Silently +13, Perform +20, Read Lips +10, Ride +13, Scry +10, Search +5, Sense Motive +20, Spellcraft +10, Spot +14.

Gifts: Ability Boost (Cha), Persuasive, Telepathic

Prestige Races: Focus of the Fair and Foul (complete), Focus of the Divine

Typically Equipped Items: +5 *speed/soul burner*(4) *heavy flail*, +5 *heavy fortification* sap hide armor, +4 *blinding crossbow*, 20 +4 *penetrating bolts*, *mask of the inquisitor* (+6 Cha/Wis), *cloak of resistance* +5, *belt of might* (+6 Str/Dex), *ring of elemental command* (air), *ring of evasion*, *amulet of natural armor* +4, *rod of rulership*, *boots of speed*.

Other Items: 2 *potions of cure critical wounds*; 2 *potions of gaseous form*, 2 *potions of fly*.

Domains: Luck, Trickery

Typically Prepared Spells (DC 19 +spell level (18 vs. LE); caster level 17;

6/7+1/7+1/7+1/6+1/5+1/5+1/4+1/2+1/1+1): 0th – *create water, detect magic, mending, purify food and drink, read magic, resistance.* 1st – *bane, command, change self, comprehend languages, divine favor, entropic shield, obscuring mist, sanctuary;* 2nd – *calm emotions, darkness, death knell, enthrall, hold person, invisibility, make whole, silence;* 3rd – *daylight, glyph of warding, meld into stone, nondetection, protection from elements, remove disease, remove blindness/deafness, water breathing;* 4th – *cure critical wounds (x2), freedom of movement, neutralize poison, restoration, sending, tongues;* 5th – *break enchantment, circle of doom, flame strike, greater command, greater oathbind, scrying ;* 6th – *blade barrier, etherealness, geas/quest, greater dispelling, mislead, word of recall;* 7th – *destruction, repulsion, resurrection, screen, spell turning ;* 8th – *antimagic field, polymorph any object, symbol;* 9th – *miracle, time stop*

Notes: Due to the unusual nature of Abbydon's religion, the *miracle* spell functions at full strength, even on the Forge. Additional +5 to Sway checks due to persuasive gift.

Abbydon's Laws

In many ways, the laws of Utopia truly define the bloodhold. The traditional laws of the city have been thrown out entirely, and replaced with a massive library of regulations. All things barred in the traditional laws are still illegal in Utopia; it is just that they are joined by as massive variety of other offences. Every aspect of life has its own set of laws in Utopia, from how one is allowed to construct a building to at what ages members of particular races are allowed to participate in what activities. Not only are the laws in Utopia exact, they are enforced draconically, causing the place to be widely referred to as the worst place to commit a crime in the entire Forge. Except for the most minor of crimes, such as littering or riding one's kith too fast, which are still punished with fines, all crimes in Utopia are punished with either imprisonment or death. Prison stays in Utopia are lengthy, leading to a massive portion of the population and economy of the bloodhold centering around these institutions. It is said that if he could, Abbydon would prefer to imprison everyone in his territory and force them physically to worship him.

The system of judgments is also different in Utopia than it is in the rest of the city. Since the laws are so complex, judges do not walk the streets but simply sit in judgment. On the other hand, the many bailiffs do not have the power to convict criminals; they simply apprehend them and bring them to the courthouse for imprisonment until a barrister can examine the case. Barristers are specially trained individuals who spend many years writing and studying the laws of Utopia. There are few public barristers and the number of arrests is high. Most arrestees must wait in prison an average of six months for someone to take their case. Those with complex or specialized cases may have to wait even longer, perhaps even a mat-

ter of years. It is not uncommon for someone to spend longer in prison waiting for his case to be seen than the term of his final sentence once pronounced.

Once a barrister takes a case, he interviews the bailiff and the prisoner, and then studies the law books to determine which laws apply to the case. Once he has found all the relevant information, he takes it to a judge and presents it to him in a written report. The judge then looks at the bailiff's recommendations and returns a verdict and a sentence. If the judge is unhappy with the bailiff's work, he can declare a mistrial and either send the bailiff back to the library or the case back to the wait list. Time spent waiting does apply towards one's sentence, but if one is innocent, no recompense is made. Also, every report and verdict is recorded in the law library, officially becoming part of the law.

Of course there are loopholes in the system to benefit the wealthy and the elite, the main one being the existence of private barristers. Private barristers are experienced students of law who, instead of working for the courts, work independently for paying clients. When first imprisoned, a defendant can elect to hire his own barrister instead of waiting for the court to appoint him one. Such barristers are usually smarter, faster, and better able to work the system to their client's advantage. They are also ridiculously expensive; most private barristers charge in the realm of 500gp per day of work, and the best charge much more. There is also the fee one must pay to the court, 1,000gp, in order to skirt the public system. Private barristers are very skilled at painting cases in the best possible lights for their clients, and essentially exist to allow the very rich to skirt the laws of Utopia.

Prison conditions in Utopia are atrocious. Quarters are cramped and wardens are extremely cruel and notoriously abusive. Prison activities are officially limited to eating, sleeping, working, prayer (to Abbydon only), and use of the toilet, but in practice, little of this is allowed. Wardens "forget" to deliver food to the cells, prisoners are rarely provided with proper restroom facilities, and sleep is interrupted with psychological torture. Wardens laugh at and insult prisoners, encourage them to take their own lives, and sometimes simply scream abusively at them to wake them up. The prisoners themselves add to the atrocities, with stronger inmates bullying, beating, and even raping weaker ones. Food, when it is available, is terrible and unhealthy, and the entire prison facility is unclean and toxic. While in prison, all inmates are required to work twelve hours each day at an assigned task, usually the manufacture of household items. Anyone who refuses to work is beaten until they change their tune or are too broken to move. Though it is unspoken, Abbydon's reasoning behind this system is to indoctrinate inmates into a culture of incarceration, preventing them from being able to return to normal society; this forces them to commit further crimes upon release, resulting in their return to the prison system where their labors support the luxuries of the rich and fortunate. In support of this concept, a special law says that anyone committing three separate crimes must be sentenced to a full lifetime in prison.

An interesting footnote to the prisons of Utopia is the fact that, upon their arrest, anyone may request that they be sent to a special private facility instead of the lord's prison. Of course, to enter the facility, one must post a cash deposit of 10,000gp within a day of being arrested. This deposit is returned upon the prisoner's discharge minus a 25gp per day fee. The private prisons are more akin to luxury hotels than prisons, with polite staff, clean and comfortable facilities, and no forced labor. Prisoners are allowed to roam the grounds, exercise, study and read, write, and are even allowed conjugal visits. Most private facilities even employ prostitutes on staff. The private prisons are again for the rich and wealthy, allowing them to wait unmolested while their private barristers work to set them free.

The main question in Utopia is "what exactly is illegal?" The short answer is "everything." There are so many Utopian laws that a bailiff can arrest anyone he wants and find a reason after the fact. It is illegal to follow any other than the lord's religion; it is illegal to show affection in public; it is illegal to carry a weapon unless one works for the bloodhold; it is illegal to use profanity; it is illegal to have an unleashed or uncaged animal; it is illegal to drink more than a certain amount of alcohol or to consume any of it in public; it is illegal to chew sap gum; etcetera ad nauseum. The key to Utopia is to refrain from attracting a bailiff's attention. Few bailiffs know or understand the laws, and most simply look for unsavory characters or those who disturb the peace. Looking ragged, dirty, or injured is sure to attract a bailiff as well as is any kind of nervous or suspicious behavior. Causing a commotion of any kind is sure to attract a bailiff, as well as bothering any of the rich locals, who are quick to call for help.

When a bailiff approaches a subject, he always asks to see one's identification. This set of papers consists of certificates of name, address, age, occupation, criminal record, and so on. Any sign of alteration or forgery is cause for immediate arrest, as is not producing one's papers. The bailiff then interrogates the suspect, inquiring into the cause of his suspicious behavior. If he is not satisfied with the answers he receives, an arrest will be made. If no arrest is made, the bailiff still makes a mark on the identification papers to indicate to future bailiffs that the suspect appeared suspicious. Such marks increasingly worsen ones chances of impressing future interrogators.

Special exceptions are made in the cases of seeds and foreigners. If a person has not committed a serious crime but cannot produce papers and claims to be a recent arrival to Utopia, he is taken to a special registration facility. Here one learns the rules of Utopia, becomes registered as a citizen, and is issued identification papers. Before certification though, one's description is matched against a set of records of wanted men and known criminals. Weapons are confiscated at the registration facilities but can be picked up again at a special border outpost if one ever needs to leave Utopia. Even those on diplomatic missions must register upon arrival in Utopia.

Abbydon's Court

Lord Abbydon does not hold court with his people according to the traditions of the city. His government operates exclusively through the church and through the legal system. All citizens are expected to attend church regularly, and their channel to the government is through their local pastor. The church of Utopia is structured like

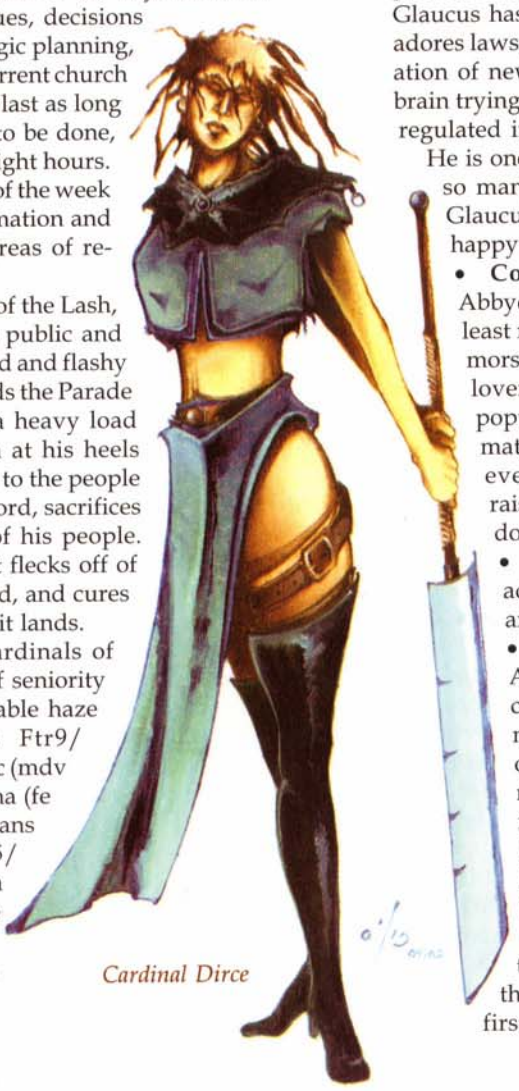
a military order, with individual priests running small parishes as a captain would run a squadron of soldiers. Each priest receives his instructions and conveys his concerns through his superior officer, a bishop, who oversees about 20 different priests. The bishops act in problem-solving roles, shuffling resources between their parishes; as the mouthpieces for Abbydon, they convey the decisions of the church to the people and act as information filters, ensuring that only the most important information reaches the ears of the cardinals.

There are six cardinals of Utopia and these individuals make all the decisions for the church and approve all of the laws of the bloodhold. Above the cardinals sits Lord Abbydon, who is not always present but retains absolute authority over them. If Abbydon is not present, all six cardinals must unanimously agree on a course of action before it can be taken. The cardinals all operate out of the Cathedral of our Lord of Utopia, and Abbydon meets them there, although he does not live in the cathedral; he moves at will between the Cathedral and his tower through a set of *teleportation mirrors*. Only the bishops (and a few rare foreign diplomats) are allowed into the Cathedral to meet with the cardinals.

The cardinals officially meet with Abbydon four times a week, on the four traditional working days of the Forge. These meetings consist of a report of the day's news, a synopsis of the day's legal issues, decisions on these matters, military strategic planning, and finally a discussion of the current church media campaign. The meetings last as long it takes to cover all that needs to be done, which is typically about six to eight hours. The the cardinals spend the rest of the week gathering and dispersing information and attending to their respective areas of responsibility.

Once a year, on the holiday of the Lash, the Cathedral is opened to the public and Abbydon himself leads the grand and flashy service. After the service, he leads the Parade of Suffering, himself bearing a heavy load with seven children of Utopia at his heels wielding whips. This illustrates to the people how Abbydon, as their divine lord, sacrifices himself for the greater good of his people. Rumor says that the blood that flecks off of Abbydon's back shines like gold, and cures sickness and disease wherever it lands.

- **Cardinals:** The six cardinals of Utopia are, in order of seniority as follows: The venerable haze Shadowheart (mhz Ftr9/Clr10), the dover Ulbric (mdv Clr18), the elf Sahmiana (fe Wiz6/Clr11), the humans Glaucus (mh Clr5/Inq10) and Dirce (fh Clr6/Dem9), and the frey Jiopetta (ffr Rg6/Inq8). Each cardinal, in addition to common duties, is in charge of a particular branch of the government of Utopia. Shadowheart commands the military; Ulbric controls the religious teachings and the holy books; Sahmiana organizes the magical defenses of the bloodhold; Glaucus is in charge of the laws; Dirce controls the church media; and Jiopetta is the master of the secret police. The six differ greatly in character and temperament and constantly argue over policies. This is intentional on Abbydon's part, as he believes opposition goes a long way toward getting all sides of the issue out in the open. All are loyal to Abbydon except for Ulbric, who has increasingly come to desire his own power, and Jiopetta who is a double-agent for the Alliance.
- **Champion:** Abbydon has no champion, acting as his own defender. Abbydon does not fight challengers in the arena unless he is guaranteed an impressive victory. Most potential challengers are rooted out, hunted down, and executed by his secret police.
- **Lord High Executioner:** Cardinal Glaucus is the Lord high executioner of Utopia and is in charge of defining and enforcing all the laws as well as of maintaining the system of judges, bailiffs, and prisons. This is a time consuming position, but Glaucus has a love and passion for it. Glaucus adores laws, and delights in the writing and creation of new ones. He is always wracking his brain trying to identify aspects of life that aren't regulated in Utopia and then codifying them. He is one of the main reasons why there are so many laws in Utopia. Abbydon trusts Glaucus completely, as the man is utterly happy in what he is doing.
- **Consorts:** Being a divine figure, Abbydon does not mate with mortals, at least not officially. There are plenty of rumors all over the city of secret trysts and lovers, but no real evidence. The most popular theory is that Abbydon keeps a mate hidden in his tower, and that he even has half-divine children being raised elsewhere, perhaps in a different domain or even on another world.
- **Advisors:** Abbydon has no advisors other than his cardinals, who are his eyes and ears on all matters.
- **Heirs and Family:** Since Abbydon is supposed to be a god, he cannot die, and therefore he has no need for an heir and has not selected one. Similarly, he does not have any mortal relatives. If he were to die naturally or outside the Queen's laws, there would be a great upheaval in the politics of Penance. It is surmised that one of the cardinals or one of the razors would attempt to take over Utopia, assuming one of the Alliance bloodlords doesn't do so first.



Cardinal Dirce

- **Razors:** The haze Shadowheart is the cardinal in charge of the military, and his great length of experience lends well to his efficiency and the respect he garners. Shadowheart is old and no longer fights much, but he tends to the strategy and organization of the territory's forces. Four razors each command an army of Utopia and report directly to the cardinal. The senior razor of the four is the human Leyusis (mh Ftr7/Vig10), who heads the perpetual assault against the Alliance.
- **Sages or Wizards:** The cardinal Sahmiana directs a sizable staff of spellcasters that work for Utopia in a variety of pursuits. A great many priests and wizards of the Magical College of Utopia spend their time scrying on various people and places throughout the city, attempting to catch wind of resistance plots before they are hatched. Other spellcasters work a variety of divinations and enchantments for the church, acting as a research laboratory for Abbydon and the cardinals. The rest of the staff of the college trains other younger wizards and priests for military service.
- **Errand Boys:** There are no errand boys as such in the cathedral, bishops come and go and are the bearer of news here. A staff of acolytes maintains the Cathedral and prepares meals for the cardinals. The chief acolyte is the lunar Thrakk (ml Clr9).
- **Influential Citizens:** Though lay people cannot participate in church business, a loophole allows those who make a sizable offering (15,000gp) to meet with the cardinals and Abbydon to receive a thanks and a holy blessing. Though it is largely kept secret, in practice, this blessing is a form of corruption, allowing rich merchants to effectively buy laws and church policies.
- **Ambassadors:** Ambassadors are allowed in the cathedral, but only those from major Bloodlords or warlords are shown much respect or given significant time to speak before the cardinals. Four permanent ambassadors reside in the cathedral complex: Lysium (mh Rg5/Dem7) from the Alliance, the Golden Shore's Freki (mfr Rg6/Dem6), Barrowhold's Countess Lorris (fn Rg5/Sta8), and Axos (ma Mk13) of Arena. Axos is not truly an ambassador but represents Abbydon's connections in Arena. He keeps the church informed of the happenings in the red desert and delivers Abbydon's decrees and instructions to the warlords.
- **Guards:** The Army of Our God—essentially the church police—protects the Cathedral grounds as well as Abbydon's Tower. They are well trained and staffed, mostly warriors and priests but with a few rogues and wizards to lend support. The army polices inside and outside the buildings, as well as on the rooftops. They do not concern themselves with the petty laws of Utopia so much as they do with protecting the church officials from harm. The leader of the Army of Our God is the valco Samanth (fv Clr15), who reports directly to Abbydon.
- **Spies and Agents:** Abbydon employs secret police to do his dirty work, and they are led by the Cardinal Jiopetta. The secret police have amazing leeway with which to wipe out dissension and espionage in Utopia. None of the agents of the force need answer to the laws of Utopia and they carry special badges of exemption to silence inquisitive bailiffs. The secret police create false rebellions and insurgent movements in order to see who attempts to join; they break into homes and ambassador's quarters to plant or uncover evidence of betrayal; they capture and interrogate whomever they please; and of course they infiltrate the courts of opposing Bloodlords. Jiopetta's best agent is Durzg Ashith (ml Rg6/Asn2/Sta10). One never knows where Durzg will turn up, either inside of Utopia or without.

  The great irony of the secret police is that the one chief traitor in all of Utopia sits at its head. Jiopetta, the one person in Utopia beyond Abbydon's suspicion, is in fact quite loyal to the Alliance. Much of her family was killed in the border conflict, and the frey teleported into Utopia one day, posing as a swiftly-loyal seed while intending to fight Abbydon from within. Her most guarded branch of the secret police, led by the silver Ormaster Rithiaus (hs Rg5/Sta10) is actually the one rebellious force in Utopia. Rithiaus directs his carefully-selected agents to monitor and cover up dissension, and they report all Utopian activities to Lord Penates under the guise of spying on him. Rithiaus' men often take important prisoners out of the prison systems and "vanish" them, which most believe means death; in actuality, it involves altering their identity cards and setting them free to cause further trouble.

Other Important People

Epirus Palamedes: Epirus Palamedes (mh Rg6/Dem6) is widely known as the most skilled barrister in Utopia. His services are unbelievably expensive (5,000 gp per day), but he has an amazing knowledge of the law, and strong reputation for working quickly and for getting his clients off easily. Palamedes generally takes no more than a week to complete a case, and the results are more than always worth the expense.

Lysander Trinakia: Lysander Trinakia is the elder brother of Lady Hyperia, and has been long thought dead. A few days after Abbydon successfully invaded the lower city, he caught wind of the happenings in Barrowhold, and realized what trickery Hyperia had played on her family. In secret, Abbydon sought out the body of the elf prince, carried it to his tower, and he restored Lysander to life. Abbydon plans to use Lysander's existence as a tool to blackmail Hyperia; after all, if it were to get out that he still lived, Hyperia's throne of Barrowhold would be in doubt. Only the two Bloodlords and the prince himself know of Lysander's existence, as Abbydon keeps the elf locked in his personal quarters. Hyperia is greatly afraid of Abbydon's threat and appeases him as she can. Oddly Abbydon is loathe to actually expose the prince,

since he has actually fallen in love with Lysander over the years. Abbydon tells Lysander all of his personal thoughts and goals, and the elf could be an extremely damaging opponent, should he ever be freed. Lysander himself has not made any attempt to free himself, both due to the innate patience of elves and the fact that he wants to wait for the right moment before challenging his sister or thwarting his allegedly divine host.

Serpen Trophus: As the head of Trophus Marbleworks, the richest business in Utopia, Serpen Trophus (mh Ari14) is a miserly and cruel man. Trophus mines and supplies most of the marble and other stone used in construction and ornamentation in the city. Trophus uses his money to lobby the cardinals to make special exemptions in the laws of Utopia for him and his company. He is one of the leading polluters in the Forge, and is quite abusive to his employees, threatening to fire or turn them over to the law if they refuse his petty wages and poor working conditions.

Tessa Vanus: Tessa Vanus (fh Exp4) is an unusual figure, working openly against Abbydon's policies. A prisoner of Utopia, Vanus came up with an unusual idea of creating a prisoner's guild based on the laws of the Queen. A few months ago, Vanus announced that she was an ombudsman and demanded to be allowed to speak with Abbydon. The wardens of the prison laughed at her, but the next day she repeated her claim, this time waving a long black feather in the air. The wardens, fearful of the Queen's wrath, reported the incident to Abbydon, and he consented to speak with Tessa in his tower. Tessa is allowed a monthly meeting with the lord, where she presents the plight of the prisoners. So far Abbydon has not made any noticeable changes in his policies, but some wonder if whether living conditions might improve if Vanus manages to spread her ideas to enough prisoners and instigate a strike.

Trade and Commerce

Despite the strict laws, the economy of Utopia is one of the strongest in the city. Utopia offers one of the highest standards of living on the Forge. Citizens here have more clothes, more jewels, more books, more kith, more boats, more wagons, more food, more gadgets, and essentially more of everything than everywhere else. Mostly though, this is due to the basically free labor that the prison system offers to Utopian companies. Few free citizens of Utopia do any kind of manufacturing work. Free citizens manage companies, assemble houses, drive carriages, write books, cut down trees, and so on, but none of them actually make anything. All of this work is relegated to prisoners. Prisoners weave and sew clothing, bind books, cobble shoes, paint pottery, plane lumber, preserve foodstuffs, and even make jewelry. No prisoner ever gets paid even a copper piece for his work, although the state does make a profit on the resold goods.

Any business in Utopia may contract out prison labor at an extremely low rate. This payment is made directly to the bloodhold's coffers, and allows Abbydon to maintain his costly prisons and still keep the general tax rates down. It also means that goods in Utopia are the cheapest in Penance. People from all over the city come here on a regular basis to shop, and often take home cartloads of goods for half what they would pay on the Pedestal. Importers do quite well, although there is a growing movement in parts of the city to boycott all "slave made" goods from Utopia.

Utopia is also located on the edge of the city, and therefore has direct access to all kinds of natural resources. Utopia is rich in farm and agricultural products and in wood, stone, and ore. Crops are grown all along the Hebrus basin, and trees from the forests to the south, particularly in Wildwood, are cut down at a surprising rate. It is largely unknown, but there are many areas of the wilderness that have been completely denuded by the greed of the people of Utopia. The thing is that the Forge is so bountiful, that when one area is used up, one can simply move down the river and work somewhere else. Once the soil has been depleted in an area, mining crews show up, and begin to quarry out the stone beneath. A few wonder how long such a system can keep up, but mention of such a contrary idea is illegal in Utopia.

Utopia key

1. Abbydon Way
2. Avenue of our Lord
3. Helicon Avenue
4. Silver Lord Promenade

A. Central Distrcit
5. Utopia Central Prison
6. Utopia Central Registration Facility
7. Utopia Central Vault

B. Chapel Distrcit
8. Aganippe
9. The Cathedal of our Lord
10. Chapel Courthouse
11. Sacred Media
12. Utopia Law Library

C. Helicon
13. Tower of the Avatar

D. Ismarus
14. Ismarus Orphanage
15. Magical College of Utopia

16. Market of Luxuries
17. Border Checkpoints
18. Border Farms
19. Outpost of Arden
20. Palamedes Law Offices
21. Ruins of Cattraeth
22. The Stumbling Troll
23. Tropuhs Marbleworks

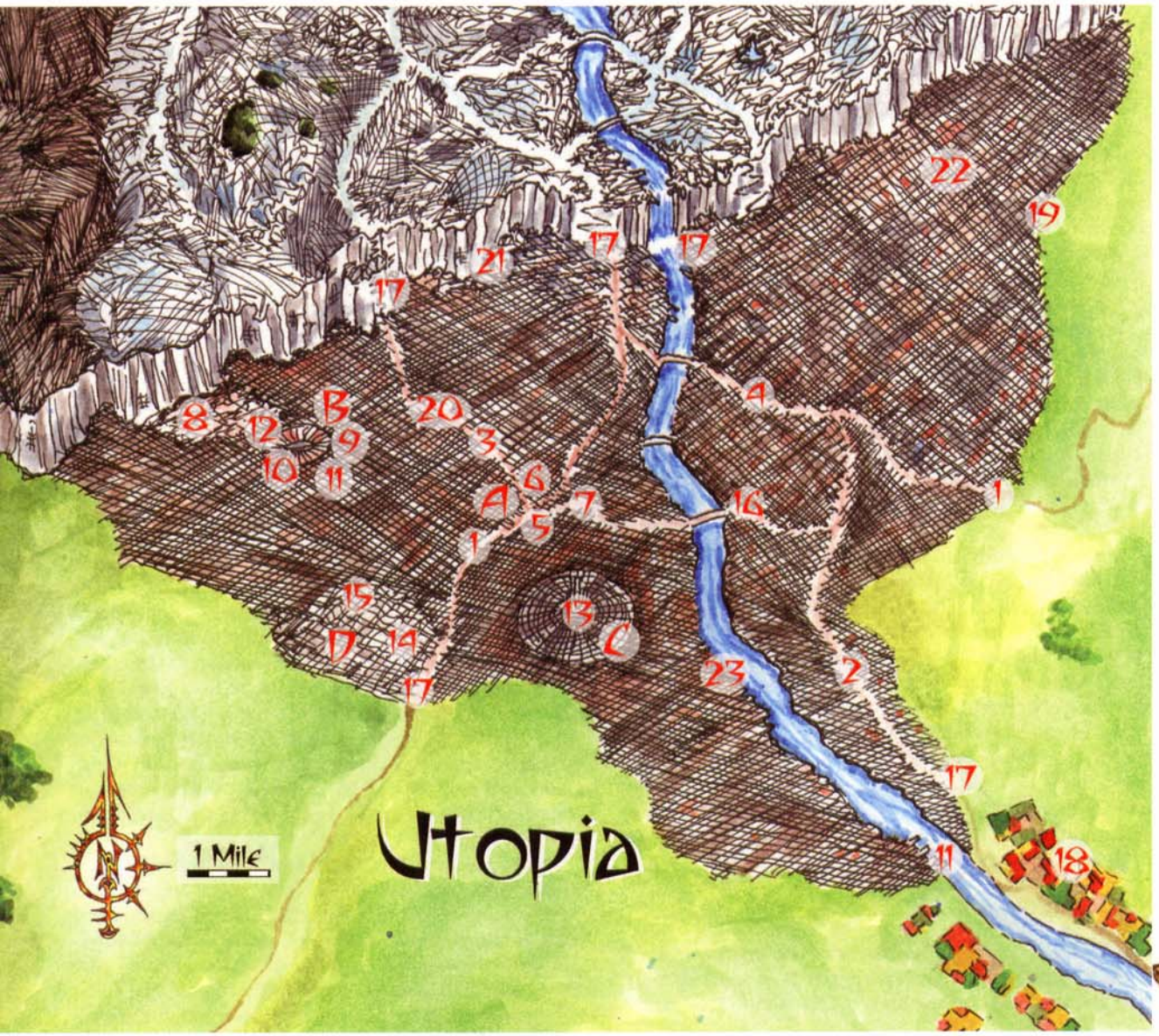
One interesting aspect of life in Utopia is the rampant growth of the population here. All citizens are encouraged to produce as much offspring as they can, and tax breaks are given to those with children. Most outsiders believe this is intended to quickly bulk up Abbydon's army, allowing him to eventually sweep into the city. All children in Utopia are required to enlist in the Utopian army when they come of age, and service lasts for four years. Of course, rich citizens may opt out of service by paying a fee of 10,000gp when enlistment time comes. Soldiers are not paid for their service, although they are given a living stipend when they are discharged. Children whose entire families have been either enlisted or incarcerated are sent to state run orphanages, which are halfway between schools and prison facilities.

Byways & Thoroughfares

Four highways crisscross the land of Utopia. These roads are all older than the territory itself, and do not follow the regular grid that Abbydon has laid out for the more recent areas. Abbydon has renamed all four of the thoroughfares after himself. These roads are all quite wide, and although they bear a great deal of traffic, it moves quickly. Speeds are strictly regulated on all roads in Utopia, even though there is no method of measuring it. Bailiffs will target anyone going noticeably faster than those around them.

Abbydon Way: Abbydon Way runs roughly north and south through the center of Utopia. It is considered to be a part of the ancient Way of the Conqueror, and connects with the upper part of that road at the foot of the Pedestal. Southward, the road covers the open plains and connects with the Great Forest of Lucan, where Abbydon's followers cut the trees and mine the earth.

Avenue of our Lord: The Avenue of Our Lord is the shortest of the four major roads of Utopia. It runs from the border farms in the south to the Silver Lord Promenade in the north. The freshest food in the city can be purchased in the many stores along the avenue, and the best restaurants in Utopia are located here.



Helicon Avenue: Helicon Avenue runs south from the edge of the Pedestal, then turns east and crosses the center of Utopia to meet the Avenue of Our Lord. Helicon Avenue has the heaviest traffic of all roads in Utopia, and runs past the best markets in the territory.

Silver Lord Promenade: The Silver Lord Promenade runs eastward from Abbydon way, and leads out of the city entirely. About ten miles from Utopia, the Promenade enters the Bactrian Wood, where a militant and mysterious colony of druids has managed to hold out for many decades against Abbydon's influences.

Central District

The Central District is the center of public activity in Utopia. The district surrounds the intersection of the two largest streets in the bloodhold, Helicon Avenue and Abbydon Way, and is always bustling with people going about their daily business.

Utopia Central Prison: At the southern corner of the intersection of Helicon Ave and Abbydon Way stands a large and imposing fortress. This is the largest of the more than one hundred prison facilities in Utopia, and also the most visible. A great number of guards patrol the grounds outside the prison, and the only way in is through a massive set of heavy, iron, double doors. External stairs lead a great height up to the roof of the prison, where guards are also posted, but from which the interior of the building cannot be accessed. Every day at the hour of Toil, the gates are opened, and raw materials and new prisoners are taken in. Then at the hour of Haven, they are opened once more, and finished goods and those souls who have finished their sentences are carried out.

Utopia Central Registration Facility: This unattractive stone building located across from the central prison is the central repository for Utopia's citizenship information. Seeds may apply for their papers here, or bailiffs, barristers, and the secret police may obtain records on any documented individual in Utopia. Typical information includes name, species, gender, age, place of origin, address, occupation, education, and criminal record. Descriptions of new applicants are typically brought here to be compared to known records before citizenship papers are awarded.

Utopia Central Vault: This large well-guarded granite building stands just east of the registration facility. It is of little note, except that all weapons confiscated at the border checkpoints are stored here. A barred window in the front of the building is the public's interface with the vault's staff. If a person is leaving Utopia and wants to take his weapon with him, he must come here and stand in line. Once at the window he must give the catalog number for his weapon and the location of the checkpoint he wants to pick it up at. Questions are asked about the reasons for needing the weapon, and all responses and queries are logged across the street at the registration facility.

Chapel District

The Chapel District is the religious and legal center of Utopia. Abbydon's flagship church is here, as well as the law libraries and the high courts. The district is the most heavily guarded area in the territory, and teems with the rich homes of barristers and clergymen. The heart of the chapel district is a single canton, built on a wheel pattern instead of on a grid; at the center of the wheel is the Cathedral of Our Lord.

Aganippe: This two-canton section of Utopia just to the northwest of the chapel district is much older than the rest of the city around it. Aganippe was an old bloodhold that functioned as its own city for many years before being swallowed up by Penance. Aganippe was originally a musicians' colony before being incorporated into Utopia and much of its beauty is still intact. The area has a small undercity, although it is strictly off-limits to anyone by order of Abbydon. A number of legendary instruments, as well as an incredible library of songs are rumored to lie beneath the city here.

The Cathedral of Our Lord: This large building and its grounds mark the highest church of Lord Abbydon and the seat of Utopia's government. The center of the grounds is dominated by a huge open circular plaza with a tall obelisk at its center. To the west of the plaza is the Cathedral, a beautifully designed, five-domed structure newly built by Abbydon. Cardinal Ulbric preaches twice a week in the Cathedral, and the rest of the time it is open for prayer. On occasion, Abbydon himself will lead a ceremony from the roof of the church, and the entire plaza below fills with the citizens who come to hear him.

Chapel Courthouse: Just west of the Cathedral building is another huge complex housing the headquarters of the Utopian legal system. Cardinal Glaucus has his office here, and he meets with judges on a regular basis to decide and explain policy. A tall and somber chamber stands at the front and center of the complex, lined with perfectly straight rows of marble pillars. This intimidating room is the Utopian high court, where the most high profile cases in the bloodhold are brought before the local judge, a slippery faust by the name of Lakon Dar. Dar reads the charges to the prisoner and asks for a plea and an explanation. After reviewing the barrister's and bailiff's reports and comparing them to the testimony, the judge declares his verdict and names the sentence. The public is sometimes allowed in to watch certain cases where particularly vicious criminals are judged.

House of the Cardinals: Flanking the cathedral plaza to the east is the massive House of the Cardinals wherein the ambassadors and the government officials reside. The House of the Cardinals is well guarded by Abbydon's Army of Our God; only bishops, ambassadors, and employees of the cardinals are ever allowed in the building. The House of the Cardinals is a complex of long, interconnected buildings, roughly forming a large rectangle, with a number of private courtyards in the center. The chamber where the cardinals meet with Abbydon is also located at the interior of the complex, and is protected with a massive number of magical wards and bindings to prevent espionage.

Sacred Media: A few blocks east of the cathedral plaza and the House of the Cardinals stands the offices of Sacred Media. Cardinal Dirce heads this large organization that is in charge of controlling public opinion. All information in Utopia must go through Sacred Media's controllers before it reaches the public. Agents of Sacred Media scour all of Utopia, listening and looking for ru-

mors and local news stories. All information gathered is brought to Sacred Media's offices, and officials rewrite and revise the information so as to paint Utopia and the church in the best possible light. Information is distributed in one of three ways.

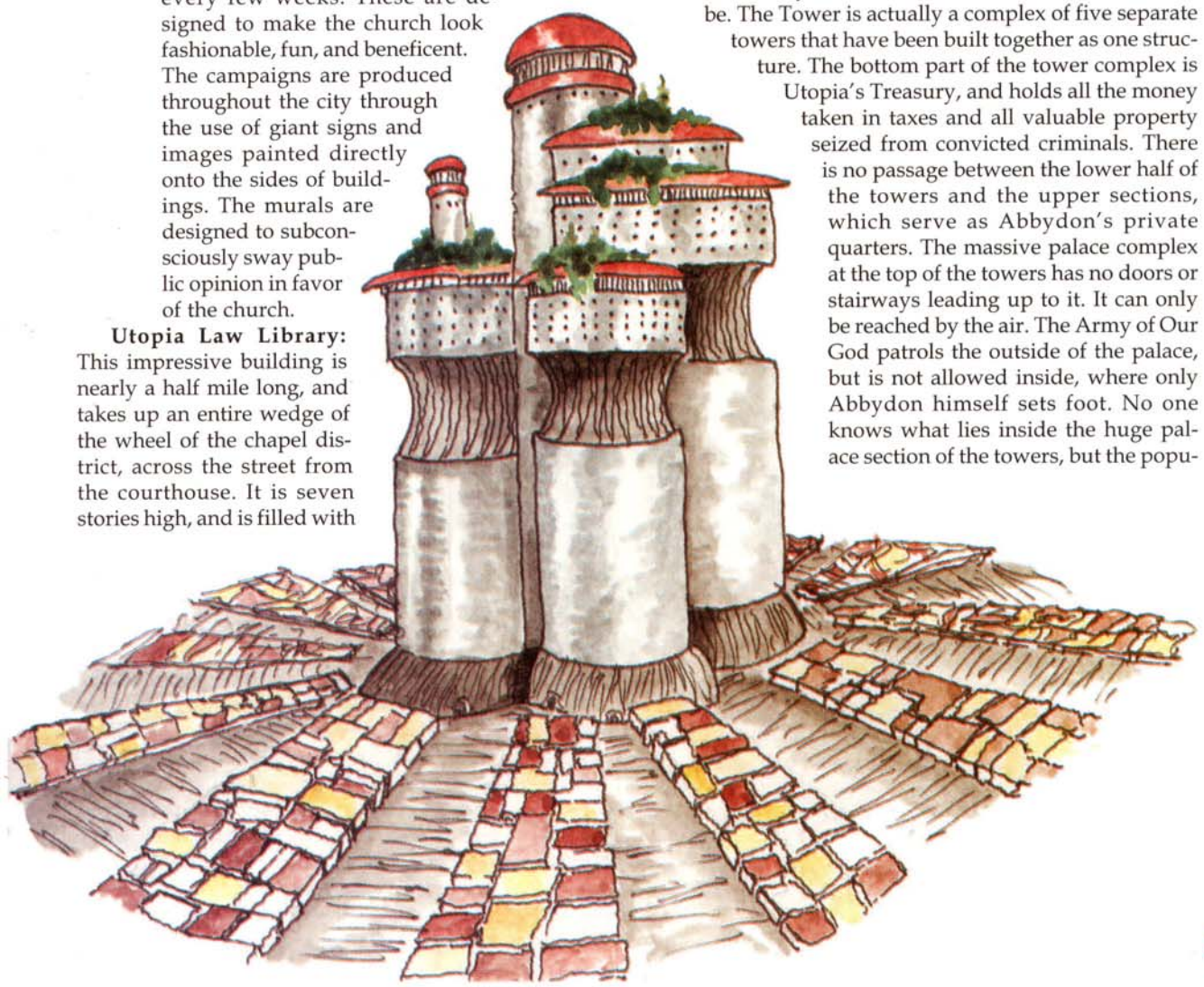
- The ecclesiastical structure of Utopia itself is the primary channel for church policy and propaganda, as cardinals deliver the word to the bishops, the bishops pass the word on to the priests, and they pass it on in sermons directly to the population.
- The secondary channels, used for more trivial matters, are the city criers. Several hundred individuals in Utopia are employed as criers, and they come to the Sacred Media building every morning to get their daily scripts. A crier is assigned to a particular section of Utopia, and he reads his script aloud hourly between the hours of Stir and Haven. Criers may announce events, describe wanted criminals, introduce new laws and policies, explain away popular rumors with lies, or other such things.
- The final means of communication are the mural campaigns, which usually change every few weeks. These are designed to make the church look fashionable, fun, and beneficent. The campaigns are produced throughout the city through the use of giant signs and images painted directly onto the sides of buildings. The murals are designed to subconsciously sway public opinion in favor of the church.

Utopia Law Library: This impressive building is nearly a half mile long, and takes up an entire wedge of the wheel of the chapel district, across the street from the courthouse. It is seven stories high, and is filled with nothing but law books and case histories from Utopia. The building is oversized, and some of the upper floors are not currently used. Much of the top floor is cardinal Glaucus' private study, and he spends a great deal of time in here dreaming up new laws. Only licensed barristers are allowed in the building, as well as special scribes, who compile all the cases into compact tomes which are then sent out to the various district libraries for use in cases. The bottom floor of the library houses an exclusive school for those souls who want to become barristers.

Helicon

This three-canton district within the bloodhold of Utopia is centered around the physical presence of the supposed god, Lord Abbydon. Instead of following the normal square grid that the rest of the city is laid upon, Helicon's blocks are set in a circular pattern, like the spokes of a great wheel. Helicon is an exclusive, gated district, where only the very wealthy can afford to live, and where only church officials and those bearing an invitation by a resident may enter.

Tower of the Avatar: This beautiful tower stands at the center of the district of Helicon. The Tower is the home of Lord Abbydon, or at least the avatar as he claims to be. The Tower is actually a complex of five separate towers that have been built together as one structure. The bottom part of the tower complex is Utopia's Treasury, and holds all the money taken in taxes and all valuable property seized from convicted criminals. There is no passage between the lower half of the towers and the upper sections, which serve as Abbydon's private quarters. The massive palace complex at the top of the towers has no doors or stairways leading up to it. It can only be reached by the air. The Army of Our God patrols the outside of the palace, but is not allowed inside, where only Abbydon himself sets foot. No one knows what lies inside the huge palace section of the towers, but the popu-



lar myth is that it is a massive maze of traps and magical spells designed to confound any intruder. A number of lush garden courtyards grace the tops of many of the towers, peaceful areas where guards may only tread if Abbydon sounds an alarm.

Ismarus

Ismarus is an ancient city that was founded many ages ago, when the City of Penance was considerably smaller. It has gone through many changes over its history, but was eventually swallowed up by the expansion of its more famous neighbor. Ismarus is one of only two parts of Utopia to have an undercity complex beneath it. By Utopian law, no one is allowed to enter the ruins beneath Ismarus, and all known entrances have been bricked up.

Ismarus Orphanage: This large orphanage serves the entire area of Ismarus. Children whose families have been imprisoned are taken here and brought up by the church. Orphans are not allowed to leave the building unless on official school activities. Recently, there have been a number of runaways and reports of strange incidents in the orphanage, and rumor has it that the place is haunted. The old building that houses the orphanage was a mental hospital before Abbydon took over, and all the inmates were either imprisoned or killed at that time.

Magical College of Utopia: This old school is headed by Cardinal Sahmiana. The college occupies the grounds of the traditional palace of the city of Ismarus along with a number of the surrounding buildings. The college serves as a magical resource for Abbydon and as a training facility for wizards and sorcerers of Utopia. The central building of the college, a huge four-storied mansion, is off limits to students, and houses a small army of mages and sorcerers. The building provides laboratory space for the mages for research projects and rituals, as well as a safe place from which to scry on Abbydon's enemies. The other buildings of the college house the school, where enlistees in Abbydon's army who show magical aptitude are taught to fight and effectively support troops.

Other Important Sites

Scattered about the sizable area of Utopia are a number of additional places of interest. Most of these are located on the major thoroughfares, and are not difficult to find or to get to.

Border Checkpoints: There are eight of these military encampments in Utopia, one at each of the major entrances to the territory. Each checkpoint is manned by a single vanguard and a platoon of holy warriors. All that enter Utopia are expected to register at the checkpoint, where their papers are checked and a number of basic questions are asked about their reasons for traveling. All who enter the territory are required to turn over all weapons at the checkpoint, although they may be retrieved again upon leaving if a day's notice is given to the checkpoint staff. Foreigners and seeds can receive official identification or citizenship papers at the border checkpoints. Confiscated weapons are taken to the Utopia Central Vault for safekeeping.

Border Farms: Though the bulk of Utopia's food supply comes from independent farms much farther down the Hebrus, Abbydon's Utopia does contain a handful of cantons that are dedicated specifically for feeding its army. These farms are staffed and run by enlisted men, who use advanced techniques to produce a very high crop yield. A number of the acres are dedicated to crop and animal research, and Abbydon has a large team of scientists working full time on creating hybrid plants and on selectively breeding farm animals. Abbydon's men have already created maize stalks that bear twice as many ears as normal, and aloraks that last twice as long on the shelf before going bad.

Market of Luxuries: The famous market of luxuries is located on Helicon Avenue, just east of where it crosses the Hebrus. The market consists of an open air plaza along the avenue (where small merchants may rent booths) and a cavernous set of buildings behind the plaza (where the more established and permanent stores are located). The market is famed for having the best prices in the city of Penance, as well as some of the most interesting items. Since the citizens of Utopia have so many possessions, the merchants of the market must constantly come up with new and fancy inventions to sell to them. Many of the gadgets for sale here are useless and trivial, while others are astonishingly brilliant, and some are incredibly useful, but not necessarily for their intended purpose. One can find devices here to peel and pit fruit, slice boiled eggs perfectly straight, or mechanically rock babies' cribs. Also for sale are excellent waterproof suits and bags, personal grooming kits, microscopes, and interlocking wooden puzzles. Sap strips made their debut here a few years ago, as well as a number of other inventions that have since caught on everywhere.

Outpost of Arden: This enigmatic tower is definitely the oldest building in the bloodhold and it predates the oldest structures still extant in Penance today. It is a high watchtower, thought to be of elven origin, constructed of pure mithril. The building is old beyond all knowledge, as its materials do not show the wear of the ages, and some claim that it dates from close to the founding of the first settlement on the Wellspring. The building has changed hands many times in recent history, and is currently owned by a reclusive monk. It is also said that the building is considerably smaller on the inside than it appears to be from the outside.

Palamedes Law Offices: About a five-minute walk from Helicon Avenue stands a rich looking house, the public office of Epirus Palamedes. Palamedes is usually quite busy, and is often away from the office on business, but his valet, a charming young man by the name of Doran is always happy to arrange an appointment, usually within a few days. Immediate appointments can nearly always be arranged for a small disruption fee of 500gp.

Ruins of Cattraeth: West of the Hebrus Falls is the partially ruined canton Cattraeth. This area played host to one of the bloodiest conflicts in Penance in the last few centuries. The northern part of the ruined area once belonged to the Alliance, and housed a branch of their army. About 20 years ago, one of the minor lords of the Alliance came up with the concept of hurling rocks down upon the Lord Abbydon's troops as they charged up the city wall, using the height of the city itself as a weapon. This tactic had a devastating effect, and many Utopian soldiers died in the assault. In a fit of anger, the Utopian razor ordered his mages to strike at the foundations of the city

wall. The troops followed orders, and a massive part of the wall came tumbling down, swallowing up the Alliance forces and burying many from Utopia. The ruined section of the canton is now off limits to all but those on church business. Cattraeth is thought to contain a great wealth in artifacts, some ancient from within the city wall, and other more recent treasures from the slain soldiers; excavating the untold tons of rock and ruin out of one's way is the trick to claiming Cattraeth's treasures.

The Stumbling Troll: The Stumbling Troll is one of the most popular taverns in Utopia, although it doesn't look like much from the outside. The patrons here are mostly locals, but a few come from across the bloodhold to drink here on a regular basis. The ale here is good, the prices are reasonable, and the music is some of the most interesting in the city. The Stumbling Troll is the center of an unusual movement of musical evolution and experimentation, surprisingly innovative for Utopia. Traditional sacred songs of the church are redone with wild flourishes, innovative harmonies, and strong beats. Many of the musicians that perform here invent their own instruments or use non-musical objects, such as kitchen devices or construction tools, to create brand new sounds. Odyar Khan himself has been to the Troll several times, but only as an audience member, never as a performer. The Troll's music has become increasingly popular with the youth of Utopia, a fact that worries local bailiffs. Cardinal Glaucus has been consulted on what to do of the matter, but he hasn't been able to reach a decision, as all the songs are religious in nature and likely a form of worship. Abbydon himself has visited the Troll recently, and he has asked Cardinal Dirce to look into figuring out how to somehow incorporate the music into Sacred Media's campaigns. Bailiffs watch the Troll closely and enforce strict sobriety laws on all who appear to come out of the place stumbling like its namesake.

Trophus Marbleworks: The labor yards of Trophus Marbleworks are located here on the west bank of the Hebrus. The Trophus family is one of the richest in Utopia, and employs several thousand people in a variety of pursuits. Anyone looking for quality stone can come to the yard and get first pick of whatever is pulled out of the quarry. Prices are reasonable, and delivery can be arranged anywhere in Utopia at a cost of 10gp per ton, or anywhere else in Penance at a cost of 50gp per ton.

Additional Utopia Adventure Hooks

Lord Abbydon's territory is a dangerous and terrifying place. Any rasher is likely to find himself in over his head within a few hours unless he learns to play the Utopian game. There is much evil to fight against in Utopia, and countless wrongs to right. Heroes and villains alike will find plenty to do in Hell's Cocoon, starting with staying out of prison.

- Llath, the head of the Oasis Laboratory, has come up with an interesting idea. He thinks he can devise a special weapon against Abbydon if he could but analyze some of his blood. Though the holiday of the Lash is a ways off, there are reportedly a number of people in Utopia who bear objects spattered with drops of Abbydon's supposedly-divine blood from previous parades. If the party could track down one of these items and bring it to the laboratory, their efforts would greatly benefit the peace of the city. [EL 8]
- A young bard in the Stumbling Troll has enraged Lord Abbydon by singing a song that suggested that the origins of silvers were a form of golem. A kill-on-sight order has been issued and the bard needs to be smuggled out to the Alliance. [EL 10]
- A threat of part of the wall coming down onto Abbydon's territory has been reported by three rafters, and both the Alliance and Utopia have asked the group of rafters investigate further. The party is to escort the rafters and protect them from undercity threats. It turns out that the rafters lied about the threat to make a little money, and the party is abandoned deep in the undercity. The party must make their way out of the undercity, report the rafters, and then track them down. [EL 12]
- The party gains information about a captured Alliance agent in Utopia who knows about a plot to undermine the Alliance and to give Abbydon a chance to get a hold on the upper city. The party must locate the informant and somehow get his information back to the Alliance. [EL 14]
- A member of the secret police has taken notice of the party, and decides to test out whether they are loyal to Abbydon or not. A trap is set up whereby false information is leaked to the party regarding Abbydon planning an attack on the Alliance. The party is then followed to see what they do with this information. If they try to deliver it to the Alliance, they are attacked and declared criminals. If they discover the deception and are clever, they can set themselves up as agents for Lord Abbydon and begin to work for or against him from the inside. [EL 16]
- An agent who claims to be from Lord Flollo, but is in fact working for Lady Hyperia, enlists the party to steal the dairy of Lord Abbydon. This diary supposedly contains all his plans, thoughts, and personal hopes and fears, and could be likely used against him. If delivered to Flollo, it will greatly lessen Lord Abbydon's standing with the other Bloodlords and even with his own people. If, however, Hyperia gets it, she will use to blackmail Abbydon and force him to deliver her brother to her in secret. The diary is a magical item that has limitless pages but remains quite small; it is always kept on Abbydon's person, tucked into his robes somewhere. [EL 18]


Chapter Eight:
The Hub Tavern
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History of the Hub

The Hub Tavern is one of the most well known places in Penance. Not originally built as a tavern, it was once a great palace for a long-gone Bloodlord. The Hub is not built within the boundaries of a single neighborhood, but upon the waters of the Hebrus itself. Centered on the corner of seven great and rich cantons of Penance, the structure itself is an approximate miniature of the queen's citadel. The tall crystal palace rests on a widened pool in the river and connects to both banks by seven long bridges, each crossing to the seven cantons that border on the place. Though originally intended as a tribute to the queen's grand abode, it now is more of a mockery.

Historically, the Lord Silenus built the palace to show that his own power rivaled that of Israfel herself. To the surprise of most at the time, the Queen seemed pleased with the structure and appeared to look upon it with kindness and approval. As Silenus' holdings grew to encompass nearly all territories along the banks of the Hebrus, so did the queen's respect for him. However, Lord Silenus eventually became jaded and soft, directing his domain no longer toward its glory, but toward the fulfillment of his own cruel passions. Finally, after witnessing many years of depravity, Israfel personally came to the Hub and snatched the lord out of his harem chambers. The Queen flew with him to the topmost pinnacle of the structure, and there, in view of all, she tore him asunder. Blood from the slain lord poured onto the palace in a shower, and every place it touched, the crystal warped and darkened with a crimson hue. The Queen then proclaimed in a ringing voice that "No Bloodlord will ever be allowed to set foot within the place again without feeling the full fury of my power." The deposed lord's court abandoned the palace and it was soon claimed by squatters. Over the centuries, the building has served a broad number of purposes, some noble, some ignoble, and some simply utilitarian.

Hub Key

1. Lord Gullin (Alliance)
   a. Temple of Lumais
2. Lord Arathan (Alliance)
3. Lady Santhusa (Alliance)
   b. The Rim
4. Lord Gnarok (Alliance)
5. Lord Rineddin
   c. Hub Marketplace
6. Lord Flollo (Oasis)
   d. Oasis Exhibition
   e. Oasis Real Estate
   f. Oasis Visitor Center
   g. Observatory Flea Market
   h. Sento's Kith for Hire
   i. Two Towers Books
7. Lord Narcis (Golden Shore)
   j. The Den
8. Mallus Observatory

Today, the Hub is used as a tavern, an inn, an exhibition hall, and a brothel. Still stained a cruel, mottled red, its silver chains now hang broken, limp, tarnished, and worn. Inside, however, the Hub still shows much of its former glory. The main chamber of the place sits in the very center of the building on the first floor. This cavernous central chamber rises hundreds of feet high to a great filigreed dome, beautifully rendered with images of the Queen and of now-forgotten heroes all eerily illuminated by the sunlight that shines through the translucent crimson dome. The floor of the chamber itself is enormous, and in its center is a raised dais. Once the throne platform of the original owner, the dais is now a stage from which the most famous performers and bards in the Forge address the crowd. The room's acoustics allow all within it to hear the words of anyone standing on the platform clearly and loudly. Lining the walls of the chamber nearly to the dome are rows of balconies, each one attached to a separate level of the palace. On the first two balconies, the famed whores of the Hub strut about to attract the eyes of those below. These well known individuals span a wide variety of genders, species, and races, and the bordellos of the Hub hold something for everyone, regardless of one's origin.

Above the brothels are many levels of rooms for rent, whether hotel rooms for sleeping and bathing, private rooms for eating, gambling, and talking, or great chambers usable for celebrations, funerals, or other gatherings. The smallest ring, near the top of the dome, is the only one not accessible to the public. These are the chambers of the master of the hub, the great and wise merchant Tiresias.

Tiresias, an aging elf, has owned the place for several centuries now, and has gradually rebuilt the splendor of the interiors while growing fabulously wealthy on its profits. Tiresias is a very private and mysterious figure, the subject of much rumor but little true gossip. Those few who have seen Tiresias' chambers claim that they are filled with books, scrolls, papers, and maps. Indeed, it is well known that Tiresias spends much of his profits on his private library. Some claim that he is in search of some great piece of knowledge, but no one can agree on what it is. Some say he desires a lost treasure, and searches for rumor of its location. Others suggest he is researching a great spell that will place all Penance under his dominion. Still others say that he studies all the ancient prophesies of the Forge, hoping to somehow turn that foreknowledge to his advantage. Tiresias has little interaction with his guests, and the many workers in his employ see to it that their every need is addressed.

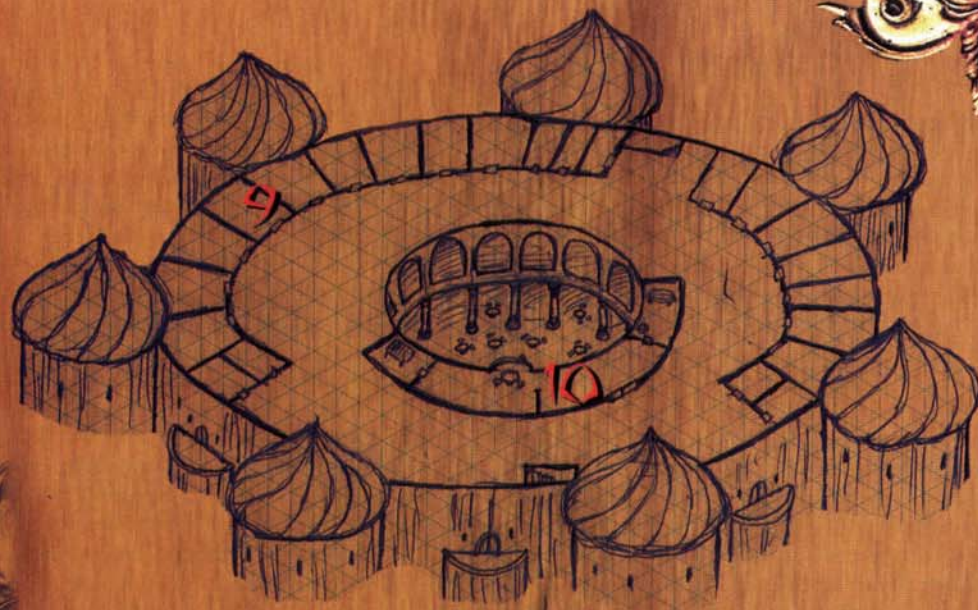
Outside of the main chamber, many stairs lead upwards into the tall towers and spires. The many guards and workers of the tavern dwell in these towers. In the stone foundation below the great hall of the hub, labyrinthine corridors and chambers serve as the vast kitchens, breweries, and food cellars of the place.

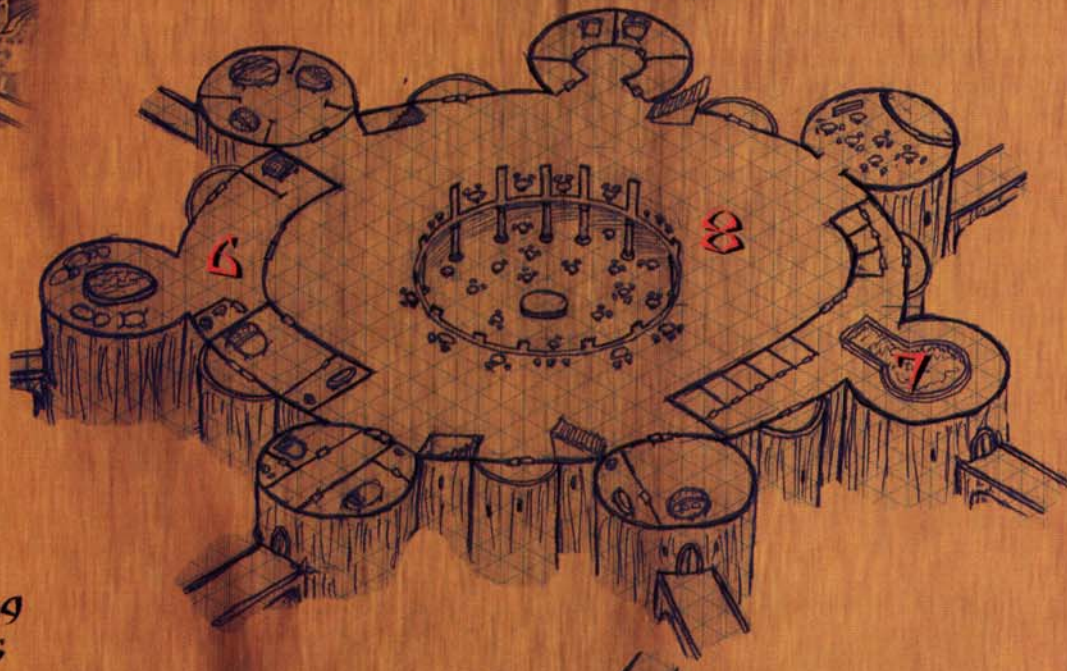
Politically, the Hub stands in an interesting position; it is built precisely on the corner of seven separate cantons, each controlled by a separate lord. Since it would be absurd to have seven separate sets of laws set over different parts of the same building, the seven Bloodlords all simply agree to let only the six traditional laws of the city hold sway here. The master of the hub, Tiresias, is

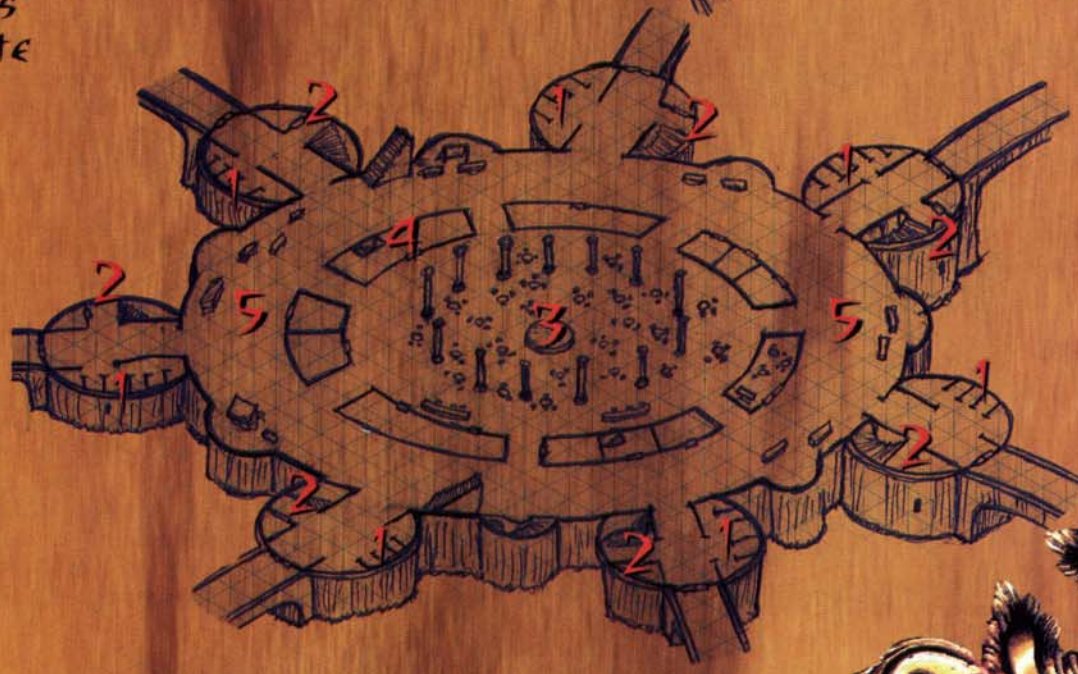
The Hub Tavern



1. Stables
2. Guard Room
3. Main Floor & Stage
4. Kitchen
5. Market Hall
6. Lord's Suite
7. Main Brothel
8. Balcony Seating
9. Common Rooms
10. Gamblers' Suite







in charge of enforcing those laws himself. Because of its unusual location, the Hub serves as a main nexus point and crossroads among the population centers of the Oasis, the Golden Shore, and the Alliance.

The Hub attracts a broad and lively crowd. Its entertainments are some of the best in the entire Forge, and its food and drink are renowned. The one drawback is that the Hub's delights are rather expensive, and few are able to dwell in the tavern long without becoming separated from their fortunes.

Encounters in the Hub

While all sorts of adventurers use the Hub as a base of operations, it's also a good way to show players the true wonder of Penance. Have the characters notice things like:

- An elf walks by that seems almost wolflike in appearance. Not a lycanthrope, the elf seems almost wild and primeval. [Focus of the Beast prestige race.]
- What looks like a cross between a dwarf and a turtle plows through the room, laughing and drinking with a group of rashers. [Focus of Protection prestige race.]
- A female cleric of the PC's homeworld converts a heathen. While this is daily work in the life of most clerics, the PCs sense something almost mystical about her approach. [She's actually a skilled inquisitor using her power to tempt others.]
- The PCs notice that an attractive female bard is the center of two suitors' attentions. When one of them gets the upper hand, the other is obviously displeased with the outcome. Just as he's about to leave, the other male whispers something to him. The second male is shocked at first, and then smiles before all three wander upstairs… [This shows the power of the demagogue prestige class.]

Hub Tavern Bridges

Because of the heavy traffic coming and going to the the Hub, the area around it has done quite well for itself economically, and boasts many useful services for travelers and citizens alike. The bridges of the Hub themselves are generally filled with people coming and going, as well as many people trying to earn a living by driving taxis, playing the flute, belly dancing, polishing one's armor, or guarding one's kith. Most of these people are honest, but its best to watch one's purse. Some of the major points of interest of the area surrounding the Hub are described in this section.

Oasis Bridge

This bridge is the prettiest and most ornately decorated of the seven that lead from the Hub. A red stone archway sits at the halfway point of the bridge, welcoming visitors into the Oasis. The bridge ends at a second archway, through which a statue of Lord Flollo may be seen, greeting visitors with open arms. An inscription on the statue reads "Here we are all friends."

Oasis Visitor Center: Flollo's statue actually stands atop a round building that serves as the visitor information bureau for Flollo's territory. Maps can be purchased here, as well as books detailing places to shop and things to see and do in the Oasis. Woodcut prints of Ness Panthus can be purchased here, as well as small figurines of Lord Flollo and his champion.

Oasis Exhibition: Directly behind the visitors' center a striking building, shaped much like a large ship, catches the eye. This building houses the Oasis Exhibition, a new museum designed to get people excited about their visit to the Oasis. Both permanent and rotating exhibits are housed here. The rotating galleries display works of art made by residents of the area, showcasing one particular artist each week. The permanent exhibit explains the laws and economy of the Oasis, and has a large gallery that walks people through the area's history from the time of the Hive to the present day.

Oasis Real Estate: To the left of the visitors' center is a two story building with high, arched doorways. This building is a real estate office that serves the Oasis. Customers can read through descriptions of property for sale and flats for rent and move on them immediately. This isn't the cheapest real estate office in the city (typical commissions are 5%), but it's the easiest to find.

Observatory Flea Market: A block south of the visitors' center, a ramshackle tangle of temporary shops, tables, and kiosks occupy an open square. This area was once privately owned, but it was donated to the city as a park where anyone could come and sell anything at any time. The flea market is like an enormous garage sale; there is plenty of junk to wade through, but there is always something useful here and at rock bottom prices. The market is crowded at all ours of the day and night, with merchants constantly setting up and breaking down shop. Buying something here is always a risk, as there is little chance of ever finding the seller again.

Sento's Kith for Hire: Behind and to the right of the visitors' center is a large set of stables that holds a sizable number of kith for rent and sale. Small boats can be rented here as well, and docks jut out from the stables into the Hebrus. Sento, the owner, is a friendly frey who loves to exaggerate the worth and quality of his beasts.

Two Towers Booksellers: Just to the right of the visitor's center is a long, tall building flanked by two tall towers. This structure contains one of the finest collections of new books in the city. There are hundreds of shelves here, and tomes of all sorts can be purchased at nearly reasonable prices. Mundane books are located in the main building, including histories, references, novels, mysteries, romances, and even blank books for use as spellbooks or note taking. Paper of all sorts can be purchased here, including excellent map paper. The towers contain books on the subject of magic. The north tower contains arcane books, and the south tower is dedicated to religious works. Well-lit and well organized, the bookstore boasts a large selection of comfortable chairs and even has a café where one can eat while looking over one's purchases.

Golden Shore Bridge

This bridge is the least welcoming of the seven around the Hub, its fortification a sign of Narcis' growing dislike of his former partner Flollo. Guards patrol the gateway at the end of the bridge to ensure that foreign forces do not enter the Golden Shore, but they, for the most part,

leave the average traveler alone. The area just through the arch is noticeably shabbier and shadier than the other territories around the Hub. This area, know as the Den, is not truly indicative of the Golden Shore but many allow it to color their view of the place.

The Den: The Den serves the spillover traffic of unsavories who come to the Hub to take advantage its famous services. The Den takes up about three city blocks, and consists of about four dozen low, poor-quality buildings that serve as brothels and gambling dens. The Den caters to those who can't afford the high prices and quality of the Hub's prostitutes or to those who don't want the scrutiny of the Hub's guards. Pimps and hookers of many different races and genders wander the streets here, accosting passers-by with propositions. Most of the shacks here house dirty rooms with worn gaming tables on which hard-faced thugs throw their money around. Fights break out here all the time, and the bailiffs generally don't stick their noses into anything that goes on indoors in the Den.

Alliance Bridge 1: Lord Gullin

This bridge is owned and maintained by the devout Bloodlord Gullin. His bridge and territory are kept immaculately clean and in top condition. The first one sees of Gullin's bloodhold when crossing over from the Hub is an open square dominated by a single building. This is the Temple of Lumais.

Temple of Lumais: Lumais is a human god of knowledge and his principles are the preservation and revelation of all truths. Lumais is a popular god for sages and historians. Anyone who approaches the temple openly and respectfully and who speaks with the priests without subterfuge is allowed to use the services here. Divinations of all sorts can be cast for reasonable prices, and with a minimum of proselytizing. Sages and historians can be encountered here and these individuals are always willing to take honest work.

Alliance Bridge 2: Lord Arathan

Crossing this plain bridge takes one into the heart of a typical working-class neighborhood of the city. This district contains mostly multi-family residential buildings and is home to many of the service workers around the Hub, such as coachmen, boot polishers, and window washers. The neighborhood is well-patrolled by bailiffs, and is notoriously safe. It serves as an excellent area for rashers who wish to rent a room near the Hub. Many use this neighborhood as a home base due to its relatively low costs and good location.

Alliance Bridge 3: Lady Santhusa

This bridge leads directly out of the Hub and right into another building which looks remarkably similar to it. This building, the Rim, and the residential area behind it belong to the chromithian Lady Santhusa, one of the more prominent members of the Alliance.

The Rim: Originally built about two hundered years ago by a slightly cracked entrepreneur who wished to cash in on the Hub's popularity, the Rim appears to be a slightly smaller replica of the Hub tavern, its domes painted white instead of the Hub's famous bloody hue. The Rim has changed hands many times over the years, and whatever business sets up here always seems to fail relatively quickly. Presently, it is doing reasonable well for itself as a kind of a sideshow to the Hub. Its entertainments are of an odder and more unique nature, albeit also of a lesser quality, than those of the Hub. One never knows what one is in for when one steps into the Rim; battling clowns, cockfights, underwater singing competitions, human pyramid contests, egg hunts, and even invisible dancers have all tried at one time or another to attract visitors' attentions away from the Hub. The acts are generally stunts to draw people to the bar, where drinks and food are plentiful, quite good, and a bit less expensive than the same at its famous neighbor. Those who like to hang out here find the atmosphere much more relaxed and fun than that of the Hub, where everyone generally takes its quite seriously that they really are at the center of the world.

Alliance Bridge 4: Lord Gnarok

This high arching bridge leads visitors into the heart of the Alliance, passing first through the bloodhold of the asherake Lord Gnarok. The bridge is actually the start of the great Way of the Conqueror, the longest road in the city, which runs all the way along the Hebrus through to the lower city and eventually out into the Great Plains. Lord Gnarok's bloodhold is small, but well fortified, and the walls and towers guarding the entrance to the Alliance here betray a slight amount of fear on his part. The neighborhood one first encounters once across and into Lord Gnarok's territory is one of industry. Raw materials, such as stonework and timber can be purchased here, and a large population of craftsmen of all sorts is on hand to build whatever contraption one might be able to describe.

Felinia Bridge: Lord Rineddin

This bridge distinguishes itself from the others around the Hub by the playful phrases carved into its flagstones. Each stone had one word carved into it before it was laid down, and then the stones were set randomly. One can spend a long time walking the length of the bridge, reading the words in different orders, making up strange statements and frivolous poetry. The most famous line on the bridge is the nonsensical statement, "Quiet, god is sleeping". The bridge belongs to, and was designed by, the Lord Rineddin, probably the only frey Bloodlord in Penance and the master of Felinia, a two-canton independent bloodhold. Rineddin is very good-natured and is well liked by his neighbor Flollo, who allows Rineddin to exist independently without having to join the Alliance for protection. On the far side of the bridge of words is a busy market area.

Hub Marketplace: Lord Rineddin makes a fair amount of money off of the Hub through the existence of this market, which serves to supply tools, weapons, armor, herbs, wondrous devices, and much more to the people of the area. Rashers who come to the Hub usually stop here to shop and stock up on equipment before rushing off to whatever mission fate has in store for them. The

Hub Tavern Goods and Services

All items may be purchased from your server in the main chamber. Rooms and Services may also be purchased on the upper floors. A gratuity of 15% will be added for parties of six or more.

Food

Oasis alorak polenta casserole with braised greens – 15 gp
Decree style stew, with sameril root and gorak meat – 17 gp
Seared wellfish filet with curried squashes and snap peas atop a bed of sathonia rice – 21 gp
Golden Tamales – stuffed with alorak, aged cheeses, fermented mossfruit, and peppers. Served with a spicy herbed tomato sauce atop a bed of raw, fresh, seasonal vegetables, and kasha – 18 gp
Grilled alorak, with eggs any style and roasted sameril, served with toast – 12 gp
Illumina Antipasto, with gorak cheese, olives, cucumber, hummus, and aubergine paste, served with pocket bread and fruits – 16 gp
Whole roasted fowl, served with roasted seasonal vegetables and herb mashed sameril – 20 gp

Beverages

Babanth – 2 gp
Tea - 1gp (Black, green, variety of herbals)
Nisankh Tea – 240 gp
Common Ales and wines– 2 gp
The Hub's own lager, Oasis Ale, Panthus Pale Ale, Blackwall Bitter, Grinder Strong Ale, Decree Extra Stout, Faery Prince Wine, Golden Shore Mead, Lantana Lilac Wine, Angry Riller Elderberry Wine
Uncommon Ales and Wines– 3 gp
Eclipse Stout, Anvil Ale, Wildwood Cloudberry Wine, Hyperia Family Vintage, Vault Iceberry Wine, Vogel Island Mead
House Spirits – 4 gp
Old Dover's Single Malt Whiskey, Stuttering Picker Gin, Wellspring Vodka, The Hub's own rum, Barrowhold brandy, Blackwall Port, Sweet Mossfruit Schnapps
Other Spirits – Ask for availability and prices
Other Beverages – 1 gp
Gorak Milk, Mossfruit Juice, Silver Oil, Wellspring water, Other juices as available

Rooms

Sleeping Room (per person) – 25 gp per night
Gambling Room (includes equipment) – 10 gp per hour
Private Meeting Room – 5 gp per hour
Room Service Charge – Additional 20% for all food or services.

Services

Massage (Therapeutic only) – 25 gp per hour
Acupuncture – 30 gp per hour
Conversation Partner (passive) – 10 gp per hour
Conversation Partner (intelligent) – 20 gp per hour
Prostitute – Low Quality – 20 gp
Prostitute – Standard Quality – 50 gp
Prostitute – Exceptional – 120 gp
Fantasy/Fetish Charge – 5 to 40 gp extra

shops here are permanent structures, and competition between vendors leads to quite reasonable prices for this part of the city.

Mallus Observatory

This strange building is built right in the river, directly on the borderline between the Oasis and Felinia. It is a plain stone tower with a few thatched outbuildings and a rotating dome at the top. Out of the dome pokes an enormous telescope, pointed at the sky. The tower is the home of a strange hermit by the name of Tanis Mallus. Mallus' age and race are indeterminable, although he appears vaguely human. Mallus spends his nights in careful study of the heavens, and his days in fervent study of books and charts and in the scrawling of indecipherable notes and equations. Sometimes years go by before he rows his boat to shore to stock up on supplies. Mallus does not care much for visitors, and no one understands why he has chosen such a busy location for his hermitage. Mallus' observatory is guarded with powerful wards and magics, and most travelers have become used to simply ignoring the place. It is believed that Mallus has made secret deals with both Flollo and Rineddin so that the two lords leave him in peace. Many rumors fly around the Hub about what Mallus is doing, but most simply write him off as mad.

Chapter Nine: Dark Welcomes



"I am here to offer you greatness. I am from a world unlike any other; a world of dire evil, a world of mighty heroes, a world of intense passions where grief is a bottomless pit that topples empires and joy is a wave that can shape mountains. It is the Forge – a forge that will lead you to your full potential. I have looked into you and have seen your potentials. Those potentials cannot be realized here. Only in the Forge can that occur..."

- Israfel, the Queen of Penance.

Adventure Background

The very nature of evil assures a degree of fear. This is true both for the external aspects of evil—slavery, brutality, and war—and the internal aspects, such as fear, paranoia, and hatred. It is within this evil-born fear that this tale finds its headwaters; fear spawned in a truly malevolent soul once it realizes the inexplicable truth of goodness that are exemplified in greatness and heroism.

The powers of evil itself, after casting a blind eye upon Forge for thousands of millennia, have turned their baleful glance again toward the world. What they have seen has struck a chord of fear within their cold and lifeless souls—a chord that resonates with the sounds of death and agony for the forces of goodness and light. These powers of evil fear that the heroes of the Forge threaten the integrity of the Great Oath that binds the nameless god to the plane. This threat is too great to be ignored, so these powers of wickedness send forth one of their greatest servants, a thodol by the name of Izuron Zul, to begin eliminating this threat at its source.

Izuron Zul's mission is a simple one: Destroy those heroes that might one day grow powerful enough to fracture the Oath by destroying them outright. The cruel and capricious thodol learns the ways of Penance quickly and soon discovers that he can slay these heroes without fear of retribution if only he can claim the title of Bloodlord. Once the mantle of Bloodlord lies upon his foul shoulders, Zul knows that he can also move to eliminate other Bloodlords and yet hide behind the protection of the Queen's Laws. It is a perfect plan, if only the thodol can gain the title.

To this goal, Zul has launched a three-pronged attack into the heart of Penance itself. First, his minions have begun kidnapping citizens from the bloodholds of lords Mabon, Flollo, Abbydon, and the Alliance so that when the requirement of 1,000 inhabitants is met Zul can claim his status as Bloodlord. These individuals are kept as slaves within the depths of Zul's deviously crafted stronghold and are forced to craft weaponry for the thodol's slowly amassing forces. Secondly, Zul has subtly slipped spies into the courts of his enemies and slowly is gaining the upper hand in the political arena, despite his presence remaining wholly unknown to the surrounding Bloodlords. Finally, he has begun targeting powerful and mighty heroes of the Forge. But his bloodlust does not end there—the Bloodlords themselves will soon be within his grasp.

It is into this maelstrom of deceit, espionage, body snatching, and death that the heroes are cast. Not only must they learn of the strange and new ways of the Forge, but they must quickly unravel the plan of this vicious and bloodthirsty outsider before they become his plan is complete.

Synopsis

After the character's unexpected and somewhat bloody arrival in Penance they fall under the protection of Lord Flollo, a kind and generous Bloodlord. Spending some time among the picker Bloodlord and his followers, they have several opportunities to learn the ways of the Forge and the political climate of Penance. It is during this time of learning and growth that the unfortunate characters catch the eye of Zul, who marks them as individuals to be eliminated.

It is Zul's failed attempt to ambush the party at a local foundry that alerts the heroes to his presence and foreshadows the thodol's true intentions. Following a focused and near-lethal investigation and a delve into a shattered castle for an ancient weapon to use against the thodol, the party mounts an offensive into the very heart of Zul's deadly stronghold. It is within this trap- and minion-filled stronghold that the party finally comes face to face with their shrouded enemy and the horror of what his heinous plan has wrought. Their actions alone determine the fates of those imprisoned within this foul stronghold as well as the future of all of Penance—and possibly the Forge as well.

Preparation

All non-player character (NPC), monster and item statistics are provided with each encounter in an abbreviated form; their full statistics appear alphabetically beginning on page 314. In addition, some creatures and NPCs use items or materials from the following Bastion Press products: *Minions*, *e-Minions*, *Arms and Armor*, and *Spells and Magic*. While you won't need those resources to run this adventure, having them offers additional depth and details to your campaign. Text that appears in shaded boxes is considered player information, which you can read aloud to, paraphrase, or hand out to when appropriate.

Each NPC description also has a section labeled NPC Continuation. This section is provided with the forward-looking GM in mind, but it is not required for the successful completion of the adventure. The NPC Continuation section provides seeds that the GM can use throughout the PC's interaction with the NPC to plant ideas for future adventures.

It is highly recommended that the GM read over this adventure fully and have a keen and clear understanding of the events that are to unfold. There are several

aspects of *Dark Welcomes* that flow much easier if the GM knows what is to happen next. Reading over the entire adventure beforehand will aid in bringing the adventure alive before the eyes of your players; you can better utilize the seamless nature of the events as they occur and are better enabled to bring the myriad of NPCs to life.

Scaling the Adventure

This adventure was crafted to suit a party of four 7th level characters, though it can become adaptable to higher level characters with a little work from the GM. By making the suggested changes below, the GM should still be able to provide a challenging, enjoyable, and interesting adventure for most any mid to high level party. Be advised, however, that as characters rise in level they often gain access to many spells and devices that could foil some of the intrigue, secrets, and challenges that exist within the current form of the scenarios. Adjust your plans accordingly.

Episode 1: Bloody Arrival in Penance: The easiest method for scaling the encounters within this episode lies in merely increasing the number of opponents. Adding at least one additional opponent (to a maximum of four) to both the Graftz and the Narcis soldiers for each additional level of the group above seven should be sufficient.

Episode 2: Meeting the Bloodlord: This section of the scenario deals with the PCs interacting with the Bloodlord Flollo and his servants, so no changes are required.

Episode 3: The Wiles and Ways of Penance: The experience points determined for this episode were based on a party of four characters; larger groups naturally advance slower. One method to counteract this slower advancement is to run more of the optional encounters. These optional encounters were not figured into the experience advancement, and consequently can be used as a means assist the advancement of larger parties.

Episode 4: Tour of Duty: As above, larger parties advance slower than the average sized party for which this episode was designed. In order to remedy this situation, consider the following alterations for these side missions.

Increasing the thieves' levels accordingly to keep their Hide checks reasonably balanced with the party's Spot ability is one suggestion for evening the playing field. However, if you would like to pose a difficult psionic challenge before your PCs, merely increasing Sovereign's level and giving him better equipment significantly raises the stakes of this encounter.

In the Surveyor Duty encounter, the large number of combatants already sets the stage for a difficult combat encounter. It's probably best to advance their Hit Dice individually, but keep the number of enemies constant. Another simple method of increasing the challenge of this encounter is by advancing Illiss through Hit Die increases or class levels. The best way to increase the challenge of the encounter is if the dark naga has some minions to assist, otherwise the party could focus all of their efforts on her.

Episode 5: Shady Deals: The simplest alteration to account for a higher-level party would be to increase Minister Nan Jin's level so that her Bluff, Diplomacy, and Sense Motive checks are at least on par (or preferably exceed) with those of the party.

Episode 6: Ambush at the Foundry: If the majority of the party has +2 or better weapons, the simplest means of raising the bar in this encounter is by increasing the number of kytons climbing around the chains. The episode currently assumes that the party has no such weapons and can discover a couple in the initial stages of the encounter, thus having a minimal number of combatants against the kytons.

Episode 7: Making the Connection at the Hub: Increasing Eryx's level by one for every two levels the party is probably the best method for scaling here. It is not overly necessary to make him vastly more powerful than the party, but he does need to exude such an air of prowess as to send a clear signal to the party that he can watch out for himself. As such, Eryx's suggested level increase is primarily to keep his skill checks and saving throws slightly above the party's, which GMs should bear in mind when scaling this NPC.

Episode 8: Ghosts of a Bloodlord Past: In the episode at Lord Urdur's keep, have the Bone Sovereign grow at an increased rate (an additional d4 for every two levels the party is above 7th level) as well as increase its hit points (by 2 HD for every level above 7th). The encounters within the fallen tower could also be increased either through boosted Hit Dice or increased numbers of combatants. In either case, GMs should bear in mind that they are meant to progress rather quickly. Within Safe Place, the challenge can be increased by having a greater number of advanced dretch throughout the village, especially ones that are willing to eat those sporting certain colored hats on sight. In order to increase the threat to the PCs within the throne room, one standard dretch should be converted to an advanced version for every level the party is above 7th. The Queen and Brutus can be advanced in a similar fashion. Finally, the most certain method for bringing the Nasty Cloud God up to par with a higher level party is to increase its Hit Dice by one for each level the party is above the average.

Episode 9: Dark Skies and Vacant Streets: No matter the party's relative size or strength during this episode, the goblin and spider eater pairs should always outnumber them by at least one. Depending on how complex the GM wants to make the combat, either increase the class level and Hit Dice of the goblin/spider eater pairs or merely add more combatants. In the case of an increased number of combatants, they could further divide into groups that could use sophisticated attack methods, such as a diversionary group to nettle the party with swoop attacks while another group flits in and out of range just long enough to utilize their ranged attacks.

Furthermore, the random street encounters within the confines of Zul's domain can easily be powered up by either combining two or more groups or merely increasing their class levels. GMs should bear in mind, however, that these encounters are primarily intended for setting the stage of caution and fear that permeates the following encounter. For a strikingly efficient or powerful group, however, these initial encounters could easily serve another purpose: warning the rest of Zul's stronghold as to their presence (see below).

Episode 10: Lair of the Enemy: With the narrow passages featured in the first part of this episode, the size of the party matters far less than their ability to deal with the physical limitations of the stronghold. Compensation for higher-level parties can be nest handled by increasing the DCs and resulting damage of the traps (and therefore their CRs).

As for the rest of the episode, if the party is significantly higher than average (such as beginning the adventure at 10th level or above), then the episode can be balanced by making all of the guards aware of the group's presence. Instead of a few isolated groups of guards dealing individually with the party, have the entire complex on alert and searching for them. Simply eliminating the ability to safely rest anywhere above or below ground can make Zul's stronghold strikingly more difficult.

The level of Zul's advisors can be increased on par with that of the party's. These advisors function in the episode best as higher-level specialized combatants, rather than as a simple horde of midlevel henchman that react only to Zul's commands.

Finally, the GM can alter the manner in which the *Mask of Binding* works in order to make it more difficult to level the playing field against Zul. Perhaps if the character loses the battle of wills, she is unable to act for a round (which could easily be deadly in face to face combat unaffected Zul).



Episode 11: Celebrations and Conclusions: No modifications are necessary for this episode. Like Episode 2, this is primarily a roleplaying encounter where theatrics and quick wit are currency of the day.

Adventure Hooks

This adventure presumes that the characters are not natives to the Forge. In fact, it further presumes that the Feathered Fowl Israfel, the Queen of Penance, brings them to Forge with or without their permission. GMs that wish to have other methods by which to involve their characters in this adventure, the following adventure hooks are provided. For more information about being pulled into the domain of the Forge, see **Chapter 1: Arrival**.

Strangers in a Strange Land

The characters find themselves transported (actively or passively) to this strange new place wherein all is more vibrant and desirable. Whether they walk through a well-known tavern door and step out into the landscape of the Forge or they lie down to sleep and awaken to a sky with two suns, it matters little. They find themselves on Forge with more questions than answers and must now struggle to survive in this bizarre, harsh landscape while they seek a route home.

Ancient Artifact

The characters come into possession of a strange and peculiar item that they learn is a powerful artifact. This artifact promises to unlock the secrets of something for which they seek, cure a malady that plagues them, or so forth. Upon using this artifact, they find themselves transported from their world to the Forge—but the artifact is no longer in their possession. After speaking with sages of Forge, they learn that this artifact was actually some perverted form of a *key of binding* (see **Leaving the Forge** on page 12).

Sweet Dreams

This allows a glimpse of the Forge without demanding a complete transition for the GM and party. At the end of the adventure, characters awake safe and sound in their own beds. The entire affair existed only in their minds in some form of unexplained, shared mental phenomena. Perhaps this was a strange call from a distant land that they now wish to seek out and explore in depth, or perhaps it was just a dream? Only your players, and their desire to again adventure on Forge, will tell. To add a further twist, perhaps the PC purchased an *enchantment of the flesh* (see **Chapter 3: Matters of Prestige**) while in his dream but awakes to find the enchantment remains…

Episode 1: Bloody Arrival

Characters may arrive in the city of Penance through any of the means detailed in **Chapter 1: Arrival** or the hooks detailed above. The text below assumes that they are brought to the Forge by Israfel, new seeds for the city of Penance! Alternatively, if the heroes are already in the Forge the party can be traveling through Penance and stray near enough to the monster-infested cantons to be able to hear the sounds of battle.

Meeting the Queen

For a party still on their home world, the first sign of change is a black bird constantly following them. It remains steadily on their trail, but keeps its distance if approached. Soon many other black birds appear until it is undeniable that something strange is afoot. Any attempt at communication or attack (mundane or magical) is unsuccessful as the birds dodge the attacks with a phenomenal and unnatural ability.

> A mass of several dozen black birds sit perched all around you, observing you as if judging your fate. With a sudden screech, they all take flight and begin swirling around, their cries a cacophony that assails your mind as their fluttering forms block out your surroundings. As your eyes adjust to the swirling darkness you see a humanoid shape approaching. When the female figure nears, you see that it possesses large, delicately feathered wings and four horns that curve and twist in a simple, yet beautiful pattern. Her upper face is covered with a large mask, while the lower part appears supple and pale. Her form is indistinguishable under a mass of flowing robes of vibrant blues and deep blacks. She carries an immaculate harp and a large tome hangs bound to her waist.

Assuming the characters are not foolish enough to attack, Israfel addresses the party peacefully. If they attack, Israfel quickly subdues them (she always casts *haste* before pulling new creatures) using *mass suggestion* (DC 36), *hold person* (DC 32), *hold monster* (DC 33) and similar spells to incapacitate them. If the party resists her magic and insists upon fighting, she simply pulls the party unwillingly into the Forge. If they choose to listen (or fight but fail their saves), read the following:

> You feel the presence of someone truly ancient as her otherworldly voice seeps through you, "I am Israfel, and I am here to offer you greatness. I am from a world unlike any other; a world of dire evil, a world of mighty heroes, a world of intense passions. It is the Forge—a forge that will mold you to your full potential. I have looked into you and have seen your potentials. These cannot be realized here. Only in the Forge can your true selves be realized..."

The party may be doubtful at first. If so, she assures them that she is not some fiend attempting to win their souls, nor is she giving them anything other than the op-

portunity to achieve the potential within each of them. They owe her no allegiance, and her only interest is in seeing them achieve great deeds. (This is mostly true; there may be a particular great deed she has in mind, but she doesn't state that.)

Israfel does not provide much detail about who she is or what the Forge is; she is vague about what the Forge is beyond a land of great challenges. She repeats her offer, and if the characters refuse or try to prolong the discussion, she pulls them unwillingly. If they accept her offer, they need merely touch her robes and she transports the entire party to the Forge.

> The instant the last member of the party touches her robe you feel a gut-wrenching tug toward Israfel. A moment later, searing light blinds you as the mass of birds flutters off into an unimaginably bright sky. Your nose burns with an intense odor of filth mixed with death. Screams and the clang of metal on metal pierces your minds. Bodies press against you, some living, some not.
>
> Despite the sense of death around you, the air itself tastes more vibrant and more alive than anything you have ever experienced. As your senses are assaulted, two things make their way through the chaos – Israfel is gone, and there is another female voice, a far more mortal one, yelling, "Protect the seeds!"

As the PCs are transported to the Forge, they are subjected to the Sifter (see page 10) and they are bestowed arrival gifts (page 19). The Sifter allows you (as GM) to balance the party based on their adventures in the domain of the Forge. The Gifts are granted to PCs by you; don't let the players choose what gift they want.

The Battles

The party has arrived in the streets of an abandoned neighborhood in the city of Penance (marked with an asterisk (*) on the map). They have been unfortunate enough to be dropped them into the middle of a heated battle. The characters are *dazed* for 1d4 rounds. During this point they slowly become aware of an intense battle raging around them as soldiers combat various orcish creatures. To add to the confusion, bodies tossed about in the tides of battle might strike the characters, have party members make Reflex saves (DC 20) to avoid being knocked to the ground as the body of a soldier flies through the air into the character. Describe arrows whistling past their ears, and foggy shapes forming around them as their eyes adjust to the brightness of the alien, twin suns.

On one side of the battle are soldiers of Lord Flollo's army, sent in to clear out a section of neighborhood for him to claim. They are lead by Razor Cyrene, a female human that quickly recognizes the peril the heroes are in and orders her soldiers to protect them. During the chaos,



however, a boarclops attempts an attack on at least one of the dazed characters.

The soldiers are fighting against members of a gang called the Graftz. The Graftz are various orcish races so named because they have weapons grafted in place of one or both hands. They are vicious and cruel and attempt to take control of many abandoned neighborhoods. They have spread too close to Flollo's bloodhold, however, and are being dealt with accordingly. This group is nearly finished off. Unfortunately, the soldiers are almost wiped out as well.

While there are very few gang members left, one of them is a mighty boarclops that has a thundering heavy flail for a hand and an arrival gift that allows him to attack with minor electrical blasts. The thundering monstrosity is tearing through the remaining soldiers quickly. By the time the characters are able to act, only a few gang members are, but only Cyrene and 3 soldiers remain. There are other similar battles occurring nearby, but the boarclops is definitely the most potent force they are encountering. If the GM desires, further fights can be detailed nearby between Flollo soldiers and orcish gang members, but the boarclops is definitely the focus of the group's attention.

Even though characters were dazed on arrival, explain to them that they saw and heard Razor Cyrene direct her soldiers to protect them during the battle. It should be obvious to the heroes that the soldiers and the razor are on their side in this, even if they don't understand why yet. As the heroes recover from their dazed states, read the following:

> As you come to your senses and are able to fully take in your surroundings, you find yourselves in the middle of a wide city street along what once might have been a thriving artisan district. However, the buildings are abandoned and in disrepair.
>
> Dozens upon dozens of bodies of various races litter the ground. Some races look familiar; some are bizarre variations you have never encountered. Most look to be orcish ruffians of some sort that have weapons jutting from where hands should be. Others are soldiers wearing bright green capes. Angular shadows cast by two suns crisscross the scene. A guttural roar grabs your attention as you see a large brutish creature possessing a heavy flail for one hand bears down upon you and the few remaining soldiers.

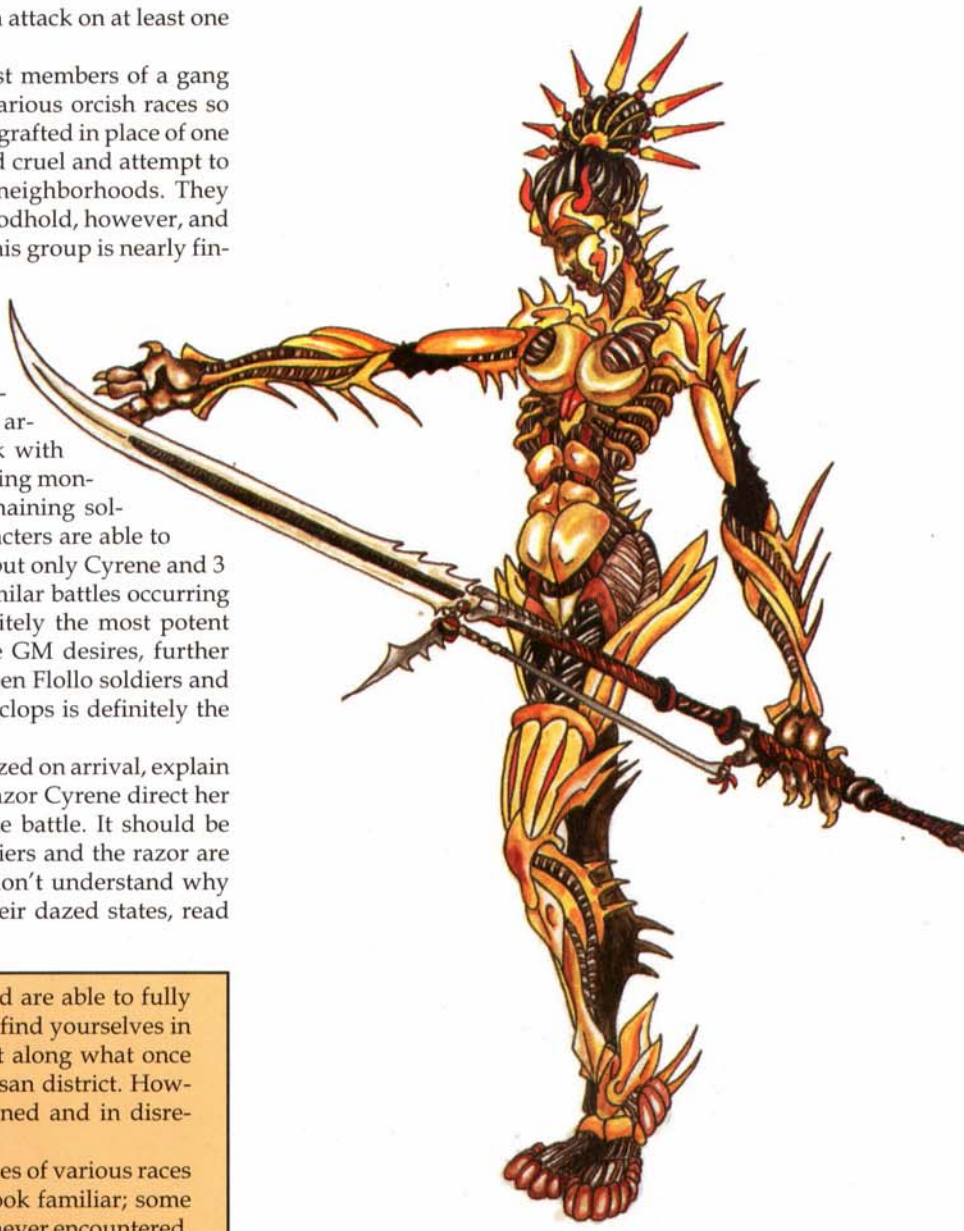
Cyrene, Female human Adp2/Ftr12, hp: 166.

Flollo mercenary soldiers, (3) Male half-elf Ftr4, hp: 36.

Thunder and Lightning, Male Boarclops Ftr4, hp: 113.

Graftz, (4), Male Orc Ftr3, hp: 24.

Thunder and Lightning is not subtle in his attacks. He knows that with his massive strength his best chance is to smash the most apparent warriors first, positioning himself to use his Cleave feat as much as possible. He prefers to deal with any spellcasters in melee, but if anyone stands out as a larger threat, he goes after them first. As a last resort he uses his *electric missile* ability to strike any targets outside of melee range.



Two of the remaining Graftz team up against Cyrene to keep her occupied, attempting to flank her. The other two engage the characters and Flollo's soldiers.

A successful Spot check (DC 20) reveals Israfel on top of a four-story building about a block away. She watches them during this and the next encounter. The same Spot check result can be used versus the Hide check of Krug, the leader of a second group of soldiers watching this battle from the second story window of another building directly across the street.

Krug and his soldiers have been sent by Lord Narcis with orders to follow Flollo's troops and let them clear out the neighborhood. Once the monsters have been dealt with, they are to strike the weakened Flollo troops and claim the neighborhood for Narcis.

Once the boarclops is nearly defeated, Narcis' troops attack, first using Krug's *wand of fireballs* and then with a

full assault of troops dropping out of windows and attacking the party and Flollo's troops.

Krug, Male Half-troll/Half-dwarf Sor7, hp: 68.
Narcis mercenaries (6), Male Lizardfolk War4, hp: 49

Tactics: The Narcis troops attack in a straightforward manner, believing that Flollo's soldiers are on their last legs and that the party of newcomers can be easily defeated. After Krug launches a *fireball* at as many opponents as he can, he signals four of his troops to drop out of windows and engage in melee with the most obvious warriors. They attempt to double up on opponents (in order to gain the flanking bonus) until they can render him dead or unconscious. Krug charges into melee in the next round to attack Cyrene. The two remaining Narcis soldiers are poised in nearby windows and attack with their longbows, focusing on spellcasters.

Once all threats are dealt with, Cyrene (The GM should do everything possible to make sure she survives.) greets the group and welcomes them to Penance and extends her and Lord Flollo's gratitude in helping them defeat the boarclops and Narcis' troops. She then suggests that they return to Lord Flollo's basilica to announce their victory and celebrate the claiming of the new neighborhood. She tells them how wise and benevolent Lord Flollo is, and that he would wish to extend his personal thanks to the group.

If asked about Lord Flollo, Cyrene heaps praise and accolades onto him as a wise and benevolent leader, not to mention a former modest delver (explorer/adventurer). She is firm, if not quite fanatical, regarding her belief in Bloodlord Flollo.

If asked about the orc gang, she explains what she knows about the Graftz—they are orcs and other goblinoids that undergo painful magical mutilations to graft weapons on their arms. She says they are far from defeated, but at least with this pack dead the canton is ripe for Flollo to step in and restore civility and peace by adding it to his holdings. She also mentions that such gangs are mainly a problem in the abandoned cantons. In the civilized ones, however, they have to deal with organized crime and even bizarre cults, like a popular movement that preaches intolerance of the world's heroes.

If asked about the dead soldiers, she gravely admits that the battle was a greater loss than anticipated. Soldiers and citizens soon arrive to get the canton's populace over 1,000. This makes the canton officially "inhabited" and give Flollo control over it.

She is more than willing to share information on what a Bloodlord and an Overlord are, and how a canton is claimed. She does not know a great deal about the workings of the political system, but she does understand enough to fulfill her job honorably and inform the party of the basics.

If the party agrees to go with Cyrene, she names the party leader a vanguards in service of Lord Flollo. The title mainly carries opportunities with it to work for Flollo, but no strong obligations if the party chooses to leave.

Episode 2: Meeting the Overlord

With the promise of healing and a place to stay, characters should be interested in accompanying Cyrene back to Flollo's basilica. GMs can either roleplay out this section of the adventure or leave it largely to exposition. Cyrene's offer of safety and time to figure out the strange new world that they find themselves in should be enough to convince most parties. Flollo and Cyrene both understand that most newcomers need direction after their arrival, and would greatly prefer it if that direction came from Flollo as opposed to another Bloodlord.

If the players are itching to get back into action, move through this section quickly. Otherwise, if they are willing to be educated on this new world for a short period, take the time to flesh out this meeting and celebration.

> The silence of the abandoned districts allows your senses to become more attuned to this vibrant world. After your intense arrival, the area surrounding you now seems frighteningly calm. Following Cyrene through several ruined city blocks, the only other activity is the peering of an occasional pale face or three through a broken window, no doubt wondering if the fighting has ended.
>
> Soon those pale faces grow less frightened, and humanoid beings of a myriad of races slowly emerge from the buildings as you pass. The further you travel, the greater the numbers of haggard denizens emerge until a large group begins to follow you and whispers of the name "Flollo" can be heard.
>
> "The newly liberated citizens of these cantons and are now under the protection of Lord Flollo," says Cyrene as she walks slowly but steadily down the street. "They'll now be safe from monstrous gangs like the Graftz."

The characters can interact with any of these beings, many of whom are very cautious at first but treat the party warmly as their liberators. A child stands stoically in a doorway, saluting the soldiers as they walk by; the look of relief crosses the faces of a pair of men trying to replace a door to a ramshackle structure. They treat the soldiers, and to a greater extent Cyrene, with outright awe and admiration. No real information can be gleaned from them: They have lived a meager life of scrounging for food, avoiding monsters, and fighting when they're forced to. Although future adventure hooks can be introduced involving activities of the gang or some interesting location among (or under) the abandoned buildings.

> After you pass through about a dozen city blocks of monotonous ruins, you see a community up ahead in stark contrast. "We're now entering the Oasis," says Cyrene, just a hint of pride in her voice. "These are the civilized cantons that make up the bloodhold of Lord Flollo."
>
> In the span of crossing a wide street, you walk into an entirely different city. Whereas the previous region was abandoned and nearly vacant, this

area is bustling with activity. Crowds press in on all of you cheering on the soldiers and shouting Cyrene's and Flollo's names. The variety of races is dizzying, with common faces in the minority.

Colored in various reds and browns, greens and yellows, all of the buildings here are in pristine condition. Green and gold banners fly atop most buildings, and the air itself fells cleaner and less musty. Members of the crowd also welcome their haggard neighbors with promises of food, clothing, and a far better future.

Several squires force their way through the crowd with kith for the group to ride to Flollo's basilica. As this is probably the first time that the heroes have seen the kith, take the opportunity to roleplay the heroes climbing on kithback and moving through the streets. Heroes with at least two ranks in the Ride (Horse) skill are quickly comfortable in the saddle. For more information on the kith mounts, see **Appendix B**.

There are enough kith for all of the remaining soldiers and the party, with a few left over. The characters get little feel for the normal daily activity of Penance, since the populace is too distracted by the spreading news of several more cantons being liberated. As the group passes, people stop what they are doing to cheer on the returning soldiers. Characters that succeed in a Listen check (DC 15) can also overhear some citizens murmuring 'seed' and pointing at a few of the heroes.

Closer to Flollo's basilica, characters can make a Spot check (DC 20) to notice occasional people who are being decidedly non-celebratory. They wear typical peasant clothing, though they favor reds and whites. They are members of any race and none carry any visible weapons. If anyone approaches them, they quickly lose themselves in the crowd. The party should only get a chance to spot two or three of them since they are not overly common. These are low-ranking members of Zul's cult, watching the group's progress through the streets impassively but with a slight calculating manner about them.

At the basilica, healers tend to any injured soldiers (including the PCs), and then the heroes are escorted inside to where Lord Flollo himself is awaiting them.

Inside the domed basilica, the entryway is large and grand. The walls are trimmed with richly colored woods, and the ceiling is decorated with intricately painted scenes depicting various people both heroic and common that give the illusion of bas-reliefs. Various statues, carvings, vases, and other artifacts stand on pedestals along the lengths of the hallways leaving the room.

A reptilian humanoid about three and one-half feet tall greets Cyrene warmly as she enters, embracing her and exchanging a few quiet words before clasping the hands of the other soldiers. He wears dark green robes and his golden skin flickers in the light. A golden crown with a bright emerald gem set at its apex rests upon his head, and obviously expensive rings adorn his four-fingered hands. Three elven attendants follow behind him and eye each of you with an inquisitive, if not protective eye before Flollo turns to you.

Cyrene intervenes to tell Flollo about how the characters arrived and plays up their heroism in saving the remaining soldiers. She's honest and frank about the heroism of the party, holding nothing back from her liege.

Flollo's voice is soft, but it carries the weight of his personality behind it. When Flollo talks with the group, he thanks them sincerely for helping his people liberate three more monster-infested cantons. He says that a banquet will be thrown tonight honoring the liberation, remembering the bravely fallen, and welcoming the group to Penance. He quickly excuses himself to discuss the day's activities with Cyrene in detail and makes plans for tonight. Attendants escort the party to private chambers (each character can have their own room if they desire, or one large suite to themselves), complete with a washroom and wardrobe of fine clothing covering a vast assortment of sizes and styles for both genders.



Characters are free to wander around for a couple hours, but an attendant always accompanies them at all times. This attendant merely follows the PC and says nothing unless addressed, in which case he can offer answers to common questions. It's important for the heroes to remain in the basilica until the banquet, and the attendant is shocked and alarmed should any of the heroes desire to leave. The city is a dangerous place, and seeds have a tendency to be targeted by forces bent on bending them to its will or destroying them outright. If the PCs are intent on searching for answers, their attendant tells them that Odyar Khan has been hired to entertain, and that he is perhaps the most knowledgeable person in all of Penance. Perhaps if they wait…

After a couple hours, the attendants escort the party to the main banquet hall.

As you enter Lord Flollo's intimate, but luxurious banquet hall, you find that you are enamored by its sheer tranquil nature, its opulent beauty and perfect symmetry. The sparse but richly decorated furnishings initially appear to be scattered haphazardly about the open, light-washed room, but you realize that they are perfectly placed, mirroring one another and the structure of the building in their carefully selected forms, placements, textures and colors. Dark, gorgeous woods blend in flawlessly with subtle earth toned fabrics; the ornate wall carvings and sparsely spaced statuettes seem to echo and extend the geometric patterns seen in the inlaid tile floors.

Flollo sits at the head of the table, and the opposite end is left empty. Along one side of the magnificent table sit an aged male dover and then Cyrene and the soldiers, followed by empty seats for the party, and finally several members of the

aristocracy. The opposite side of the table is left empty. Weapons—obviously well used to battle—sit in each seat in lieu of guests.

The weapons are from a number of the fallen soldiers and sit in honor of their sacrifice. Foods never before imagined by the PCs are served, each rich in taste and deliciously filling. The dover sitting right next to Flollo is Odyar Khan. Throughout the meal he entrances those near him with news from throughout the Forge (use the adventure hooks from the various bloodholds detailed in **Chapter 7: Bloodholds**). If any of the PCs address him, he explains some of the references he makes and inform them of the basics about the Forge, but assures them that after the meal he will gladly share tales with everyone that should tell the PCs more than they need to know about Penance and the Forge (this information is primarily from **Chapter 1: Arrival**).

Throughout the meal, stories are shared about the fallen soldiers with several toasts in their honor, and plans for the newly claimed canton's future are passed about. Once the meal is finished, Odyar stands up and begins commanding the attention of the room with his richly melodic voice. He tells tales of old Bloodlords, and allegories for current ones. He sings about how a vengeful god took temporary interest in Penance and caused the last major breach of the Wellspring, flooding out an evil Bloodlord's holdings. He a spins the tale of an ancient Bloodlord, locked away by his former servants for so long that when he was freed by a group of seeds he was all but forgotten by his former subjects. Yet a Bloodlord is a Bloodlord, and the Queen's Law surpass all, so he was able to reclaim his holdings and ruled them in a far more just manner than before his imprisonment.

As things wind down, most people begin to wander off. The PCs can talk with Odyar or any of the rest directly in order to gain other information the GM about Penance and the Forge. As he is a popular figure in Penance, others are always trying to step into the conversation and focus some of Odyar's time on their own questions. To combat this, PCs can make successful Diplomacy checks (at DCs of 10, 15, 20, and 25) for each interruption. Note that these interruptions aren't meant to rob the PCs of valuable information, only to test their diplomatic skills; failing a check merely means that they must wait a moment while Odyar answers another's questions.

At some point Cyrene approaches the heroes and tells them that Flollo wishes to employ them for as long as they wish. Each character receives a stipend of 100 gp per week, a place to stay at the Hub Tavern, and any supplies directly associated with service to Flollo (up to a 500 gp max/mission). Lord Flollo realizes what powerful allies they would be, and could use the strong arms and magic of the party to help him. The above terms are negotiable, however, especially if the heroes are higher level.

Flollo doesn't want to push or boast, but if they want to stay Penance their best bet is to be affiliated with a Bloodlord, and few are as kind and understanding toward the plight of seeds than he is. If they want to leave at any point, they are entirely welcome, but Flollo hopes to keep them under his protection and guidance until they learn more about Penance, its laws and its ways. If they accept, Cyrene says she will talk with them in a few days to inform them what Flollo needs done. These next few days are meant to be light duty, giving the seeds a few days to adjust to the heightened sensations of the Forge.

The rest of this adventure assumes that they accept Flollo's offer, at least temporarily. Even if the party refuses, most of the adventure is still useable. Suitable character hooks can be used along with requests by other Bloodlords to carry the party through the rest of the adventure.

Episode 3: The Wiles and Ways of Penance

Over the next few days, the PCs are inundated with sensory overloads. The colors are brighter, the music more rich, and the tastes more vibrant. Should the characters go out dancing, drinking, or philandering, make sure to describe the enhanced sensations—everything is simply more intense.

Seeds from all over the multiverse flock to the Hub Tavern upon arriving in Penance, sharing their tales of abduction from their homeworlds and adventure while on the Forge. Interactions with other adventurers are a good way for the heroes to learn firsthand the marvels that await them in the Forge. For a brief list of some of the encounters that can take place in the Hub Tavern, refer to **Chapter 8: The Hub Tavern**.

Penance presents a multitude of possibilities for the heroes. While they've already spoken with Odyar Kahn about what Penance is and overheard some of the rumors about current events, the only way to truly experience Penance and learn the dark truths is for them to leave the Hub Tavern and start exploring the great city on their own.

The PCs' first ventures outside the Hub Tavern can yield mini-adventures of their own that can be explored and solved over the course of a single day. As the PCs have a few days to get accustomed to the city, the Mission Seeds detailed below serve to provide interesting diversion for the heroes and to get them accustomed to their new environments.

Mission Seed 1

An orphaned and oft-chided child named Hannah has discovered a sunken magic shop beneath her rickety hovel's bedroom floor. Nearly all of the collapsed shop's items have long since been removed, but a few remain. Seeking the acceptance that she has always been denied, she climbs through the hole in the floor and brings all she can find, which she gives to her friends as presents.

These magic items are all *rods of wonder*, each capable of inflicting only subdual damage. Crafted by Minorien Craylas, these wondrous items work only in the hands of children (race is not important, but the items cease functioning when the creature reaches adulthood). While the items aren't deadly, Hannah and her friends have been using them enough that the bloodhold's rogues are sick of treating them as kids and are preparing a rather violent assault. The heroes learn of this plan after seeing a rogue stumble into the Hub Tavern or by being am-

bushed themselves while they're out becoming familiar with the neighborhood.

The size of Hannah's group depends on the party's size, but figure there should be a 1:1 match up (if the party gets ambushed, move this down to three children for every four party members). The children use their *rods of wonder* blindly, attacking from alleyways, sewer grates, trees, and the rooftops. Each time a rod is used, randomly determine its effects from the table below:

d8 Roll	Effect
1	*Melf's acid arrow*
2	*magic missile*
3	*mirror image*
4	*fireball* (DC 13)
5	*lightning bolt* (DC 13)
6	*ice storm* (DC 14)
7	*darkness*
8	*dispel magic*

All spells from the rods are treated as if cast by a 10th-level caster. The rods do not use charges. The children laugh and howl at the tops of their lungs when the spells go off, though they believe the *dispel magic* function of the rods to be misfires of some sort. Their ranged touch attacks are made with only a +1 bonus.

Many of the children are merely "having a little fun," but some of them are truly out to strike back at the adults that—in their eyes—have forgotten about and abandoned them. One of these children, a bully names Minos Star, is out to use his newfound magic to secure his position of power. Instead of having fun 'playing' with the other children, Minos is using the rod against those that oppose them (and then beating them up when they're knocked unconscious). When the PCs defeat the children, they all cry about 'not being able to defend themselves against Minos.' The heroes must now track down Minos and bring the bully back down to a level playing field with his peers.

Each rod has a base gold piece value of 7,200 gp (a base of 12,000 reduced by 40% for limited usability (inflicting only subdual damage and requiring a child to activate it).

If the heroes manage to overcome the children without killing any of them, they should be assigned an experience point bonus. If they do the right thing in the eyes of Lord Flollo (saving the children without harm and providing funds to let them live better lives), he becomes even more enamored of them when he finally hears of their latest exploit.

Mission Seed 2

A series of exceptionally daring and perplexing robberies have occurred in the wealthier parts of Lord Flollo's bloodhold. Thieves known as the Darkbarbs are led by an insane and twisted deep fey sorcerer by the name of Dead-of-Night and are navigating the undercity and breaking into their targets from below. Patrols are organized to search for the Darkbarbs, and the PCs end up on a patrol that encounters them.

About three hours into their patrol, the PCs hear the sounds of a small collapse within a nearby warehouse. As they move in to investigate, the heroes find the thieves breaking into Arena shipping containers filled with gold ore.

The Darkbarbs have one rogue on the roof of the warehouse serving as lookout, and 4 more down below searching the containers. Dead-of-Night is there as well, supervising the efforts of his men and telling them the best ore to select.

Darkbarb Rogues (5): hp 30, 26, 24, 22, 19.
Dead-of-Night: hp 36.

Dead-of-Night and his rogues have little intention of battling guards if they can help it. Their lookout alerts them to the presence of the PCs and then Dead-of-Night orders his rogues to drink their *potions of invisibility* as he waits for the heroes to come investigate. He stands in plain view of the door, holding a chunk of gold that glitters in torchlight.

The rogues gather around the door, far enough away so as not to be struck if the heroes smash the door down but close enough to get into sneak attack range. When Dead-of-Night drops the gold, that's their signal to attack.

If the battle goes badly for the Darkbarbs, they quickly flee into the undercity. The Darkbarbs are rarely (if ever) accosted along these routes. The rogues know the undercity quite well, and if the heroes try and follow them it is an aggravating ordeal.

Use Dead-of-Night and the Darkbarbs to harass the heroes as they grow accustomed to Penance. Before the heroes reach 9th-level, they should have a chance to end the threat of the Darkbarbs once and for all, but it should take a number of encounters before the heroes are victorious.

Mission Seed 3

The Marin Traveling Circus arrives in Flollo's bloodhold with a multitude of beasts from numerous worlds. The circus is quite entertaining, drawing hundreds in attendance each night with only some minor issues as a result of deep-seated culture clashes. Not all the creatures of the circus are what they claim to be, however.

One of the circus acts has one of the trainers surrounded by a pack of wild wolves. Brandishing a torch, the trainer keeps the wolves at bay and the wild animals eventually run back stage where they are rounded up by stagehands. A new wolf is introduced into the mix named 'Crygen, the Silver Terror!' Crygen's name is placed on signs that are plastered all over the bloodhold in order to promote the circus.

During the show, Crygen leaps forth and kills the trainer in a single bite. While other trainers come rushing forth from backstage to take control of the beast, Crygen howls and leaps into the crowd. His wolf pack following, Crygen exits the circus as quickly as possible.

The PCs have a choice of missions on this. The circus wants Crygen back alive, and they're willing to pay 15,000 gp for their services. Lord Flollo wants the wolf taken care of before it kills again.

Crygen is actually a *truesilver werewolf*, a rare form of the regular lycanthrope that is immune to all weapons (regardless of enchantments) save those made of pure sil-

ver. With this exception, his statistics are otherwise the same as a regular werewolf. He never changes to hybrid form unless required to do things like open doors.

The werewolf and his pack escape the civilized areas of the Oasis as quickly as possible, setting up a lair outside of Flollo's lands. The party must track them into the deserted city and eliminate the threat of Crygen before his evil can spread. Chances are good that this remains unfinished business for the PCs, as they're likely to have to return to the Oasis and research the werewolf's immunity. It's possible that they'll need help from Flollo in terms of soldiers to face the evil werewolf as well.

Crygen (werewolf): hp 71.
Crygen's Pack (5 dire wolves): hp 59, 55, 52, 48, 45.

Episode 4: Tour of Duty

Having proven themselves on the missions above after their arrival, it's now time for the heroes to start working directly for Flollo. Lord Flollo knows that it behooves not only his court but also his entire bloodhold if the heroes are made savvy to the ways of the Forge as soon as possible. Many times, an uncultured and uncouth sojourner has caused a particularly difficult political scrape for a Bloodlord, and Lord Flollo has taken a proactive stance to try and stop these incidents within his realm before they happen. Newcomers to Forge that serve Flollo are now required to perform a week of guide and surveyor duty.

Guide Duty

As guides, characters are given access to a *greater protean map* of the city (see **Appendix A** and page 266) along with instructions on how to read it and orient themselves within Penance. These maps are quite expensive; the heroes are only given access to one while at the guidepost. They are also provided with a general overview of the Oasis and must then report to one of several guideposts that have been erected in high traffic areas.

The guideposts are a fairly recent addition and currently unique to the Oasis. If the experiment is successful, other Bloodlords will undoubtedly implement similar operations. The guideposts are well marked and plainly visible, each exactly seven feet high and painted in alternating green and gold stripes. Atop the guidepost the standard of Lord Flollo, and all guides must were a livery sash that displays the colors and standard of Flollo. These guideposts are known to the natives of Penance, but they are still a recent invention and as a result draw many curious stares. In order for the experiment to be a success, the guideposts need to make more lifers of Penance feel at home in the Oasis and consider moving to a canton that he controls.

Another thing the guideposts draw is a trendy following of the rich and bored. These aristocrats are looking not only for something to do, but also something to spend their excesses upon. It is within this thick vein of riches that Lord Flollo has truly hit his mark. To the nobles, the guideposts offer not only a break from the monotony and humdrum of the days of endless parties and social gatherings, but also a chance to embark upon exciting adventures along which they are afforded chances to place some excitement in their lives without ever leaving the Oasis.

The characters must act as informal guides and representatives for Lord Flollo's bloodhold for those that arrive at the guideposts seeking information, directions, or guides to various locales within the Oasis. The encounters below are ripe with possibilities for roleplaying encounters. While there are some combat encounters, its sole and primary emphasis is roleplaying and the utilization of skills such as Appraise, Bluff, City Lore, Gather Information, Innuendo, Intimidate, Diplomacy, and similar skills.

GMs are encouraged to run this scenario freeform, as different roleplaying groups have varying levels of roleplaying aptitude. If your group is heavily into roleplaying encounters rather than combat, expound the materials presented below to increase their enjoyment. If the group is looking for combat, then make the Guide Duty section a brief part of things before moving quickly into Surveyor Duty. Only the initial two encounters need really be run in the order as they are presented.

Characters are sent out to a guidepost on kithback, arriving in the early morning.

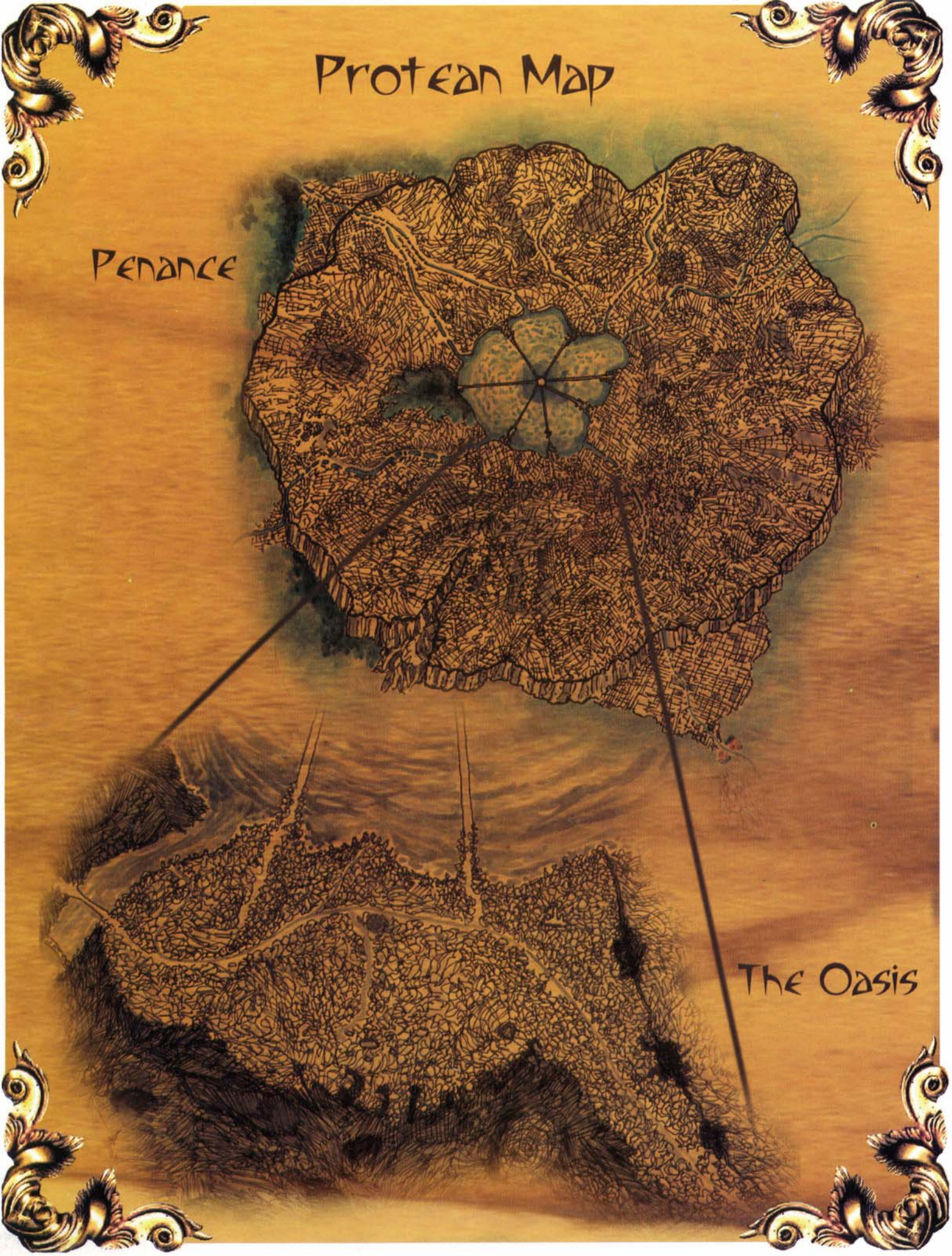
> Despite the early hour, the city streets are busting with activity. Races and creatures of all kinds traverse the city's cobbled streets, their heights, widths, colors, and manners of locomotion making them seem more like a multitude of ships in a harbor than figures on the streets. The smells of exotic, spicy foods strike your noses, followed by the tangy tinge of sweat and body odor, the heady perfume of smoke, and the occasional faint scent of offal. A wave of sounds, most of them in the guise of languages, fill the air.

The heroes are not tossed into their duties alone. Two soldiers also stand at the guidepost, offering their knowledge to the heroes regarding local bits of lore. These soldiers try and remain in the background as much as possible, under strict orders to let the seeds do the work as much as they can. They offer a correction to a direction given by the heroes to a newcomer, point out areas of interest near the guidepost, and warn the heroes away from pranks by children who approach the guidepost with something slightly less then the best of intentions.

As the heroes are supposed to spend a week doing this duty, spread out the encounters to fill the time. The first day should consist of nothing other than brief conversations with strangers (listed below). This is mind-numbing work, but it puts the PCs on a more even keel and allows them to find their way around the city in future adventures.

The entries below are numbered 1-20, so GMs that don't desire to map out the encounters beforehand can simply roll a die to determine the party's interaction. Beyond this listing, some sample subject ideas for these brief meetings are: asking for simple directions, such as to a gathering place, an inn, or a restaurant; asking for the time of day; asking what the PC's function is at the guide-

Protean Map



post or to explain how the guideposts function; and so forth.

1. Tattooed Halflings: A troupe of strange-looking, tattoo-bearing halflings ask if they have seen their mentor, a fellow halfling called Tom-tom. A City Lore check (DC 15) reveals that the halflings are looking for a pawn shop a few blocks away owned by a reputed fence.

2. Paretiophage Parlay: Hungry stares and belittling questions by a pair of self-important paretiophages accost the party. A successful Diplomacy check (DC 15) indicates that these creatures are out looking for a fight. An intimidate check (DC 20) causes them to back down and look for less official victims.

3. Chromithian Convoy: A convoy of chromithian desert merchants query the heroes about Penance (City Lore check; DC 15) and then ask directions to the Wellspring.

4. Conclave of Ceptu: The characters witness a ceptu procession, complete with robed servants and guards. The ceptu, from within its tank, telepathically asks them for directions to the docks. A successful Diplomacy check (DC 20) allows the heroes to make a favorable impression on the ceptu, while making a City Lore check (DC 15) allows the heroes to direct them toward the docks.

5. Ogre Soap: A tall, smelly ogre covered with tarlike ooze asks the guides for the name of the nearest bathhouse. The ogre seems a pleasant sort despite his appearance, but obviously very tired. Characters that make an Alchemy or Wilderness Lore check (DC 15) can earn the ogre's gratitude by suggesting a bath in cheap wine or other agents to more easily remove the tar.

6. Merchants from Beacon: A group of picker merchants ask for directions to a warehouse (City Lore, DC 10) that's actually in sight from the guidepost. The pickers are a friendly lot and eager to talk with the PCs if they so desire. The merchants have recently arrived from the city of Beacon, and they occasionally point toward a ceptu floating down the street and speak in hushed whispers about it. Apparently a ceptu offered them advice on streamlining their business, and they were quite happy with the creature.

7. Silver Tongue: A female silver that looks at each of you strangely. She walks up and begins chatting with the heroes, introducing herself as Chemas and commenting that she hasn't seen them here before and asking questions about their homeworld. If the characters spend some time chatting with her, they can make a Sense Motive check to try and discover why she's asking (if they don't engage in friendly chat, they are not entitled to make a check). Chemas has a +8 on her Bluff check. If the heroes win the opposed roll, they get the vague feeling that she's some kind of information broker. Even on the Forge, knowledge is power, and probably the rarest commodity.

8. Paladic Plight: The characters listen to the plight of a passing paladin who also seeks directions to the nearest temple of goodness and light. This being Flollo's lands, finding a good-aligned temple is pretty easy (City Lore, DC 15). Finding the church of the paladin's god is somewhat harder (DC 20). The paladin is seeking atonement for losing his ward, a child he was to deliver to Decree that suddenly disappeared in a flurry of black birds.

9. Eyes Lost: A rotund human asks for directions to the nearest spectacle shop after running headlong into the guidepost. He holds a set of twisted and ruined spectacles. A Diplomacy check (DC 15 calms down the agitated man, and a City Lore check (DC 15) points him in the right direction.

10. Feline Frey: The characters encounter a friendly frey couple on their way to market. They're seeking fresh mossfruit, sathonia, and baban (all of which are detailed in **Chapter 2: Inhabitants of the Forge**). A successful Knowledge (Nature) roll (DC 15) indicates that these are all fairly common plants and fruits on the Forge.

11. Staff of One: The characters speak with a large, motley group of adventurers who keep asking what "the staff" looks like. A successful City Lore (DC 15) or Spot (DC 10) allows the PCs to spot a shop across that has a large placard of a staff on its face. The guards explain that this is the shop of a local battlemage.

12. Serpent's Dealings: The characters overhear a mysterious conversation between a horned human male and a lady with serpentine features. Characters can make a Read Lips check (DC 15) to try and make out what they saying. Sense Motive works to read the moods of the two creatures. If successful, Read Lips indicates that the two are talking about a deal for an alchemical concoction that the horned male was supposed to deliver to the female later tonight. Sense Motive allows the character to discover that there isn't much tension between the two and that it appears to be some kind of business deal.

13. Beggar: The characters deal with a talkative beggar woman who hangs around jabbering until they give her some coin. They can also scare her away by mentioning the laws against panhandling (Diplomacy or Innuendo, DC 15) or even threaten to haul her off to jail (Intimidate, DC 15).

14. Parade: The characters are forced to endure with a nagley parade. These four-inch tall sprites come buzzing down the street with small tambourines and other noisemakers. They fly and dance down the street in a cacophony of chaotic energy. A few fly around the guidepost commenting on the warmth of the light, the coolness of the breeze, or the tempo of the music. Characters that dance or play music along with the nagleys can elicit a positive reaction from the creatures (Perform DC 15 for dancing and Perform DC 20 for musical performance).

15. Performers: The characters run into a small band of gnome acrobat-illusionists that perform in expectation of some coin. The troop has a +10 on their Perform checks, and the crowd is slightly less giving toward the performance than they should be. If the characters toss some gold their way, the performers quickly rush over and give them free tickets to the Marin Traveling Circus (detailed above under the mission seeds).

16. Melodic Mantis: The characters are surprised as a giant, humanoid praying mantis scuttles by, singing in a high-pitched voice and accenting its voice with numerous 'clicks' and 'pops.' The guards explain that the mantis is named Zreti'ck and he's actually the priest to a nearby temple of music and poetry. He makes these singing rounds at the same time every day.

17. Dwarven Drama: The characters attempt to answer questions put to them by a gruff dwarf who speaks very broken Common, his speech most likely the result

of imbibing far too much alcohol. If anyone in the party speaks Dwarf, they can discover that he's looking for the Hub Tavern, otherwise it takes a Diplomacy check (DC 15) to figure out what he's looking for and to translate his garbled words. Once the PCs discover his question, they have no trouble pointing him in the direction of the Hub Tavern.

18. Nightling Naysayers: The characters are confronted by a group of nightling rabble-rousers that tell them to leave now or "face the final retribution." The creatures are referring to a nightling religious legend and trying to apply it to the gods of one of the PCs. A successful Knowledge (Religion) check (DC 15) lets the characters respond with proper legends and citations from their own faith, and the crowd quickly jeers the nightlings into moving along.

19. Xill Seekers: The characters must negotiate with a pair of ruthless xill that are searching for someone called "Seeker." A City Lore check (DC 20) reveals that 'Seeker' is actually wanted for crimes in Flollo's court, and it takes a Diplomacy check (DC 20) to prevent immediate combat if the xill are faced with such a charge. The xill are loud and pompous, and it's obvious to everyone that they're looking for a fight. The two guards in the guidepost put their hands on their weapons if the situation begins to grow tense.

20. Outsider Questioning: The characters answer the questions put to them by a trio of lillends about Penance and Forge in general. These creatures are vaguely elflike in appearance, but merged with multicolored wings and the lower body of a serpent. The questions are fairly basic, and the PCs don't have to make a roll to answer them. The PCs soon determine these creatures to be seeds as well.

GMs may allow the PCs to make Gather Information checks over the course of the day at the guidepost to learn the following information. Only the information gathered with checks resulting in 25 and 31+ should not be changed; all others are interchangeable with information that the GM wishes to include in his campaign. Please note that a roll greater than the one listed results in netting any or all of the information prior to it. For example, a roll of 16 gains the information listed for the DCs of 15 and 10.

DC	Information gathered
10	Lord Flollo is planning a grandiose bash for the upcoming Midyear festival.
15	An unusually high number of nightlings are moving into a nearby canton.
20	There is a well somewhere in the deserted city that grants fantastic abilities to those who partake of its waters. Note that this is the *Waters of Akaya* adventure, available for download from the Bastion Press website.
25	Seems that many folks have been disappearing lately from Lord Flollo's bloodhold.
30	There is a dangerous creature that wanders the maze that calls itself the Grinder. It is rumored that it likes to eat goats; if given one it might let you live.
31+	Rumors point to a cult called "Purity of Flame" as the source of the recent disappearances.

New Dog in Town

After a day or so at the guidepost answering questions and dealing with the curious stares of strangers, the PCs should be ready to serves as true guides to the Oasis. As the PCs start their second day or so of guidepost duty, allow them to make a Spot Check (DC 15) to notice an outlandishly dressed, pierced and tattooed gnoll with several large dogs on leashes approaching. Sovereign Denningal leads a band of thugs and thieves of assorted humanoid races. He has managed to carve out a decent living for himself after being brought to Forge six years ago; his sparse and savage savanna-like home world is as foreign to him now as the streets of Penance were when he first arrived.

Sovereign Denningal has devised an ingenious plan to take advantage of Lord Flollo's newest social service—the guideposts—and today is the plan's initial test. The gnoll has disguised himself as a pompous, ridiculous-looking but well-to-do merchant who hires the heroes for a day of 'touring and shopping.' Once they are on their way, his band of thieves work to cause the crowd to heckle and insult him. Sovereign, playing the part of pretentious nobility perfectly, reacts with ever-increasing outrage at these insults.

These outbursts are used as distractions for picking pockets, lifting goods from vendors, and other nefarious deeds. To enhance these effects, members of Sovereign's band release packets of chortler dander into the air. The packers cover about a 30-foot square area, causing all creatures within the radius to make a Fort save (DC 12) or fall into fits of laughter. Unlike normal chortler dander (detailed in *Minions: Fearsome Foes*), this diluted form doesn't cause anything other then some hearty laughter. Sovereign's henchmen make sure to keep the dander away from their noble leader.

Once the characters have noticed the approaching gnoll read or paraphrase the following:

> Passing through the shuffling throngs with an air of supreme confidence and superiority, the strangely dressed gnoll saunters right up to your guidepost. The creature is dressed in fine mustard and red colored robes of an unusual cut and style, accented with garish looking jewelry and piercings that do nothing but clash with his outfit. Strange, ridiculous looking pelt markings are scattered over his body, only adding to an overall portrait of an individual with far more coin than taste.
>
> As he parts the crowds and steps onto the curb, you cannot help but notice three large dogs on tenuous, slender, golden leashes. Each is similar in form to a hyena, but larger and more fearsome looking. Their yellow, hungry eyes regard you intently, but they otherwise seem domesticated and under control of their garishly dressed master.
>
> With a yawn that displays his ample teeth and imposing maw, the gnoll surveys the crowds around him before his purple-tinged eyes fall upon you. "Greetings," he says, his high-pitched voice that sounds as if he has a horrible cold; a voice that sounds even more ridiculous coming from this massive hairy beast. "I am Sovereign Denningal,

Heir Apparent to the Potentate of the Kingdom of the Stinging Sage, and I will be partaking of your services for the remainder of the day. You may call me Sovereign."

Sovereign pays triple the standard fare (roughly 30 gp) to reserve the guides' services for the remainder of the day and asks to be shown to the more exclusive shops in Flollo's bloodhold. Apparently, the gnoll noble desires to do a little shopping. Sense Motive checks made by the characters opposed by Sovereign's Bluff check at this point reveal the following:

Win by	Sense Motive Result
1	Even though Sovereign seems odd, he is little more than pompous nobility.
5	If this fellow is such fancy noble, why is he barefoot?
6	Something just sits wrong about this gnoll – he walks the walk and talks the talk, but something is not quite right. You cannot quite put a finger on it, however.
7	This gnoll is not what he professes to be, but he does not seem overly threatening.
9+	Not only is this gnoll not a noble but also there is something wicked behind the gleam in his violet eyes.

Even with a high Sense Motive check, most characters should only be at a heightened state of awareness—certainly not to the point of panic or violent action. The soldiers helping the heroes out at the guidepost explain that this is exactly the sort of duty that the guideposts are meant to create (work that fills Flollo's coffers). The guards haven't heard of this noble before (but there are a lot of nobles they don't know about), but they have seen him wander around from time to time.

The Crowded Crossroads

As the guides lead their charge through the streets, they enter a particularly crowded and confusing crossroads. Allow characters to make Bluff or Intimidate checks (DC 15) to "bully" their way into the intersection. A Diplomacy check (DC 25) is also a possibility, but it's much more difficult as the throngs of people are not really stopping for anyone. Normal movement is slowed to 1/3 due to the crush of bodies, vehicles, carts and goods. Once the characters have made it roughly halfway across the intersection, read the following:

As you struggle through fleshy morass of sweaty, stinking bodies and awkward shin-striking objects, a gruff voice calls out over the throng.

"Hey! Stinkin' dogs to da rear! No fancied-up dog man gets ta go 'n front'ta me, even if he is walkin' on two legs!" The insult draws a whistling, nasally gasp from Sovereign and several harsh bouts of laughter from the crowd. Several other scattered insults and many barking catcalls quickly follow the laughter as movement through the intersection basically stops. Sovereign looks to the party—utterly infuriated—and cries, "Well, do not merely stand rooted and affixed, servants, do something—defend my affronted honor!"

Quick thinking characters realize that 'protecting the honor of nobles' isn't the purpose of their tour of duty as guides. A wisdom check (DC 10) or Diplomacy check (DC 15) reveals this to the character, along with the knowledge that situations like this are exactly the kinds of social *faux pas* that Flollo's training is supposed to help avoid. What's required is for the heroes to find an escape from this situation.

Numerous options exist. A bard might step forward and sing a quick limerick to amuse the crowd (Perform DC 15) or a warrior might step forward and bluff the verbal assailant by asking him to take his place at the front of the line (and since he's one of Sovereign's men, he has already disappeared in the crowd).

The important thing here is to appease Sovereign in front of the crowd, as it's his attitude that is fueling the fire. A successful Diplomacy check (DC 15) puts the gnoll in a situation that makes him look even more foolish if he continues railing against the 'commoners.' The distraction has already allowed his rogues to work the crowd, though, so he's fairly easy to appease.

If the characters do not find a way out of the situation, the heated tempers in the intersection literally explode into a conflagration among the various races, some of which are quite insulted over the racial slurs that they have witnessed today. The street quickly erupts into a fist-fight of epic proportions, as members of every conceivable race lunge at each other (with far more creatures simply trying to escape from the intersection as quickly as possible. A tall, lanky human charges up and takes a swing at the 'prancing dog' as the battle commences. This human isn't one of the gnoll's men; he's just a young human insulted and outraged by Sovereign's attitude.

As the party departs the area, allow them to make Listen checks (DC 19) to notice seemingly unrelated cries of "thief" issuing from the jam-packed junction. If the characters move to investigate, Sovereign tells them that their time is not their own—but rather his—today and that his trip to the market will not be delayed by some "petty fascination" (even if he heard the cries of 'thief!' he doesn't let on that he did). The gnoll instructs his guides to "lead onward" to their market destination.

To Market

Sovereign impatiently urges his guides onward, whining about the weight of the coin in his purse, the heat of the day, and the pressing masses of common flesh. Once they arrive in the bustling open-air market, Sovereign asks for one of the characters to retrieve an item for his inspection from one of the nearby carts. If they accept, he soon tries to get the entire party to seek out the objects of his desires. Characters can relay the prices from the shopkeeper to Sovereign, but it matters little, as the gnoll barely seems to heed their words.

Sovereign handles the items with very little care, insulting their craftsmanship, quality, and purity of the materials used. He tosses the items to the nearest characters to return to the merchant once he is finished with

them. Characters trying to catch these items must make a Reflex save (DC 12) or have the item damaged (whether or not the item is slightly or severely damaged depends on how fragile the item is). Sovereign claims to the merchants that all items that are damaged as a result of 'the incompetence of his guides' is to be charged to Lord Flollo's coffers, as they represent him.

In a matter of moments, characters should realize that Sovereign has passed the line from pretentious noble to criminal malcontent. However, they have little time to address the situation before the next commotion begins.

> Despite the many layers of alien sounds and languages that float throughout the market place, an insult directed at Sovereign is unmistakable. From a recently passed stall, a furious-looking merchant wearing a large ruby dragonfly pin starts to scream in a shrill, bird like voice.
>
> "You flea-bitten bastard son of a jackal! You come into my stall, insult my wares, break my goods and leave without so much as an apology! I should gut you from throat to toes!" Several other merchants then take up the calls and insults, many of them shaking their clenched fists in your direction.

Sovereign again acts mortally insulted and calls for the characters to defend his honor against such crude accusations. Again, the characters must make Bluff (DC 15) Intimidate (DC 20) or Diplomacy (DC 20) checks in order to succeed. The heroes efforts might be directed toward the shopkeepers to have them stand down (especially if nothing was broken), or they might direct their comments toward Sovereign.

No matter the outcome, Sovereign makes a snide comment about the characters' obvious lack of social skills and the poor quality of the merchants on "this side of town" and then commands them to lead him to a nearby salon. As the characters move toward the salon, a Listen check (DC 16) allows them to hear the sounds of scuffling and shouting coming from the market area. A Spot check (DC 15) reveals two shabbily dressed humanoids carrying cut purses and various items, while a higher check (DC 20) reveals that one of the thieves is carrying the ruby dragonfly pin worn by the merchant. Both figures are rushing away from the market and ducking quickly into the crowd.

If the party members act as if they are going to pursue these thugs, Sovereign threatens to call the bailiffs and bring charges of "false services" against them in Lord Flollo's court. He's obviously disgusted with the characters' actions in not keeping him first and foremost in their minds, and his attitude gets quite abrasive. He continues berating and insulting the characters until one of them decides to fire back an insult of their own.

> Your rude remarks have struck a chord within the gnoll noble. He takes a step back, drawing in a great gasp of air and his face puffs a bit in indignation. The gnoll bears down on you, violet eyes flaming. "How *dare* you…you ***servants*** insult me? What is the meaning of this…this ***outrage***!?"

This outburst is Sovereign's way to end this charade, and he utilizes both his Intimidate and Bluff skills to maximize its effect. This is to be the jaw-dropping distraction that nets him and his thugs the majority of their haul. His thugs know to watch for this signal and then begin swiping as much stuff as they can carry. It is also the most precarious moment in the gnoll's plan—he would much rather slip away in the guise of the "disgusted and disgruntled noble" than resort to combat. Combat is lengthy, costly, messy, and often draws the bailiffs.

Sovereign's antics quickly draw in a crowd once again. Some of his own men even toss in the odd comment or two to keep the momentum rolling. Sovereign responds to these additional insults, whipping himself up into a fever pitch. The crowd looks mostly amused with the plight of the gnoll noble, with many laughing and pointing.

Characters making Spot checks (DC 20) note figures moving stealthily through the crowd, sliding hands into backpacks, robes, bags, and coin purses. Utterly ignoring the unfolding scene, rogues are making a clean haul while Sovereign continues his tirade.

One of three things are most likely to happen at this point. The PCs can confront Sovereign (if they have deduced his ploy or are just fed up with his antics), they can call for the bailiffs (they have noticed the activities of his thugs, fear for their lives, and so on), or they can attack Sovereign. Depending on their course of action, proceed to the appropriate section, below.

If the PCs Confront Sovereign: If the characters decide to verbally confront Sovereign, the discussion terminates with the following:

> "You pathetic *servants*... Even now you have not seen the fullness, the breadth, and depth of my true plan. This little ruse is merely the beginning. Do you think that I would stop at merely posing as an empty-headed noble and picking pockets in the city square? Hah! Your tiny, sheltered minds cannot conceive my sheer brilliance!"

Of course, all of this talk is nonsense, as Sovereign has no greater plan. The characters have caused the gnoll to unthinkingly tip his own hand, for at that very moment of Sovereign's speech a bailiff arrives. Hearing what is essentially a confession of several crimes, he begins calling for reinforcements; proceed to "If the Bailiffs are Alerted" for further details.

If the Bailiffs are Alerted: Sovereign and his thieves attempt to scatter as quickly as possible, each running in a different direction. Any attempts by the characters to assist in the chase are welcomed by the bailiffs. Characters using their tracking abilities gain a +2 circumstance bonus while working with the bailiffs to track this particular band of rogues. Upon the potential of any of the rogues or Sovereign, the characters receive a reward for their efforts. The exact amount of this award is fairly minimal to a group of heroes like the characters (probably 500 gp or so), but their success in protecting the merchants makes the PCs even more favored in Flollo's court.

If the Rogues are Caught: Whether the rogues are caught by one of the party members or a bystander, the party is forced to take custody of them until the bailiffs

arrive (the characters are the only representatives of Lord Flollo within sight). The bailiffs are in the market square, but it takes 1d4 rounds for them to arrive (at which point the GM can elect to proceed to the "If the Bailiffs are Alerted" section, above, or have Sovereign deal directly with the bailiffs and maintain the ruse for a while longer). Depending on the situation, Sovereign either continues his nobleman's ploy or works to get his thugs released.

If Combat Ensues: Sovereign and his men have no stomach for combat, and make every attempt to evade it. Sovereign has *potions of invisibility* and a *scroll of invisibility* that he can use to aid his escape, while the rest of his men are forced to run away on foot and hope that the crowds shield their passage.

Sovereign, male gnoll Rog5: hp 47.
Sovereign's Cronies, (2) Male Halfling Rog4, hp: 25.

Ending Guide Duty: If the heroes handle this situation in a delicate manner (waiting until Sovereign has proven himself a scoundrel), then Flollo immediately moves them into surveyor duty (detailed below). If the heroes caused lots of death and wanton destruction, the Bloodlord is not happy with their actions and forces them to stay on guidepost duty for the full week.



Surveyor Duty

As surveyors, the characters are asked to assist Lord Flollo by locating new areas of the city that are ripe to be folded into the Oasis. This series of encounters are primarily combative in nature, but GMs that desire more roleplaying opportunities should have no troubles inserting such challenges. The diplomatic avenue consists of the characters entering into unclaimed cantons and attempting to convince the creatures living there to relocate to Flollo's bloodhold. The combative avenue is comprised of the characters cleaning out old ruins and sunken neighborhoods of drifters, bandits, and other creatures and reclaiming the land for Lord Flollo. It is the actions of the characters that speak Flollo's mind, as opposed to their words or skills at diplomacy.

Surveyor duty has existed far longer than guide duty and is used by all of the Bloodlords throughout Penance. It is actually a mainstay of the Penance political machine, in that it is a primary manner by which Bloodlords locate and claim new areas to incorporate into their bloodholds. As such, it is afforded a very high priority and those individuals who excel at surveying rise quickly into ranks such as vanguard and razor.

This scenario begins once Lord Flollo assigns the characters to a week of surveyor duty. In this particular assignment, Lord Flollo seeks to rebuild a newly acquired but abandoned neighborhood that has fallen into disrepair (this might even be the one the characters originally arrived in).

The usual process by which a Bloodlord can claim new territory within Penance is comprised of the following. First, abandoned—or mostly abandoned—areas are located and then surveyors are sent in to clear the area of creatures, squatters and any non-structural threats. Then, the local Engineer's Guild sends in a team of engineers to repair any structural hazards and finally the area can be opened up to new settlers from Flollo's bloodhold.

In this particular instance, however, a local group of rafters led by a frey called Whisperpaw (CN frm Rgr5/Raf2) have forewarned the Engineer's Guild that the entire area is unstable and in danger of complete collapse, not to mention reports of a shadowy creature lurking amidst the rubble. Flollo believes these rafters are actually spies of Bloodlord Narcis and are seeking to undermine his efforts. Flollo thinks that Narcis is also trying to claim the neighborhood but is spreading rumors about this shadowy creature in addition to hiring thugs to create problems and damage through the already shattered canton.

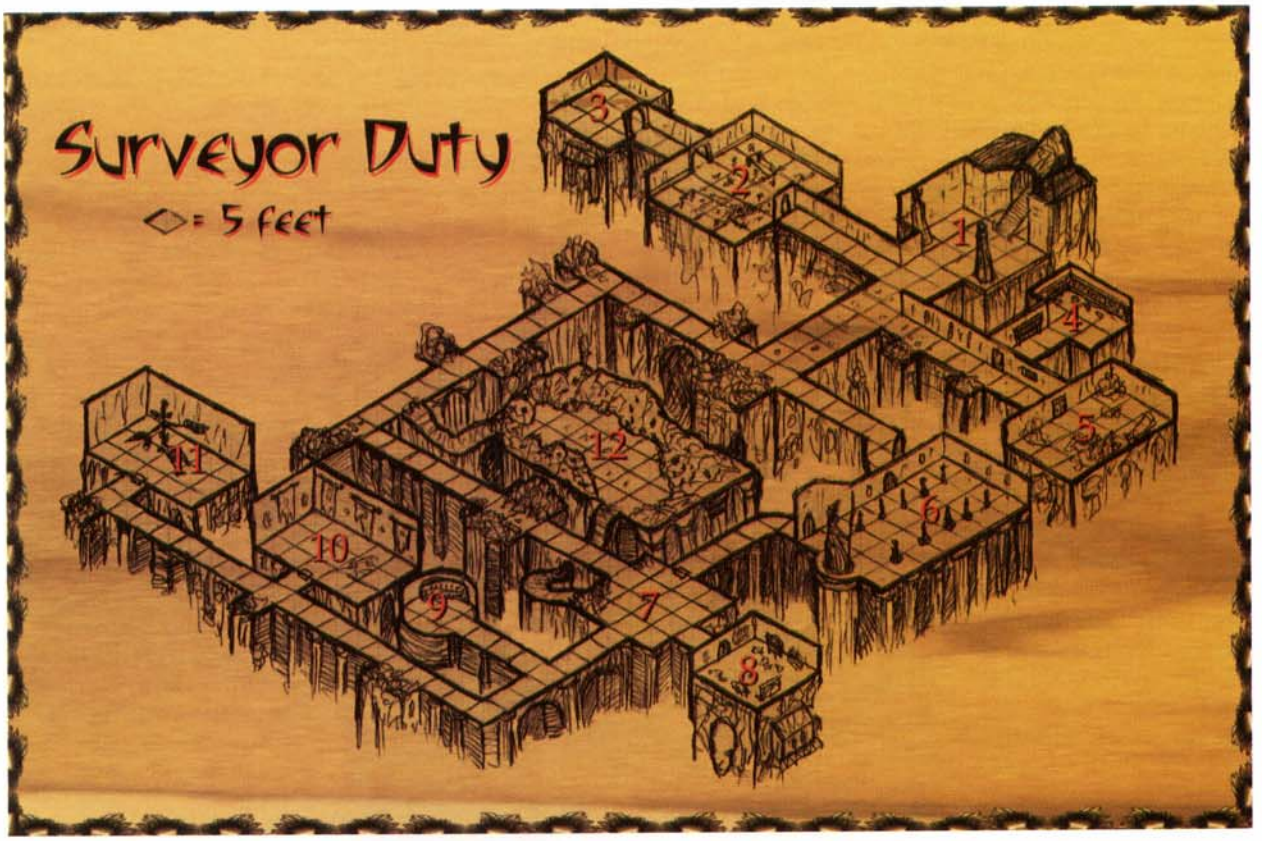
To make matters worse for the Flollo, the current Ombudsman—a weasel-like, pale-skinned and bespectacled human by the name of Hurgyst (NE hm Exp9)—refuses to send his engineers into a possibly unstable area. Hurgyst is well known for his cowardly demeanor, and Flollo suspects that he is secretly paying homage to Narcis as well, but the picker Bloodlord cannot risk publicly accusing him at this point.

As a result, tempers are running high, and Narcis' spies may be in the midst causing tensions to increase to the breaking point. The characters are asked by the Engineer's Guild to step in as unbiased judges and accompany a surveying team (which an engineer named Ganger (NG hm Exp7), Whisperpaw, and a few other rafters) to attest to the stability of the area.

The Truth of the Matter

While he is a bit on the paranoid side, Lord Flollo is correct in a few of his assessments of the situation. First, Narcis does want to gain control of this abandoned area just as badly as he does. Second, Hurgyst is in Narcis' pocket, but the Ombudsman is in nearly every other Bloodlord's pocket as well—which is one of the reasons why he always looks so nervous.

Narcis has dispatched spies to sow the seeds of tension within Flollo's realm, but those spies have not discovered this operation yet. GMs should add this secondary level of complexity to this encounter if the heroes are handling things a bit too easily.



At the heart of the abandoned neighborhood lies a long-abandoned museum and this structure has become the heart of the instability that currently plagues the area. Now the museum has a new curator, a half-fiend dark naga named Illiss, who would like nothing more than to keep the area completely desolate (with the exception of the occasional wandering fool, who often make the tastiest treats) and to reshape it into an image of her own devising.

Illiss currently uses her powerful spells to shatter or destroy particular support columns and walls, resulting in a winding, confusing tunnel-ridden area that is perfectly suited for a naga but difficult for humanoids to navigate. Illiss hopes that the continual calamity of the collapsing structures keep others at bay long enough for her to become sufficiently entrenched, at which point she can then begin slowly expanding her domain in a similar fashion. She believes that once she has finished her den that a steady supply of explorers, adventurers, rafters, and others are more than sufficient to keep her appetite sated.

Rubble Rousers

While there is a tremendously large area for the characters and the surveying team to cover, it is eventually discovered that the majority of the area's supposed instability centers on a chief location: a sunken and utterly deteriorated museum. The engineer spends some time examining some of the outer damage to the area before reporting back to the rest of the team. It's obvious that he's puzzled, and he freely admits to not seeing this kind of extensive damage in other areas. He's confused as to why nearby structures weren't effected by some of the sinking events, since in his experience they should have been. His only guess is that something really big has been causing the damage, or something with great magic has been wrecking havoc. Possibly both.

The characters are urged to investigate. After spending a fair amount of time prowling about the abandoned neighborhood, any character making a Spot (DC 18) or a Search check (DC 13) locate what appears to be a series of collapsed pillars that form the basics of a rough rubble-strewn stairway leading down into darkness.

The stairway is difficult to navigate due to its tentative composition and the scattered rubble but it is not trapped. Characters must make a Reflex save (DC 19) or spill downward 20 feet (falling damage applies) into **Room #1**. Those making their save can proceed downward without further incident.

All of the doors within the ruined museum, unless other wise noted, conform to the following stat block:

Strong wooden door: Hardness 5; hp 25; Break DC 23

Room # 1: Entrance

> If not for the dust-filled shafts of light streaming down from the street into this room, it would be completely pitch. Wreckage and debris from the formation of the ramshackle stairway you just traversed lies scattered about the floor and out the open archway opposite you. In the dim light, you can only barely discern the vague forms of two statue-like columns flanking the half-moon shaped and inscribed archway before you.

This majority of this room is still intact, but the southern wall has completely collapsed beneath the stairway. In the center of the north wall is a 20 ft. wide, open archway, flanked by statues of old wizened sages that appear to be carved out of the supporting columns themselves. The words above the archway are incomprehensible, damaged beyond legibility. A Decipher Script check (DC 14) can make out the ending of a word, however: 'seum' and the beginning of a subsequent word, 'Antiq.' The message once read: "Welcome to the Museum of Antiquities."

Room # 2: Display Room

> This room was once used to display items in wide, glass-topped tables. The tables remain, but their glass tops have been broken, the shards of glass crunching beneath your boots as you enter the room. Most of the tabletops were shattered by falling debris, but a few seem to have met with a deliberate and malicious end. The room's ceiling slants downward from west to east and displays an impressive fault running down the middle. On the east wall, opposite the door you entered, are the remnants of an open doorway.

This room is strewn with rubble, glass and broken tables. A Search check amongst the rubble reveals the following.

Search Roll	Items/Clues Located
14	Several shards of ancient pottery, a few old tools, and some fragments of cloth that bear colorful patterns and beaded decorations.
17	A tarnished silver pitcher (50 gp) made into the likeness of a long-necked bird.
20+	What appears to be tracks of a large snake-creature in some soft earth. A subsequent Wilderness Lore check (DC 12) confirms that these tracks were made by a very large (approximately 15-foot long) snake creature.

There are no traps within this room and the tracks (if found) belong to the dark naga, who explored this room long ago and has not been back since. On the east wall is what remains of an open doorway, but due to the ceiling's unusual slant, only the bottom half of the doorway remains. Characters wishing to continue onward must crawl through into the hallway beyond. Doing so awakens the swarm of vargouilles (see **Room # 3** for stats) that nest within a deep furrow in the ceiling (Spot check DC 21). The vargouilles wait until all of the characters have passed and have made their way down the hallway into the Picture Room before attacking from the darkness of the hall.

Room # 3: Picture Room

> This small room, like the hallway leading to it, seems to be on the verge of collapse. The ceiling is riddled with a spider web of cracks and furrows, and there seems to be a light mist of dust trickling from above. The entire section of the north wall is little more than a pile of mortar and stones. Around the room, splintered picture frames lie on the ground beneath where they were once displayed and a short, slender marble pedestal stands vacant in the center of the room.

There is very little of note or worth within this room. The paintings are entirely ruined, the statue that once graced the pedestal long since missing or destroyed, and the ceiling is due to give way at any moment. Any loud noises (screams of terror, sounds of pitched battle, sonic attacks, etc.) within this room run a cumulative 3% chance per incident of bringing massive sections of the ceiling down. Each section of collapsed ceiling weighs at least 400 lbs. and causes 2d6 points of damage (for additional information on damage from falling objects, see Chapter 4 of the DMG). Characters succeeding their Reflex saves (DC 17) take only half damage.

Any characters that make a Knowledge (Architecture) check (DC 15) or a Spot check (DC 20) notice that at one point there was a northern exit from this room. It seems as if the load bearing walls were taken out in an attempt to collapse the passageway.

A swarm of vargouilles have taken up residence in the hallways leading into this chamber. Unless the PCs have already encountered them, they attack when the heroes enter the room.

Vargouilles (11): hp: 7, 7, 7, 7, 7, 8, 8, 8, 9, 9, 9.

The vargouilles each use their *shriek* abilities (which increases the cumulative chance of the ceiling collapsing by 7%) at least once before entering into melee. If things seem to be going bad for them, they fall back and use their *shriek* abilities again.

Room # 4: Record Room

A sturdy, ironbound door along the southwestern hallway leads down a narrow dusty corridor to this small, cramped room, which is still relatively intact. The walls here sport wooden shelves from the ceiling to about desk level, where a cluttered writing surface spans the inner perimeter of the room. Ledgers, writing utensils, catalogs, and hundreds of scrolls clutter this room, lying long dormant under a thick pile of dust.

This tiny room was once the record keeping room for the museum curator. Mold and dampness have ruined the majority of the papers here, but a Search check (DC 15) followed by a Decipher Script check (DC 16) yields a handful of ledgers that contain information as to the number of visitors per week, month, and year the museum entertained.

Room # 5: Storeroom

While traveling along the long east-west passageway that leads to this room. have the characters make Knowledge (Architecture; DC 15) or Spot checks (DC 20) to notice that other north-running passageways have been intentionally collapsed. If the characters do not possess these skills or are not able to make the checks, Ganger can draw their attention to these specifics (assuming he is with the party).

The iron-bound door to this room is stuck. The DC to break through the stuck door is 23.

This room looks like nothing more than a massive trash heap. Piles of miscellaneous junk, many of which reach nearly to the ceiling, fill this room completely.

This room was once a storeroom for the curator and staff of the museum and is now filled with broken easels, shattered frames, furniture, and so forth. Entrance into the room awakens Orn, a sleeping ort within the room, who might speak to the party if they do not cause any harm to what it considers its home. The ort wandered in here several days ago and knows nothing about the naga, but it can tell the PCs that it has heard movement about the hallways and tunnels every night since it moved in.

Room # 6: Knight Hall

GM Note: While traveling along the long east-west passageway that leads to **Room # 6** or the north-south and east-west passageways that lead to **Room # 7**, have the characters make Knowledge (Architecture; DC 15) or Spot checks (DC 20) to notice several other passageways have been similarly collapsed.

Suits of armor holding weapons at rest line this grand hall, each standing at rapt attention upon a polished marble base. The suits are situated in such a way as to allow an individual to walk among and view them from all sides, while still displaying the maximum number of suits possible. A fine layer of dust covers everything except for the floor, which appears to have been recently swept clean. Within an alcove along the northern wall stands a massive and baroque statue of what you can only assume is a goddess of war. The figure stands a full 20 feet tall and is crafted from solid marble and is inlaid with iron armor.

The majority of these suits of armor and weapons are showpieces and unsuitable for combat. A few of them are combat worthy, though. Among these are: a +1 *morphic buckler*, a suit of +1 *stowing studded leather*, a +1 *mire sickle*, and a +2 *celestial bone warhammer*. Each of these special weapon and armor qualities are detailed in the *Arms & Armor* accessory.

A Search check (DC 18) performed upon the war goddess statue reveals a hidden switch that opens one side of the pedestals upon which the northern most suits of armor stand. Only one of these contains anything, however. Inside the pedestal is: a crooked and knobby *wand of ghoul's touch* (32 charges), a divine scroll containing the following spells: *magic circle against evil*, *searing light*, and *neutralize poison*, and an *amulet of natural armor* +2 in the form of a turtle shell carved from turquoise. The war goddess statue is actually a statue of Barbello, which can be revealed via a Knowledge (Local history) check (DC 14) or a Bardic Lore check (DC 19).

Room # 7: Mining Site

The entire eastern wall of this room has been purposefully destroyed. Discarded picks, hammers and chisels lie scattered about this debris-strewn room. A passageway to the north is almost completely blocked by rubble from the eastern wall, with the sole exception of a small area in the top right hand corner of the once open archway. Two other passages, one in the northwestern corner of the room and another in the southeastern corner, lead off into darkness.

One of the few times Illiss did not do the collapsing work herself was when a wandering group of gnome miners were unfortunate enough to cross her path. Holding a minority of them as ransom, she forced the others to work for her, collapsing the eastern wall of this room to suit her wishes. Once they were done, she destroyed the lot of them and consumed them.

What few bones remain can be located amongst the stones and rubble with a successful Search check (DC 18). A Search check result higher than 19 reveals a secret door, which is little more than a rubble-concealed entrance into a small tunnel leading into **Room # 12**. Entering into this tunnel room triggers an *alarm* set by Illiss, notifying her to expect company.

Room # 8: Glassworks

Within this room are wall-to-wall cabinets that contain what appear to be the completely shattered remnants of stained glass fragments. You can only deduce that the thunderous collapse of the eastern wall in the previous room is the culprit in this horrible offense.

There is nothing of particular of note within this room. After examining the glass, it becomes fairly obvious that this room held a collection of finely wrought and colored glass artwork.

Room # 9: Clayworks

While traveling along the long east-west passageway that leads to **Room # 10** and **Room # 11**, have the characters make Knowledge (Architecture; DC 15) or Spot check (DC 20) to notice that other north-running passageways have been similarly collapsed as elsewhere in the complex.

This room's rounded walls are totally encompassed by recessed, built-in shelving, all of which contain small cubbyhole openings complete with partially open drawers. Miniscule carvings of all kinds, colors, textures, and materials can be seen scattered upon the floor. Ivory sculptures of angels, infants and mothers, and bizarre, stark, abstract shapes can be seen beside onyx carvings of fiendish forms, bat-winged creatures, and maliciously grinning dragon-serpents. All told there are likely over one thousand small carvings within this room.

The statuettes and carvings range from items crafted from ancient clay that hold little market (but significant historical) value to semi-precious objects made from gems, stone, and wood. The statuettes of value weigh around 200 pounds in total and have a collective value of 3,000 gp. There are no magical items within the room, as Illiss would have long ago detected and obtained them. However, *detect magic* reveals that the ceiling radiates with illusion magic. Any attempt to remove the statuettes triggers an ancient *magic mouth* spell that calmly speaks (and repeats) a warning to any within the room for three rounds and then vanishes. If any remain within the room after the three round warning period, an antiquated trap triggers.

Ceiling Trap: CR 1; no attack roll needed (see note below); Reflex save (DC 20) allows escape before portcullis falls; Search (DC 25); Disable Device (DC 22); *Note:* Trap drops a portcullis in the doorway, ensnaring the would be "thief" within the room while the ceiling lowers slowly. However, due to the current unstable condition of the museum, the ceiling only lowers to about two feet from the floor before grinding to a halt.

Room # 10: Tapestries

This room once contained what was likely an impressive array of tapestries, but all are now little more than massive piles of drab, rotting fabric upon the floor. The thick, heady smell of fermentation is nearly overpowering while within this room's confines.

The only things of note here are the three carrion crawlers that have decided to make this room a nesting site. They lie in wait, just below the layers of thick tapestry for something to disturb them, at which point they scuttle out and attack. The crawlers mindlessly strike out at anything that moves, attempting to paralyze as many foes as possible. The largest of the three immediately takes to the wall and tries to secure a place on the ceiling from which to fight.

Characters can once again make Knowledge (Architecture; DC 15) or Spot checks (DC 20) to notice signs that at least one passageway leading south from this room has been collapsed.

Carrion Crawlers (3): hp: 19, 20, 22.

Room # 11: Metalworks

Hanging from the ceiling of this room is a striking display of iron statuary and metalwork. These strange looking items turn slowly, buffeted by the wind accompanying your entrance. A musical tinkling sound floats down from their now dulled and pitted surfaces.

If the characters attempt to violently disturb or remove any of the statuary or ironwork within this room, an ancient trap is sprung.

Electric Glyph Trap: CR 4; no attack roll necessary (see note below); Reflex save (DC 20) halves damage; Search (DC 22); Disable Device (DC 22); *Note:* Trap acts as an electric *glyph of warding* spell originating from the center of the room, with maximum damage and area of effect, due to the abundance of conductive materials within the room.

Room # 12: The Naga's Lair

The entrance into the naga's lair is guarded with an inaudible *alarm* spell that alerts Illiss of the presence of intruders. This spell cannot be located by a rogue searching for traps, as it is centered 25 feet away from where creatures enter it. Only *dispel magic* and similar magic is effective at canceling it.

As your light source falls upon this large, once grandiose room, it is apparent that it has suffered the brunt of the structure's collapse. This room was easily twice its current size, but now lies in shattered ruins, its walls mere piles of rubble, honeycombed with hundreds of small, dark tunnels. A thick cloud of dust from your entrance stirs and

grows with every step, tickling your nose and throat but dry as bone and as prevalent as the silence around you.

All movement within the tunnels is affected in the following manner. Medium-sized creatures that are not snakelike have their movements lessened by 50%. Small-sized creatures that are not snake-like have their movements lessened by 25%. Snake-like creatures move normally.

This room is the pinnacle of Illiss' hard work and efforts—a dark inner sanctum that provides every possible tactical advantage that a naga would need in combat. The main area of the room is not the small, roughly rectangular chamber into which the party gains access, but rather the complex network of crisscrossing tunnels. The vast majority of these tunnels are large enough to allow a naga to pass through them comfortably, but they're small enough to force creatures over four feet tall to stoop and crawl through them. Even small sized creatures, while they can fit easily into the tunnels, find it difficult to maneuver about within them. The end result is a far reaching and easily accessible network of passages that allow Illiss to move quickly, silently and, in effect, invisibly about the room while still affording her many hundreds of access points in which to enter, spy upon, or cast spells into the room.

These twisting tunnels have the added effect of limiting line-of-sight spells to an effective range of 10-15 feet. Ironically, this room is one of the more stable within the whole of the collapsed museum, and several small, hard to see platforms (Spot check DC 22) along the 40-foot tall walls give Illiss perfect positions for spell casting.

There are only two entrances into this room, the hidden tunnel leading from **Room # 7** and via two secret doors in the hallway to the east. The initial secret door can be located via a Search check (DC 19) or a Spot check (DC 22) within the hallway and is activated by a small, well-concealed pressure plate in the floor. The second secret door, which leads into the chamber proper, can be located via a Search Check (DC 12) and is activated via depressing a sliding stone found where the wall meets the floor.



Illiss, Female Half-fiend/Half-dark Naga, hp: 68.

Tactics: Illiss has prepared her lair for intruders, using her *alarm* spell and *detect thoughts* abilities together to determine the number of opponents coming her way. If multiple creatures are approaching, she almost always know their approach 5 rounds before they make their way to the heart of her lair. This gives her the chance to cast the following spells: *stoneskin, shield, protection from good, see invisible, and blur*. Immediately before entering combat, she'll cast *haste* on herself and then use *true strike* in conjunction with her attacks as much as possible until she's out of first-level spells. She can also cast fireball when she enters close-quarters combat, as she has little to fear from damaging herself. Typically, the naga likes to secure the high ground and fight from there. Within her lair, Illiss uses both the ample access and her intimate knowledge of the tunnels to full and often lethal effect.

Treasure: Buried in some dirt in the farthest corner of the room from the entrances rests Illiss' treasure trove. It contains 2,804 gp, 3,800 sp, *boots of elvenkind, cloak of resistance +2*, and a *monk's belt*.

Episode 5: Shady Deals

In the court of a rival overlord a dangerous game is being played. One of the Bloodlord Belus' highest-ranking minister, Nan Jin Iaggas (NE hef Clr8, Diplomacy +12), believes that Belus' insanity will eventually lead to the downfall of Illumina. In order to save the dynasty, she has determined that a new leader is in order, and the clear choice is herself. She knows that she would not stand a chance taking the throne by force, since Belus' champion is too powerful. To this end she is attempting a coup to claim leadership with the will of the military and the people behind her.

Assisting Minister Nan Jin in her scheme is Razor Ypzion (NG hm Ftr11), a razor of Belus' military. Whereas Nan Jin's motives are colored by her ambition and greed, Ypzion's driving force is his absolute loyalty to the military, not to his Bloodlord, making him as treasonous as Nan Jin.

Nan Jin's plan is to create dissention among the military and give rise to rebellious stirrings against Lord Belus himself. She does this through bizarre orders that she claims originate from Belus. These include orders such as cutting off all food supply to certain units in order to "decrease cost while increasing their resourcefulness." Other such random and strange decrees are commonplace, so Nan Jin believes she can create false decrees and pass them off without anyone—including razor Ypzion—discovering the truth. So far, her ruse has been successful.

She and Ypzion are secretly increasing the size of the military with hidden training facilities in the upper regions of the undercity. They both know that not all troops

will follow them in the coup, so creating another military force loyal to them is paramount. Also, rival Bloodlords may argue that the area is lawless due to the untraditional method used to gain control and attempt to claim the areas to add to their own holdings. Both Nan Jin and Ypzion believe that the best way to protect the holdings in the time of strife to follow is to push outward with the manifest destiny Nan Jin believes she must fulfill and attack the other Bloodlords before they strike at Belus territory. It is definitely a case of defending through attacks.

Building a second army is not easy to do unnoticed, so even Minister Nan Jin needs help in funneling resources. To this end she is courting the help of Lushkin, Belus' nephew. However, Lushkin is largely playing lip service to Nan Jin. Mostly, he is seeking to discover if there is any real threat against his uncle and is working to gather enough evidence to implicate her. As of yet, he has nothing but suspicions.

Utterly loyal to Belus is his niece, the enchanting Magdalena. She is always suspicious of some insidious plot to overthrow her uncle, but so far is largely unaware of the specifics of Nan Jin's plan and involvement. At the center of it all is Lord Belus himself. Wandering the halls of his palace proclaiming insane decrees, and acting as much as a lunatic as he possibly can, Belus' activities cause Nan Jin and Ypzion to grow increasingly confident with each passing day.

It is the capture of Forimaer, one of Flollo's vanguards, which draws the characters into this sorted affair. Forimaer was captured by Belus' military two days ago after he was found in a state of utter shock and panic near one of the secret training camps. He had been observing it as a spy for Flollo when Izuron Zul decided that this growing military force could become a threat. Zul went in and massacred the entire training camp, while Forimaer could do little but watch in abject fear and horror. Whether Zul was unaware of his presence or had some reason to let him live is unknown. Either way, the horror of seeing highly skilled soldiers effortlessly slaughtered by a single fiend left Forimaer in a state of speechless shock.

Nan Jin wants to determine not only what force caused such a massacre, but also how much Forimaer—and consequently Flollo—knows about their secret training camps. However, her usual methods of gathering information (torture) have been wholly unsuccessful.

The general plans of the NPCs are presented here along with the events that should engulf the heroes. Optional events that can be triggered by the actions of the PCs are also detailed. With this section, the GM can work through the various events in any order. The primary encounters should be run to make certain the PCs gather enough information to bring about the release of the vanguard peacefully. Even if the party does not manage to unravel the full plot against Belus, the vanguard and his group can still be freed.

Mission Briefing

As you return to Lord Flollo's basilica, you are met by one of his many attendants at the door. He's a young picker, his scales still bright and shiny, and his demeanor is one of bristling excitement. It's obvious he's been waiting at the gates for some time.

"Lord Flollo wishes to see you immediately!" he blurts out, somewhat too loudly as the guards near the entrance chuckle. "Of the utmost importance, yes. Quickly, follow me..." With that, he turns quickly and proceeds at a brisk pace through the inside halls.

If the party asks for more information, all he can say is that there have been a few "incidents" with two of Flollo's other vanguards and the group's assistance is needed immediately. He's heard rumors that Cyrene is planning some kind of unauthorized rescue mission for one, but he doesn't know any specifics. He's heard that vanguard Palis has been killed while out on a mission, but he doesn't know what that mission was.

Among displays of ancient weaponry and armor, you find Flollo studying an ornate blade. He is sullen and unusually quiet, gazing into the gleaming metal like a wizard scrying. He addresses you without even looking up, his soft voice drifting across the room.

"His name is Forimaer. He is a friend of Cyrene's from many years back." Only now does he look up at you, a worried expression on the normally jovial face. "They were even pulled into the Forge together, you know."

"I sent him and his group off to study Lord Belus' activities. It's rather routine, I assure you. They spy on me, I spy on them, and we all stay happy. This time, however, Forimaer was captured. Normally in this kind of situation, I'd send someone to negotiate a ransom and we'd be done with it. However, they have not asked for a ransom yet, and Belus can be... how shall I say it...unpredictable. Some say insane. I assume you have been informed of Palis' unfortunate fate?"

If the group hasn't heard about Palis, Flollo informs them in a grave tone, and then continues.

"Times are darker than usual of late, and I fear for Forimaer's safety. As for Cyrene—well, she is organizing as many vanguards as are available to attempt a rescue." Flollo lets out half-hearted laugh at the notion. "She plans on taking small force up against an entire army. As I know you are already aware, odds don't faze her. To complicate matters, I sent Forimaer to investigate a possible military buildup by Belus. So we do not even have a clue how big a force she would face.

"That is why I need all of you. You have not only proven your worth in combat, but by your avoidance of combat. I want to send all of you ahead to try to negotiate the release of Forimaer. I can have one of my mages teleport you to the edge of Belus' territory, saving much time. Even so, you have only two days at most until Cyrene gathers enough vanguards to disobey my orders and march to her death.

"I have been unable to interact much with Belus' court recently, so I am sorry that I cannot inform you of who you will be dealing with. I only pray that it isn't with Belus himself. I have scarcely had contact with the man, but his moods were erratic at best... and I have heard he has degenerated even further. So be careful, I do not know what you will face there."

"I do not want you to talk with Cyrene. Please stay in the gallery wing, and I can have servants gather whatever you need from your rooms. The mage will be here shortly to send you on your way.

"I care deeply for everyone who swears loyalty to me. I do not want to see Forimaer nor Cyrene and others die this week as well."

Flollo shares any other information he has, but it is not much. He knows that Belus has a couple relatives—either his children or niece and nephew—that help him oversee his holdings. Several ministers conduct the day-to-day maintenance of the holdings and are probably the only mortar holding the entire operation together.

Forimaer was to patrol the area and report on the well-being of the citizens, any suspicious troop movements, and any information he could gain on Belus' court and the power players there. Flollo plans to have the group teleported to the canton neighboring Belus' palace.

After Flollo leaves, the group is free to do as they wish for the next hour. They can talk to Cyrene if they want. She knows as much as Flollo does about the situation and asks the characters to join her in the daring rescue—or glorious death. She is convinced that she can survive this conflict and that death can have no hold over her; it should be obvious to the PCs that there is nothing they can do to talk her out of her plans. It is unclear her exact reasons – whether it is loyalty to one of her vanguards, or perhaps it is due to the fact that he is the only link to her home world that remains.

At the end of the hour, Flollo again summons them and has them teleported to...

Illumina

The characters do not have far to travel to get to Belus' palace, perhaps only a few hours on foot. During this time, the GM should strive to depict the vastly different mood in Belus' holdings.

As you walk through this portion of the city, you realize just how much difference a Bloodlord can make. Not only does it look like you are outside of Flollo's territory, but it feels as if you're in a different city entirely. The buildings are made from stark white marble rather than the comfortable earth tones of Flollo's Oasis. Statues and high towers fill the neighborhoods. The greatest change, however, is in the citizenry.

Creativity and art rule the day here. Clothing ranges from the outlandish to the almost nonexistent. Street poets and artists are everywhere. Everyone seems vibrant in some form or another, yet you detect a note of caution around you, and you catch the occasional wary glance directed your way.

The heroes travel for more than an hour, but no one approaches or accosts them. If they need to ask for directions, they find the citizens helpful, but not overly so.

Soldiers Attack

The heroes enter a city block that has very few people on the street. A Spot check (DC 15) reveals the group's leader peering around a corner in a nearby alley watching the group. If the heroes comes within 60 ft., the soldiers immediately charge into combat with weapons drawn. They all appear to be starved to the brink of death... ravenous!

This squad is allegedly an "experiment" by Belus in cutting the cost of funding an army. He believes that by cutting off the food supplies to a squad, and preventing any citizen from supporting the squad, it will not only save money but will foster more resourceful soldiers. In reality, the order is one of the many false ones created by Nan Jin to foster dissension among the military against Belus. No one other than Nan Jin knows this. If Belus is informed of it, he knows that someone falsified the order.

Capt. Timaeus, Male Human Ftr7, hp: 67.
Belus Soldiers, (4) Male human Ftr4, hp: 41.

Tactics: They fight long enough to reduce one of the characters to unconsciousness, doubling up if necessary on the weakest (lightest-armored) character. Three of the soldiers then grab the body and flee in an attempt to find a hiding place to examine the body for food.

If the characters try to talk with the soldiers, they can make an Intimidate check (DC 16 for soldiers, 18 for leader) to make them stop fighting long enough to talk. A Diplomacy check (DC 20) also halts their vicious advances, as does any offer of food. If the conversation does not progress toward giving them food quickly, they resume their attack. Once the soldiers are stopped even momentarily, any offer of food immediately ceases hostilities.

The soldiers believe that Belus gave the order for them not to be fed. Also, the decree contains previsions that prevent citizens (and other soldiers) from offering assistance, and the usual laws against thievery are still in effect. Other provisions include rules against killing any animal or eating any plant still growing. This has left them pretty much only able to eat carrion and any plant clippings. With the group growing more desperate, the citizens are beginning to fear for their safety, and the squad was hoping for a group of outsiders (who are not as protected under Belus law as the citizens) would come by so that they could steal their food.

If fed, they thank the party and move on. However, if combat rules the day, they fight to the death, for a death in combat has more dignity than starving in one's own homeland.

The Gala

As the characters arrive at the palace in early evening (barring magical assistance), they find that the palace is alive

with the beginnings of an extravagant gala. Belus is celebrating the anniversary of his nephew purchasing a particularly lovely vase six months ago—further indications of his insanity. The attendees are only there for two reasons. First, few in Illumina pass up a chance for a party. Secondly, you never question your Bloodlord, especially when his sanity is a matter of debate.

Dozens of guests are arriving dressed in their finest to join in the celebration. The characters—as they are apparently not there for the gala—are asked their business. If they state their actual business, the guards call for a servant to escort them inside. There they are offered a change of clothes to something more 'courtly' but are not forced to change their clothes or turn over their weapons (beyond peace-knotting). They are then escorted to meet Minister Nan Jin (see below).

If they lie, they must make a Bluff check (DC 15) to get past the guards. The gala primarily takes place in the main ballroom and adjoining balcony that overlooks the river. The characters can attempt to sneak out of the celebration and sneak through the palace, but increasingly higher Bluff or Hide and Move Silently checks become necessary, and all of the characters should realize that if they're caught they'd be viewed as spies and their efforts would fail. To get to the prisoner, would require several successful checks increasing to the point of DC's in excess of 30. The GM is encouraged to let the characters proceed as they wish, but they can easily get lost within the massive palace, and if caught will greatly jeopardize their chances of getting the prisoner out alive.

GM Note: Unless the characters uncover the coup against Belus and reveal it to Overlord Belus, they must make an opposed Diplomacy check against Nan Jin. Initially, the check is unmodified. However, events throughout the gala grant bonuses or penalties to the roll. Keep track of them in case it comes to that check to decide Forimaer's fate.

Bloodlord Belus

Meeting: Lord Belus allows the characters approach him first during the gala. He wants to see not only how long it takes them to get the nerve to talk with him, but also which one of Flollo's newest vanguards is the most direct. If approached, that character gains a +2 bonus to her Diplomacy checks with Belus for the next 24 hours. If she talks with him very early in the evening (before most any of the events mentioned below occur), it earns her an additional +2.

Motivations: At first, Belus cares little about the prisoner; it is below his interest. However, if he gets any hint from the characters of a secret plot to undermine his authority, his interest is piqued. He is also interested in generally sizing up the characters since they represent Flollo and his authority.

Reaction to characters: Belus is always acting in an insane manner, but there is a glimmer of incredible intelligence in his eyes. He plays up his insanity whenever they are within view; dancing when there is no music, talking in utter nonsense, and laughing hysterically. Belus even goes so far as to call one of the characters a "very finely fattened goose' and 'that if were to ever eat gooseflesh, yours would definitely be the first upon my plate."

Velker: This is Belus' champion, and he's never more than a few paces away from Belus. He doesn't talk unless addressed directly and permitted to speak by Belus. For the most part, he is aloof and mysterious, never giving much interest in anyone who speaks to Belus outside of gauging their threat to his lord.

Nan Jin Iaggas

Meeting: She is most likely the first dignitary to meet the characters. She quickly tries to determine the spokesperson for the group and deals primarily with that person. She regretfully informs them that Belus has ordered that they are to sleep in the stables that night. If they have any mounts, they shall be given the finest rooms. She claims that Belus said, "After all, most any mere animal is more cultured that those brutes." She just shrugs it off and say that even Belus forgets his decrees after he makes them, so she is sure it will be for one night only. In truth, she made the order to try and bias them against Belus as well as to anger them and hopefully get them to lower their guard.

Motivations: Nan Jin is primarily interested in postponing the negotiations and subsequent release of the prisoner as long as possible. She is still hoping to gain information from him. After that point, she can have his mind magically erased, killed during an escape attempt, or some other twist of fate.

Reaction to characters: Nan Jin treats the characters warmly and with great hospitality. She even tries to win over the spokesperson by acting as if they are together stuck dealing with the ranting of an insane Bloodlord. She plays upon their sleeping arrangements as proof that he cares little for them, and that she is trying to make better arrangements for them as official emissaries.

Razor Ypzion

Meeting: He does not meet with the characters unless approached.

Motivations: Ypzion wants the situation resolved soon. However, like Nan Jin, he does not want to release the prisoner until he has the information on the massacre at the training camp. The slaughter has definitely placed Ypzion on edge, and he even wonders if Belus is aware of their plans. (He is not at this point.)

Reactions to characters: Ypzion is direct and curt with the characters. He admits that he is not the best at social gatherings and diplomatic relations, preferring to leave the tender matters of diplomacy to those that truly care about it. He is merely a soldier. The razor is uncomfortable talking with them and attempts to end any conversation as quickly as possible.

Magdalena

Meeting: Belus' niece introduces herself to one of the characters very early in the evening. She especially pursues any humans (or half-elves, elves, or any other generally humanoid race). Magdalena uses all of her charm and wiles to get the character's interest before she tries getting them to agree to help her.

Motivations: Magdalena is primarily interested in supporting Belus any way possible. If she thinks she can get

one of the characters to be a spy for Belus, she does so. However, she is happy to get the character to unwittingly inform her of their mission there and anything on the current state of Flollo's territory. At the slightest hint that the characters know anything about a secret plot, her attention is on manipulating the hero to unmask the plot.

Reactions to characters: Magdalena does her best to seduce at least one of the characters. However, to all of them—male and female alike—she is charming and gracious at all times.

Events

The following events can be interspersed throughout the evening as necessary based on the actions of the heroes.

Event 1: Ypzion meets Nan Jin out on the balcony. A Listen check (DC 20) or Read Lips check (DC 15) allows a nearby character to overhear most of the conversation. Ypzion informs Nan Jin that they still have not gathered any information on the "incident" (which Ypzion growls through gritted teeth) from the prisoner, and they are running out of time with the emissaries here.

Ypzion and Nan Jin have several quick conversations throughout the night. All of them occur on the balcony and require the same Listen and Read Lips checks to overhear. Lushkin takes interest in the heroes if he notices them listening into these conversations.

Event 2: While one or two of the characters are at the food table, Belus rushes up and asks the character to grab as much food as she can carry and follow him. He gathers up several armfuls himself and rushes off. He proceeds out to a nearby courtyard that has a statue of him as the centerpiece. He begins throwing the food at the statue while berating himself and ranting on how miserable and worthless he is. Velker, his champion, merely watches from the side of the courtyard.

If any characters join in with the insults, Velker draws his swords and advance. Belus stops him and with a grin says that the character can live only if the character can "out-insult" him. As long as the character makes any attempt, Belus doesn't threaten him any further. If they don't try, he storms off in a huff, suddenly upset about the wine that's being served (and the heroes then suffer a -2 on all Diplomacy checks for the next 24 hours with Belus).

Event 3: Magdalena attempts to seduce one of the characters to help her support Belus. She tries to get the character to join her in a particularly risqué dance (which she excels at). If the character sincerely agrees to help her (or wins an opposed Bluff/Sense Motive check), she talks with Nan Jin and assists the characters as much as possible to get the prisoner released. It grants the heroes a +2 bonus to their Diplomacy checks.

Event 4: Ypzion and Nan Jin meet again, and Ypzion informs her that the prisoner has now escaped and is loose in the palace. Nan Jin grows momentarily furious at this, but quickly calms herself as Ypzion notifies her that guards are already searching the palace and he should be found soon.

Event 4a: If the characters slip out of the gala room and search for the prisoner (which, depending on the interest they've earned with the other guests might be a near impossibility), there is a 25% chance they can run across him. Make successive checks every minute they search, reducing the odds by 5% each time until each they eventually find him or the odds are reduced to 0%, meaning he has been recaptured.

If they talk with him, he is obviously in shock and wants nothing more than to escape before the 'devil creature' comes to get him. He can only be calmed through magical or psionic means. Once calmed, Forimaer informs them that he was observing some sort of training camp hidden in the undercity when a red and white horned creature started attacking. It killed every last soldier there with an effortless skill that was both horrific and beautiful to behold.

The characters can then attempt to escape with Forimaer, but it requires 1d6+2 Bluff checks (DC 30) if they attempt to talk their way out, or Hide and Move Silently checks (DC 25) to sneak past the various guards and patrols. Conversely, if they turn the prisoner over to the guards in hopes of a diplomatic solution, they gain a +6 bonus to the Diplomacy check.

Event 5: If the characters mention the starving soldiers, the reaction depends on whom they inform. If it is Nan Jin, she shrugs and say that it is yet another of Belus' unfortunate decrees.

If they mention it to Ypzion, he is barely able to contain his anger over it but falls short of speaking against Belus. If asked if that is actually saving money on the food, he suddenly appear nervous and quickly excuses himself.

If they mention it to Magdalena or Belus, they appear confused for a moment but quickly cover. They ask the character for as much information as possible on what the soldiers said. It earns the heroes a +2 bonus to their Diplomacy checks with Belus for the next 24 hours.

Event 6: In the event that they leave the palace and inform the starving soldiers (who are easily found in the same region) about Nan Jin's plans, they do not hesitate to infiltrate the palace and kill Nan Jin.

Event 7: The characters overhear (Listen check DC 15 or Read Lips DC 15) a conversation between two wait staff members about how curious it is that Belus' nephew is not present at the gala honoring his vase. The other says that she heard he is off overseeing some secret military supply shipments.

Event 8: If the characters have spoken with Velker, he gauges them visually and may even challenge any young male fighters to a sparring match in an adjacent room. If the chosen character manages to endure the unarmed and non-lethal fight (he doesn't have to win, only put on a good sporting fight), Velker asks if the hero wants to join Belus' harem. If he does, it earn the party a +2 on their Diplomacy check with either Nan Jin or Belus.

Event 9: Ypzion informs Nan Jin (in another conversation on the balcony) that the other training camps are secure. However, he is still wary of trusting Belus' nephew in all of this—his loyalty is only to himself.

Resolution

The main spokesperson is the character that makes the opposed Diplomacy check. She can either make the check alone, or if the other characters wish to help, their average Charisma modifier (whether positive or negative, rounded down) can be used to modify the roll as well.

The characters can try to specifically negotiate the release of the prisoner during the gala. They can do this either with Belus or Nan Jin, using the appropriate opposed Diplomacy checks and bonuses from above. If they wait until the next morning, they must make the check with Nan Jin at the official negotiations in the morning. Waiting until the next morning grants the party a +4 bonus to Nan Jin's check, as she has gathered all the information she can from the prisoner and really sees little use in keeping him around.

If the characters succeed in the Diplomacy check, Flollo must pay a 10,000 gp ransom and the prisoner is released immediately. Although they ask for payment up front, they are willing to take it on Flollo's good name. For every 5 points they win the check, reduce the ransom by 1,000 gp.

If the characters fail the check, the prisoner is held indefinitely, and they request that Flollo send better emissaries next time. If they fail by 10 or more, then Forimaer is locked away the following day, which is the day Cyrene attempts her suicidal attack on Belus.

If the characters reveal the plot against the Bloodlord to either Magdalena or Belus, the prisoner is released without a ransom. As the group leaves the palace they see Nan Jin's head on a pike outside the palace's main gate. Asking around reveals that Razor Ypzion has gone missing.

Episode 6: Ambush at the Foundry

Two dwarven brothers, Flaevin and Floevin Scolariaus, first established the Scolariaus Bros. Foundry 65 years ago. They began as simple blacksmiths, but quickly realized that given Penance's unique design a fortune could be made through the manufacturing of various beams and rafters that are used to build new layers of the city on top of an older ones. Although they work the whole gamut of metallurgy and blacksmithing, the majority of their business was in construction materials.

The Scolariaus brothers retired over 20 years ago, and the foundry was sold to an industrious dover named Larsen. The name was retained to keep long-term clients around. With the relative stability of Flollo's holdings, Larsen has expanded the business outside of those holdings and deals largely with supplying the construction of the outer edge of the city, as well as the restoration of newly claimed cantons.

Times had been slow until a dream customer arrived nearly a year ago. A mysterious figure who only dealt through intermediaries seemed to be restoring a canton in the deserted city. Larsen was wary of dealing with a shadowy figure that refused to meet in person, but hard economic times forced his hand. Since then, the Scolariaus Brothers Foundry has been selling as much construction material as it can manufacture.

That client was Izuron Zul. The materials he purchased were used in the construction of his underground stronghold. Now, with the stronghold complete and adequate repair supplies stored away, Zul decided that the foundry could serve him in one last way.

In one of Zul's boldest moves, he led an attack on the foundry and rounded up 110 of the workers (all but four who died in the assault) to be added to his canton. To get the maximal number of prisoners, he had to attack in the middle of the day and subdue them all in a matter of minutes. Not only that, but he had to do it amongst several other active factories and remove all 110 people across the city without notice. He succeeded perfectly.

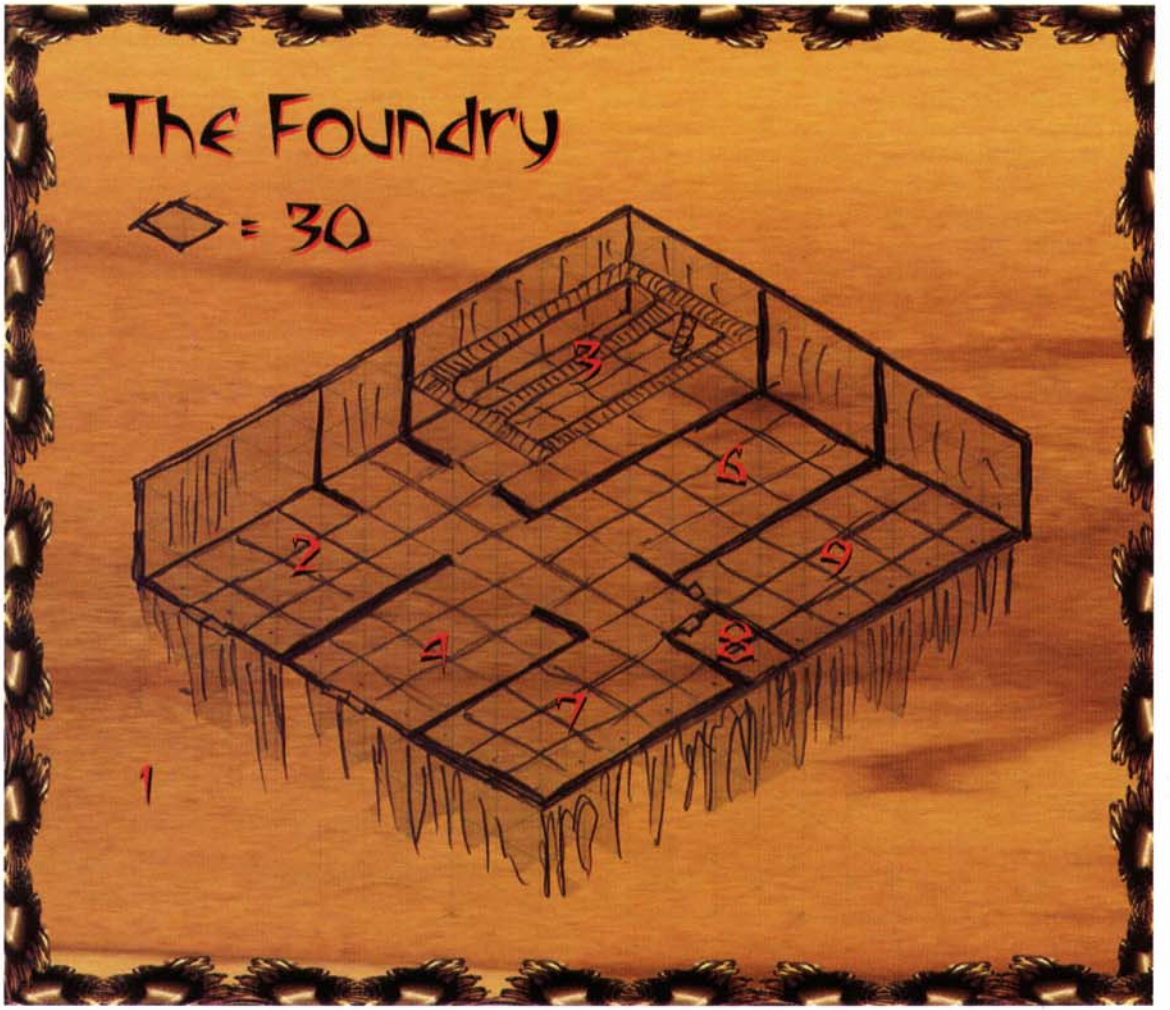
Zul arranged for a final shipment for his stronghold. When it was complete and ready to be transported, Zul himself and several of his most powerful spellcasters snuck through the undercity and emerged through the foundry's central furnace, catching all of the workers within by surprise. They were quickly put to sleep, and loaded into the transports that were to carry his shipment. He then had his minions take the carts through Flollo's and several other Bloodlords' territories, but this time the caravan held prisoners instead of the usual steel rafters and tunneling supports.

Later that afternoon, a courier discovered the vacant foundry and alerted the authorities. One of Flollo's advisors (a spy for Zul), notifies the characters about this mystery and informs them that Cyrene has requested that they investigate. This is true, though the advisor did his best to make sure that Cyrene and most of the other vanguards had other pressing assignments, and only the characters were available.

Empty Foundry

If the characters travel directly to the foundry, which is located near the western edge of Flollo's holdings, they arrive there late at night. Any prior investigation reveals the following information with a Gather Information check:

DC	Information revealed
15	The basic history of the foundry as revealed above, namely that Larsen bought it from the Scolariaus Brothers and that it primarily manufactures construction materials.
18	Business there has boomed since a customer started buying nearly as much as they could produce about a year ago. A large shipment went out that afternoon, most likely to that customer.
20	People believe the foundry is haunted. They hear sounds at night as if the fires within are moaning in agony. (This is the trapped fire elemental in the Main Furnace; see below.)
25	That customer has never been seen in person, but he is apparently rebuilding part of the deserted city.
29+	The mysterious customer had a huge shipment of nearly two-dozen large wagons that went out that afternoon. The drivers went southwest toward the deserted city. All of the wagons were well covered, which they typically do if they expect bad weather. There was no sign of inclement weather, however.



When the characters arrive at the foundry, read the following:

> The surrounding factories and warehouses all stand silent and dark, their imposing structures looming over you. The foundry itself is lit by lumin plants that decorate the grounds. Stark shadows crisscross the large, blocking building and its several smokestacks. Thick smoke still rises from the largest and most central one, blocking out a swath of stars.
>
> Two guards standing near the main gates wave to you as you approach. Each wears the colors of Lord Flollo.

The guards are happy to see the heroes. They inform the characters that so far they have only been inside enough to realize that the structure is vacant—except for three bodies near the center of the building. Knowing this situation was one that was beyond what they could handle, they remained outside to guard the building until vanguards arrived.

Unless otherwise noted, the inside of the foundry is lit by a number of oil lamps lining the walls and the glow of the furnaces. Although there are walls dividing the various rooms, there are no doors other than to the office area and outside; the doorways are just openings in the walls. The inner walls themselves are iron sheets locking together, much like the outer walls, but much thinner. The ceiling is 30 feet high throughout. A few chains and pulleys line the ceilings of the entire building except for the offices. However, these chains and pulleys are highly concentrated within the Coreroom (**Room #3**).

In addition to any information detailed in each room's description, Search checks (DC 20) reveal occasional blood stains, especially in the Main Furnace and Shipping. There isn't enough blood present for the blood to be from mortal wounds or even serious ones.

1. Grounds

The area surrounding the foundry is made from 5'x5' interlocking blocks of rusted iron that serves as a large platform upon which the foundry was constructed. The walls of the foundry itself are also made of the same rusted iron blocks, making it nearly impervious to quakes or other natural disasters. There are some mounds of dirt near the building itself in a feeble attempt to grow some grass and trees. There are no signs of any struggle or forced entry.

2. Finishing and Shipping

Large double doors open to the outside for the loading of goods to be shipped. Three loading ramps rest just inside the room to facilitate the loading of goods onto their subsequent transports. The room itself is full of the shipment that was to be delivered to Zul today.

> A set of large wooden double doors on the southern wall has three ramps leading up to them. The room is full of stacked steel girders and flat iron blocks, leaving a path through the center of the room to an open doorway in the northern wall. There is little room between the stacks. Lamps line the walls, and the glow of fires and kilns from elsewhere in the building dimly light the room.

There are exactly 20 stacks of materials (12 of girders, 8 of iron blocks), and each load appears to be enough to fill a large wagon. A Search check (DC 20) reveals long gouges in the floor like a large number of items were dragged through here and up to the loading docks. A Track check (DC 20) reveals that a large number of these objects (more than 60) were dragged from the open hallway in the northern wall to the ramps.

3. Coreroom

> Various pieces of metalworking equipment fill this room. Located in the room's center are two large tables nearly 20 feet in length where it appears several craftsmen could work on large objects. Chains hold an iron beam in the air above one of these tables.
>
> Various chains and pulleys cover the ceiling, apparently to transport materials from molds to workbenches, and then outside the room to be shipped. Over a dozen smaller tables, molds, and equipment benches fill the rest of the room.
>
> Two large kilns help illuminate the room, filling it with a soft red glow. Three-foot diameter smoke stacks rise up from the tops of the kilns and out the ceiling. Tools and half worked objects lie scattered about. On the far end of the room, stairs lead up to a walkway that services the chain and pulley systems.

This room is the central point of manufacture for most of the products the foundry produces. It is also the hiding place of Zul's minions. All six attackers are *invisible* within the room. The kytons are in the chains along the ceiling, and once the characters fully enter the room they attack, using the various chains as their weapons. One swings the iron girder at any potential spellcasters (-4 to hit, 2d8 damage). They try to remain among the chains and attack from afar. If any characters manage to get that high to attack them in melee, the kytons engage them. They are located along the southern wall, each spaced about 25 feet apart and have ½ cover due to the various chains surrounding them.

Defending characters are able to use the two large tables for ½ concealment from the kytons and ¾ concealment from the tieflings. There are also 14 smaller workbenches that can provide ¼ concealment from either the kytons or the tieflings (the characters cannot position themselves to get cover from both groups at the same time).

The tieflings are located in the northern end of the room. After their *invisibility* is broken, they use various tables and workbenches as concealment. They engage combat by attacking the group with offensive spells but quickly turn to bolstering the kytons if they manage to gain the characters main attention. The kytons move through the chains to defend the tieflings if free of melee. They only do this if they believe the tiefling has a chance to stay alive for a while and assist them in the fight. If any look grievously wounded, they let him die.

All are loyal to Zul and his cause, but not to each other. As such, they do little to aid an endangered or fallen comrade unless they might be able to continue the fight long enough to finish off the characters. They all wear the white and red insignia of Zul's cult.

Kytons (2), hp: 62, 63.
Tieflings (4), Male Tiefling Evo7, hp: 21, 22, 22, 24.

If the characters manage to get any information from the kytons or the tieflings, they know as much as Eryx about Zul's stronghold, Zul himself, and the kidnappings/killings (see next section). A Search check (DC 15) of one of the tieflings uncovers a note written in Infernal that reads "Meet Eryx at Hub" and the date two days from the present day. If the characters cannot read Infernal, there are several sages at Flollo's basilica that understand it.

4. Receiving

> Heavy wooden double doors consume the exterior wall of this room, and an opening in the northern wall leads into the rest of the building. Two ramps sit just inside the double doors, each obviously well used judging by the gouges and scuffs on their surfaces. Piles of raw ore and scrap metal fill half of the room.

This room is nearly identical to the Shipping room, though not as deep, and is instead full of raw ore and scrap metal. A Search check here reveals nothing of note.

5. Main Furnace

In the middle of the room is the massive main furnace. It consists of a three-foot high wall surrounding a 15-foot diameter shallow pit. A large (10 foot diameter) opening in the ceiling is the main smokestack from which acrid smoke still emerges. Two cauldrons of once melted metal hang from the ceiling, partially within the coreroom and flooring room. Now they are mostly cooled, though if spilled onto a creature would cause 2d10 points of fire damage every round for 1d10+4 rounds. As characters enter the room, read or paraphrase the following:

An open area connects the surrounding rooms with open entrances on every wall. The only door is on the eastern wall. The main focus of this area is the large glowing pit in the center. A short wall surrounds it, and a bright, hellish glow illuminates this area far greater than within any of the others. Two cauldrons dangle suspended from the ceiling by chains, and three male human bodies lie on the ground around the furnace.

A cursory search of the furnace reveal arcane runes lining its edge. One of them appears to be scratched off. A Spellcraft check (DC 26) determines that it appears to be some manner of a binding ward, as if to keep an Outsider from crossing. A *dispel magic* (DC 12) fully breaks the already weakened magic. This is the foundry's best-kept secret; even most of the employees are unaware of what is inside the furnace pit. *Detect magic* reveals the nature of the runes and show that they are weakened but intact.

Early in the history of the foundry, a group of adventurers managed to capture a rampaging fire elemental, but were unsure of how to be rid of it without further risk to themselves and their equipment. The Scolariaus brothers heard of this and offered to "take it off of their hands." The furnace pit was reworked with both steel and spell to contain the elemental. For decades afterwards, the foundry saved a fortune in costs to operate the furnace, which helped them drive several competitors out of business and keep them afloat. One of Zul's spies learned off this, and disturbed one of the runes enough to allow an outsider of Zul's strength to force his way through. He brought several non-outsider wizards with him to help put the workers to sleep. All of Zul's people were magically protected against the fiery attacks of the elemental (utilizing *protection from good* and *resist elements* spells). The kytons and tieflings then arrived with the wagons to pick up the sleeping workers.

The current binding magic is weak enough for the elemental to attack anyone that comes within 10 feet of the furnace. The three dead workers were the first to discover that just moments before Zul attacked.

Large Fire Elemental, hp: 78.

The elemental remains still until any characters come within its blazing reach. It then attacks relentlessly while anyone is within range. Due to the size of the furnace pit, it can only attack out one side of the pit at a time, but moves about as necessary to attack anyone within range. The elemental can only be communicated with by speaking Ignan and with a Diplomacy check (DC 20) by the Ignan speaker.

If the elemental is destroyed or dispelled, the furnace cools in 2d6+4 hours, at which time the pit can be entered safely. It is 15 feet deep and is spherically shaped. A five-foot diameter hole has been cut in the side of it and then replaced. The characters are not able to open it back up without magical means or extreme heat (though they could try and bash through it using sheer strength, but this would be a loud and time-consuming process). If they manage to get through the sealed opening, it leads to the undercity, but all marks of Zul's passage are gone.

6. Flooring Room

Several interlocking iron blocks are stacked in the southwestern corner of the room. Another hangs from the air above a mold. Two more molds sit open, awaiting molten metal. A few tools lie strewn about.

This is the room where the interlocking iron blocks are produced. The equipment in here is sparse, but large. It consists of several molds and some finishing tools. A Search check here reveals nothing of note.

7. Pattern Shop

Several large molds and dies are stacked along the eastern wall. Along the western wall is a series of shelves holding smaller molds and dies. A simple desk and chair are just inside the entrance to the room. Papers are scattered haphazardly across the desk.

This room is for the storage of molds and dies for the various goods that the foundry produces. The papers are covered in nonsensical numbers, names, and two dates, which comprise the "tracking logs" of Fuddly the pattern-keeper. Fuddly has performed in this position since the foundry opened, and is only kept around due to the fact that no one else can make sense of his organization scheme. A Search check (DC 20) reveals a hastily scrawled note on the bottom of one sheet written in Common is today's date followed by "horned devil beast attacks from furnace"

8. Metallurgy

This room looks more akin to an alchemist's laboratory than a factory. Three tables, each with its own miniature furnace, are covered in assorted vials, ore samples, and tools more precise than anything else in the foundry. Broken glass litters the floor of the doorway wet with a mix of a clear and a red liquid.

This is the room where they test the quality of the ore received as well as various new metal alloys. The broken glass is from a vial that was thrown at one of the attacking spellcasters and wounded him. The blood is human in origin.

9. Offices

A thin wooden door (that is shut when the characters arrive) leads into the office from the main foundry area.

Twelve desks and chairs fill the majority of this room, and two larger desks rests along the northern wall. One of the larger desks appears to have not been used in many years. An elderly woman lies dead on the floor near one desk, her eyes and mouth wide with terror. A flimsy wooden door is on the western wall. A heavier wooden door is on the eastern wall.

Development: There are no signs of wounds on the woman – she literally died of fright when Zul entered the room. A Search check (DC 20) reveals paperwork with Zul's name and where the materials were shipped to, as detailed in the section "Additional Clues." If the characters specifically look for such records, the GM should grant them a +5 circumstance bonus to their check.

Additional Clues

If the party is unable to gather any information from the attackers (a messy *fireball* kills the tiefling and destroys the note), there are several other methods that can point them in the proper direction.

- Asking around within the inhabited cantons, and Tracking (DC 25) in the deserted city allows the characters to follow the caravan. It does not go directly to Zul's stronghold, but to his storage facility two cantons away. It is there that he has construction materials stored, as well as a sizeable cache of weaponry and has materials transported by foot through the vacant neighborhoods as necessary. The captives were then led through the topmost layer of the undercity, and then above ground into Zul's canton. A Track check (DC 20) reveals their path.
- Looking through the foundry's records uncovers two pieces of information—the location of Zul's storage facility and Zul's name. Being new to the world and preparing to become a legitimate Bloodlord, Zul had no reason to hide his identity.
- Asking around the area about the kytons and tieflings (Gather Information DC 20) reveals that a group matching the description (though far more subtle in appearance) was spotted at the Hub Tavern three days ago talking with a lunar.

Episode 7: Making the Connection at the Hub

In this episode the characters follow the trail to the Hub Tavern in hopes of finding Eryx (the lunar contact who met the tieflings). Through any of a variety of means, Eryx can lead the characters to learning about Zul himself. With that information, one of Flollo's sages realizes just how dire the situation has become.

Eryx was an early recruit into Zul's cult and acts a contact for a variety of Zul's spies and attack groups. As with many other criminals within Penance, he uses the riotous Hub as a primary meeting place for most of his dealings. On the night indicated by the tiefling's note (above), he is expecting to meet the tieflings and gather word on their mission and assign them their next one.

The characters are free to face Eryx as they wish. They can lie in wait and attack him. They can attempt to persuade information from him through magical (or not so magical) means. They can attempt to deceive Eryx into revealing information. Feel free to leave it to the characters' ingenuity.

The Hub

See **Chapter 8: The Hub Tavern** for a detailed description of the Hub. On the night Eryx was to meet the tieflings, it is exceptionally busy due to some obscure holiday honoring Lady Azura (an elf that managed to overthrow an exceptionally evil overlord who was conquering much of Penance centuries ago). The first harvest after she took over, she gave to the people that had been starving under the former overlord's rule. From then on, the anniversaries of that day (which falls on the third harvest of every year) became a holiday of celebration and sharing of food, and spirits. After so many years, however, the original intent has faded and the holiday is now an excuse for drunken revelry and bawdy tales of the elven overlord. So the establishment and surrounding streets are filled nearly to capacity with drunks and celebrating creatures of a myriad of races.

Asking around the Hub about Eryx reveals the following information depending on the character's Gather Information check:

DC	Information revealed
15	Eryx is a lunar who occasionally meets other individuals for some drinks and conversation. The other individuals vary often enough that no one really remembers any of note.
20	A female employee named Kira who is intimately acquainted with Eryx reveals what he looks like and what time he is expected to arrive that night. She provides this information in exchange for a "good word with their Bloodlord." (Furthermore, if the party acquires Eryx's mirror but do not know the command phrase, Kira has witnessed him using it and can be persuaded to tell them the command phrase; if the characters are truly stumped she may have even seen Zul himself at a glance.)
25	Eryx and the tieflings were in the Hub three days before the ambush. They have also met a couple other times in the past month. Eryx seems to meet every few days with one group or another. They never sit in the same place.

Also for the "right price" one of the bartenders, Torvill (LN dwm Com1) lets the characters know when Eryx arrives. However, the "right price" is a matter of debate. He says that Eryx has paid him off to keep his identity secret, but if the characters are willing to pay him more, he gladly helps them. The trick is that he does not reveal how much Eryx paid him. If the characters offer less, he tips off Eryx and misleads the characters. The characters must pay Torvill 500 gp or more for him to help them. Otherwise, he has a friend of his notify Eryx that someone was asking about him, and point out some other lunar (of which there are several at any given time) claiming he is Eryx.

If the characters take the time to inquire about other activities throughout the city and not Eryx in particular, the following information can be revealed with an additional Gather Information check.

DC	Information revealed
15	Gnolls throughout Penance are calling for a boycott of Flollo's merchants due to their accosting a gnoll noble named Sovereign Denningal.
18	Many vanguards—and even a few razors—have been found slaughtered in the past couple weeks. The vanguards apparently put up a fight, but the razors never even drew a weapon. Many believe it is this cult called the Purity of Flame that is responsible, but no one knows much about it, other than they preach intolerance of the mighty and strong (since they believe that strength corrupts, so the stronger you are, the more corrupt you become).
20	Groups of people numbering in the dozens have been disappearing from all over southern Penance.
23	A small army was spotted moving through the undercity away from Belus' holdings toward Flollo's.
25	The Purity of Flame has been gathering members for almost a year now, and has now begun making moves against the various Bloodlords by killing their vanguards and razors that show the most promise. Many wonder if the Bloodlords themselves will eventually be targeted.



Eryx

Eryx arrives late in the evening and makes a walk around the Hub looking for the tieflings. Not finding them, he leaves and proceeds to his room at a distant, run-down inn through a very roundabout path. He is a phenomenally confident and egotistical lunar. Totally sure of his ability to judge the crowds and disappear into them if necessary, he does not try to hide himself as he swaggers through the establishment. He does not, however, wear any insignia tying him to Zul or his cult.

Eryx, Male Lunar Rog12: hp: 58.

If attacked, Eryx does everything he can to escape. If cornered and unable to flee, he assumes his wild shape and attacks. If he does manage to flee, however, he uses his Hide skill to blend in with the crowds (often pulling his hat low to hide his extra eyes and appear more human). His ego and curiosity get the better of him, though, and even if he could easily escape, he wants to know who is after him. This leads him to observe his pursuers, and eventually try hit and run attacks on them (using his Sneak Attack whenever possible).

If he is definitely overpowered and cannot blend into the crowds to leave, he attempts to work his way back to his room through traveling across rooftops. Once there he clears out all of his belongings and moves to another location within the southern half of the city. If he does make it to the rooftops, pursuing characters have to make a number of Reflex saves to avoid falling. At first the DC is 15. If the characters and Eryx successfully make that, successive DCs increase in steps of 3 as Eryx tries more and more daring leaps. This continues until either Eryx fails and falls, or the characters do. Anyone who fails the Reflex save takes 4d6 damage from the fall.

If the characters get information out of him, he knows the following:

- The canton where Zul's base is located (he has never been into the stronghold and knows nothing about it other than its location).
- The Purity of Flame was devised by Zul to get natives and other like-minded arrivals to turn against the off-world heroes. Not all of the cultists are in on the killings, but of them the vast majority is well aware.
- The kidnappings are for Zul to become a Bloodlord, so that he can kill other Bloodlords (or their designated champions) without reprisal from the Queen. Eryx does not know the reason for the killing of bloodlords and heroes. The pay and the potential mayhem is enough for him.
- He communicates with Zul through a mirror that he carries with him at all times. The command phrase is "Eryx is a god".
- Izuron Zul is a very powerful extra-planar creature of some sort, possibly a fiend.
- Zul himself asked to have the party killed. He said they were only a minor annoyance now, but had potential for trouble later.

If one of the characters tries using the mirror by speaking the command phrase or if they convince Eryx to use it, an image of Zul appears.

The normal image in the mirror blurs and then refocuses as someone—something—else. The creature is at first distracted in some sort of intense carnage. After a moment, the creature's equine-like head turns to glance at you. Your blood freezes as you behold the face of evil. Its skin is a pure white stained with blood red patches. Several dark horns emerge from its skull at disturbing angles. In a strangely articulate and cultured voice for such a beast is asks, "Eryx, what is your report? And be quick, I am...working."

If Eryx is the one using the mirror, Zul lets him complete whatever message he is sending but makes a Sense Motive attempt (versus Eryx's Bluff check) to determine if Eryx is telling the truth and whether he is under duress or not. If anyone other than Eryx is using it (including in disguise, magical or mundane), Zul hisses a curse and his image vanishes as the mirror is suddenly cracks.

Amphion

If the characters go back to Cyrene or any of Flollo's staff with the description of Zul (either from seeing him in the mirror or through Eryx, Kira or Forimaer), they are sent to Amphion, the keeper of lore. Flollo's staff requests the heroes hand over the mirror (broken or not) in order to try to discern the location of Zul's base. If Eryx revealed that information, then their attempts are for verification only.

Amphion (LG hgm Exp15) is an aged halfling sage that still has the definite sparkle of youth in his eye and a spring in his step whenever new monsters are mentioned. He studies all manner of creatures from all the distant worlds and has one of the most exhaustive zoological studies of them in all of Penance.

Upon hearing the description, Amphion removes several tomes for the characters to examine. He shows them various illustrations (some of high quality, some not) of various fiendish creatures, several of which the characters might recognize, though many are strange and foreign.

At one point he remarks, "Well, I sure hope it's not one of these," and show the characters a drawing of a thodol similar to Zul. If the characters acknowledge that as the creature they saw or heard described, read the following:

The elderly halfling giggles for a moment as his face fills with glee. "I never in my days thought I would behold a thodol! I say!!" Then, his glee drains away as a sudden realization sinks into him. With an audible gulp, Amphion drops the tome he was holding and begins hurriedly packing up books and other belongings.

You hear him muttering to himself, "A thodol...a thodol is in the city, must leave at once, yes, yes, only option to save ourselves...I wonder if I can find a portal off of this world? And a key... yes, must find a key as well."

Amphion's sudden change in mood is because of his realization that if a thodol is in Penance, then some evil god has turned his attention to them and has sent one of his most powerful minions. However, with some coaxing from the characters, Amphion resigns himself to doing additional research through the night in hopes of uncovering something that can assist them in defeating Zul. He shoos the characters out of the room. In the morning, read the following:

A pounding on your door awakens you shortly before dawn. Amphion can be heard chuckling on the other side of the door. "Let me in! I have found our weapon!"

Amphion tries to gather them all around but is willing to give the information to whoever wants to listen.

Flipping open a large book, he points to a drawing of a castle with the word "Urdur" written underneath it. In an excited voice, the old halfling speaks. "Izuron Zul is a creature of the evil planes, sent here to wreck havoc and kill a whole lot of us for whatever insidious reasons, right? Now, he's far too powerful for most any of Lord Flollo's soldiers to attack, including you. You'd just be slaughtered! However, if the attackers didn't try to kill it, but instead capture it, then they just might survive the battle.

"Now late last night I stumbled upon the story of Lord Urdur. He was some Bloodlord from centuries ago that had some problem with evil fiends or something, I don't know for sure, as it's not real clear here. However, what is clear is that Urdur tried nearly every way possible to defeat the fiends. The result of that was the commissioning of the *Mask of Binding*."

Amphion then starts pointing to bits of the text that is written in some ancient dialect of Common. He states, "The *Mask of Binding* was able to bind any creature from the divine planes that it touches. You see, Urdur finally stumbled upon the proper approach: Don't try to kill the things, just capture them and lock them away where they can't hurt you! Planar creatures are really quite difficult to kill, but can be pretty easy to just contain. I don't know why, maybe one of the gods still likes us, eh?

"If this *Mask* was completed, it should be powerful enough to bind even a thodol. To retrieve it, you must travel into the undercity to the ruins of Urdur's keep. For about the time the *Mask* was supposed to be finished, the entire canton sunk deep into the undercity, and all were feared dead."

The text is old and very vague. Little was written about Urdur since he was only a minor Bloodlord that soon went insane and was killed when the area collapsed. Amphion continues researching thodols until the characters return from their journey, but he does not promise that he can find out anything else. Also, he has notified Flollo of his findings, and Flollo agreed that the characters should go.

Episode 8: Ghosts of a Bloodlord Past

Within this episode the characters delve deep into the Undercity to acquire the *Mask of Binding* from the ruins of Lord Urdur's castle. The castle is full of undead, and Urdur himself is now a ghost. Lord Urdur hands over the *Mask* only if the group travels to the area nearby the ruin of his castle and brings back the head of a demon that tormented him. Upon their arrival, the characters find a small town called Safe Place that is run by the simple-minded demons left behind when their masters were killed. Through diplomacy, sneaking, or outright combat, the characters should be able to get the skeletal head of their "Nasty Cloud God" to present to Urdur.

Background

The area has a dark and sorted history. Originally it was a bastion of light and goodness known as Fort Glory. Its heyday was during one of the bloodiest periods of Penance's history when several Bloodlords battled openly for control of large regions of the city. Touted as "A safe place to live" due to its impassable outer wall protective spells that hid its inhabitants, Fort Glory's popularity grew among those attempting to avoid the horrifying conflict. All was grand and beautiful, until a summoning went awry and the demons came. Fort Glory's outer wall offered no protection to an attack from within. Fort Glory was no more, and soon fell into the lore of the bards.

Decades later, a half-elven cleric named Urdur set out to build a fortress for himself amongst the abandoned cantons. He had the misfortune to choose to build over Fort Glory. Most of the demons had long ago left, but some still remained, spending their immortal life spans slumbering in the remains of the once glorious ruins. It was not until years after Urdur finished his castle and became a Bloodlord that the cerebrillith, the most powerful of he remaining demons, awoke.

The cerebrillith began haunting Urdur's dreams. The nightmares quickly became a nightly occurrence, and Urdur started down the path of insanity. At first the lack of peaceful rest merely stretched his nerves tight, but soon—as the nightmares started seeping into his waking mind—Urdur became utterly paranoid. He was convinced that some evil creature was haunting him, but all of the mages in his employ could find no trace of the creature Urdur kept claiming to see. His chief mage continued to be loyal and at least act as if he believed Lord Urdur.

The lack of evidence actually caused Urdur to become even more paranoid as he wondered whether his servants simply did not believe him or were in fact possessed by the creature. At first, he moved into the temple and lived there for a while, setting up wards and protections all around. Still plagued by images of the cerebrillith, he then ordered that a tall tower be built on top of his chief wizard's tower in a feeble attempt to get Urdur as far into the sky (and he thought away from corrupting influences) as possible. He believed the wizard could act as a buffer, and that the dark creature's reach could not pass through the wizard's tower without being detected. In such a place of sanctity he hoped that he could purify himself to the point of driving away the creature. It did not work.

On the brink of insanity, Urdur ordered his wizards and priests to create an item capable of ensnaring the creature. The result was the *Mask of Binding*. The *Mask* was a magnificent creation; a reflective mask with magical powers of its own to help protect Urdur from mental influences. Its primary power, however, found its source in a dark jewel set into the top of it. When wearing the *Mask*, if Urdur touched the creature he kept seeing, the jewel would trap it within its depths. Urdur was elated and thought his troubles now at an end.

Shortly after the *Mask* was completed, a massive quake occurred that caused Urdur's holdings and the surrounding regions to sink deep into the undercity. The collapse killed everyone within Urdur's castle, as well as the cerebrillith. Now, centuries later, the city has grown up around the area, burying the castle deep in the undercity. The spirits of those who were slain haunt the area. Even as a ghost, Urdur still fears that the demon will return to torment him.

Deep beneath Urdur's ruined castle, in the ruins of Fort Glory, the cerebrillith and most of the demons were slain, leaving behind a Caller in the Darkness, a great psionic storm of undeath. The only living tanar'ri were a large number of slow-witted dretch. Left on their own all of these years, they have rebuilt Fort Glory in their own twisted and sad vision. Their only knowledge of the town is from a broken sign, leading them to dub the area "Safe Place". They also, in their complete of brilliance, believe that a town with such a nice name will surely attract visitors—and visitors make such delicious meals. Fortunately, some of the dretch were too stupid to catch onto such an intricate plan, and have thrown off their evil ways to welcome all who arrive there with generous hospitality.

One of these good-natured dretch is named Slim. He is rather skinny—by dretch standards—and runs a bar in the city (which doesn't have a name, just a sign reading "bar" out front). He has realized the evil truth of Safe Place by overhearing conversations within his bar. Thinking that Queen Who-Talks-With-The-God has been corrupted by a small group of dretch, he is looking for other good-aligned dretch to help him stop the Queen. So far he has found only a few others because he simply cannot think of how to ask other dretch if they are evil or not without the evil ones killing him. The population is actually rather divided, with a slight lean toward the good (or at least neutral) alignment. The Queen has no idea there is a plot against her among her people, since she thinks the plan is so brilliant, no one would question it. The characters arrive in the middle of this rather simple-minded, but bizarre conflict.

Traveling Through the Undercity

Flollo arranges for the party to be guided by Jayne, a female Frey rafter he keeps on call for such tasks. She knows where Urdur's castle is from the descriptions, but she has never been there herself. It is a couple days' travel to the abandoned area wherein the delve begins. After that, it is a three-day, snail's paced climb down through many layers of the undercity. She has agreed to take the PCs as far as the castle, but no further. She agrees to wait for them

in order to lead them back to the surface when their missions ends.

There is no natural light in the undercity, so without darkvision the characters need a light source. Furthermore, when the characters approach and enter the castle ruins, the limit of their vision can be an important factor (and a very useful way to set the mood as arrows and undead start appearing out of the darkness).

Castle Ruins

The ceiling in this portion of the undercity is 30 feet high and there is a wide road leading up to the castle. The main gates are hanging partially off of their hinges, and can be easily entered; however, each tower contains six skeleton archers. The skeletons attack anything within their range with a barrage of arrows.

Skeletons (6 per tower) hp: 9, longbows +2 ranged 1d8/x3.

All other buildings stop within 150 feet of the castle, but there are rafters and columns every 20 feet that can provide up to 25% concealment. The outer wall is 20 feet high and can be scaled via a Climb check (DC 20) to avoid a number of the archers. The towers are 30 feet high, so the ceiling of the ruins rests on top of them. The skeletons attack from arrow slits that offer 90% concealment.

Courtyard: As the characters enter the courtyard, numerous skeletons emerge from the barracks and castle wall and form into a bone sovereign. Give the bone sovereign a round or two to advance on the characters (forming outside of their vision range and only the noise of bones clanking on bone as it advances). Each round 2d4 additional skeletons merge with the bone sovereign and increase its Hit Dice accordingly. The maximum number of skeletons is left to the GM, but for an average party 48 skeletons should be a reasonable, yet challenging amount. Also, individual skeletons can be turned before the merge in order to slow its advancement. If one bone sovereign is destroyed, the remaining skeletons merge into a new one and begin advancing until the maximum Hit Dice are met.

- For each skeleton added add 9hp
- For every 2 skeletons added:
  - Increase its Base Attack Bonus by 1
  - Increase its Will save by 1
- For every 3:
  - Increase its Fortitude and Reflex saves by 1
- Statistics based on the size advancement are included in Appendix A.

Bone Sovereign: hp 36.

Barracks: This building contains 60 simple beds (now nearly rotted away) as well as 30 skeletons awaiting orders. They act as described above until destroyed.

Stables: Empty, aside from rotted stalls and the skeletons (unanimated) of 25 horses.

Keep: Now a large pile of rubble, 17 ghosts of the servants drift amongst the ruins carrying out their duties as if nothing is amiss. They range from 2nd to 7th level in the Commoner and Aristocrat classes, but attempt to flee if attacked. If spoken to, they believe there was a terrible quake, but everything is fine, and they have to tend to their duties. They do know that the Bloodlord is in his home above the wizard's tower if they would like an audience with him.

Chapel: This simple building somehow managed to survive the fall as well as having the wizard's tower tumble onto it. Furthermore, the building has been *consecrated* (as per the spell, but with a permanent duration), so undead do not enter.

Inside the building are simple wooden pews and an altar with the symbol of some sort of a sun-based deity. The *Mask of Binding* is hidden in the ground underneath the altar, however, it was deposited there through magical means, so the search check required to find it is DC 40. However, Urdur in his incorporeal state can retrieve it easily.

Wizard's Tower: Detailed below.

Fallen Tower

The current state of the tower presents a unique challenge to characters. The bottom floor and most of the 2nd floor are intact, however, the rest of the tower above that level is tipped onto its side and resting partially on the chapel, and partially out over the chasm. Characters must somehow traverse these areas by climbing or through magical means. Maps depict rooms with down actually being down. So if characters do not support themselves somehow, they can fall to the lower edge of the room. Unless otherwise noted, climb checks of DC 15 if using rope (DC 20 without) can get the party through each room.

Tower Level 1 (Sitting Room): This room contains couches and chairs in remarkably decent condition and is obviously a room for entertaining guests.

Level 2 (Apprentice Rooms): This level contains several small rooms of simple cells for apprentices' residences. Also, this level has no roof, as the rest of the tower is tipped over.

Level 3 (Study/Apprentice Lab): This level is the first one that is tipped; it is composed of one main room, a lab for students, and a study.

Level 4 (Library): The shelves of books that fill this level are thankfully attached to the floor. The DC to navigate this area is lowered by 4. Characters can find handy books if they Search (DC 15), but no magic items or spell books exist here.

Level 5 (Wizard Bedchamber): This level is comprised of a large bedchamber with smaller washroom. Some of the furniture is at the bottom of the room though much has fallen out of the window. As such, the DC is increased by 4 as there is little to hold onto. The large window presents an additional hazard for falling characters. If falling, a Reflex save is required to keep from falling out the window and into the chasm (DC 15 to barely catch oneself and dangle partially out the window, which requires a Climb check DC 15 to get out of the window opening). If the character passes the Reflex save by 5 or more, then she has avoided the window entirely and can make a new Climb check as normal.

Level 6 (Wizard's Lab): This level is also one big room, but several large tables are secured, thus increasing the climb DC by 2. However, the wizard is now

haunting it as a ravenous specter, so the party could very well find them selves in combat while either climbing across, dropping, or standing on edges of desks and tables. The specter attacks anyone who enters the room.

Specter, hp: 68.

Level 7 (Guard/Screening Room): This level is composed of a guard post and waiting room for Urdur to screen visitors from his new home, but is now empty. Along the walls are numerous arrow slits, which provide a hazard to any falling character. They must make a Reflex save (DC 10) or suffer 1d6 points of subdual damage from landing with a hand or foot in opening.

Level 8 (Meeting room): This level consists of a large table and accompanying chairs. All of the chairs are located at the bottom of the room, but the table is massive and provides ample coverage of the lower half of the room and can be used as a sort of makeshift bridge.

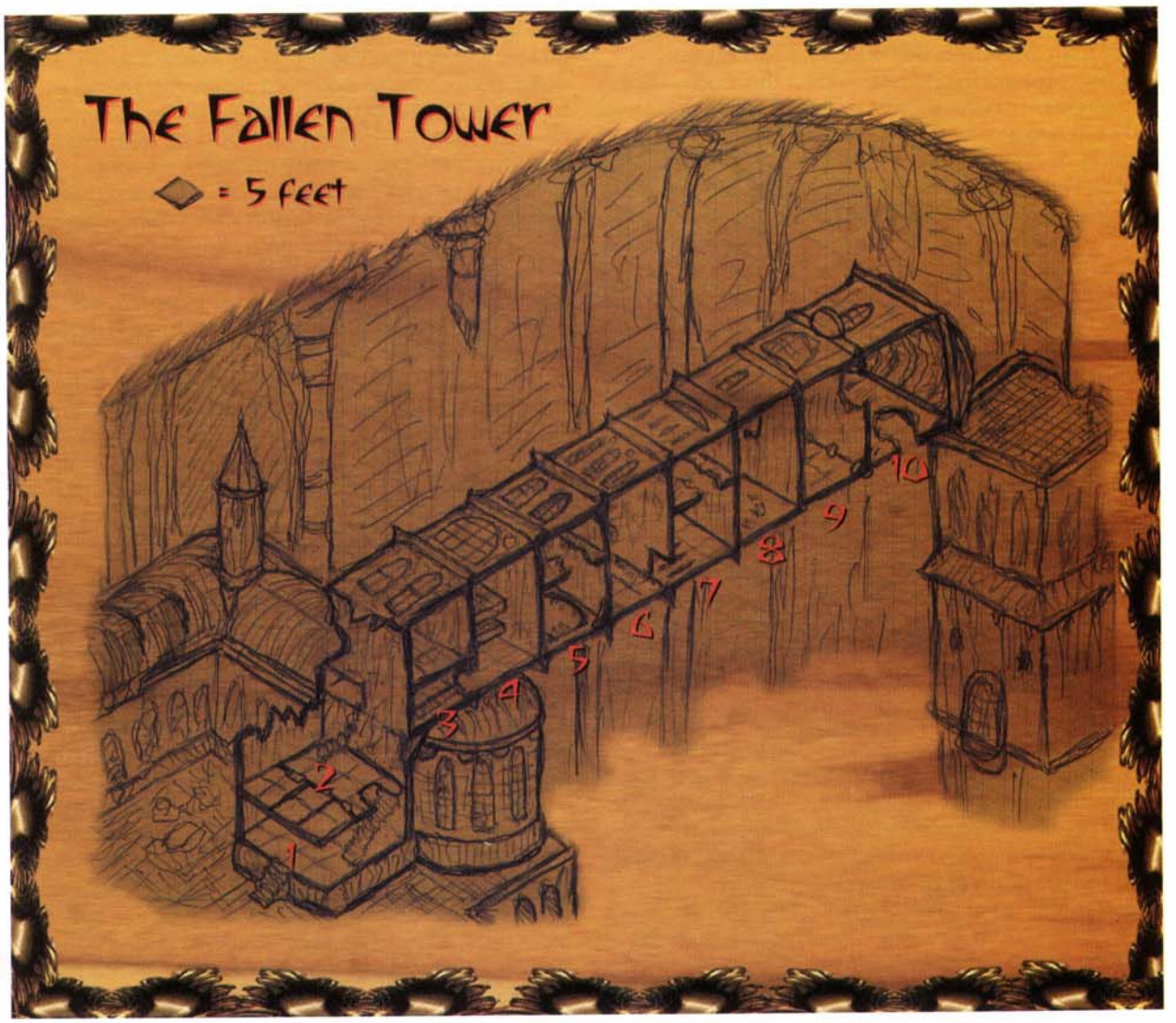
Level 9 (More guards): This level is a room similar to Level 7 above, but herein wait three wights (formerly Urdur's personal guards), which scamper across the walls to attack anyone who enters. Lastly, a set of circular stairs leads to a trap door in the ceiling.

Wights, hp: 38, 39, 39.

Level 10 (Urdur's study/bedchamber): As characters enter the room, read the following:

> You find that most of this level has fallen away; only a few small portions of the wall remain. A pale and partially translucent figure paces back and forth across the floor, perpendicular to you. He appears to be a relatively young half-elf and is wearing the fine clothing indicative of nobility. He is flipping through a large book apparently trying to find something, and takes no notice of you.

The pale figure is Lord Urdur (male ghost Clr10) and if the characters attempt to get his attention, he talks with them as if they were his guards. They can either go along with pretending they are his guards, or try to explain who they really are. If the characters tell Urdur that they killed his guards, he becomes quite frightened and start to cower in what once was one of the corners. Otherwise, if he is told that are not his guards, Urdur assume the real guards have allowed them entrance to speak with him.



Urdur is looking through his religious texts for some way to defeat the demon that torments him. If asked about the *Mask of Binding*, he tells the group that he needs the *Mask* as long as the demon is still alive. If the group were to bring him the head of the demon and prove that it is dead, he would gladly repay them with the *Mask*. He shows them hand drawn pictures of a cerebrillith that he has scrawled over some of the pages in his book. All he knows of the creature is that it visits him in his dreams and tortures his mind. He has managed to stay awake for quite some time now, but he cannot rest until the demon is slain. Also the dreams are often accompanied by visions of the creature coming up from the ground beneath him, so he believes the creature may be in the undercity below him.

If asked or told about the quake, the rest of the undead, or even his own state of undeath, Urdur completely ignores it all; his entire mind is fixated on the demon, nothing else—even his own state of undeath—matters to him. If attacked, he tries to defend himself and call for his guards. If the battle goes against him or if he is turned, he fades away. The only way the party can truly free him is to bring him the head of the one that torments him. The party should continue on to the demonic town of Safe Place.

Safe Place

GM's Note: You are free to determine the relative proportions of good and evil dretch within Safe Place. It can be roughly equal, or it can be drastically skewed in either direction, depending on how you wish to run this section as well as any future plans you might have for Safe Place. Unless otherwise noted, when encountering any dretch, determine its alignment randomly. Nearly all are chaotic, though a few may be neutral or lawful. Also, if any good-aligned dretch are questions regarding the Queen, Nasty Cloud God, or any possible actions against them, they direct characters to Slim's Bar ("Slim leader of revolution, Slim lead us to free..."). However, and evil-aligned dretch becomes confused and begins asking (usually very loudly) as to why the characters would want to attack the Queen.

The majority of the dretch here have learned a second language from the large number of visitors who have come to Safe Place. For most it is Common or Undercommon, but dretch that can speak the languages of dwarves, elves, and the like are rare but can be found. None of them, however, speak it very well.

Safe Place (village): Magical, AL CE; 500 gp limit; Assets 15,750 gp; Population 630; Mixed (dretch 64%, half-orc 10%, drow 6%, deep fey 5%, orc 3%, svirfneblin 2%, dwarf 2%, other races 8%).

Authority Figures: Queen Mother Who-Talks-With-The-Nasty-Cloud-God, female dretch Clr7.

Important Characters: Brutus, male dretch Bbn7; Slim, male dretch Com7; Nasty-Cloud-God, fiendish caller-in-darkness.

Others: Dretch (362); Dretch, advanced (35); merchants, Rog5 (60) and Exp3 (31); Ftr5 (15); Com3 (54); Bbn3 (19); Rgr6 (17); Sor4 (12); Wiz4 (13); Clr3 (7).

Being one of the few centers of trade in the undercity, Safe Place has a higher gold piece limit than most villages. It's population is currently growing (it tends to fluctuate greatly depending on how much word gets out concerning the dretches eating most visitors); it could well reach the level of small or even large town shortly. If the characters do manage to depose the Queen and Nasty-Cloud-God, then it flourishes considerably. Also, there are rumors that Queen Israfel pulls dretch into Safe Place on occasion, which may also account for its unusual population increase.

1. Chasm

This chasm is a continuation of the cliff mentioned in the description of the toppled tower from above. However, at this level numerous ladders and ropes are placed that lead to lower levels. These are used to allow denizens of other levels to come to Safe Place for commerce (or to be a meal). To climb this level downward requires a Climb check (DC 10).

> On this level of the rift, various ropes and crude ladders lead downward into inky darkness. As far down as you can see, these climbing aids continue, crisscrossing and spiraling downward with some unknown purpose. However, none progress upward to the level of Urdur's keep and beyond but rather terminate into semi-stable and hastily erected platforms that jut out from the sheer cliff face.

Waiting just inside of the platforms are three dretch greeters. Characters can easily spot them before they are themselves spotted. If attacked, they flee and gather reinforcements in the form of a mob comprising the majority of the town's residents. Otherwise, they greet the party as follows.

> Three obese and sickly pale humanoids approach you, motioning you to come further into the level. They have wide, expressionless faces and gangly limbs that cause them to walk in a decidedly absurd fashion. One of theses creatures has an arm full of oddly colored items. You hear a voice in your mind, speaking in very poor Common saying, "Welcome to Safe Place. It good town. It happy town. You buys things, you sells things. We friends. Here, wear Friend Hat." As it finishes, the creature with the oddly colored items holds one of them out to you.
>
> Next to them you see a wooden sign, ancient and weathered. A portion is broken away, leaving only the message, "Welcome to...a safe place to live."

These items are Friend Hats and the characters are free to choose whatever "hat" they desire. If they refuse, the dretch insist and tell them that they need not wear it, just carry it around. If the character is adamant and refuses to take a Friend Hat, the dretch throws the rest that he is carrying on the ground and storms off to sulk. If they allow the dretch to give them whichever, there is a 40% chance of a red hat, 40% chance of a black one, 10% chance of one that has been painted some other color, and 10%

chance of the object being its original color (not red or black).

Friend Hats: Friend Hats typically come in two colors, either red or black, but occasionally they are seen in other colors and are always made with various and sundry materials. Many are crafted from simple pieces of cloth which are just large enough to drape over one's head. Other friend hats span the gamut from elaborately painted helmets to horn-bedecked and exceptionally prepared animal furs or carved and decorated skulls. No matter their construction, no friend hat—whether elaborate or plain—is worth more than the sum of its component parts. Friend hats were originally inspired by one traveler's tale of his home world's greeting customs of donning a hat upon meeting someone new. Sadly, the traveler later made a fine lunch for the Queen, but it seems that the tale he told her stuck with her, and the dretch have adopted and twisted this idea to serve their own cruel and unoriginal ends.

Early on, the dretch encountered horrible difficulty in regards to deciding which visitors should be eaten, and which treated well so that upon their departure, they could tell others to visit Safe Place as well. To settle this quandary, the Queen decreed that every visitor should be given a hat colored either red or black; one color designates that the person is "fair game" for consumption while the other marks the individual as strictly "off limits". Unfortunately, none of the dretch, including the Queen, remembers which color means which. To further complicate matters, hats of all colors and descriptions have entered into circulation and now things are quite a mess indeed!

Although the evil dretch hesitate to attack a party bearing hats of many colors, some may gather up the courage (or succumb to hunger) in order mount such an offensive. In this case, roughly half of them attack characters sporting red hats, and try to talk with those that wear black ones (but defend themselves if necessary) and the other half act in the exact opposite manner, attacking the wearers of black hats and befriending those wearing red ones. None of the dretch really knows how to react to characters lacking red or black hats but they most likely treat those characters nicely unless they think they outnumber them.

If a character refuses to take a hat (or removes it at any point), they suffer a –6 circumstance penalty to any Charisma-based skill check. Neither good nor evil dretch trust visitors who refuse to wear a Friend Hat.

Only one of these dretch knows Common (the one presenting the Friend Hats). The other knows Undercommon, and the third rarely speaks. They know the main districts of the town, and if asked about any powerful demons, they direct the characters to the Temple of the Nasty Cloud God. Otherwise, they encourage the party to visit the bazaar. If they like the town of Safe Place, they should tell all their friends to come and visit as well. If asked for a guide, the dretch shrug and telepathically tell the third one to lead them to the Temple or Bazaar (or wherever else they wanted to go). He says he cannot leave his spot in case others show up and need greetings.

2. Former Shopping District

This area once was the shopping district of Fort Glory. The stores are arranged around city blocks with courtyards in the center, only accessible through the shops. Now they are in various states of ruin and disrepair, and only two and a half blocks are remotely intact.

D20 roll	Contents of building or courtyard
1 – 4	Empty
5 – 9	1d4 sleeping dretch
10 – 13	An evil-aligned dretch finishing off its meal (not enough remains to determine what the meal was)
14 – 17	A secret meeting of 1d3+1 good-aligned dretch discussing their revolution, and wondering about what a revolution is. They are wary of sharing information with the characters, but direct them to Slim in the Bazaar instead.
18 – 20	A member of some sentient race is trying to find something of value. The creature hasn't had any problems with the dretch yet (and happens to be wearing a purplish peel from some sort of fruit as his Friend Hat).

3. Ruins of Residences

This area is largely abandoned. It is the remains of homes and housing complexes that were destroyed when the tanar'ri first invaded Fort Glory. The dretch usually stay out of this area because they have long ago picked it clean. At some point, the group sees two groups of 1d4 dretch each wandering through the ruins looking for something. One group is simply lost and thinks they are in the shopping district (Area 2) where they live, but cannot understand why it is suddenly in ruins. The others saw another group here looking for something and were curious, so they started wandering the area as well, looking for whatever the first group is looking for. Nothing of value is found here.

4. Rubble of Bloodlord's Estate

This is the former estate of Fort Glory's Bloodlord. The dretch do not frequent this area often, though none of them are sure why. In truth, the area was warded from undead and fiends long before the invasion occurred so long ago, but the protective magic was eventually destroyed.

> The walls of a once massive and impressive fortress stand askew with no roof and few interior walls to hold them together. The area is littered with stone rubble, much of it still in the form of large sections of wall or ceiling.

For every hour a character spends searching the rubble, have them make a Search check. Due to the large volume of rubble, the possible treasure is very scattered and random. Characters cannot Take 10 or 20. Add the result of the Search check to a d20 roll to determine what they find on the chart below.

d20 + Search	Result
2 – 15	Nothing
16 – 20	4d10 gp
21 – 25	1 gem, 10d10 gp
26 – 29	1d6 gems
30 – 33	1d3 art objects, 2d10x10 gp
34 – 36	1 mundane item, 1d4 gems, 1d4x100 gp
37 – 39	1 minor magic item, 1d4 mundane items, 2d4 gems, 2d4x100 gp
40 – 54	1 medium magic item, 1d6 art objects, 2d8 gems, 2d10x100 gp
55+	The character finds a vault (DC 30 to open the lock) containing 1 major magic item, 1d4 minor magic items, 2d8 art objects, 5d4 gems, and 4d12x100 gp.

5. Bazaar

The bazaar is an open-air market with nearly a hundred tents, tables, and carts that serve as shops. Here the population is more diverse, with only 30% of the creatures being dretch. Races that are more common on the surface (humans, elves, etc.) are not found here. However, drow, dark fey, svirfneblin, duergar, and such are the norm. Even the occasional mind flayer can be found with its entourage in tow. All of these creatures are here to buy and sell goods and know that an open conflict is not in their current interests. Safe Place is useful enough to warrant trade, but not nearly important enough to destroy or conquer. So it survives largely due to its mediocrity.

Most basic goods can be found here, often with an exotic flair. Expensive items are difficult to find, and items valued over 1,000 gp are nearly impossible to find. This is a great opportunity to introduce the characters to strange weapons, armor and equipment. Even bizarre magic items can be introduced here, or possibly moderately powerful items mistaken for cheap junk. Some of the various shops include:

Critters, Critters, Critters – A fast-talking deep fey named Scythestone who sells pets, familiars, and various exotic creatures.

Slim's Bar – (see **5A**, below)

Good Food Here – 3d4 dretch gather in this hollowed out ruins of an old bakery. They try to entice visitors to enter for a good, cheap meal, but they attack and try to eat those who enter (depending on the color of their Friend Hat, of course).

Grik's Guides – One surprisingly intelligent dretch named Grik offers either himself or other non-dretch as guides to Safe Place and the surrounding undercity. He offers wide variety of maps, most of which are of particular buildings located in scattered areas throughout the undercity, but a few are actually accurate and of some use.

Bibliothecae Arcanis – A bookshop of arcane and planar lore operated by a quiet, yet friendly, drow named Solon.

Delicacies of the Deep – Despite the surroundings, this is actually a decent restaurant owned and operated by a faust named Xixk which caters to visitors.

Also, some merchants merely set up carts and do not operate permanent shops. Some of them include:

- A group of svirfneblin gem merchants that seem exceptionally wary due to an extremely valuable emerald that they have unearthed and are hoping to sell at a nice profit.
- Saush, a roguish bard, who is willing to sell his services to those in need. In between adventures, he delights in insulting the local dretch, and the dretch find him utterly hilarious despite the fact that they cannot understand a word he is saying.
- A trio of deep fey hawking a cart of extraordinarily large and fresh fruit; they become nervous when asked about where the fruit comes from
- A twitchy female dwarf seer named Tasha wanders the streets telling people about obscure and vague visions she has had of their futures.
- A human paladin named Corles who became lost in the undercity years ago, and now wanders the abandoned streets destroying evil and preaching the glory of goodness and the might of the right.

5A. - Slim's Bar

Near the eastern portion of the bazaar is a table covered in strangely colored vials and bottles. A single dretch stands next to it, and a sign rests on it reading "Slim's Bar". He offer a drink to any visitors who come by for the price of "1 shiny". Anyone drinking what he offers must make a Fort save (DC 15) or fall unconscious for 1d4 rounds. If they drink it and don't fall unconscious, Slim is very impressed, and begin a conversation which is usually short-lived and winds up with the topic of the revolution.

Once Slim is satisfied that the characters are interested in aiding him, he tells them what he knows about the Queen and her guards in the temple. All he knows is that there are "many" (holding up three fingers), and that she has a "really mean guard" with her. He does not know anything about the Caller in Darkness, only that there is the "Nasty Cloud God" that no one other than the Queen has seen, but of which many speak.

If the characters want his help, he calls upon his "army" which consists of 2d4 dretch with sticks. He knows that there are dozens more that are willing to help; Slim just cannot recall who they are.

6. Temple of the Nasty Cloud God (exterior)

This temple was built for Yoren, a god of Sun and Protection. Now, however, it has become the center of Safe Place and the home of its "god". In reality, the god is nothing more than an undead manifestation of the many tanar'ri that were suddenly smashed to bits during the cataclysmic sinking of this area. However, it is powerful enough to the dretch that they revere it nonetheless, and the Queen claims to speak with it on a regular basis. The Caller in Darkness actually does enter her mind at times, helping her to entice more visitors to Safe Place. But communication is infrequent since the remnants of so many chaotic minds have made the Caller in Darkness quite unstable.

The temple has obviously been built more for function and durability than appearance. It is comprised of drab gray slabs of stone, with a simple dome for an entryway, which mirrors a slightly larger one on the back. The only decorations are broken stained glass windows on the rounded outer edges of the structure.

It's obvious that this temple has seen much destruction, as its northern end is still buried in rubble. It otherwise appears intact.

Temple of the Nasty Cloud God

1. Foyer

A half-dome acts as an entryway into the temple and is dominated by a set of large, wooden double doors with iron bands along the west wall, with two smaller, simpler wooden doors flanking it. Another set of large doors, similar to the primary ones, can be seen along the outside line of the curved east wall. Carpet once lined the floor here, but it has long since been worn away to reveal bare stone that mirror the starkly exposed walls.

This room is empty.

2. Gallery

Various religious images literally coat the walls and ceiling of this corridor. Although most have been scratched off or painted over, the theme of protection from dark forces still manages to bleed through. Heavy, wooden double doors with iron bands cap each end of the hallway.

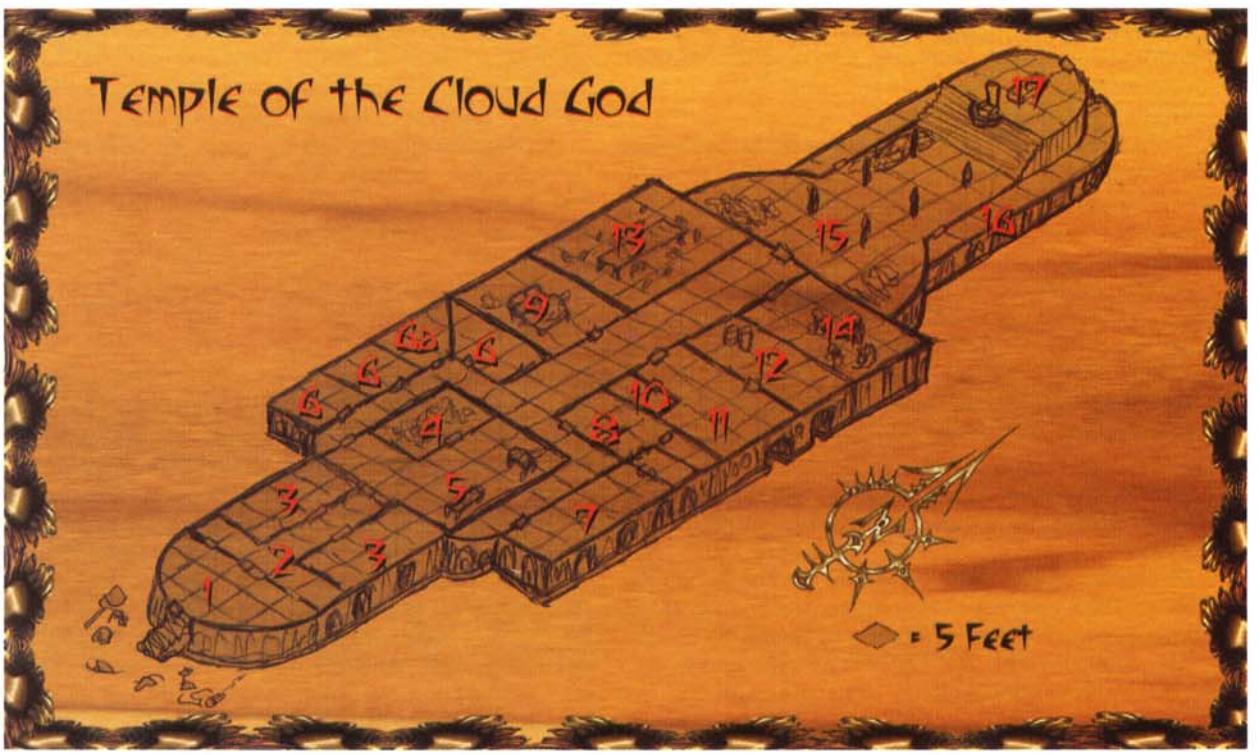
This room is empty. The western door (to Area 16) is locked and trapped with a needle that delivers an electric jolt for 3d6 electricity damage (DC 25 to find, DC 20 to disable, CR3).

3. Windows Gallery

A Listen check (DC 15) outside of these rooms reveals a hideous snoring sound. Two dretch have been posted in each of these rooms as lookouts, but both are sleeping.

A blubbery form snores heavily while sitting in one of the several chairs in this room. The outer wall, which was once covered in several stained glass murals, is now a fragmented, sad version of its once glorious self.

Characters must make a Move Silently check opposed by the dretches' Listen check to pass through here without waking them. If awoken, the guard in the southern area attack anyone wearing a red Friend Hat, but otherwise converse with characters unless attacked. He is mostly bored and seeks to be entertained if possible. The guard in the northern area attacks any characters wearing a black Friend Hat on sight. Otherwise, he leaves to inform the Queen of their arrival by passing through the western hallway to Area 16.



Examination of the shattered stained glass fragments takes 2d12 rounds and reveals that they once depicted somewhat related scenes of a glowing warrior fending off dark hordes.

4. Office (Dretch Litter Box)

> The stench of excrement nearly overwhelms you. Two wooden desks are pushed off to the far wall; waste and countless sheets of filth-covered paper blanket the floor of the room.

When the door to this room is opened, anyone in the adjoining hallway must make a Fortitude save (DC 18) or become nauseated as per the *stinking cloud* spell (this is a nonmagical effect). Anyone brave enough to enter the room itself must make Fortitude save every round with the DC increasing by two each time; covering one's mouth and nose grants the character a +2 circumstance bonus on the save.

A Search of the room reveals that the papers were once temple records as well as fragments of religious text that have been used for dretch hygiene. Very little is still legible without magical assistance. With a Search check (DC 25), it is possible to find a locked (Open Lock DC 30) hidden compartment within the floor, beneath a large pile of the offal. The compartment contains a divine scroll [*raise dead, spiritual weapon, zone of truth*], as well as a +2 *brilliant energy warhammer*, and a +2 *holy short sword*.

5. Lounge

> Several finely upholstered chairs sit in this room which has remained largely intact. The walls are wood paneled, and the floor carpeted.

This room is otherwise empty.

6. Quarters

> This spartan room is furnished with only a simple bed and desk. On the wall hangs a finely crafted, miniature iron warhammer.

These are the quarters of the low-level priests of the original temple. All of the rooms are otherwise empty. The iron warhammers are holy symbols worth 30 gp to followers of deities with Protection as a domain.

In one of the rooms (6A) there is a dead dretch being eaten by another, heavily wounded dretch. He became hungry and used his summon ability to bring in another dretch to be dined upon. He attacks the characters on sight.

Dretch, hp: 12.

7. Head Priest Study

> This study is lavishly decorated with various tapestries. A large wooden desk sits before a mostly shattered stained glass window. An ornate shield hangs above the desk.

Development: With a Search check (DC 25), characters can find 2 divine scrolls containing the following spells: *prayer, remove curse, remove disease, searing light,* and *dimensional anchor*, as well as 3 gems worth 100 gp, 250 gp, and 350 gp. Also, the shield is a *+1 shield of fire faith*. A secret door (Search DC 22) to Area 8 can also be found.

8. Dressing Room

> Various religious robes that were once of fine make and quality, but are now little more than rotten rags, hang on a rod in the back of this room. A small stool sits in front of several pairs of decorative but dry rotted shoes.

This room is empty aside from the clothing and a secret door (Search DC 25) to area 7.

9. Head Priest Quarters

> In the center of this room is what appears to have once been a large bed that has been ripped apart and heaped into a crude nest. An unusual looking creature that seems to be a cross between a lizard and a chicken scratches around in the piled refuse for the moment. The scattered remains of a broken mirror and wash basin are the only other visible items.

Currently residing in the former head priest's personal quarters is the Queen's pet digester which was given to her by drow merchants a year ago. Since then she has made this room its den, though it often roams the entire temple. Two dretch are usually found here, begrudgingly tending to the digester.

Digester, hp: 90.

Dretch (advanced) hp: 38, 38.

The sound of the door opening alerts the digester. If anyone other than a dretch is seen by it, the digester immediately attacks using its acid spray on as many characters as it can see.

10. Pantry

> Several empty, dusty shelves line this room and the remnants of broken crates litter the floor.

All goods have been emptied out of this room ages ago. Nothing of value remains.

11. Kitchen

> This macabre room is unmistakably a dretch-used kitchen. While its purpose was originally intended for the preparation of the meals of the faithful, it is now the blood and gore spattered workshop of three dretch that are busily preparing a meal which appears to consist of several ill-fated dwarves.

Dretch, hp: 11, 13, 13.

The dretch assume the characters are an early delivery of food and attack unless the characters manage to talk them out of it (Diplomacy DC 25, Intimidate DC 20).

12. Storage

Several shelves support rows of neatly arranged and stored items. Various books, vials, jars, bolts of cloth, boxes of tools and so forth can all be seen.

This storage area contains several shelves of books, boxes, and tools. It is a storage room used to house all the assorted and miscellaneous items commonly used in the daily routines of a temple.

13. Meeting Room

In the center of the room is a large, bulky, wooden table, around which circle a dozen well-crafted wooden chairs.

There is little of interest within this room.

14. Vault

This vault is locked (DC 35 to open) and was once protected by a poison needle trap has been sprung ages ago.

Before you sprawls the vault of the original temple and its contents. Ancient and dusty religious texts line a number of wooden shelves and half a dozen well crafted and preserved large chests also catch your eye.

These books encompass the history of this temple, as well as the doctrines of Yoren. After spending a month familiarizing oneself with them, these nonmagical books can be used as references that grant a +20 circumstance bonus to Knowledge (religion) checks related to Yoren, as well as a +5 circumstance bonus to Knowledge (ancient history) checks related to the time Fort Glory and the temple were in their prime. There are 20 volumes within that are salvageable (average weight 2 lbs. each).

The chests contain the wealth of the original temple. Without magical means, they are difficult to remove. Altogether, they contain 250 pp, 12,000 gp, 2300 sp, and approximately 100 gems totaling 7,300 gp in value.

15. Worship

Rows of pews and pillars line this once ornate room and rubble line both the east and west sides of a once grand staircase. Now a pile of tapestries in the northwest corner appears to serve as a sprawling, makeshift bed. The central pulpit has been toppled and replaced with a jewel-encrusted throne. Sitting upon the throne is large, heavily armored dretch. At her side is another of the bloated beings, heavily tattooed and wearing a grisly collection of bones for armor. He seems to be carrying a metallic arm in one hand. Numerous other creatures (though less adorned and closer in appearance to most the other residents), sit in the pews and turn to face the opening door.

The Queen and her champion are here along with ten dretch guards. If they are alerted to the characters' presence, she sends four of the guards to find the characters and either kill them or lure them to her. Otherwise, all 12 dretch are in this room waiting for the characters.

Queen Who-Talks-With-The-Nasty-Cloud-God, Female Dretch Clr7, hp: 57
Brutus, Male Dretch Bb7, hp: 84 (102 when raged).
Dretch (4), hp: 11, 12, 12, 13.
Dretch (advanced) (6), hp: 38, 38, 39, 39, 39, 41.

Tactics: Unless approached peacefully, the Queen casts *protection from good* and *prayer* on Brutus before he engages in combat. She also orders half of the lesser dretch to attack, while the others attempt to summon more dretch before they too, wade into the fray. After doing what she can to boost Brutus, the Queen use offensive spells (*hold person, unholy blight*) against the characters, but flees to area 17 if the battle turns against her. Brutus immediately goes into a rage and fights to the death. Two of the advanced dretch remain by the Queen's side at all times.

16. Preparation Room

Like some of the rooms before it, various religious images literally coat the walls and ceiling of this corridor. However, unlike those previous rooms, these images have survived the ravages of time and fiend. In fact, the images herein continually brighten in shade and hue until the far end of the hallway is completely and starkly white.

There is little of note within this area. This is simply one of the areas that the Queen has been unable to desanctify.

17. Altar

An evil red cloud that possesses a myriad of screaming demonic faces within its form greets you. It is massive in size, filling over half of the floor space and rising all the way to the ceiling. It swirls and encompasses a skeleton unlike anything you have ever seen. It is roughly humanoid, but its skull is stretched and elongated beyond recognition into a hideous incarnation of pure vileness and evil.

The skeleton is of the cerebrillith that haunted Urdur. It is not animated and is simple a skeleton suspended from the ceiling. However, the Caller in Darkness that was formed by the death of the cerebrillith and many other demons is definitely real, and attacks anyone it detects entering the room other than the Queen.

Fiendish Caller in Darkness, hp: 99.

The caller in darkness first attacks using a *mass concussion*. It also tries to use *suggestion* on one or more of the characters that appear to be powerful warrior types, and suggest that more dretch are attacking from behind and that the character should go back down the hallway and remain there to protect his friends' backs.

Epilogue

After the heroes recover the *Mask of Binding*, they should return back to the Oasis and check in with Lord Flollo. Proceed to **Trouble at the Basilica**.

Episode 9: Dark Skies and Vacant Streets

With the *Mask of Binding* hopefully in hand, the characters are now prepared to face Izuron Zul. It seems apparent that Zul is too smart to be lured out unprepared, so the party must infiltrate his base and deal with him on his own ground. Since spies have infiltrated Flollo's court, the Bloodlord decides to turn to an outside source in order to transport the characters in secrecy.

A band of asherakes is indebted to Flollo for a great service he paid for them during his adventuring days (recovering a very valuable weapon for them from the undercity). Despite their persistent and keen desire to repay this debt, Flollo has kept them at bay for just such a situation. The asherakes transport the characters in one of their flying ships right to the edge of Zul's canton. In spite of their evil nature, the asherakes honor the requests and transport the characters safely, happy to be rid of the debt. However, an attack near the canton border stretches that loyalty and places the characters in a peculiar combat situation.

Once at the canton, they must work their way down the abandoned streets avoiding sniping archers and roaming guard patrols to get to one of the entrances to Zul's underground network.

Trouble at the Basilica

As the characters are beginning to enter Flollo's holdings, a guide (see Episode 4) recognizes them and informs them that the group should go to a local inn and that Cyrene will come and speak with them. The guide cannot go into any real detail (both because he is afraid of being overheard, and because he does not know very much). All that he really knows is that Cyrene informed all of the guides in this area to be on the lookout for the group, and to relay the message if they were spotted.

If the characters find an inn, Cyrene attempts to locate them at the indicated location. Her unarmored and peasant disguise makes her difficult for the PCs to spot, so she's likely to see them first. Once she finally locates them, she speaks with them in private.

> Cyrene, almost unrecognizable unarmored, stands before you in simple peasant clothing and bids you to keep silent. Whispering, she says, "There was a terrible attack at the basilica. Zul had spies among the guards and staff. They must have discovered that we knew about him and were trying to stop him."
>
> "Two nights ago, they struck lethally. They managed to kill nearly half of the court mages and a number of the basilica's guards. Many of the vanguards were poisoned and are still recovering. Even poor Amphion was brutally killed for researching a thodol. Another razor and I managed to spirit Flollo away before they could strike at him; he is safely hidden for now."
>
> "Fortunately, before this occurred we hired Lucius Tristram, perhaps the finest stalker in all of Penance, to determine the location of Zul's stronghold. With the information we gained about the shipments to Zul, he was able to track his way to Zul's canton. So now we know where the enemy is, and I pray that you have found the weapon to defeat him."

Cyrene asks to see the *Mask*, and she looks at it intently as if trying to determine if it was worth all the suf-



fering she has been through these past few days. After she's seen the *Mask*, she continues:

> "The stronghold is built just below the surface of the city, but Tristram managed to follow some patrols and create a map with a few of the locations to the stronghold marked."
>
> She pulls out a simple hand drawn map with a few X's marked on it. "There is an abandoned warehouse two blocks north of here on the riverfront. Go there in three hours, and you will find your transportation to Zul's canton. Flollo would not tell me what it is, only that he has called in an outside favor—and that I would not, as usual, be pleased with the result."
>
> "I wish I could go with you, because this will be a mighty deed. However, I have to protect Flollo, and Zul hopefully does not know that you have returned from the undercity yet. Good luck to you, and either way, the bards will sing of you by week's end."

Cyrene knows a few specifics that Lucius Tristram uncovered. Tristram did inform her that the typical ground patrols are bands ranging in size from four to eight members populated with various races of goblinoids but mostly with humanoids tainted with fiendish blood. She knows less about the air patrols, since Lucius remained grounded through his scouting. They appear to be large bug-like creatures that are either intelligent or directed in some manner, as they travel in small coordinated packs.

Flollo's Favor

When the characters arrive at the warehouse, it looks abandoned save for large black ship docked nearby. If any of the party members have encountered one before, they recognize it as an asherake flying ship. Others can make a general Intelligence check at a DC 25 to see if they have heard of asherake flying ships and recognize the design. Otherwise, it appears as a vicious looking black vessel floating in the river.

Inside, the warehouse is empty aside from a few people waiting for the group to arrive. Any track checks (with either City Lore or Wilderness Lore) made by the



characters reveal that recent activity has been people entering from the main and riverside entrance as well as some who circled the building. All tracks are less than a day old and there is no sign of activity on the boat at this time.

DC	Result
15	Several (4-5) humanoid individuals have entered through the main entrance and some more of a different race (7-10) have entered through the riverside entrance.
20	The riverside group was actually a larger group (6) who entered and left, and then only two entered and have not left yet.
25	A group of 4 of the creatures from the riverside circled the building once almost a day ago.

The large structure appears to have been vacant for roughly a year. Inside, there are only five people, two male humans stand with their hands on their sheathed swords glancing around watching all entrances as well as those that enter intently. Across from them is a vile-looking and decidedly large winged creature (an asherake), his sword just barely kept in its sheath, studying the two men hungrily. Between these creatures is truly odd pair. Another asherake named Rishnakk (LE asm Ftr4/Rog2/Sor2) towers over Lord Flollo. Cyrene stands next to him, still in peasant's clothes, but with her sword by her side. Flollo and the creature are conversing with each other.

When the group reveals itself (or is noticed), Flollo motions them over to meet the pair of asherakes.

> Flollo gestures toward the two asherakes and bids you greetings. "Please give welcome to Rishnakk and...uh...that other one. They are asherakes from the Grananth clan, and they will take you to your destination quite speedily. You see, they are old friends of mine." The asherakes bristle with this last statement, but it only encourages the picker overlord.
>
> "They owe me a favor. I procured a certain magical item for them from the undercity back in my youth; they've been indebted to me since. They've never forgotten that debt.
>
> "Now that debt will be repaid. They will take you in that infernal flying thing of theirs and scoot along to the edge of...that canton we discussed earlier. They have sworn to transport you there safely to the best of their ability. They are even willing to risk their lives to protect you." Lord Flollo changes position in the chair, glancing up at the asherakes silently.
>
> "Well, to be exact, Rishnakk is willing to risk the lives of his underlings in order to get out of their debt to me. As long as you do not bring arms to bear upon any of them, they will take you there safely. Now mind you, I know this is tough, but keep those weapons in check. If you violate our end of the deal, then rest assured that you will wake up in chains—or not at all.

The party members are free to attempt adding on other, possibly more specific, aspects to the deal. Doing so requires a successful Diplomacy check versus Rishnakk's Will save. GMs should by all means assign circumstance penalties for any requests that become too extreme. Rishnakk attempts to merely clarify the original agreement, but he agrees to a couple more restrictions if he feels that he must. However, insists that if the characters attack first, his people are free to defend themselves and they can do whatever they want with the party after that—from outright slaying to slavery.

Once the details have been determined, Flollo wishes the characters luck and prays that their gods go with them, and then departs with the two humans. Rishnakk then leads the party to his ship.

Alternative Travel

In such a highly magical world, there are many options available to characters for getting to Zul's stronghold. Other magical flight is possible, and if it is used, the attack detailed below can progress in much the same manner. There are other means that could bypass the coming combat entirely (such as extremely fast movement; teleportation to the stronghold is not possible). If the party elects to take an alternate means of travel to the canton, allow them to do so. If the party arrives at Zul's border without having encountered them in the following method, the fliers can still attack from the air, raining their shots down on the party from a reasonable distance up. The party should arrive at the canton edge within a day or traveling.

Dark Ship Flying

> Your skin crawls as you board the asherake vessel. You realize much of the dark color of the wood is from bloodstains so deep that the wood looks almost black. Bones dangle from the crow's nest, clanking in the wind. Dozens of long oars, looking more like spikes, protrude from both sides of the ship. A dozen other asherakes now emerge from below decks. Their stares fall heavily upon you and it seems as if you are being studied, or possibly appraised.
>
> Rishnakk addresses the group in his sinister asherake accent. "Don't go below deckss, for ya own good of course. Stay topside and I think I can keep my crew in line. Mind yer mannerss though, ya so much as raise a fisst against any member of my crew, and you'll be lucky if we just eats ya!"
>
> With that he climbs down a set of stairs into the heart of the ship. The other asherakes start to surround you. The creatures chatter amongst themselves in their own foul tongue and make lurid, jeering gestures in your direction, laughing. They seem interested in how fit you are, and even try to look at your teeth as best as they are able without pulling your jaw open.

If addressed, the asherakes ignore the characters as much as possible. It is rare that one speaks Common, and even those that do are more concerned with deter-

mining how valuable the characters would be as slaves and talk about little else.

After a minute or two the asherakes disperse to help get the ship underway. Sails are unfurled and ties pulled in a very methodical manner. As the ship starts to drift away from the dock, its true locomotion is brought into service.

> A guttural yell from beneath your feet grabs your attention. You hear the crack of several whips in near unison followed by groans of the people on the receiving end of those lashes. The oars creak into motion and the boat begins to move down the river. There is a steady stream of yells, apparently from asherakes, whip cracks, and groans from below deck as the dark vessel picks up speed.
>
> Rishnakk emerges from below. If it is possible for an asherake to grin, he is displaying one now. Almost comically he trots over to you. His voice oozes with sarcasm, "Fine nights for a ssail, don't ya thinks?"

Rishnakk attempts to make small talk with the characters, mostly to savor their discomfort with the slaves below. If any character mentions her dislike for the slaves moving them about, Rishnakk tells them that any of the group is welcome to leave or join the slaves. However, slavery is hard work, and he cannot guarantee their safety. After all, they "might be too weaks, and just…keel on over and dies." Rishnakk remains with the group attempting to talk with them until the ship begins to pick up enough speed to take to the air.

> The breeze is strong now as the ship gains speed. Slowly, you notice that the sound of the vessel slicing through the water is diminishing. Looking to the shore, you see it start to drop away, slowly at first, then with a sudden burst of speed once the boat leaves the water entirely. Climbing up into the sky, you can discern the entire city of Penance stretched out around you to the horizon. Small lights flicker throughout its surface and large, dark regions indicate vast stretches of abandoned and sunken cantons. Glowing like a beacon in the night, a great shimmering form clearly identifies Israfel's citadel at the center of the Wellspring. The ship soon levels off at a dizzying height where individual lights are blurred and merged into a dull glow, and you think you can almost see beyond the city to the plains beyond.

Throughout the trip, Rishnakk only talks with the characters if addressed. Other asherake avoid the group, but watch them closely. The party constantly feels the asherakes' calculating stares and almost hear the creature's gauging their value on the open market. If any characters do decide to go below decks, the only areas they can easily reach are the storage holds—mostly empty and just storing some pungent food for the asherakes—and the rowing chambers. The rowing chambers are filled with bench after bench of humanoid slaves. They appear to be in very poor health and many are on the brink of death. Each chamber typically holds two dozen slaves—four rows of six—and three asherake guards. There are six such chambers, three on each side of the ship.

If the characters interfere with the slaves in any way, the guards let out bellowing roars and begin yelling vehemently in the character's face using their native tongue. One guard gets Rishnakk who warns them again that if they go below decks, and actually be so stupid as to interfere with the very thing that is keeping them from plummeting to their deaths, then he will protect them no longer.

At some point in the trip, one of the asherakes walks past one of the character carrying a load of rope. He purposely bumps against the character and drops the rope. He then verbally assault the character in Common calling him such things as "weak and meager little clod", and "a coward for hiding in the corner while their enemy is walking all around them." He even goes so far as to start insulting the character's family and calls his lineage into question with references to black pudding and various other molds, slimes, and oozes. His hand is close to his sword hilt the entire time, threatening to draw it, but he remains restrained enough to wait for the heroes to strike first. The others, including Rishnakk, watch the encounter, eager to see how it plays out.

Asherake Brb2, hp: 24.

If a fight does break out, the 10 asherakes currently above deck attack the group almost simultaneously. They inflict subdual damage as much as possible and attempt to overpower characters. If the asherakes succeed, they drag the unconscious bodies below deck while stripping off belongings and scattering them to the other crewmembers. The characters are then taken to a market in Narcis' holdings to be sold as slaves.

In case such a conflict does occur, the characters also have the option of abandoning the ship. With magical means, they can get to the ground safely (they are currently 400 feet in the air). However, the area below is infested with scores of monsters and they must fight a running battle just to escape to a place to rest. Use the chart below (see **Walking the Streets of Zul's Canton**) to roll a random encounter for every hour the characters spend in one of the monster-infested cantons. If they land directly below the ship's current position, the characters have approximately ten miles to travel to get to Zul's stronghold.

If character follow Flollo's advice and avoid combat with the asherakes, proceed to the next section.

Attack of the Goblin Fliers

> After a few hours of flight, you suddenly hear the clanking of the crow's nest bones grow more incessant. Nearly everyone on deck looks up and sees the lookout shaking the bones vigorously while pointing off to the right of the ship's prow.
>
> Rishnakk pulls a spyglass from his belt and looks in that direction. Muttering something you assume to be an asherake curse, he growls an order at several crewmembers while pointing at you. They look confused and disbelieving for a moment,

and after Rishnakk lets out a low, menacing grumble, they then unsheathe their short swords and begin proceeding toward you.

Rishnakk looks out his spyglass again, and then puts it away while approaching you, obviously quite disturbed.

If the characters have any means of viewing at a distance, they can see the reason for Rishakk's foul mood. Four spider eaters, each with a goblin archer, is rapidly advancing on the ship. They appear to have a small burning item with them, though characters cannot tell precisely what at the current distance. If aided by magic they note that the burning item is a small cauldron of burning pitch, and the goblins have arrows ready to set alight.

The characters have a round to react as they would like before Rishnakk and the other asherakes get to them. Rishnakk does not try very hard to calm the characters as he advances. After all, this situation would be settled far more quickly and efficiently if they could just kill the characters and turn around. But he abides by the deal. If a fight emerges on deck, treat it as above. Otherwise, if the characters hold until the asherakes are upon them, read the following:

Rishnakk appears rather annoyed. "Flollo told uss nothing of flying thingss an' goblinses. Errr. We could kill these creatures with so much ease, but I do not want to risk my vessel for the likes of ya. But a deal is been made, so a deal I will honor.

Gesturing to the asherakes with short swords, he says, "They will fly ya the rest of the way while I remoove my vessel from this threat." With that Rishnakk turns and pays you no more heed.

The asherake crewmembers put their short swords in their teeth and attempt to get a hold of a character each (depending on size) but with the character's cooperation at first. They grab them forcefully if necessary, but carrying unwilling passengers leaves the asherakes vulnerable. The asherake hold the character by the shoulders in its hands.

An asherake can carry a single medium-sized creature in this manner. Twice as many asherake are necessary for each size category above medium (so two for Large, four for Huge, etc.). Also, a single asherake can carry twice as many creatures for every size category below medium (two Small creatures, four Tiny, eight Fine, etc). Only the exact number of asherakes as is necessary to carry the party go with them. If it becomes necessary for an asherake to be overloaded, it can carry up to twice the amount above for a very brief period of time and must descend quickly.

You feel the asherake's claws dig into your shoulder, tight enough for discomfort, but not so much as to draw blood. Then with a beat of its great wings, your feet leave the deck and you are carried out over the railing. Four hundred feet below you see the dark ruins of Penance with nothing but air separating you and the hard ground.

The asherakes mumble and complain, but carry you with speed toward the flying attackers. Behind you, the dark ship creaks and groans as it is turned about.

The asherakes try to outrun the spider eaters. If a character asks what to do, the asherake yell in poor Common to "Shot 'em flying thingses!!," and try to give the characters a clear shot on the goblin fliers. With either a Diplomacy check (DC 15) or Intimidate (DC 18), the character can convince the asherake to do as she asks. The GM



should assign circumstance bonuses to this roll if the characters play to the asherakes bloodthirstiness and boldness in combat. Dangling below the asherake, the character's best bets are ranged attacks and spells. Melee attacks are possible, though they receive a –3 circumstance penalty due to the awkwardness of attacking while hanging from one's shoulders.

Spider Eaters, (5) hp: 50.
Goblins, (5), Ftr6, hp: 50.

The goblins quickly realize that it is only necessary to kill the asherakes in order to also kill the characters. They begin ranged attacks from 200 feet away (which is several range increments distant, but a few shots may get lucky), and the spider eaters close slowly from that point on. They attempt to attack from above to avoid the characters' attacks as much as possible. If the goblin rider is killed, the spider eater tries to attack the asherakes in melee. If a spider eater is killed, its goblin rider attempts to jump to the nearest asherake or character and grapple it to at least bring one of them down with him.

There are numerous factors here that might affect the difficulty of the encounter, however, they all generally cancel each other out. The unusual combat situation as well as the character's vulnerability to plummeting to their doom if the asherake is killed makes the encounter extremely challenging. However, they have the assistance of several asherakes and attack the spider eaters to disable the goblins. Overall, these factors out, so award the characters the usual experience for the encounter, but do not include the asherakes when divvying up experience points. Also, be sure and familiarize yourself with the aerial combat rules from the DMG.

If directed to land, the asherake tells the character that they are still two cantons away from where they are supposed to be dropped off and the area below is infested with far worse monsters than the spider eaters and goblins. But if the character makes the Diplomacy or Intimidate check, the asherake does as requested and deposits the character either on the ground or on a rooftop.

Walking the Streets of Zul's Canton

Unless they instruct the asherakes otherwise, the characters are dropped off on the roof of a building just off the northeast corner of the map Tristram created. The asherakes only go to the very edge of what is shown on the map; they go no farther unless magically compelled. Even bribes do not entice them to enter the canton.

The characters can travel to any of the entrances to enter Zul's underground stronghold. While traveling to those locations, the party should face a number of challenges. There are roaming bands of guards patrolling the area regularly, as well as the aerial patrols. If the party is attempting to hide, the guards and characters make opposed checks with Spot and Hide as normal. If the party is not hiding, then the guards and characters make opposed Spot checks to determine which character or NPC spots which group first.

The frequency of the patrol varies by area. The larger roads have a ground patrol (either chosen by the GM or determined randomly from the chart below) pass by at least every half hour. Smaller roads are typically once an hour. For aerial patrols, three of them typically circle the outskirts, taking roughly half an hour to complete a full circuit. A fourth weaves its way first east to west back and forth moving from the southern edge northward. This flight pattern takes slightly over an hour to complete, then it works its way back in the same east and west path. Aerial patrols are identical to the one detailed above.

Roll (d20)	EL	Ground Patrol
1-2	6	Drow (8)
3	7	Osyluth with cannibalistic dwarf Brb4 on a chain
4-5	7	Minotaur Ftr2 with Dire Boar
6-8	6	Ogres (5)
9-11	7	Tiefling Rog5 (2)*
12	5	Vargouille (2)
13-15	5	Orc Rgr3 with Hell Hound*
16-17	5	Shadow Mastiff*
18-19	6	Hobgoblin Clr3, Valco Ftr3 (2)
20	6	Ethereal Marauder (3)*

* Characters must make an opposed Spot versus the guard's Hide to see them.

Entrance Guards

While there are numerous hidden entrances into Zul's stronghold, there are four primary ones that are known to the heroes via information gleaned from Tristram's investigation. They are free to enter by any of these entrances, but only the Eastern Entrance is fully fleshed out in **Episode10: Lair of the Enemy**. GMs are encouraged to expand upon the other entrances and add further entrances should they see fit. Each of the four known entrances has a special guard posted outside of it. These guards are new, however, since Tristram scouted the area.

Northern Entrance: This entrance is located in the depilated, dark and cluttered basement of a single story home. It is guarded by two ankhegs that lurk just below the surface of the street and a bandersnatch hidden beneath the stairway.

Ankhegs (2): hp: 31, 31.
Bandersnatch hp: 60.

Eastern Entrance: Located within a crumbling crypt in a small cemetery, this entrance is guarded by Drask, a vampiric paretiophage, that typically inhabits the crypt in its gaseous form, waiting for unsuspecting victims.

Drask, Male Vampiric Paretiophage: hp: 78.

Western Entrance: Zul's stronghold can be accessed through a sunken trash pit in the ground surrounded by several rotten trees in the rear of a former residence. Kithior, a vile human blackguard, guards it.

Kithior Former Pal7/Blackguard2 Male human: hp: 75.

Southern Entrance: A large entrance is located in the middle of the street outside several shops. A section of the street is loose, and it can be lifted to allow up to large creature to enter the stronghold. This area is watched over

by three halfling snipers. They are positioned in separate buildings on both sides of the street and have numerous rickety bridges connecting the buildings to quickly change position. If properly executed, it can give the impression of several more archers in a variety of buildings. They remain on the top story of any building they are in, which is the second story on the northern side of street and the third story on the southern side.

Halfling Ftr 4 (3): hp: 33, 34, 34, 35.

Episode 10: Lair of the Enemy

During the year or so that Zul has been in Penance, he has spent his every waking hour in preparation for his ascension to the title of Bloodlord. However, Zul wisely fears early strikes from opposing Bloodlords should his little scheme be brought to light, and he has carefully constructed himself a stronghold. Because of the deadly and reactive political climate of Penance, Zul has selected to create his stronghold within plain site of any that pass it, however – what appears at first glance to be a unimpressive series of loosely interconnected hovels is only the thin veneer of an impressive and lethal network of tunnels, traps, barracks, and command centers.

Covering roughly four square city blocks (and about twice that area below ground), this tunnel complex is filled with secret entrances, blind corners, dead ends, bobby traps (both magical and mundane), buffer tunnels, as well as areas for the living quarters for Zul's forces, support chambers for those that inhabit the stronghold, and a prison, not to mention Zul's headquarters. The tunnel complex is constantly patrolled by Zul's forces, which are run through their areas of the complex rigorously to the point where they can navigate them blindfolded (of course, those that fail during the process are later animated as undead sentries, and live on in undeath to further guard Zul's holdings. All of Zul's forces are equipped with amulets and other items that enact *reduce* and *enlarge*, to aid in their travels within these tunnel complexes.

In order to construct such a massive underground structure and keep the signs of that construction hidden, Zul has his minions work only at night, bringing basketfuls of excavated earth, stone and mortar to the surface. He has also carefully selected the area for this stronghold, which is near the southernmost tip of Penance, near a massive channel formed in decades past by divergent waterways springing forth from the mighty River Xanthus. Zul uses this channel for the dumping of all of the excised earth and stone, so that it is well concealed and the construction of his stronghold can proceed unnoticed.

Stronghold Characteristics

While it might seem that Zul's stronghold is haphazardly organized and designed, nothing could be further from the truth. Zul, seeking to protect himself from large-scale attacks from opposing armies of Penance's Bloodlords as well as smaller, individual strikes, meticulously designed each foot of his bizarre and deadly subterranean stronghold. Each passage is unbelievably small, most of them measuring no more than three feet wide by two feet high. The very structure of these tunnels, not to mention the plethora of lethal traps and deadly minions within them, immediately puts anyone entering them at several distinct disadvantages (barring any magical attempts to even the playing field).

First of all, movement is slowed to a near crawl, as most medium sized creatures, unless reduced, find it very difficult to even enter into—much less move about—these confined channels. This not only slows a character's progression through the tunnels, but also totally eliminates any Dexterity bonus to armor class. Secondly, most armors, large weapons, and standard adventuring equipment are far too large bulky to be used within the tunnels, and must be discarded before entering the complex. However, if the characters devise some manner for not discarding their items, GMs should feel free to allow them to use them.

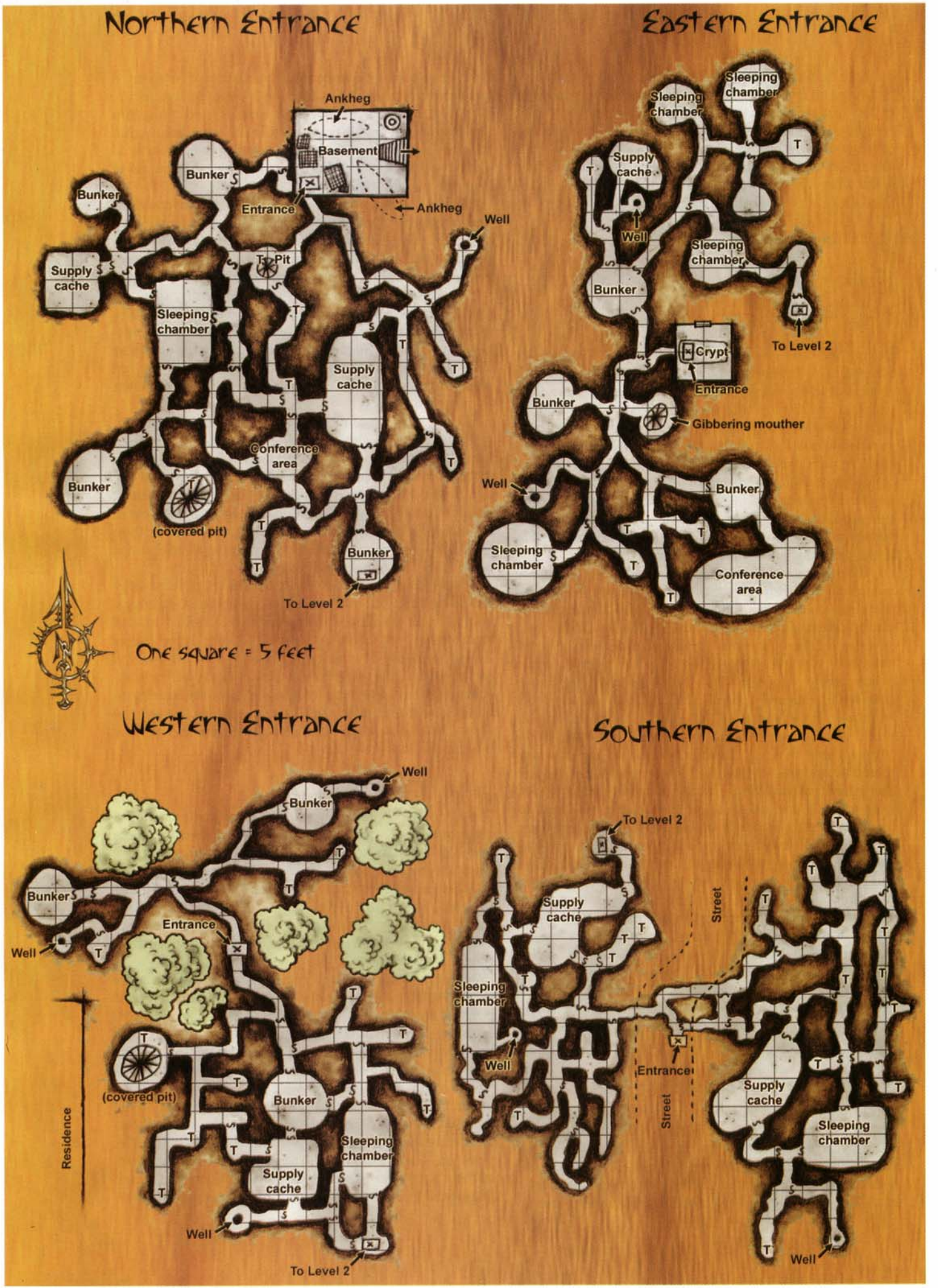
Third, because of the unique construction of the tunnels, there are no straight and level passages. All of the tunnel corridors are slanted and angled in such a way as to make missile fire and most spell casting nearly useless, as a target cannot be effectively spotted until it is almost within combat range. GMs should keep these aspects of the stronghold in mind at all times, for they add both to the difficulty level of attempts to infiltrate, as well as the unique and lethal nature of the place.

Overall, the main objective to the design of the stronghold is to limit the infiltrating force's abilities, numbers, and saturation while conjuring confusion, doubt, fear, and tentativeness on their part as well. This, in turn, allows Zul's forces—all of which are perfectly comfortable and secure within the complex—to strike almost at their leisure against the opposing force while lessening their numbers lost dramatically. Zul has, in essence, honed the "home field advantage" to a razor's edge and with it, fully intends to bleed his enemies.

Level 1 Overview

The first level of the stronghold is closest to the surface of the ground. Multiple well-hidden and guarded entrances into this layer are scattered all throughout the total four block area encompassed by the stronghold, but only four are mentioned above (see "**Walking the Streets of Zul's Canton**", above) and detailed here. GMs should feel free to add other entrances as they see fit, but they should note that all entrances into the stronghold are heavily guarded, trapped, or both.

Overall, this initial level is comprised of the entrances into the subterranean complex and their subsequent guard bunkers and tunnel complexes. Each entrance and its surrounding structures is considered a separate "cell" from the others like it, and they are all connected via tunnels that can be, in case of infiltration or emergency, collapsed from within in order to prevent the progression of the infiltrating force. While each of these cells are alike in the fact that they are each made up of a single entrance and its own branching network of tunnels, trap doors, buffer passages, guard bunkers and traps, they are each unique in their particular construction so to confuse those that attempt to gain access to them. Typically, the first level


Northern Entrance
Ankheg
Basement
Bunker
Bunker
Entrance
Ankheg
Well
Pit
Supply cache
Sleeping chamber
Supply cache
Conference area
Bunker
(covered pit)
Bunker
To Level 2
Eastern Entrance
Sleeping chamber
Sleeping chamber
Supply cache
Well
Sleeping chamber
Bunker
To Level 2
Crypt
Entrance
Bunker
Gibbering mouther
Well
Bunker
Sleeping chamber
Conference area
One square = 5 feet
Western Entrance
Well
Bunker
Bunker
Entrance
Well
(covered pit)
Bunker
Residence
Sleeping chamber
Supply cache
Well
To Level 2
Southern Entrance
To Level 2
Supply cache
Street
Sleeping chamber
Well
Entrance
Street
Supply cache
Sleeping chamber
Well

cells are more heavily trapped than the lower levels and the also contain a higher frequency of dead-end tunnels, false trap doors, and undead. All first level cells also contain at least one entrance (usually located within a bunker or within a seemingly dead-end off shoot tunnel) that is heavily trapped or guarded to the second level.

GMs that wish to expand upon, or even create personal additions to Zul's stronghold should use this information as a guideline. The specific nature and distinctive design of the stronghold makes the use of these aspects and details a near requirement in order to maintain the feel, mood, and intended effect for the player characters. However, they are by no means a hard-line requirement or to be considered all-inclusive.

Level 1 Detail

After dealing with Drask at the western most entrance and locating the stronghold's entrance (located within a false bottom of the crypt), the heroes gain their first glimpse of their enemies' inner sanctum. For the most part, it is a small, dark, damp and cramped place that is filled with opportunities geared toward bringing them pain, agony, and death.

Entrance

> Prying open the top of the ancient, crumbling crypt releases a vent of dry, stale air that reeks of decay and offal. Peering in, you see that a sight that would turn most men's stomachs, as the interior of the crypt is filled with the decaying dead flesh of more than a score of individuals. Apparently, you have located the food hoard of some foul, necrotic beast.

The entrance to the initial level of the stronghold is located beneath the piles of decaying corpses and filth, within a false bottom of the crypt itself. This can be located with a Search check (DC 19). The entrance is trapped with an alchemist's fire trap.

Alchemist's Fire Trap: CR 2; +15 melee (see note below); Reflex save (DC 20) halves damage; Search (DC 22); Disable Device (DC 22); *Note:* Trap releases 1d2 alchemist's fires per character which do maximum damage.

Room #1: Bunker

> This small, dirty chamber is roughly circular and barely lit from slotted apertures near the three-foot high ceiling. Among the dust and shadows, a trio of hunched backed goblinoid creatures sit, fingering the well-maintained hafts of their short spears while leering at you luridly.

This room is designated as a bunker, and like many of its ilk within the stronghold is a roughly circular chamber about three feet in height with a domed ceiling. This particular design allows for the guards positioned within the bunker to act as sentries and snipers via narrow, closeable shutters to the above ground area of the stronghold. The shutters provide a near 360 degree view of the surrounding area while maintaining a specific disguise. Typically, bunkers guard entrances into the stronghold, supply caches, wells, sleeping chambers, conference areas, or particularly strategic locations.

This particular bunker was designed with the above ground disguise of a bloated and distended grave. It is inhabited by a trio of goblin who guard the entrance into the crypt chamber, the supply cache, and well just to the north, as well as the control (a wooden lever along the western wall) to release the gibbering mouther to the south (see **Room #11**).

Goblins (3): hp: 6, 6, 7.

The goblins attack immediately, even if the characters are not within the confines of the room, jamming their short spears into the tunnel entrance (doing so provides the attacking goblin ¾ cover). The goblin's spears are all coated with sasson leaf residue (see Chapter 3 of the DMG) and they reapply the poison if possible. Finally, the goblins release the gibbering mouther if they feel that the tide is turning against them. Once released, the horrific aberration arrives in 1d6 rounds.

The goblins do not surrender under any circumstances. The hidden wooden pull rings in the centers of the two secret doors within this room can be found on a Search check (DC 17). Beyond them lie more winding tunnels.

GM Note: All subsequent secret doors within this particular complex should be treated as those described above, unless otherwise noted.

Room #2: Dead End

> The tunnel in which you have been traveling widens slightly and then simply dead-ends before you. A faint whispering sound can be heard, but the direction from which it comes eludes you.

This room is a trapped, dead-end chamber. These chambers are crafted to give the appearance of the current tunnel dead-ending with no apparent reason. Typically, this perks the interest of invaders and they begin searching the area. It is then that the deviously disguised trap is usually sprung.

This chamber is trapped with a false ceiling that dumps monstrous centipedes upon those within its confines. A Listen check (DC 13) reveals that the whispering sound is actually a scuttling sound, like that of tiny claws on cheesecloth.

Falling Centipedes Trap: CR 3; Search (DC 15); Disable Device (DC 24); *Note:* Trap drops **Tiny Monstrous Centipedes** (20): hp: 1 (all have max) upon the character who triggered the trap.

Room #3: Supply Cache

> Representing the last thing one would expect to see in a twisting, curving, dirty complex such as this, this room stands in sharp contrast to all that you have seen prior to now. The entire chamber is filled with row upon row of neatly organized, categorized, and fully stocked items. Everything from a length of rope to blankets can be seen – a veritable cache of any item that one would need for living in an underground structure such as this.

This room, like many others like it within the stronghold, is designated as a supply cache. It is filled to the brim with food and water stores, weapons, digging tools, rope, blankets, small lanterns, oil, buckets, torches, and other miscellaneous items all stored neatly on makeshift, free standing shelving along the walls.

Room #4: Well

> The dampness of the earthen walls around you and the unmistakable scent of water in the air hints to the purpose of this chamber. A length of rope secured to the floor with a spike and tied to a still wet bucket wait beside an unadorned, damp, circular hole in the floor.

This small chamber is just what it appears to be; a means to get fresh water into Zul's stronghold.

Rooms #5 & 6: Sleeping Quarters

> The smell of unwashed bodies pervades this chamber and the air is dank and still. Old, musty blankets, chewed upon fragments of bone, ratty sleeping mats and many other items that defy description lie scattered about this room.

Within this small, cramped, crudely crafted earthen chamber are the obvious signs of habitation. Sleeping mats, woven from some plant material, old blankets, small trinkets and worthless personal effects line the floors as well as the few, roughly dug-out bunks within the dirt and stone walls themselves.

Room #7: Dead-End

> The tunnel in which you have been traveling widens slightly and then simply dead-ends before you.

This chamber is trapped with a Spiked Pit Trap.

Spiked Pit Trap (40 Ft. Deep): CR 3; no attack roll necessary (4d6), +10 melee (1d4 spikes for 1d4+4 points of damage per successful hit); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20).

Room #8: Dead-End

> The tunnel in which you have been traveling widens slightly and then simply dead-ends before you.

This is just what it appears to be; a dead end. It is untrapped.

Room #9: Sleeping Quarters

Sleeping Chamber (see **Room #5**). There is a trapped, secret door located in the southeastern "corner" of this room which leads to **Room# 10**. The door can be found on a Search check (DC 27) but the mechanism to open the door is part of the trap. The trap, which is magical, (see below) must be successfully disarmed in order for the door to open.

Globe of BBQ: CR 5; 20-ft.-radius sphere suffers *hold person* and *fireball* (5d6); Reflex save (DC 15) avoids; Search (DC 27); Disable Device (DC 25).

Room #10: Access

> It appears that this tunnel, like many before it, simply and abruptly terminates into a widened area of tunnel.

This room, like its few counterparts within the stronghold, is designated as an exit to a lower (or occasionally, higher) level. This chamber is small and unadorned with only a tiny, hidden crawlspace opening that leads down into the next, lower level. The opening can be found via a Search Check (DC 19).

Room #11: Mouther

> Upon entering this chamber, you see what appears to be a large, muddy puddle of water in the center of the floor. It is only when the puddle begins to moan and babble that you notice that this puddle is moving toward you and that it is filled with blood-shoot, unblinking eyes and gaping, fanged maws!

This chamber houses the gibbering mouther that is released either when an individual opens the doorway leading into this room or by the lever in **Room #1**.

Gibbering Mouther (1): hp: 27.

The mouther begins combat with by utilizing its gibbering and spittle abilities, quickly followed its ground manipulation (which it uses to slow any attempts of the party to flee). It then moves in and begins using its improved grab, engulf, and blood drain abilities.

If the mouther is released by the goblins in **Room #1**, it takes it 1d6 rounds to move to that location. If the party has departed the area before its arrival, there is a cumulative 5% chance per turn from that point onward that they encounters it as a wandering monster.

Room #12: Bunker

> The scent of a long dead fire saturates this small, featureless room. Several graying timbers and large, corroded pipes protrude from the low earthen ceiling and a fine layer of black charcoal soot covers the floor.

This is one of the few bunkers within the stronghold that actually extends above ground more than a foot. It is disguised (above ground) as the burnt-out and vacant husk of a tool shed or storage building. It is currently inhabited by a couple of chokers that move back and forth from the underground area to the above ground area by means of a foot-wide drainage pipe (into which they can squeeze their cartilaginous bodies or they make use of their *reduce* amulets).

Chokers (2): hp: 19, 20.

Currently only one choker waits within the room, hanging among the protruding pipes and timbers, looking much like one itself. Despite the fact that its counterpart is still above ground, the choker attacks as soon as the opportunity presents itself. As soon as it is engaged in combat, the choker screams out to its companion in Undercommon, who joins the fray on the following round.

The chokers, like all of Zul's minions, know their way around the stronghold, however any attempts to sway them to the side of the party are fruitless, as they are utterly evil and despicable examples of their kind. The secret door in the southeastern "corner" of the chamber leads to Room #13. The chokers have buried 600cp, 70 gp of gems, and 1 set of small sized *half plate +1* beneath a pile of scorched timbers in one corner of their above ground lair.

Room #13: Conference

> Entering into this room, your eyes fall upon countless maps, diagrams, and other strange charts that line the walls. This room shows signs of recent and significant use, but all other clues as to what that use was left with those that were here.

This chamber, like a few others like it throughout the stronghold, is designated as a conference chamber and is used for strategic meetings amongst the followers of Zul. Usually the largest chambers within the stronghold, they typically house tactical maps of the surrounding area (both above and below ground) as well as diagrams of proposed growth and expansion of the stronghold.

This particular room contains an item that might be of use to the characters—an overview map of the existing tunnels in this area, shown in conjunction with proposed expansions. While it does not bear any labels, room designations, or personnel positions, it does provide the layout of the twisting and curving tunnel complex. A Track check (DC 18) reveals that several small, goblinoid and humanoid beings spent some time milling about, sitting, and standing within this room.

Room #14: Dead-End

This is a trapped, dead-end Chamber (see **Room #7**). This chamber is trapped with a poison gas trap.

Poison Gas Trap: CR 5; no attack roll necessary (see note below); Search (DC 21); Disable Device (DC 25). *Note:* Trap releases ta'rarra spores (see **Appendix A**).

Room #15: Dead-End

This is a trapped, dead-end Chamber (see **Room #7**). This chamber is trapped with a spiked pit trap.

Spiked Pit Trap (20 Ft. Deep): CR 2; no attack roll necessary (2d6), +10 melee (1d4 spikes for 1d4+2 points of damage per successful hit and disease – see note); Reflex save (DC 20) avoids; Search (DC 20); Disable Device (DC 20); *Note:* the spikes in this trap have been smeared with offal and the entrails of a dead animal, ensuring the contraction of at least one (of many possible) disease.

Room #16: Dead-End

This is a trapped, dead-end Chamber (see **Room #7**). This chamber is trapped with a tri-portcullis trap.

Tri-Portcullis Trap: CR 3; +15 melee (6d6/x2 crit); Search (DC 22); Disable Device (DC 22). *Note:* Damage applies all within the chamber, as the three-pronged portcullis extends from one side of the chamber to the other; extended portcullis blocks passageway.

Room #17: Dead-End

This is a trapped, dead-end Chamber (see **Room #7**). This chamber is trapped with a two stage, water-filled pit trap.

Two Stage, Water-filled Pit Trap: (20 Ft. Deep): CR 4; no attack roll necessary (see note); Reflex save (DC 22) avoids; Search (DC 22); Disable Device (DC 22); Note: Possibility of drowning. Also, one round after trap is triggered, 1d4 very unhappy and hungry shock beetles are dropped into pit, which immediately causes 3d8 electrical damage to all within pit or those touching them; Reflex save (none); Search (DC 25); Disable Device (DC 25).

Shock Beetle (variable): hp: 27.

Room #18: Sleeping Chamber

This area is identical to **Room #5.**

Room #19: Well

Well (see **Room #4**).

Room #20: Bunker

> The stillness of the air within this chamber wafts out into the tunnel, causing an unsettling feeling to alight upon your soul. It is this same stillness that is shattered, for as you enter the room, earthen clods and dirt fly as several skeletal forms burst from the walls themselves!

This chamber is "inhabited" by six skeletal halflings, all of which are entombed within the walls of the bunker itself. They burst free of their earthen coffins when any living creature enters the room. Also, this bunker, unlike the others like it within the stronghold, does not possess a domed ceiling or vents to the surface.

Skeleton, Small (Halflings) (6): hp: 5, 5, 6, 6, 6, 6.

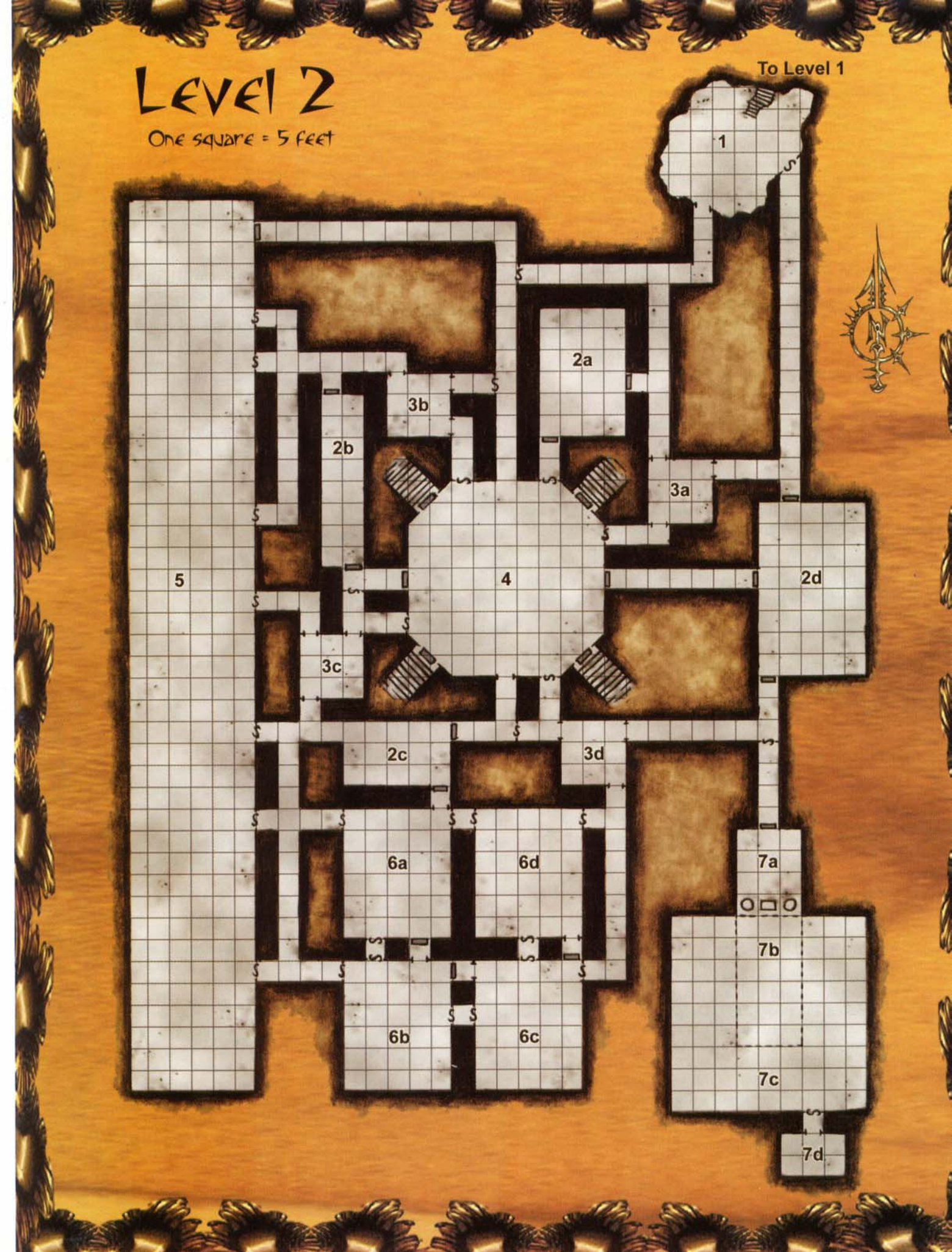
Driven by their undead hunger, the skeletons attack without remorse or fear. There is little else of note within this chamber.

Level 2 Overview

Located at a much deeper depth than the first level, the second level of Zul's stronghold can only be accessed via the tunnel networks of level one, or via spells such as *passwall*, *teleportation without error*, and so forth. However, the frequency of patrols within this level make such showy entrances risky at best, so the PC's best chance at infiltration is to traverse the deadly tunnels of the first level. The second level's design is more akin to a "typi-

Level 2

One square = 5 feet



cal" dungeon construction, with proper passages and rooms sized to comfortably accommodate medium-sized creatures.

This second level is comprised primarily of the forges, workshops, and tactical planning areas of the stronghold. Zul is crafting an army of zealous followers and it is here, within the second level, that his slaves are forced to labor and toil crafting the fruits of future war. Luckily for the characters, this high concentration of slaves requires that this level be mostly devoid of traps, but on the other side of the coin, the very design of this level is deeply founded on the principles of a defense and maintaining control of one's enemy at all times. The design of the hallways leading from the forges and storage rooms is such that only a few enemies at a time would be allowed to do battle with Zul's forces, while leaving the bulk of their force behind in the rooms themselves, all of which are accessible via secret passages. Further, these secret passageways allow for quick mobilization and response times from Zul's trained and constantly drilled shock troops.

On the second level, the number of patrols has increased nearly tenfold, but they are unwary (-10 penalty on all Listen checks unless the sounds are of pitched battle or something equally disturbing), which should help the PCs considerably. While on this level, the characters stand a 10% cumulative chance per turn of encountering one of these patrols unless otherwise noted. It is also on this level that the characters are most likely to stumble upon Zul or his lieutenants.

One unusual aspect that GMs should strive to portray to the characters while they explore this level is the treatment of Zul's slaves. Unlike most cruel and barbarous overlords, Zul does not allow any unmitigated harshness toward the slaves within the stronghold. Zul realizes that every slave that is lost puts him one step farther away from his goal of 1,000 souls beneath his "Bloodlord banner". As such, while there is little doubt that the workers within the dark recesses of these hellish forges are slaves, they are well tended and basically in good health.

There are a few items that all guards within the second level don: a pair of *knock gauntlets* (see **Appendix A**), two slender whistles (a smaller brass one and a larger silver one), and two keys – (a large and a small one, both made of iron). The brass whistle is used to control the otyugh on the third level (see **Level 3+, Control Panel**) and the silver one is used to alert other guards on the second level should the need arise. The larger key is for the control panels on levels 3 and lower. The smaller one is for the shackles that bind the prisoners' ankles.

The time of day does not matter for this encounter. Here in the sunless subterranean stronghold, Zul has the workers rotating through 4 shifts a day, each with ¼ of the prisoner population. So unless you want the group to arrive in the midst of a shift change, there are workers toiling away in the forges to equip Zul's forces.

All of the doors within this level, unless otherwise noted, conform to the following statistics: **Strong wooden door:** Hardness 5; hp 25; Break DC 23

Level 2 Detail

The roughly hewn stairway from the previous level (see **Level 1 Detail, Room #10**) leads the characters down into a hastily made, slightly oval room.

Room #1: Entry

> The rough dirt and stone shaft of the stairway dumps you out into a man-worked, slightly oval shaped chamber. The scent of hot metal fills your nostrils and it seems that the very ground thrums with some sort of inner power. In the dim light to the southwest, you can just make out an open doorway.

This chamber serves as an entry between the first and second levels. There are definite and obvious signs that someone has widened this room considerably, but it is crudely worked stone. To the southwest, an open doorway awaits, and in the southeast section, roughly 20 feet from the terminus of the stairway, is a secret door. This secret door can be located on a successful Search check (DC 21) and opened via a Disable Device check (DC 26) or by one of the *knock gauntlets* (see **Appendix A**), which are worn by each of Zul's guards.

The hot metal smell emanates from the foundry rooms (see **Rooms #5a-5f**) and the thrumming of the ground is the pounding of the workers and the machinery located therein.

Room #2: Barracks

> The signs of rigid and strictly organized habitation are clear within this room. The neatly made and placed rows of slender cots, the uniform and precisely placed trunks at the foot of each, as well as the utter lack of personal effects makes it abundantly clear that whomever lives within these stark walls has little input over even the simplest of details.

There are 4 rooms keyed to this entry. These rooms are the barracks for the bulk of Zul's elite soldiers – those that truly maintain order within this stronghold. These areas serve as the sleeping, resting, and eating quarters for the troops, but throughout the majority of the day they are unmanned. Only occasionally, during the mid-morning meal, do some of Zul's forces congregate here. They are otherwise at their posts on any of the levels or patrolling the surface area above the stronghold.

Room #3: Sentries

> This small, unadorned room would be wholly unremarkable, if not for the armed guards that sit within. Other than the hard-looking, straight-backed chairs in which they sit, a small table, and various hooks scattered about the wall (many which support scabbards, bucklers, and helms), there is little of note within.

There are 4 rooms keyed to this entry. These rooms are sentry posts for the second level of the stronghold.

They are little more than holding rooms that are connected to most of the other rooms and passages via secret passages and doorways (see Room #1 for secret door statistics) that the guards use while on duty. Commonly, three or four guards are stationed within each room at all times of the day and night, but they often wander the hallways and visit the barracks.

If an alarm whistle is blown here, guards from the other rooms numbered 3 arrive in two-three rounds. Excess noise near the other sentry stations can prevent the guards from hearing them, however.

3a: A pair of minotaurs, and a pair of tieflings sit drinking, talking, and gaming in this room.

Minotaurs (2): hp: 48, 49.

Tiefling Rog4 (2): hp: 18, 20.

3b: A pack of 6 minotaurs fill this room, arm wrestling and generally passing time.

Minotaurs (6): hp: 46, 47, 49, 49, 50, 51.

3c: There are no guards currently within this area.

3d: Three driders hang from the walls of this room, polishing their weapons and hoping for a group of trespassers to walk in.

Driders (3): hp: 53, 53, 54.

Room #4: Corral

> This large, octagonal room seems to be the heart of this tunnel complex. Each of the eight walls is adorned with a portal of some type. Six of them are closed doors and there are two open doorways that lead to hallways beyond. There is nothing at all within the room, but the slickness of the stones beneath your feet is testimony to the wear and use that this room receives.

This room is used in a similar manner to a corralling pen, wherein the guards funnel the slaves into this single room and then direct them down the four stairways to their cells on the third level (see below).

Room #5: Workshops

> As you approach, the sheer heat and noise of this room is nearly overwhelming. The scents, sounds, and cacophony of ten foundries all compressed into one flows over you as you enter. You stand on a metal walkway that surrounds the outer edge of this massive room. In the hot orange glow from the forges, you can see all manner of races, their soot, dust, and dirt-stained bodies gleaming with sweat, chained at the ankles toiling away, crafting all manner of items. Most of these items are weapons – horrible, serrated, things that look like they posses a bloodlust all their own.
>
> The only means of getting from the walkway to the grounds is by a large manual elevator located in the southern end of the room.

This massive room contains the workshops and the forges of Zul's stronghold. It is within these rooms that the slaves are forced to toil through the day crafting weapons, armor, and devices of war that are used by Zul's ever-growing army of zealot followers.

A 10-foot wide metal walkway runs the circumference of the room. It is 10 feet to the ceiling on that walkway. The main floor is 20 feet lower. A 20 ft. by 20 ft. elevator that is operated by cranks and pulleys on the main floor is the only way up or down (other than climbing or jumping).

At three evenly spaced locations through the center of the room, 20 ft. by 20 ft. boxes hang from the ceiling. Each contains a black pudding that can be dropped onto the workers through the flipping of a lever on the walkway. In line with each black pudding (on either side of the room, east/west-wise) there is a set of 3 levers – one for each box. Flipping any of the southern most levers releases the southern most black pudding, and so on.

Massive worktables, blast furnaces, and all of the various tools that are used in metal, leather, and stone work are all scattered about, being utilized in the slaves' work.

Ogres (10, 5 on walkway, 5 on main floor): hp 29, 31, 31, 31, 32, 32, 32, 32, 33, 34.

Driders (3): hp 53, 55, 55.

The driders stay on the walls and ceiling using their bows to attack any invaders. The ogres charge directly into melee, and the ones on the floor go up the elevator to meet any attack. Both groups are hesitant to drop the black puddings onto the workers, since Zul needs as many people present as possible to attain his Bloodlord title, but their fear of Zul's wrath is forgotten if the heroes start trying to free the slaves.

Room #6: Storage

> The measure of organization and order within this room is simply boggling. Arranged in precise arrays are more weapons, helms, gauntlets, bracers, and other items of war than you have seen in most weapon shops. Every describable weapon and armor type and size all hang before you.

There are 4 rooms keyed to this entry. These rooms are storage areas for all of the weapons, armor, and other devices and items that are made by the slaves in the foundries. The rooms are designed in such a manner as to stagger one's access. In order to reach **Room #6d**, you must pass through the other three prior rooms. This is done, once again, to limit potential access to the most powerful items (which are kept in **Room #6d**) in the case of a rebellion. The subsequent rooms contain subsequently less powerful items, many of which the guards possess immunities to or so forth.

There is an ogre mage and a contingent of drow stationed in these rooms at all times. If an alarm whistle is sounded here, guards from the rooms numbered 3 arrive in 3-4 rounds

.

Ogre Mage: hp: 45.

Drow, Ftr4 (5): hp: 32, 36, 29, 30, 27.

The drow immediately attack anyone not wearing Zul's insignia. Even if the characters do wear the insignia, if the drow do not recognize them as members of Zul's forces there is a 50% chance they still attack, charging directly into melee and focusing their attacks on individuals (the apparently most powerful fighters first).

The ogre mage first tries spells like *sleep, charm person,* and *cone of cold* to slow the group. Failing that, he charges into melee.

Room #7a: Antechamber

Flickering torches along the wall cast a stark and eerie sheen to this place. A long, narrow, maroon-colored rug stretches the length of the room, ending before a blackened and twisted altar. Upon the altar sits a small effigy of a cloven hoofed and horned beast that wields a wickedly barbed and curved glaive. Flanking the altar are two nine-foot tall statues made of ebon-stained and highly polished iron that precisely mirror the small figure upon the altar. Their glossy, sightless eyes seem to bore into you with omnipresent malevolence.

This is Zul's antechamber, designed to look like an altar dedicated to the thodol. Zul does much to compound the near religious fervor that many of his servants display and requires that each of his servants or aides make weekly visits to his "temple". Those that do not often become undead fodder for the first level tunnels. The rear wall is actually illusory, which leads into **Room #7b**. The two statues flanking the altar, which are in the form of two mighty thodols, are actually large animated objects that attack anyone that attempts to enter **Room #7b** without Zul's permission.

Large Animated Object (iron thodol statues) (2): hp: 30.

The statues attack immediately, attempting to trample their foes. They fight until destroyed. Sounds of combat alert Zul and his advisors in **Room#7c**. Refer to the Tactics section of that room to see their actions, which have a bearing here.

Room #7b: Audience Chamber

Lavish, multicolored carpets adorn the floors of this room and thick tapestries depicting a flat, featureless, barren and utterly gray landscape cover three of the walls from floor to ceiling. A heavily carved and sprawling throne sits beneath an iron chandelier lit by globes of *continual flame.*

This room functions as Zul's main audience chamber. Unless there is something that draws his attention elsewhere, he is located here with at least two of his advisors at all times (see **Room #7c** for their stats). The three tapestry covered walls (which were crafted to remind the thodol of his home) are actually illusory walls.

Room #7c: Private Quarters

Passing through the illusionary wall, you are introduced into what can only be the command center of this stronghold. The walls throughout the entire room are covered with diagrams of Penance, with areas of the neighboring Bloodlords highlighted and expanded, as well as maps of troop movements, illustrations of projected canton growth, and so forth.

A long, finely crafted table with several wooden, leather-backed chairs dominates the eastern side of the room. Upon the table are numerous sheaves of paper, scrolls, and slender tomes lie everywhere. A massive, opulent bed sits in the southwestern corner adjacent to a massive oaken desk that is too covered with scrolls and tomes.

This room comprises Zul's private chambers, into which only his most trusted advisors and servants are allowed entrance. If the party has not yet encountered Zul, he is here along with his three most trusted advisors. It is upon the massive oaken desk that the party may find an incomplete letter, penned by Zul himself. The letter is to Zul's "dark lords" and details his progress of his "current mission to annihilate all the heroes of this world", but little more. This letter should perk the interest of most characters, but sadly, there is little additional information to be gleaned from its contents.

Izuron Zul: hp: 196.
Xanythus: hp: 70.
Didder: hp: 74.
Ga'Raas: hp: 36.

Zul allows his advisors to wade into the PCs first, and he watches the battle closely, further assessing his opponents. If the party seems to be besting his three minions, or if they manage to engage him directly, Zul meets them with the brutal, calculating and devastating tactics typical of a thodol.

Zul does little to aid his advisors and uses them as shields or sacrifices. They know full well that if they do not show their willingness to die for Zul at the hands of invaders, the death that Zul has in store for them is much more excruciating. If things go poorly for Zul, or if the party is able to use the *Mask of Binding* (see **Appendix A**) against him, he immediately flees to **Room #7d**. Further, a Search check (DC 13) within this area yields the wand of *passwall* (49 charges) and a scroll of *teleportation circle* x3.

Room #7d: Sanctuary

An eldritch glow illuminates this tiny room with a crimson hue. Inscribed upon the floor is a complex series of magical glyphs that pulse dully with an inner, magical fire.

This room is Zul's innermost sanctuary, as well as one of his more devious traps. Inscribed upon the floor is what appears to be only a *glyph of teleportation*, but in reality is a devious trap that uses the teleportation glyph as a basis. If the tide of battle ever goes poorly for Zul, he attempts to return to this room, leaving the secret door open behind him. Once within the room, the thodol uses his *invisibility* ability to conceal himself and then watch the characters to fall into his cunning little ruse.

There is also a secret door (Search DC 30) that leads to a mile long tunnel to the east. It eventually opens up in the undercity at a intersection of several ancient roads that lead throughout the city.

Teleportation Trap: CR 6; 20-ft.-radius sphere or hemisphere suffers *teleportation* and *forcecage*, followed by *create water* (see note below); Reflex save (DC 27) avoids; Search (DC 27); Disable Device (DC 27) Note: Trap *teleports* an individual to the same spot from which he left, which triggers a *contingency* that creates a *forcecage* (windowless cell) around that individual and fills it via *create water*.

Level 3+ Overview

Once one navigates the second level of Zul's stronghold and continues downward, they enter the levels that are totally composed of cells. Angled, narrow stairways that lead 40 ft. downward from the stronghold's second level (see **Level 2 Detail, Room #4**) terminate at the third level, where a 30 ft. wide hallway extends into the darkness. Spaced evenly at every 30 feet are narrow alcoves that lead into small, ill-lit and dirty prison cells. Each cell is occupied depending on the creature's size; large creatures are given a cell to their own, while medium sized and smaller creatures are interspersed and grouped anywhere from two to eight per cell, according to the whim of the guards at the time. Roughly 20 such cells are spaced along each cell block. There are four groups of cells leading down from level 2 room 4 (in the directions of NE, SE, SW, and NW). Each group of cellblocks has 4 levels (stronghold levels 3-6). A double flight of stairs at one end connects to the level above it, and another set at the far end connects to the level below it.

Level 3+ Detail

As all of the lower levels are essentially carbon copies of one another, feel free to use the following "prison cell" template for all other cells. GMs should bear in mind that a little "surprise" awaits the PCs within one of first cells they examine. GMs are encouraged to add supplementary details where needed to enhance their campaigns. At the base of each set of stairs is a control panel comprised of a set of three levers beneath a large keyhole. Guards rarely patrol these levels because the prisoners have to find their way to the surface to escape.

Control Panel

> As you reach the bottom of the narrow, sharply angled flight of stairs, you cannot help but notice a large section of the wall that appears well worn, yet in excellent working condition. Consisting of three large colored levers and an equally large keyhole placed centrally above them, it strikes your eye as increasingly odd and noteworthy.

Once they proper key is in its place, the first set of levers can be thrown, which in turn opens and closes all of the cell doors simultaneously. Similarly, when a second key is placed in the keyhole, the second lever can be thrown, which opens or closes the large trap door in the center of the hallway. Beneath this trap door is a gently sloping ramp that descends into inky darkness, finally terminating at a well-crafted wall. Lastly, when a third key is placed within the keyhole, the third lever can be thrown, which opens and closes a second trap door at the bottom of the sloped ramp in the pit, which allows the trained otyugh to shamble forth.

Otyugh: hp: 40.

Normally, the otyugh is used to clean out all refuse, offal and other scrap from the cells, but it opts for fresh meat if living creatures are nearby. Only the command from the whistle causes the otyugh to shy away from a meal of unsullied flesh.

It is conceivable that the characters, if they have one of the whistles from any of their previous encounters, can discern how to control the beast. A successful Handle Animal check (DC 19) or Performance (flute, pipes, or melody) check (DC 20) allows them to puzzle out the combination of toots and trills and to gain a measured control on the creature. Once the otyugh is under the influence of the whistle, treat it as if under the effects of a *charm monster* spell.

Prison Cells

> Beyond the tiny, narrow alcove you see a portcullis leading to a small, unremarkable room made of smoothly finished gray stone. Clammy condensation collects on the bars, painting its surface with rusty pits and the rough browns of mold. Beyond the crisscrossing bars the room is adorned only with a few moldy, near rotten rags that are apparently, the prisoner's beds and the nearly overpowering stench of unwashed bodies.

This non-descript, dirty, smelly and small cell is 20 feet wide by 30 feet long. Other than the rags upon the floor (which are apparently scrounged up by the prisoners to use as sleeping surfaces, and the cold stones of the walls and floor, there is only one item of note. A Spot check (DC 11) conveys the peculiar knowledge that despite the large number of prisoners held within these cells, there is a distinct lack of offal and excrement.

The guards take the prisoners to work the forges (level 2, room 5) a level at a time. Roll 1d4+2 or choose level 3, 4, 5, or 6 to be empty. This level is empty in each group of cellblocks (NE, SE, SW, NW).

Episode 11: Celebrations and Conclusions

Hopefully, the party has defeated Zul (or at least driven him away) by the end of their harrowing journey through his stronghold and are preparing to traverse back up the levels to the surface. This excursion could very well prove challenging, depending on how many traps the characters were able to disable (or trip) and creatures they were able to defeat on their initial passage downward. However, if they find the wand of *passwall* or the scroll of *teleportation circle* (see **Room #7d**, above), they can exit quickly and easily as well as take the now-freed prisoners with them.

They are heralded as heroes in Lord Flollo's court and the generous old picker Bloodlord throws a grand and glorious party in their honor. One or more of their num-

ber receives the title of Razor from Lord Flollo himself, and the entire canton turns out for a colossal and extraordinary celebration in the streets.

Zul's stronghold is still a formidable structure. Even if most of his followers are scattered after his confinement, some may return to try and rebuild. At the very least other Bloodlords, gang leaders, and crime lords are interested in this finely constructed and difficult to enter stronghold. The characters may be charged with either overseeing its demolishment by engineers. Perhaps the characters themselves might find it a useful base of operations out in the deserted city!

If Zul was not slain, he does not plague the characters, Penance, or Forge for some time to come, as he is enduring the punishment of his dark masters, who are most displeased with him. However, he harbors a mighty and unforgettable hatred for the characters, and well may return to plague them again, perhaps as the primary antagonist throughout an entire campaign!

In the rare chance that the prisoners were not found or saved by the party, the minions of a rival Bloodlord reclaim them as prisoners. Perhaps an agent of another Bloodlord professes the stronghold and its prisoners are the property of his lord, creating an entirely new set of political and social issues with which the PCs must deal.

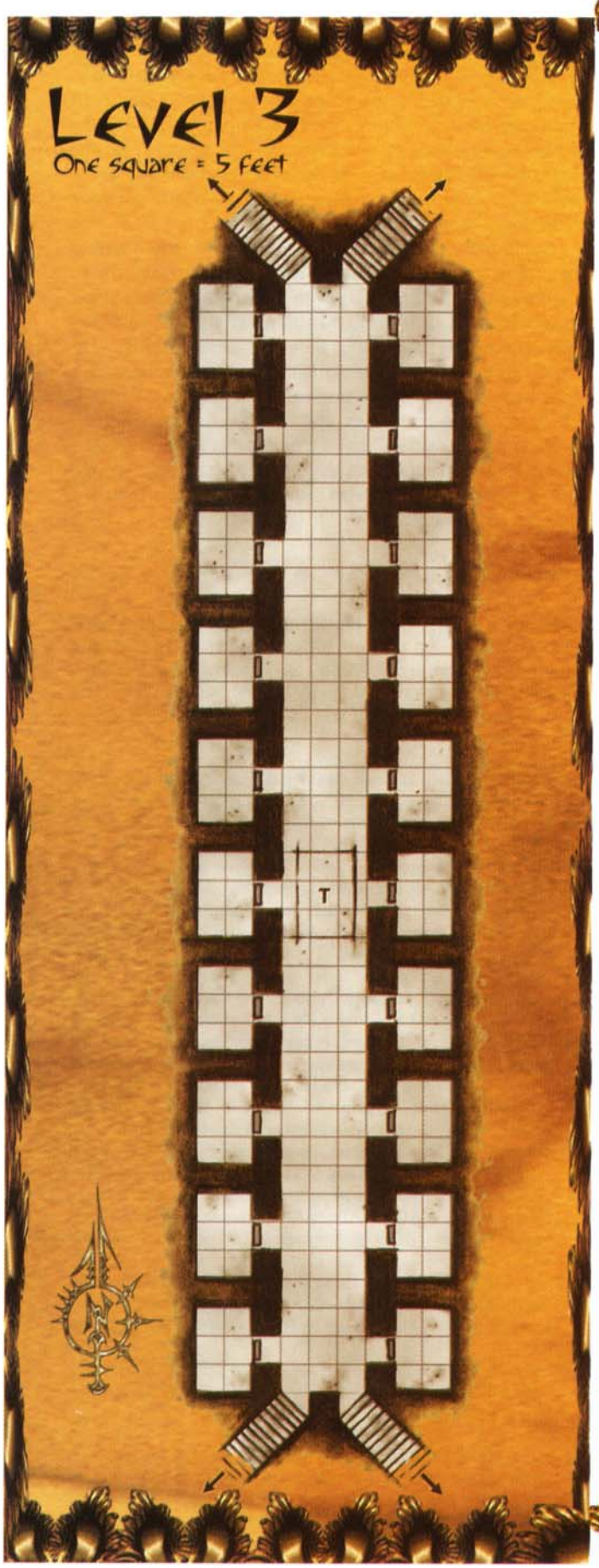
Continuing the Adventure

There are, of course, countless additional avenues (other than those mentioned above), which present possibilities to continue and expand upon this adventure. In order to aid in the incorporation of these many topics, several possible scenario or campaign hooks can be found below. GMs are encouraged to use as many of these as they deem fit, in any combination or lack thereof as they choose.

Episode 1: The Graftz are still around and are out for blood. The party only defeated a single (though rather large) pack of them; the remaining ones now have a grudge against Flollo. Further, there are rumors of strange and foul magics behind their creation.

Episode 4: If Sovereign and his cronies were unmasked or even caught, they do not remain so for long and the gnoll has a taste for the PC's blood. He sets all of his craftiness and his resources to getting back at them, exposing them as the buffoons and simpletons that he knows they are. Further, if Illiss was able to escape the characters with her skin intact, she despises them for disturbing her inner sanctum. She begins marshalling all of her fiendish abilities, amassing a small army of creatures to strike at them from the shadows when least expected.

Episode 5: If the party revealed Nan Jin's plans to Belus and Ypzion escaped, then there is soon a small army heading toward Flollo's holdings. This army not only has a bona fide political beef with Lord Flollo, but also possess a definite hatred of



the characters. The party could soon learn that they have a situation that could well become explosive.

Episode 7: If the party confronted Eryx and he survived, he seeks revenge. However, he doesn't go about obtaining his retribution directly or openly. Instead, he bides his time, quietly observing the characters from the shadowy sidelines, learning their habits and ways. Once the opportunity finally presents itself, he begins hunting them down, one at a time.

Episode 8: Safe Place is still a very unique town within the undercity. If the characters managed to overthrow or kill the Queen and the Caller in Darkness, then the new regime is more amiable to outsiders. There are still some dretch about, of course, but Safe Place has definitely become a more secure place to visit and can easily become a stopping point for many undercity adventures. Perhaps trade flourishes even more and the area becomes a great location to buy and sell goods, or contact rafters. Or perhaps with their deity slain, they are ripe for being conned by a charismatic leader who moves in and takes over her own personal agenda.

Statistics for NPCs

Ankheg; CR 3; Large Beast; HD 3d10+9; hp 31; Init +0; Spd 30 ft., burrow 20 ft.; AC 18, touch 9, flat-footed 18 (-1 size, +9 natural); Atk +6 melee (2d6+7 bite); SQ Improved grab, acid, spit acid; SQ tremorsense; AL N; SV Fort +6, Ref +3, Will +2; Str 21, Dex 10, Con 17, Int 1, Wis 13, Cha 6.
Skills: Listen +4.

Belus soldiers Male Human Ftr4: CR 4; Size M (5 ft., 11 in. tall); HD 4d10+12; hp 41; Init +0; Spd 30 ft.; AC 10; Attack +7 melee, or +4 ranged; SV Fort +7, Ref +1, Will +2; AL N; Str 16, Dex 11, Con 17, Int 13, Wis 12, Cha 9.
Skills & Feats: Alchemy +3, Climb +7, Gather information +0.5, Hide +0, Jump +9, Knowledge (religion) +3, Listen +1, Move silently +0, Spot +1, Swim +10; Cleave, Combat reflexes, Point blank shot, Power attack, Weapon focus (longsword), Weapon focus (shortbow).

Bone Sovereign; CR 5; Large Undead; HD 4d12; hp 36; Init +5; Spd 40 ft.; Atk +5/+5 melee (1d8+5, 2 claws) and +3 melee (1d4+3, bite); SQ undead, immunities, command undead, *detect undead, desecrate*, skeleton merge, skeleton spawn, +2 turn resistance; Str 19, Dex 12, Con –; Int 8; Wis 8; Cha 13.
Skills: Climb +7, Hide +4, Jump +6, Listen +5, Move Silently +6, Spot +7; *Feats:* Improved Initiative, Multiattack.
Bone Sovereign Size Increase: Once it reaches 8HD, use these stats (includes the bonuses for extra skeletons up to 4 beyond original. Anymore need to be added on.): CR 7; Huge Undead; hp 72; AC 15; Atk +14/+14 melee (2d6+9, 2 claws) and +11 melee (1d6+5 bite); Reach 20 ft.; Fort+4, Ref +6. Will +5
Once it reaches 20HD, use these stats: CR 14; Gargantuan Undead; hp 180; AC 17; Atk +28/+28 melee (2d6+13, 2 claws and +21 (1d6+7, bite); Reach 30 ft.; SV Fort+10, Ref +10, Will +13.
If it reaches 36+HD, use these stats: CR 22; hp 324; AC 18; Atk +40/+40 melee (2d6+17, 2 claws), +31 melee (1d6+9, bite); Reach 40 ft.; SV Fort +17, +15, +21.

Brutus, Male Dretch Bbn7: Small Outsider (Evil); HD 2d8+7d12+9; hp 84 (102 when raged); Init +4; 30 ft.; AC 17 [15 raged], touch 11 [9], flat-footed 17 [15] [[+1 size, +6 armor); Atk +10/+5 (2d8+1 [2d8+3], Force Guardian Arm, see below); SQ poison and electricity immunity, cold, fire, and acid resistance 20, damage reduction 5/silver, spell resistance 5, telepathy, uncanny dodge; SA spell-like abilities, summon tanar'ri, rage; AL CE; SV Fort +13 [+15], Ref +7, Will +3 [+5]; Str 12 [16], Dex 10, Con 12 [16], Int 5, Wis 9, Cha 9.
Skills: None; *Feats:* Multiattack, Improved Critical (Force Guardian arm), Improved Initiative.
Possessions: Light Fortification Bone Mail Armor +1, Force Guardian Arm.
Force Guardian Arm: *Force Critical (Ex):* Critical threat range is 15-20/x2 or 3 (with his feat). On a threat of 15-18, the damage is doubled (4d8+2 [4d8+6]). On a critical threat of 19-20, the damage is tripled (6d8+3 [6d8+9]). Also on successful critical hit, character is knocked back 1 foot per point of damage inflicted. If hit solid object (i.e. wall) before traveling full distance, takes another 2d6 damage.

Captain Timaeus Male Human Ftr7: CR 7; Size M (5 ft., 10 in. tall); HD 7d10+14; hp 67; Init +1; Spd 30 ft.; AC 11 (+1 Dex); Attack +10/+5 melee, or +8/+3 ranged; SV Fort +7, Ref +3, Will +2; AL N; Str 16, Dex 13, Con 15, Int 12, Wis 11, Cha 14.
Skills & Feats: Climb +10, Craft +9, Handle animal +11, Hide +1, Jump +12, Listen +2, Move silently +1, Spot +2, Swim +10; Alertness, Blind-fight, Power attack, Quick draw, Toughness, Toughness, Weapon focus (greatsword), Weapon specialization (greatsword).

Carrion Crawler; CR 4; large aberration; HD 3d8+6; hp (average) 26; Init +2; Spd 30 ft., climb 15 ft.; AC 17, touch 11, flat-footed 15 (-1 size, +2 Dex, +6 natural); Atk +3 melee (paralysis, tentacles), -2 melee (1d4+1, bite); SA paralysis; SQ scent; AL NE; SV Fort +3, Ref +3, Will +5; Str 14, Dex 15, Con 14, Int 1, Wis 15, Cha 6.
Skills: Climb +10, Listen +6, Spot +6; *Feats:* Alertness

Centipede (Tiny Monstrous): CR 1/8; Tiny Vermin; HD 1/4 d8; hp 1; Init +2; Spd 20 ft.; AC 14, touch 14, flat-footed 12 (+2 size, +2 Dex); Atk +4 melee (1d3-5 and poison, bite); SA poison; SQ vermin; AL N; SV Fort +2, Ref +2, Will +0; Str 1, Dex 15, Con 10, Int -, Wis 10, Cha 2.
Skills: Climb +3, Hide +17, Spot +7; *Feats:* Weapon Finesse (bite)

Choker: CR 2; Small Aberration; HD 3d8+3; hp (average) 19; Init +4; Spd 20 ft., climb 10 ft.; AC 16 (+1 size, +5 natural); Atk 2 +6/+6 melee (1d3+3, 2 tentacle slaps); SA haste, improved grab, constrict 1d3+3; AL NE; SV Fort +2, Ref +1, Will +4; Str 16, Dex 10, Con 13, Int 4, Wis 13, Cha 7.
Skills: Climb +16, Hide +7, Move Silently +4; *Feats:* Improved Initiative.

Crygen, male werewolf Ftr4: CR 9; Medium-sized shapechanger; HD 2d8+6 + 5d10+15; hp 71; Init +7, Spd 50 ft. (as wolf; 30 ft. as hybrid); AC 17 (+3 Dex, +2 Natural, +2 Deflection); Atk +14/+9 bite (1d6+8/crit 20 x2); SA trip, curse of lycanthropy; SQ Wolf empathy, scent, damage reduction 15/truesilver (immune to all physical attacks that are not inflicted with silver weapons); AL CE; SV Fort +12, Ref +7, Wil +6; Str 20, Dex 16, Con 16, Int 12, Wis 12, Cha 12.
Skills & Feats: Hide +3, Listen +14, Move Silently +5, Search +8, Spot +14, Swim +8, Wilderness Lore +9; Blind-Fight, Combat Reflexes, Dodge, Improved Initiative, Iron Will, Weapon Focus (bite), Weapon Specialization (bite).
Possessions: *ring of protection* +2 (hidden under the fur of his right paw).

Crygen's Pack (5 dire wolves): CR 3; large-size animal; HD 6d8+18; hp 59, 55, 52, 48, 45; Init +2 (Dex); Spd 50 ft.; AC 14 (-1 size, +2 Dex, +3 natural); Atk +10 bite (1d8+10 crit/20 x2); SA trip; SQ Scent; AL N; SV Fort +8, Ref +7, Wil +6; Str 25, Dex 15, Con 17, Int 2, Wis 12, Cha 10.
Skills & Feats: Hide +5, Listen +6, Move Silently +5, Spot +6, Wilderness Lore +1.

Darkbarb rogues, male and female Rog5; CR 5; Medium-sized humanoids; HD 5d6+5; hp 30, 26, 24, 23, 21; Spd. 30 ft.; AC 20; Atk +7 melee (short sword 1d6+4/crit 19-20/x2), +9 ranged (short bow 1d6+2/crit 20 x3); AL LE; SV Fort +2, Ref +8, Wil +2; Str 14, Dex 19, Con 12, Int 10, Wis 12, Cha 12.

Skills & Feats: Evasion, sneak attack +3d6, uncanny dodge, Combat Reflexes, Dodge; Climb +12, Hide +12, Listen +8, Move Silently +12, Spot +6.

Possessions: +2 *leather armor, +2 short sword, +1 short bow,* 12 +1 *arrows,* 1 *potion of invisibility.*

Dead-of-Night, male deep fey Sor6: CR 7; Medium-sized humanoid, HD 2d6+3+6d4 +6; hp 36; Init +4 (Dex); Spd 30 ft.; AC 20; Atk +4 melee, +7 ranged; AL LE; SV Fort +5, Ref +11, Wil +13; Str 10, Dex 19, Con 12, Int 12, Wis 16, Cha 18 (5 ft. 2 inches tall).

Skills & Feats: Ambidexterity, Weapon Finesse (short sword); Spell Focus (evocation); City Lore +13, Climb +4, Concentration +11, Hide +10*, Intuit Direction +8, Listen +8, Move Silently +10, Search +4, Spellcraft +5, Spot +7, Swim +4.

Spells Known (6/7/6/4): 0-level: *daze, detect magic, disrupt undead, flare, light, mage hand, read magic;* 1st-*feather fall, magic missile, shield, shocking grasp;* 2nd-*rope trick, Tasha's hideous laughter;* 3rd-*lightning bolt.*

Possessions: *Bracers of armor +4, ring of protection +2, cloak of resistance +2, brooch of shielding* (38 charges remaining), 2 pinches of *dust of disappearance.*

Didder, Male Goblin Ftr8; CR 8; Small Humanoid (goblinoid); HD 8d10+8; hp 74; Init +5; Spd 20 ft.; AC 19, touch 6, flat-footed 14 (+1 size, +5 Dex, +3 leather +1); Atk +17/+12 ranged (1d6+1d6 cold, +3 *icy burst shortbow*), or if within 30 ft. +18/+13 (1d6+1d6 cold, +3 *icy burst shortbow*), or +9/+4 (1d4/x3, masterwork light pick); AL LE; SV Fort +7. Ref +7, Will +2; Str 10, Dex 20, Con 12, Int 11, Wis 10, Cha 7.

Skills: Climb +5, Hide +10, Jump +4, Move Silently +10, Ride +8; *Feats:* Improved Critical (shortbow), Fr Shot, Mounted Combat, Point Blank Shot, Precise Shot, Rapid Shot, Weapon Focus (shortbow), Weapon Specialization (shortbow).

Gifts: None (Forge native)

Possessions: +3 *icy burst shortbow, +1 leather armor,* masterwork light pick, 3 daggers, 100 pp, 30 gp, 350 gp emerald, 150 gp amethyst.

Digester: CR 6; Medium-size Magical Beast; HD 8d10+24; hp 90; Init +6; Spd 60 ft.; AC 17, touch 12, flat-footed 15 (+2 Dex, +5 natural); Atk +11 melee (1d8+4, rake); SQ scent, acid immunity, SA acid spray; AL N; SV Fort +9, Ref +8, Will +3; Str 17, Dex 15, Con 17, Int 2, Wis 12, Cha 10.

Skills: Hide +11, Listen +6, Jump +7, Spot +6; *Feats:* Alertness, Improved Initiative

Drask, Male Vampiric Paretiophage; CR 8; Medium-size Undead; HD 8d12; hp 78; Init +8; Spd 30 ft.; AC 27, touch 15, flat-footed 22 (+5 Dex, +6 natural, +6 *bracers of armor*); Atk +12/+7 (1d6+4, slam), or +13 melee (1d4+4 plus brain suck, proboscis); SA brain suck, illusions, domination, energy drain, blood drain, children of the night, create spawn; SQ skill absorption, darkvision 60 feet, damage reduction 15/+1, turn resistance +4, cold and electricity resistance 20, gaseous form, spider climb, alternate form, fast healing 5, undead, vampire weaknesses; AL CE; SV Fort +9, Ref +13, Will +9; Str 18, Dex 20, Con -, Int 22, Wis 16, Cha 16.

Skills: Appraise +8, Bluff +11, Concentration +10, Disguise +8, Hide +16, Listen +16, Move Silently +16, Search +12, Sense Motive +12, Spellcraft +10, Spot +17; *Feats:* Alertness, Armor Proficiency, Combat Casting, Combat Reflexes, Dodge, Improved Initiative, Lightning Reflexes, Mobility, Spell Focus (illusion), Spell Penetration, Weapon Finesse (proboscis).

Possessions: Ragged and decaying remnants of once fine robes.

Dretch: CR 2; Small Outsider (Evil); 2d8; hp (average) 13; Init +0; Spd 20 ft.; AC 16, touch 11, flat-footed 16 (+1 size, +5 natural); Atk +3 melee (1d4, claw), +1 melee (1d4, bite); SQ poison and electricity immunity, cold, fire, and acid resistance 20, damage reduction 5/silver, spell resistance 5, telepathy; SA spell-like abilities, summon tanar'ri; AL CE; SV Fort +7, Ref +5, Will +2; Str 10, Dex 10, Con 10, Int 5, Wis 11, Cha 11.

Skills: None; *Feats:* Multiattack.

Dretch, advanced: CR 6; Small Outsider (Evil); HD 6d8; hp 39; Init +0; Spd 20ft.; AC 16, touch 11, flat-footed 16 (+1 size, +5 natural); Atk +7 melee (1d4, 2 claws), +5 melee (1d4, bite); SQ poison and electricity immunity, cold, fire, and acid resistance 20, damage reduction 5/silver, spell resistance 5, telepathy; SA spell-like abilities, summon tanar'ri; AL CE; SV Fort +10, Ref +8, Will +5; Str 10, Dex 10, Con 10, Int 5, Wis 11, Cha 11.

Skills: None. *Feats:* Multiattack, Toughness.

Drider; CR 7; Large Aberration; HD 6d8+18; hp (average) 54; Init +2; Spd 30 ft., climb 15 ft.; AC 17, touch 11, flat-footed 15 (-1 size, +2 Dex, +6 natural); Atk +5 ranged (1d6, shortbow); Face/Reach 10 ft. by 10 ft./5 ft.; SA spells, spell-like abilities, poison; SQ SR 14; AL NE; SV Fort +5, Ref +4, Will +8; Str 15, Dex 15, Con 16, Int 15, Wis 16, Cha 16.

Skills: Climb +14, Concentration +10, Hide +8, Listen +9, Move Silently +7, Spellcraft +10, Spot +9; *Feats:* Ambidexterity, Combat Casting, Two-weapon Fighting.

Elf, Drow, Ftr4: CR 5; Size M (5 ft., 0 in. tall); HD 4d10-4; hp 27; Init -2 (-2 Dex); Spd 30 ft.; AC 8 (-2 Dex); Attack +7 melee, or +2 ranged; SV Fort +3, Ref -1, Will +3; AL NE; Str 17, Dex 7, Con 9, Int 7, Wis 10, Cha 5.

Skills: Balance -1, Hide +1, Listen +2, Move silently -2, Search +0, Spot +2; *Feats:* Blind-fight, Improved unarmed strike, Iron Will, Power attack, Two-weapon fighting.

Eryx Shaggon, Male Lunar Rog11; CR 11; Medium-size Shapechanger; HD 11d6; hp 58; Init +8; Spd 30 ft.; AC 21, touch 17, flat-footed 17 (+4 Dex, +3 ring of protection, +4 +1 studded leather); Atk +12/+7 ranged (1d4 dagger), or +12/+7 (2d4+1d6 acid/+1d10 acid, +1 acid burst spiked chain); SQ shapechange, light sensitivity, darkvision 120 ft., low-light vision; SA sneak attack +5d6; AL NE; SV Fort +3, Ref +11, Will +4; Str 10, Dex 19, Con 11, Wis 13, Int 14, Cha 18.

Skills: Balance +15, Bluff +19, Climb +4, Disable Device +2, Escape Artist +15 (+21 with vest of escape), Forgery +2, Gather Information +23, Hide +16, Innuendo +3, Jump +12, Listen +7, Move Silently +16, Open Lock +5, Pick Pocket +4, Read Lips +2, Search +6, Sense Motive +15, Spot +8, Tumble +13, Use Magic Device +4, Use Rope +4; *Feats:* Alertness, Exotic Weapon Proficiency (spiked chain), Improved Initiative, Weapon Finesse (spiked chain).

Gifts: Adorable, Danger Sense, Intuition.

Possessions: +1 acid burst spiked chain, +1 glamered studded leather armor, ring of protection +3, vest of escape, boots of speed, cloak of arachnida, Heward's handy haversack (containing 20 gems ranging in value from 100 gp to 2,000 gp with a total of 17,000 gp, 300 pp, 100 gp, 20 sp, 10 daggers; 3 are masterwork).

Notes: Eryx is as cocky and self confident as they come. However, he is not stupid. He tries to watch out and cover his back at all times, but when in his element, his cockiness can get the best of him. During his time as one of Zul's first recruits to the Purity of Flame cult, Eryx paid lip service to the worship of Zul, but deep down he knew that this was nothing but a powerful creature that would be a far better ally than enemy. After some time, Eryx realized just what Zul was, and confronting the thodol with it, earned his respect.

Since then, Eryx has been a trusted ally and spy with only his arrogance grating on Zul's nerves.

NPC Continuation: If Eryx survives the encounter and is betrayed in some way, he first insures that Zul is not hunting him down. After that, he begins to observe the characters and learn their patterns and habits. If the offense against him is minor, he attempts to kill the characters one at a time. If he is far more deeply offended (was charmed or magically influenced to help the characters), he first goes after any friends, family, and acquaintances of the characters before taking his revenge on them.

Fiendish Caller in Darkness, Large Undead (Incorporeal): CR 11; HD 11d12, hp 99; Init +7; Spd 30 ft., fly 60 ft. (good); AC: 14, touch 12, flat-footed 11 (–1 size, +3 Dex, +2 deflection); Atk +7 melee (2d6, 4 incorporeal touches); SQ undead, incorporeal, +2 turn resistance, psionics, unnatural aura, daylight powerlessness, cold and fire resistance 15, damage reduction 5/+2; SA steal essence, psionics, smite good; AL CE; SV Fort +3, Ref +6, Will +9; Str –, Dex 16, Con –, Int 14, Wis 14, Cha 15.

Skills: Hide +13, Intimidate +12, Intuit Direction +6, Listen +12, Search +12, Sense Motive +8, Spot +12; *Feats:* Alertness, Blind-Fight, Combat Reflexes, Improved Initiative, Mental Adversary.

Flollo mercenaries, male half-elf Ftr4: CR 4; Size M (5 ft., 5 in. tall); HD 4d10+8; hp 36; Init +2; Spd 30 ft.; AC 12 (+2 Dex); Attack +8 melee, or +6 ranged; SV Fort +8, Ref +3, Will +3; AL NG; Str 18, Dex 14, Con 15, Int 13, Wis 15, Cha 14.

Skills & Feats: Craft +8, Disable device +1.5, Handle animal +9, Hide +2, Listen +3, Move silently +2, Search +2, Spot +3, Swim +10; Blind-fight, Combat reflexes, Great fortitude, Two-weapon fighting, Weapon focus (sword, short).

Ga'Raas, Male Dwarf Sor8; CR 8, Medium-size Humanoid (dwarf); HD 8d4+8; hp 36; Init +0; Spd 20 ft.; AC 16, touch 10, flat-footed 16 (+2 *ring of protection*, +4 *mage armor*); Atk +4 melee/ranged (spell); AL LE; SV Fort +3, Ref +2, Wis +5; Str 11, Dex 10, Con 12, Int 11, Wis 8, Cha 15.

Skills: Concentration +12, Knowledge(arcane) +7, Scry +1, Spellcraft +5; *Feats:* Combat Casting, Skill Focus (Knowledge(arcane)), Spell Penetration.

Gifts: Telepathic

Possessions: +2 *ring of protection, rod of wonder, ring of shooting stars, iron bands of billaro,* 2 arcane scrolls containing: *grant, enlightenment, cacophony, bloodfire, spellguard, magical deviation, immolation.*

Spells Known (8/5/3/2/1, DC 12 + spell level): 0 – *detect magic, disrupt undead, ghost sound, light, ray of frost, read magic, resistance;* 1st – *mage armor, magic missile, message, protection from good, reduce;* 2nd – *web, darkness, mirror image;* 3rd – *fireball, haste,* 4th – *improved invisibility.*

Gibbering Mouther: CR 5; Medium-size Aberration; HD 4d8+4; hp 27; Init +1; Spd 10 ft., swim 20 ft.; AC 19, touch 11, flat-footed 18 (+1 Dex, +8 natural); Atk +4/+4/+4/+4/+4/+4 melee (1, bite); SA gibbering, spittle, improved grab, blood drain, engulf, ground manipulation; SQ amorphous; AL N; SV Fort +2, Ref +2, Will +5; Str 10, Dex 13, Con 12, Int 4, Wis 13, Cha 13.

Skills: Listen +8, Spot +12; *Feats:* Weapon Finesse (bite)

Goblin: CR ¼; Small Humanoid (goblinoid); HD 1d8; hp (average) 6; Init +1; Spd 30 ft.; AC 15, touch 12, flat-footed 14 (+1 size, +1 Dex, +3 studded leather); Atk +1 melee (1d8-1, morningstar), or +3 ranged (1d6-1, javelin); SQ darkvision; AL NE; SV Fort +2, Ref +1, Will +0; Str 8, Dex 13, Con 11, Int 10, Wis 11, Cha 8.

Skills: Hide +6, Listen +3, Move Silently +4, Spot +3; *Feats:* Alertness.

Goblin, Female Goblin Ftr6; CR 6; Small Humanoid (goblinoid); HD 6d10; hp 50; Init +2; Spd 20 ft.; AC 16, touch 12, flat-footed 14 (+2 Dex, +4 scale mail); Atk +7/+7/+2 ranged (1d6/x3 composite shortbow, range increment 105 ft.), if within 30 ft – +8/+8/+3 (1d6+3/x3, composite shortbow), or +5/+0 (1d6/19-20, shortsword); AL NE; SV Fort +5, Ref +4, Will +2; Str 8, Dex 14, Con 11, Int 10, Wis 11, Cha 8.

Skills: Handle Animal +4, Move Silently +4, Ride +11, Spot +2 (+7 with Eyes of Eagle); *Feats:* Far Shot, Mounted Archery, Mounted Combat, Point Blank Shot, Rapid Shot, Weapon Focus (shortbow), Weapon Specialization (shortbow).

Possessions: composite shortbow, shortsword, chain mail.

Graftz, Male Orc Ftr3; CR 3; Medium-sized Humanoids (Orc); HD 3d10; hp (average) 24; Init +0; Spd 30 ft.; AC 13, touch 10, flat-footed 13 (+3 studded leather); Atk +7 melee (1d8+2/x3, masterwork battleaxe) or (1d8+2/19-20, masterwork longsword); SQ Weapon Graft; AL CE; SV Fort +3, Ref +1, Will +0; Str 15, Dex 10, Con 11, Int 9, Wis 8, Cha 8.

Skills: Climb +4, Jump +4, Listen +2, Search +2, Spot +2; *Feats:* Alertness, Power Attack, Skill Focus (Search), Weapon Focus (battleaxe or longsword).

Weapon Graft (see sidebar in Episode 1): They have a melee weapon grafted to one of theirs hands, making them impossible to disarm.

Possessions: Masterwork battleaxe or masterwork longsword, studded leather armor painted with gang insignia, 40 gp, and 15 gp jewel (varies by individual).

Illiss, Female Half-fiend Dark Naga; CR 10; Large Aberration; HD 9d8+25; hp 77; Init +4; Spd 40 ft.; AC 17 (30 with *haste, shield,* and *protection from good*), touch 13, flat-footed 13 (-1 size, +4 Dex, +4 natural); Atk +9 melee (2d4+4 and poison, sting), +4 melee (1d6, bite); SA poison, detect thoughts, spells; SQ poison immunity, guarded thoughts, charm resistance, acid, cold and fire resistance 20; AL LE; SV Fort +7, Ref +9, Will +8; Str 18, Dex 19, Con 16, Int 20, Wis 15, Cha 19.

Skills: Bluff +31, Concentration +35, Listen +31, Sense Motive +25, Spellcraft +32, Spot +31; *Feats:* Alertness, Combat Casting, Dodge, Lightning Reflexes.

Sorcerer Spells Known: (7/6/4/3/1; base DC = 14 + spell level): 0 – *dancing lights, detect magic, ghost sound, mage hand, open/close, read magic, ray of frost;* 1st – *alarm, grease, magic missile, protection from good, shield, true strike;* 2nd – *blur, misdirection, see invisibility, shatter;* 3rd – *haste, shrink item, fireball;* 4th – *stoneskin.*

Notes: Brought into Penance by a summoning spell that could not hold her, the fiendish naga, Illiss, promptly ate her summoner and then began seeking a way home. After many months filled with fruitless searches, she finally decided to make a new home for herself and settled on the sunken and abandoned museum. Once there, she spent the majority of her time with her alterations to the museum, making it as comfortable for her kind as possible.

NPC Continuation: If Illiss is not slain outright by the characters, she either attempts to flee into the undercity or she bargains her way out of the situation (she is half-fiend, after all). In either instance, the end result can be nothing but disastrous for the characters, as any word that the naga gives will not be kept (at least not the way the characters expect it to be kept) and the memory of fiends—especially fiendish nagas—is long and crystalline.

Izuron Zul, Male Thodol; CR 17; Medium-size Outsider; HD 16d5+112; hp 196; Init +10; Spd 40 ft.; AC 36, touch 16, flat-footed 30 (+6 Dex, +20 natural); Atk +24/+19/+14/+9 and +25 (1d8+13 and 1d8+14, 2-headed spear, primary end +1 *wounding corruption*, secondary end +2 *pestilence* (slimy doom)); SA poison, spell-like abilities; SQ damage reduction 30/+3, planar qualities, regeneration 5, spell resistance 28;



AL NE; SV Fort +17, Ref +16, Will +12; Str 28, Dex 23, Con 25, Int 15, Wis 18, Cha 19.

Skills: Balance +15, Climb +17, Disguise +12. Hide +17. Intimidate +12, Jump +17, Listen +14, Move Silently +19, Ride +19, Search +12, Sense Motive +14, Spot +19, Swim +16, Use Rope +13, Wilderness Lore +13; *Feats:* Ambidexterity, Exotic Weapon Proficiency (2-headed spear), Leadership, Power Attack, Two Weapon Fighting.

Gifts: Understanding

Possessions: Shiir, the Slitter (2-headed spear, see below), *dagger of venom, rod of lordly might, potion of charisma, potion of cure serious wounds.*

Shiir, the Slitter

Exotic weapon that acts as a shortspear with blades on either end, it cannot be thrown normally. It possesses the enchantments of *+1 wounding, corruption,* and +2 pestilence (slimy doom) on each end. It is also an intelligence weapon with the following stats:

SQ grants *detect magic* at will to wielder, grants Improved Initiative to wielder, speaks Common and Infernal; AL NE; Int 13, Wis 6, Cha 17; Ego 14.

Kyton; CR 6; Medium-size Outsider (Evil, Lawful); HD 8d8+8; hp (average) 62; Init +4; Spd 30 ft.; AC 18, touch 10, flat-footed 18 (+8 natural); Atk +9/+9 melee (1d8+1, 2 chain rakes); SQ damage reduction 20/+2, SR 17, cold immunity, regeneration 2; SA dancing chains, unnerving gaze; AL LE; SV Fort +7, Ref +6, Will +6; Str 13, Dex 11, Con 13, Int 6, Wis 10, Cha 12.

Skills: Climb +12, Craft (blacksmithing) +10, Escape Artist +11, Listen +13; *Feats:* Alertness, Improved Critical (chain), Improved Initiative.

Possessions: Nothing but chains.

Minotaur; CR 4; Large Monstrous Humanoid; HD 6d8+12; hp 48; Init +0; Spd 30 ft.; AC 14, touch 9, flat-footed 14 (-1 size, +5 natural); Atk +9/+4 melee (by weapon, typically 2d8+4, huge greataxe), and +4 melee (1d8+2, gore); Reach 10 ft.; SA charge 4d6+6; SQ scent, natural cunning; AL NE; SV Fort +6, Ref +5, Will +5; Str 19, Dex 10, Con 15, Int 7, Wis 10, Cha 8.

Skills: Intimidate +5, Jump +8, Listen +8, Search +6, Spot +8; *Feats:* Great Fortitude, Power Attack.

Narcis mercenaries, Male Lizardfolk War4; CR 4; Medium-sized Humanoid (Aquatic, Reptilian); HD 6d8+6; hp (average) 49; Init +0; Spd 30 ft.; AC 21 or 19 without shield, touch 10, flat-footed 21 or 19 (+5 natural, +4 chain shirt, +2 large shield); Atk +4 ranged (1d8+2/x3, mighty composite longbow), or +6 melee (1d6+2/18-20, scimitar); AL NE; SV Fort +5, Ref +4, Will +1; Str 14, Dex 10, Con 13, Int 9, Wis 10, Cha 10.

Skills: Balance +4, Climb +5, Intimidate +4, Jump +7, Swim +9; *Feats:* Multiattack, Toughness.

Possessions: scimitar, mighty composite longbow (+2 Str), large shield, 30 arrows, 30 gp, flask of acid, alchemist's fire, (1 has a 60 gp gem hidden from companions).

Ogre; CR 2; Large Giant; HD 4d8+8; hp (average) 32; Init –1; Spd 30 ft.; AC 16, touch 8, flat-footed 17 (-1 size, -1 Dex, +5 natural, +3 hide); Atk +8 melee (2d6+7, huge greatclub); Face/Reach 5 ft. by 5 ft./10 ft.; AL NE; SV Fort +6, Ref +0, Will +1; Str 21, Dex 8, Con 15, Int 6, Wis 10, Cha 7.

Skills: Climb +4, Listen +2, Spot +2; *Feats:* Weapon Focus (greatclub).

Ogre Mage; CR 8; Large Giant; HD 5d8+15; hp 45; Init +4; Spd 30 ft.; fly 40 ft. (good); AC 18, touch 9, flat-footed 18 (-1 size, +5 natural, +4 chain shirt); Face/Reach 5 ft. by 5 ft./10 ft.; SA spell-like abilities; SQ regeneration 2, SR 18; AL LE; SV Fort +7, Ref +1, Will +3; Str 21, Dex 10, Con 17, Int 14, Wis 14, Cha 17.

Skills: Concentration +6, Listen +5, Spellcraft +4, Spot +5; *Feats:* Improved Initiative.

Otyugh: CR 4; Large Aberration; HD 6d6+8; hp 40; Init +0; Spd 20 ft.; AC 17, touch 9, flat-footed 17 (-1 size, +8 natural); Atk +3/+3 melee (1d6, 2 tentacle rakes), -2 melee (1d4, bite); SA improved grab, constrict 1d6, -disease; SQ scent; AL N; SV Fort +3, Ref +2, Will +6; Str 11, Dex 10, Con 13, Int 5, Wis 12, Cha 6.

Skills: Hide +5, Listen +6, Spot +9; *Feats:* Alertness

Queen Who-Talks-With-The-Nasty-Cloud-God, Female Dretch Clr7: CR 9; Small Outsider (Evil); HD 9d8; hp 54; Init +4; Spd 20ft.; AC 23, touch 11, flat-footed 23 (+1 size, +12 *Demon Armor);* Atk +8 melee (1d4, 2 claws), +6 melee (1d4, bite), or +6 melee (spell), +7 ranged (spell); SQ poison and electricity immunity, cold, fire, and acid resistance 20, damage reduction 5/silver, spell resistance 5, telepathy; SA spell-like abilities, summon tanar'ri; AL CE; SV Fort +12, Ref +7, Will +11; Str 8, Dex 10, Con 10, Int 10, Wis 14, Cha 11.

Feats: Multiattack, Improved Initiative, Combat Casting

Telepathy (Su): Dretches can communicate telepathically with creatures within 100 feet that speak Abyssal, Common, or Undercommon.

Possessions: *Demon Armor*

Spells Prepared (6/5/4/3/2; base DC = 12 + spell level); 0 – *Create Water, Detect Poison* x2, *Read Magic, Virtue* x2; 1st – *Bless, Cause Fear, Detect Good, Inflict Light Wounds, Protection from Good*;* 2nd – *Death Knell*, Hold Person, Spiritual Weapon, Zone of Truth;* 3rd – *Animate Dead*, Blindness, Prayer;* 4th – *Lesser Planar Ally, Unholy Blight**.

* Domain Spell. *Domains*: Death (Death Touch), Evil (Cast Evil spells at +1 caster level).

Razor Cyrene, Female Sinewed Human Adp2/Ftr12; CR 13; Medium Humanoid (Human); HD 2d6+6 (Adept), plus 12d10+44 (Fighter), plus 3 (Toughness), plus 14 (Sinewed); hp 166; Init +5; Spd 30 ft.; AC 22, touch 15, flat-footed 17 (+5 Dex, +7 Impact Resistant Studded Leather +4); Atk +18/+13/+8 melee (1d8+10, 15-20/x2, +4 keen undead bane pole sword); SQ Prestige Race – Immunized, Prestige Race – Sinewed; AL NG; SV Fort +15, Ref +9, Will +7; Str 19, Dex 20, Con 16, Int 12, Wis 11, Ch 11.

Skills: Alchemy +3, Balance +8, Climb +10, Concentration +4, Handle Animal +1, Heal +5, Jump +21, Scry +2, Spot +9, Swim +8, Wilderness Lore +4; *Feats:* Alertness, Blind-fighting, Cleave, Deflect Arrows, Dodge, Great Fortitude, Improved Critical (pole sword), Improved Unarmed Combat, Mobility, Power Attack, Toughness, Weapon Focus (pole sword), Weapon Specialization (pole sword).

Gifts: Arrival Ability Boost (Con), Earned Ability Boost (Dex), Ethereal Sight.

Possessions: (with her at all times) *+4 keen undead bane pole sword, +4 impact resistant studded leather armor* with armor spikes, 3 daggers.

Notes: Cyrene has no fear of death. For whatever reason, every time she goes into combat she believes deep down that she cannot die. Rather than foolhardiness, the level-headed warrior uses it as a source of courage and inspiration to others. She is fearlessly loyal to Lord Flollo and to any vanguards in her charge. However, she almost always feels that the best way to support her vanguards is by drawing her sword and charging in to defend them. The subtler methods of support are lost on her.

NPC Continuation: Cyrene is the party's primary contact throughout this adventure and perhaps beyond. Therefore, as the mouthpiece of Flollo, she is central in assigning the characters to their missions. However, she has been on this world the majority of her life and has made many allies and many enemies. Any of them can easily arise and drag Cyrene away with only the characters left to piece together the clues as to where she went to and why.

Razor Krug, Male Half-troll Half-dwarf Sor7; CR 8; Large Giant; HD 7d4 +42; hp 68; Init +1; Spd 20 ft.; AC 15, touch 10, flat-footed 14 (+1 Dex, -1 size, +4 natural, +1 Bracers of Armor); Atk +5 ranged (spell), +7 melee (spell), +7 ranged (1d6, +2 shortbow), +7 melee (1d4+6, bite), or +7 melee (1d4+6, claw); SQ darkvision 60 ft., regeneration 3; SA spells; AL CN; SV Fort +6, Ref +3, Will +3; Str 22, Dex 13, Con 22, Int 6, Wis 7, Cha 13.

Skills: Concentration +9, Disguise +5, Hide +5, Scry –1, Spellcraft +3; *Feats:* Combat Casting, Extend Spell, Martial Weapon Proficiency (shortbow).

Gifts: Inconspicuous

Possessions: +2 shortbow, *Bracers of Armor +1*, silver dagger, alchemist's fire (3 flasks), tanglefoot bag.

Spells Known (7/5/3/2 DC 11 + spell level): 0 – *arcane mark, daze, detect magic, detect poison, mending, ray of frost, resistance;* 1st – *chill touch, detect secret doors, hold portal, mage armor, ray of enfeeblement;* 2nd – *blindness/deafness, flaming sphere, protection from arrows;* 3rd – *explosive runes, summon monster III*

Notes: Krug's lofty goals have always exceeded his reach. Yet somehow he has managed to attain the rank of razor among Lord Narcis' troops. He is not a very effective leader, nor is he overly vicious and commanding. Krug just always seems to be there no matter what, especially when most would prefer he wasn't. Whether his promotions are from his survivability and reliability, or out of a need to make him someone else's problem is not known. Either way, he is a razor in the service of Lord Narcis and he always seems to survive the toughest scrapes even when his vanguards usually do not.

NPC Continuation: Unless the party realizes Krug's troll heritage, there is a chance he may survive the battle. He only flees if attacked with fire or acid. Otherwise, he just quietly lies still letting himself heal and waits for the group to leave. He bears no grudge against the party, since this is just another in a long stream of failed missions. In fact, it may be possible in the future for Krug and the party to join forces (albeit in a very shaky alliance) as the common threat of gang attacks on merchants threatens the commerce of both Flollo and Narcis.

Shock Beetle: CR 2; Small Vermin; HD 4d8+4; hp 27; Init +2; Spd 30 ft.; AC 18, touch 13, flat-footed 16 (+1 size, +2 Dex, +5 natural); Atk +5 melee (1d4+1 plus shock 1d8+4, bite); SA pounce, shock; SQ electrical immunity, vermin; AL N; SV Fort +5, Ref +3, Will -1; Str 13, Dex 14, Con 12, Int -, Wis 6, Cha 5.

Skills: Hide +10, Jump +11, Move Silently +4, Spot +2

Skeleton (medium);CR 1/3; Medium-size Undead; HD 1d12; hp (average) 9; Init +5; Spd 30 ft.; Atk +0/+0 melee (1d4, 2 claws) or +1 ranged (1d8, longbow); SQ Undead, immunities; AL N; SV Fort +0, Ref +1, Will +2; Str 10, Dex 12, Con –; Int –; Wis 10, Cha 11.

Feats: Improved Initiative.

Skeleton, Small (Halfling): CR ¼; Small Undead; HD ½ d12; hp (average) 6; Init +5; Spd 30 ft.; AC 13 (+1 size, +1 Dex, +1 natural); Atk +0/+0 melee (1d3-1, 2 claws); SQ undead, immunities; AL N; SV Fort +0, Ref +1, Will +2; Str 8, Dex 12, Con -, Int -, Wis 10, Cha 11.

Feats: Improved Initiative

Sovereign Denningal, male gnoll Rog5; CR 8; Medium-sized Humanoid (gnoll); HD 2d8+2 (gnoll) plus 5d6+5 (rogue); hp 47; Init +0; Spd 30 ft.; AC 11 (+1 natural); Atk +6 melee (1d4, dagger); SQ psionic, darkvision, sneak attack +3d6, evasion, uncanny dodge; SA psionics; AL LE; SV Fort +5, Ref +4, Will +1; Str 14, Dex 10, Con 13, Int 9, Will 11, Cha 12.

Skills: Appraise +6, Bluff +11, Diplomacy +3, Disguise +9, Hide +5, Intimidate +9, Listen +5, Move Silently +2, Search +1, Sense Motive +3, Spot +3; *Feats:* Power Attack, run, Skill Focus (Bluff).

Psionics: At will – *conceal thoughts, domination, mass suggestion;* Combat Modes: attack – *ego whip. id insinuation;* defense – *empty mind, thought shield*. All powers are manifested as a 7th level psion (DC 1d20 + 1 + power level).

Possessions: Although he has far more stored away at locations in Flollo's holdings, he carries on his person this day – 50 gp, 200 cp, 1,000 gp diamond (which he may use to bribe his way to of arrest), *dorje of astral construct II* (35 charges left), psionic tattoos (*invisibility* x2, *mindlink).*

Sovereign's Cronies, Male Halfling Rog4; CR 4; Size S (2 ft., 11 in. tall); HD 4d6+8; hp 25; Init +3; Spd 20 ft.; AC 14 (+3 Dex, +1 Size); Attack +2 melee, or +7 ranged; SV Fort +4, Ref +8, Will +3; AL CN; Str 6, Dex 17, Con 14, Int 9, Wis 13, Cha 8.

Skills & Feats: Balance +9, Bluff +5, Climb +0, Hide +7, Jump +0, Knowledge (nature) +1, Listen +5, Move silently +5, Perform +6, Pick pocket +10, Profession +8, Spot +3, Swim +5, Use rope +10; Alertness, Skill Focus (pick pocket).

Specter, *CR 7; Medium-size Undead* (Incorporeal); HD 7d12; hp 64; Init +7; Spd 40 ft., fly 80 ft. (good); AC 15 (+3 Dex, +2 deflection); Atk +6 melee (1d8 and energy drain, Incorporeal touch); SA Energy drain, create spawn; SQ Undead, incorporeal, +2 turn resistance, unnatural aura, sunlight powerlessness; AL LE; SV Fort +2, Ref +5, Will +7; Str -, Dex 16, Con -, Int 14, Wis 14, Cha 15

Skills: Hide +13, Intimidate +12, Intuit Direction +10, Listen +13, Search +10, Spot +13; *Feats:* Alertness, Blind-Fight, Combat Reflexes, Improved Initiative

Spider Eater; CR 5; Huge Magical Beast; HD 4d10+20, hp (average) 50; Init +1; Spd 30 ft., fly 60 ft. (good); AC 13, touch 9, flat-footed 12 (-2 size, +1 Dex, +4 natural); Atk +7 melee (1d8+5 and poison, sting) and +2 melee (1d8+2, bite); Face/Reach 10 ft. by 40 ft./10 ft.; SA poison, implant; SQ freedom of movement, scent; AL N; SV Fort +9; Ref +5, Will +2; Str 21, Dex +13, Con 21, Int 2, Wis 12, Cha 10.

Skills: Listen +7, Spot +7; *Feats:* Dodge.

Statues, Iron Thodol: CR 3; Large Construct; HD 4d10; hp 30; Init +0; Spd 30 ft.; AC 14, touch 9, flat-footed 14 (-1 size, +5 natural); Atk +5 melee (1d8+4, slam); SA trample; SQ hardness; AL N; SV Fort +1, Ref +1, Will -4; Str 16, Dex 10, Con -, Int -, Wis 1, Cha 1.

Thunder and Lightning, Male Boarclops Ftr4; CR 7; Large Giant; HD 6d8 + 24 (boarclops) plus 4d10+16 (Ftr); hp 113; Init +0; Spd 30 ft.; AC 17, touch 9, flat-footed 17 (1 size, +3 studded leather, +6 natural); Atk +18/+13 melee (1d10+10, +2 Thundering Heavy Flail), or +15/+10 (1d8+8, gore); SQ bloodlust, darkvision 60 ft., scent, weapon graft; AL CE; SV Fort +13, Ref +3, Will +5; Str 27, Dex 10, Con 18, Int 10, Wis 11, Cha 13.

Skills: Climb +10, Jump +12, Listen +6, Spot +3, Wilderness Lore +2; *Feats:* Cleave, Great Cleave, Iron Will, Power Attack, Sunder, Weapon Focus (heavy flail).

Gifts: Talented (Can cast variant of *magic missile* that deals electricity damage, but is otherwise identical to the spell).

Possessions: +2 *thundering heavy flail* grafted onto hand, studded leather armor painted with gang insignias, large backpack with "rations" (3 small-sized humanoid bodies), 500 gp black pearl, 45 gp moonstone, 70 gp, and a masterwork shortsword.

Notes: Thunder and Lightning, since his arrival on Forge, has known only hardship. As such, he strikes out against all things that he does not understand about this new, alien place which just happens to be just about everything with which he comes into contact.

NPC Continuation: If he survives, he definitely wants vengeance against the heroes in particular and Flollo in general. There are many other groups of Graftz throughout Penance, and he calls on them to help him get revenge.

Alternatively, he may be one of several boarclops brothers who were pulled into the Forge together. They want to find those responsible for killing their sibling, some for revenge and some for thanks. An awkward confrontation can occur if they find the party at the same time, and fierce family rivalries explode into violence.

Tiefling, Male Tiefling Evo7; CR 7, Medium-size Outsider; HD 7d4; hp (average) 26; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14 (+1 Dex, +4 *mage armor)*; Atk +3 melee (spell), or +4 ranged (spell); SA *darkness*, SQ fire, cold, and electricity resistance 5; AL LE; SV Fort +2, Ref +3, Will +5; Str 10, Dex 13, Con 10, Int 14, Wis 11, Cha 8.

Skills: Alchemy + 10, Bluff +1, Concentration +10 (+14 when casting on defensive), Hide +3, Knowledge(arcana) +12, Scry +10, Spellcraft +12; *Feats:* Combat Casting, Improved Initiative, Spell Focus (Evocation).

Spells Prepared (5/5/5/4, DC 12 + spell level, 14 + spell level for evocation): 0 – *flare*, resistance, ray of frost** x2; 1st – *mage armor, magic missile*,protection from good, ray of enfeeblement* x2; 2nd – *blur, flaming sphere*, invisibility, protection from arrows, summon swarm;* 3rd – *fireball*, haste, lightning bolt** x2.

* Evocation spells. Barred school: Transmutation.

Possessions: 2 daggers, potion of *cure serious wounds, potion of reduce*, 2 arcane scrolls of *teleport* (as 12th level), arcane scroll of *spider climb.*

Tiefling Rog4: CR 4; Size M (6 ft., 1 in. tall); HD 4d6+4; hp (average) 20; Init +5 (+5 Dex); Spd 30 ft.; AC 15 (+5 Dex); Attack +1 melee, or +8 ranged; SV Fort +4, Ref +9, Will +0; AL LE; Str 7, Dex 20, Con 12, Int 13, Wis 9, Cha 5.

Skills: Bluff -1, Craft +8, Disable device +8, Escape artist +11, Gather information +3, Handle animal -1, Hide +13, Intimidate +4, Intuit direction +5, Listen -1, Move silently +5, Open lock +12, Perform +4, Spot -1; *Feats:* Great fortitude, Weapon focus (dart).

Vargouille; CR 2; small outsider (evil); HD 1d8+1; hp (average) 8; Init +1; Spd fly 30 ft. (good); AC 12, touch 12, flat-footed 11 (+1 size, +1 Dex); Atk +3 melee (1d4 and poison, bite); SA shriek, poison, kiss; AL NE; SV Fort +3. Ref +3, Will +3; Str 10, Dex 13, Con_12, Int 5, Wis 12, Cha 8.

Skills: Listen +4, Spot +3; *Feats:* Weapon Finesse (bite)

Wight; ***CR 3;*** *M*edium-Size Undead; HD 4d12; hp 39; Init +1; Spd 30 ft.; AC 15 (+1 Dex, +4 natural); Atk +3 melee (1d4+1 and energy drain, slam); SA Energy drain, create spawn; SQ Undead; AL LE; SV Fort +1, Ref +2, Will +5; Str 12, Dex 12, Con_-, Int 11, Wis 13, Cha 15.

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

Xanythus, Female Haze Mnk8; CR 8; Medium-size Humanoid (Haze); HD 8d8+16; hp 70; Init +2; Spd 50 ft.; AC 17, touch 17, flat-footed 17 (+2 Dex, +4 Wis, +1 Monk); Atk +12/+9 melee (1d10+5/19-20, unarmed – *gauntlets of the master*); SA stunning attack DC 18; SQ evasion, Deflect Arrows, still mind, slow fall (50 ft.), purity of body, improved trip, wholeness of body, leap of the clouds, mindsight, telepathy, damage reduction 2/–; AL LE; SV Fort +8, Ref +8, Will +10; Str 17, Dex 14, Con 14, Int 10, Wis 18, Cha 9.

Skills: Balance +7, Climb +5, Hide +13, Jump +9, Listen +8, Move Silently +13 (+23 with *boots of elvenkind*), Tumble +13; *Feats:* Dodge, Power Attack, Sunder.

Gifts: Resilient, Ability Boost (Wis).

Possessions: +2 *gauntlets of the master, ring of minor electricity resistance, ring of the ram, boots of elvenkind.*

Appendix A: Rules

This section contains a number of new rules, feats, skills, spells, and other material for the campaign setting.

Planar Rules

Though the plane containing the Forge long ago followed perfectly common natural laws and mechanics, the Great Oath that now binds the place has created some special circumstances. The powers that bound the Forge went through great lengths to ensure that their work could not be undone, and various absolute wards and bonds now encircle the world. In addition to the bindings, another power is at play here. Though the great god no longer is present on the Forge, his power is so intense that it slowly leaks from its prison and is felt and absorbed by all who dwell here. This is the power responsible for the gifts, the prestige races, the intensity of the sensations here, and a few other interesting effects. All variations from standard planar mechanics are listed below.

Gifts and Prestige Races

Any creature on the Forge may be rewarded a gift or may purchase a prestige race with saved experience points. These phenomena represent the effects of the power of the bound god that permeates this plane. See **Chapter 1: Arrival** (page 19) for details on gifts, and **Chapter 3: Matters of Prestige** (page 61) for details on prestige races.

Hit Points

The power of the Forge pushes everything here to be more dangerous and more extreme. This is reflected in the hit points each creature here receives from advancement. All characters in Oathbound are allowed to roll twice for hit points each time they go up a level, taking the better of the two rolls. Monsters on the Forge are also empowered, making the average creature on the Forge possess 75% of its maximum number of hit points.

Spells and Divinations

The binding oaths that encircle the plane prevent a number of magical energies from working properly here. Generally these are spells and magics that have something to do with knowledge. Knowledge is powerful, and the secrets of the Forge are intended to remain as such.

A few spells are warded within the plane of the Forge. These spells still function, but those casting them must use their force of will to break through the protective wards guarding the Forge itself. Casters who cast warded spells, whether normally or through an item or scroll, must exert themselves and can damage their minds. Those who cast a warded spell must make a Will save (DC of 20 plus the level of the spell cast). Anyone that fails the save is stunned for 1d6 rounds, and receives an amount of temporary ability damage to his primary casting ability (Int for wizard spells, Cha for sorcerer spells, Wis for cleric spells, etc.) equal to the level of the spell. This damage may not be healed magically until at least 24 hours have passed, although it heals naturally at the standard rate of one point per day. If the saving throw is made, the caster is not stunned, but still suffers ability damage.

Some NPCs can be paid to cast warded spells, but only at greatly increased prices. As a rule of thumb, multiply the standard cost by the level of the spell to get the modified cost. A number of NPCs are superstitious, however, and refuse to cast warded spells at any cost for fear at angering some sort of higher power.

All spells in the *Player's Handbook* that are affected by Oathbound's planar mechanics are listed below under the rule that bars them. Though it is impossible to list all spells from other sources, the following rules should be able to be easily applied to any particular spell to determine if it is affected.

Detection/Alignment Spells: Spells designed to reveal the alignment of a creature are warded in the Forge. This ward was set in place to prevent creatures from determining the alignment of the bound god and possibly desiring to free him. Such magics include the spells *detect chaos, detect evil, detect good, detect law,* and *know alignment*. Actually trying to detect the alignment of the god or the plane is impossible.

Divine Intervention: A number of divinations that allow contact with deities are partly barred, as gods are forbidden to enter the plane themselves or to impart knowledge to mortals about the secrets of the plane. These spells include *augury, commune,* and *divination*. Such spells work normally, but do not ever reveal any secrets of the plane (information pertaining to the bound god, the Feathered Fowl, or their citadels). The spell *miracle* can be used to duplicate cleric spells, but can't be used to request divine intervention.

Knowledge Spells: A few spells that may be used to gather forbidden knowledge are warded. Example of such magic are the spells *speak with dead, discern lie,* and *discern location*. *Zone of truth* works normally, however, as a person speaking in one the zones knows of its presence and speaks naturally of his own free will.

Plane Shifting/Banishment Spells: The entirety of the plane of the Forge is shrouded with magics to prevent creatures from escaping. Spells that involve shifting out of the plane of the Forge or sending creatures back to their home planes do not function here unless they are accompanied by a *key of binding* (see page 12). Transportation is allowed normally between the Prime and the Ethereal Plane without a key (though it's not possible to avoid construction of a *key of binding* in this manner).

Spells requiring keys to function include: *astral projection, banishment, contact other plane, dismissal, gate,* and *plane shift,* and *teleport without error*. The bar on such spells is only one-way; the spells still allow creatures to pass into the Forge from other planes without a key. The spell *gate* is a minor exception; as creatures coming to the Forge through the gate can return through the same gate they entered by as long as it remains open the entirety of their stay.

Spells with partial plane shifting functions, such as *dispel chaos, dispel evil, dispel good, dispel law, blasphemy, dictum, holy word,* and *word of chaos* work partially. The banishment functions of these spells are barred, unless a key is used, but other functions work normally.

Summoning Spells: Summoning spells, such as *summon monster, planar binding, planar ally,* and *lesser planar ally* still work normally, as these spells keep a link open between the two planes throughout the duration of the spell. However, the spell may have unforeseen effects upon its completion. There is a 10% chance that when such a spell is cast that the planar link breaks, causing one of two events. Half the time, the summoned creature can't return to its home. Such creatures are no longer under the control of the caster and may attack or flee as they desire. The other half of the time, the summoned creature is partially returned, but partially barred—painfully ripping its physical body in half.

New Skill

Aristocrats, assassins, bards, clerics, commoners, demagogues, experts, fighters, inquisitors, paladins, rafters, rogues, shadowdancers, sorcerers, stalkers, and vigilantes take ranks in the City Lore skill as a class skill.

City Lore (Wis)

This skill is similar to Wilderness Lore, except that it applies to survival in the city, not in the wilderness. This skill is used to track someone through the city, find one's way around in an unfamiliar area without getting lost, to avoid areas that are crime ridden or unsafe, or to find the best place to eat in a particular neighborhood.

Check: you can keep yourself and others safe in the city.

DC	Task
10	Read an area to determine if it is likely to be crime ridden or otherwise unsavory.
15	Read an area to evaluate the shops and establishments to determine which are likely to provide the best services or the most honest deals.
20	Avoid getting lost in an unfamiliar area

Retry: City Lore checks apply whenever the situation calls for one. Retries to avoid getting lost are not allowed.

Special: If you have 5 or more ranks in Intuit Direction, you get a +2 synergy bonus on City Lore checks to avoid getting lost.

A character that has the Track feat may use their City Lore skill in place of the Wilderness Lore skill to track someone through a city area. Refer to the Track feat in the *Player's Handbook* for basic rules on tracking. Tracking through the city is extremely difficult and is usually considered to be over hard ground. A successful check must be made for every city block the trail is followed. If the area is one with heavy foot traffic, tracking may be impossible unless the tracker has acquired the Scent ability. Apply the following additional DC modifiers to track checks in the city:

Light foot traffic (alleyway)	+10
Moderate Foot Traffic (side street)	+15
Heavy Foot Traffic (main street)	+20

In any area with foot traffic, trails fade quickly. Instead of the standard +1 DC penalty per 24 hour period, apply the +1 to the DC for every hour of light foot traffic, for every 10 minutes of moderate foot traffic, or every minute of heavy foot traffic.

New Feats

The following feats are available to creatures in the Forge.

Avoid Blow [Special]

You are able to miraculously dodge powerful attack that would otherwise strike you.

Prerequisite: Vigilante prestige class level 10.

Benefit: A vigilante that takes this feat can use his Avoid Blow ability an additional time each day. This feat can be taken multiple times. Each time it is taken, an additional use of the ability is added.

Evolve [General]

You are able to perform enchantments of the flesh anywhere.

Benefit: You can take any prestige race whose prerequisites you meet, regardless of your location. Performing a flesh enchantment requires the expenditure of experience points. Cost depends on the individual enchantment. See the section on prestige races for details.

Special: Without this feat, you must go to a sacred place of the Forge (such as the Wellspring) in order to perform an enchantment of the flesh.

New Spells

A number of unique spells exist on the Forge, and each of the following spells can be added to a character's repertoire. Scrolls with these spells are available for purchase wherever fine scrolls are sold.

Barbello's Fury

Enchantment (Compulsion)
[Mind-Affecting]
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

As *Israfel's grace*, except that the spell effects are applied to Strength-based skill checks.

Material Components: A shard of a sword shattered in battle and a raven's feather.

Bathkol's Balance

Enchantment (Compulsion)
[Mind-Affecting]
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

As *Israfel's grace*, except that the spell effects are applied to Wisdom-based skill checks.

Material Components: An eyeball, crafted from a pearl of no less than 900 gp in value and a raven's feather. The pearl eye is not consumed in the casting.

Breathe Air

Transmutation
Level: Clr 3, Drd 3, Sor/Wiz 3, Air 3
Components: V, S, M/DF
Casting Time: 1 action
Range: Touch
Target: Living creatures touched
Duration: 2 hours/level (see text)
Saving Throw: Will negates (harmless)
Spell Resistance: Yes (Harmless)

The transmuted creatures can breathe air freely. Divide the duration evenly among all the creatures you touch. The spell does not make creatures unable to breathe water. This spell is designed to allow aquatic races to breathe while on land. Creatures such as the trussk and the makkru use this spell to come on land and trade with air breathers.

Arcane Material Component: A small spiraled seashell.

Colopitiron's Canniness

Enchantment (Compulsion)
[Mind-Affecting]
Level: Brd 1, Sor/Wiz 2
Components: V, S, M

Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

As *Israfel's grace,* except that the spell effects are applied to Strength based skill checks.

Material Components: An adder's heart and a raven's feather, both of which must be consumed by the caster.

Conjunction

Transmutation
Level: Brd 4, Clr 4, Drd 4, Sor/Wiz 4
Components: V, S, M
Casting Time: 1 round
Range: Touch
Target: Persons touched
Duration: 1 day/level (see text)
Saving Throw: See text.
Spell Resistance: Yes (Harmless)

This spell is cast before the creation of magic items, and allows the caster to take a portion of the XP cost of the enchantment ritual from those assisting him in the ritual. A number of assistants of up to half the caster's level (rounded down) may be affected. The XP cost of the ritual is divided equally between all participants.

The conjoined assistants must be willing participants in the ritual, must be able to spend the required XP, and must not be under the effects of any other magics when the *conjunction* spell is cast, or the spell fails. The assistants must be within 30 ft. of the caster throughout the active part of the enchantment ritual in order for the *conjunction* to work, although the assistants need not have any spellcasting ability or even participate in the ritual.

If the spell duration runs out before the ritual is completed, it may be recast to continue the link. Any participant may break his own link at any time if he so chooses; if this is done before the ritual is complete, the caster may either cancel the ritual or continue it, dividing the XP cost between the remaining participants.

Material Component: A small length of gold wire.

Darksight

Transmutation
Level: Brd 3, Clr 3, Sor/Wiz 3
Components: V, S, M/DF
Casting Time: 1 action
Range: Touch
Target: Creature touched
Duration: 1 hour/level
Saving Throw: None
Spell Resistance: Yes (Harmless)

This spell is similar to the spell *darkvision* except that it also conveys the ability to see in magical darkness effects of 2nd level and below, including the spell *darkness.*

Arcane Material Components: A pinch of dried carrot and an agate.

Eclipse Veil

Evocation [Darkness]
Level: Brd 2, Clr 3, Rgr 2, Sor/Wiz 2
Components: S
Casting Time: 1 action
Range: Touch
Target: Person touched
Duration: Special (1 hour/level or 10 rounds/level)
Saving Throw: None
Spell Resistance: No

Crafted long ago by lunar master sorcerers, this spell cloaks its recipient in a hazy veil of shadow. The effect is that of an actual translucent veil that falls over the subject's form. This shade effectively eliminates the subject's light sensitivity for up to an hour per level of the caster, easing travel for light-sensitive races.

As an option, the spell can be cast with a greater intensity, shortening its duration to 1 minute per level, but also affording its recipient a +4 circumstance bonus to all Hide checks.

Eyesight

Transmutation
Level: Brd 2, Clr 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Creature touched
Duration: 1 hour/level
Saving Throw: Fort negates
Spell Resistance: Yes (Harmless)

This spell bestows normal human vision on creatures that don't ordinarily have it, such as haze. The affected creatures don't need eyes to gain the effect of this spell. This spell does not work on magically blinded creatures, although it allows naturally blind people to see.

Arcane Material Components: Two small discs of glass.

Forge's Favor

Transmutation
Level: Brd 3
Components: V, S, M, F
Casting Time: 1 round
Range: Touch
Target: Person touched
Duration: 10 minutes/level
Saving Throw: None
Spell Resistance: Yes (harmless)

Drawing upon the very essence of the Forge, this spell allows the recipient to select an additional arrival gift (see Gifts in Chapter 1), which he then gains the use of for the duration of the spell. Multiple castings of this spell allow the selection of different gifts, but not multiple stackings of the same gift.

Material Components: A small vial of the recipient's blood and soil from the Forge, which must be mixed upon the casting of the spell.

Focus: An item that is representative of the Forge, such as a piece of well coral from the Wellspring, or a handful of sand from the blood-red deserts of Arena.

Greater Darksight

Transmutation
Level: Brd 4, Clr 4, Sor/Wiz 4
Components: V, S
Casting Time: 1 action
Range: Touch
Target: Creatures touched (1 per 5 caster levels, rounded down)
Duration: 2 hours/level
Saving Throw: None
Spell Resistance: Yes (Harmless)

This spell is similar to the spell *darkvision,* except that it also conveys the ability to see in magical darkness effects of 3rd level and below, including the spell *deeper darkness.*

Greater Oathbind

Enchantment
Level: Brd 4, Clr 5, Sor/Wiz 5, Law 4
Components: V, S, M
Casting Time: 1 round
Range: Touch
Target: Caster plus up to 1 creature touched per level.
Duration: Permanent (until broken)
Saving Throw: Special
Spell Resistance: Yes (Harmless)

This enchantment is similar to the spell *oathbind*, except that it cannot be willfully dissipated. Any participant trying to willfully break the contract must succeed at a Will save vs. the spell or be magically compelled not to break the contract. Any breach of contract or dispelling of one's part of the binding ends the spell, and deals 1d8 points of damage per level of the caster to the oath breaker (Fortitude save applies for half damage).

Material Component: The written contract and the signatures of all participants. The contract is not consumed in the casting.

Hazegaze

Transmutation
Level: Sor/Wiz 3
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Creature touched
Duration: 1 minute/level
Saving Throw: Fort Negates
Spell Resistance: Yes (harmless)

The subject gains the ability to see as a haze for the duration of the spell. All benefits as well as all restrictions thereof are gained; for the duration of the spell the subject effectively becomes a haze in terms of interacting with creatures and observing things around them. For example, recipients of this spell can no longer see beyond the range of 100 feet, but cannot be flanked and enjoy immunity from all gaze attacks.

Material Components: A silk scarf soaked in the sweat of a haze, which must be worn across the eyes for the duration of the spell.

Israfel's Grace

Enchantment (Compulsion)
[Mind-Affecting]
Level: Brd 1, Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

Upon the casting of this spell, those affected receive the favor of the Queen of Penance herself upon their actions. If none of these actions fall within the realm of charm and personal magnetism, then the spell has no effect. Those affected by this spell receive a +8 insight bonus on all Charisma-based skill checks (even those that the character does not possess or is unskilled in) while the spell lasts. This spell can also be used to allow characters to attempt checks for skills that cannot be used untrained.

Skill checks that require time to complete must begin, but need not necessarily end, within the duration, although the character must remain focused on the attempt or the bonus fades. Lastly, this spell does not stack with taking 10 or 20.

Material Components: An unstrung harp string and a raven's feather.

Lesser Darkness

Evocation (Darkness)
Level: Brd 1, Clr 1, Sor/Wiz 2
Components: V, M/DF
Casting Time: 1 action
Range: Touch
Target: Object touched
Duration: 10 minutes/level (D)
Saving Throw: None
Spell Resistance: No

This spell, when cast upon an object, blocks all light from entering into the area within a 20-foot radius. It also nullifies all natural light sources and all 0-level magical light sources in the area, such as the spells *light* and *dancing lights*, for the duration of the spell. Higher-level light spells, such as *daylight*, are unaffected by *lesser darkness*. The effect of this spell is similar to that of the spell *darkness*, except that creatures with darkvision are not prevented from being able to see.

Lesser darkness can alternatively be used to merely dispel any light spell of equal or lower level, including *light*.

Arcane Material Component: Either a drop of pitch or a piece of coal.

Nemamiah's Inkling

Enchantment (Compulsion)
[Mind-Affecting]
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

As *Israfel's grace*, except that the spell effects are applied to Intelligence-based skill checks.

Material Components: A hook of gold and a raven's feather, both of which are consumed in the casting.

Oathbind

Enchantment
Level: Brd 2, Clr 3, Sor/Wiz 3, Law 2
Components: V, S, M
Casting Time: 1 round
Range: Touch
Target: Caster plus up to 1 creature touched per level.
Duration: Permanent (until broken)
Saving Throw: Special
Spell Resistance: Yes (Harmless)

This simple enchantment is used throughout the Forge to bind a written contract to its signers. To cast the spell, its targets must have all signed the document and must agree to participation in the binding. The spell has no effect on unwilling participants.

Once in place, the binding cements the contract, and if any participant completes or breaks his part of the contract all other participants are instantly made aware of it, regardless of distance. Breaking the contract is considered acting against the written rules of the contract, not simply just delaying it, unless a time limit is worded into the document. Any participant may break or dispel their part of the spell at any time, although all other participants are made aware of this and traditionally this is considered a breach of contract. Not all signers of the document must participate in the oathbinding.

Material Component: The written contract and the signatures of all participants. The contract is not consumed in the casting.

Oathbrand

Conjuration (Creation)
Level: Pal 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Special
Duration: Permanent
Saving Throw: Special
Spell Resistance: No

This spell creates a physical brand upon an individual with a symbol denoting a spoken oath. These oathbrands are commonplace throughout the Forge and are usually taken as a sign of trustworthiness and dependability. However, entering into a new pact with one who is already branded is considered taboo, unless the source of the brand is discussed and deemed compatible with the new, pending one. If the pact is willingly broken, the brand darkens and flares outward in an erratic and dramatic fashion, inflicting 1d10 hit points of damage and then fades away.

Very few individuals upon the Forge willingly deal with or enter into a deal with a known oath breaker. Once the purpose of the pact is resolved, the brand fades, but can still be barely recognized for what it was—a vague shadow of a promise kept. The brand is traditionally placed upon the inside of the right forearm, and it is customary throughout the Forge to ask one to show one's forearm before signing a contract.

As many people as wish to enter into the oath can be branded by the spell, although all participants must be willing to receive the brand, or the spell cannot be cast.

Material Components: All those that wish to receive the brand must spit into their hands and with that hand, touch the flesh of at least one of the other individuals with which they are entering into the pact.

Orif'elle's Resilience

Enchantment (Compulsion)
[Mind-Affecting]
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Caster plus up to 1 creature touched per 2 levels.
Duration: One minute per level
Saving Throw: Negates
Spell Resistance: Yes (Harmless)

As *Israfel's grace*, except that the spell effects are applied to Constitution-based skill checks.

Material Components: The spine of a quillion and a raven's feather, of which the caster must form a headband and wear throughout the spell's duration.

Rafter Sight

Illusion (Figment)
Level: Sor/Wiz 2
Components: S
Casting Time: 1 action
Range: Close (25 ft. + 5 ft./2 levels)
Target: 10 ft. cube/level
Duration: 1 hour/level
Saving Throw: None
Spell Resistance: Yes (harmless)

Originally developed and long guarded by the Rafter's Guild, this spell was primarily for use in navigating the complex and labyrinthine undercity. The spell draws on the caster's knowledge of the area around him (or memory of a map, or a location visited) and creates a three dimensional illusion of a map, complex, or building before his very eyes.

The illusion can either be fixed to a location or set to move with the caster. It can be rotated, enlarged, or shrunk, as long as it remains within the confines of the spell. If set to be mobile, the map moves as the caster does; its position may be adjusted, but must remain within range of the caster at all times.

The map only shows areas that the caster is aware of; it does not show secret or unexplored areas, although it is possible to infer where hidden areas might be located by studying the map. The map can be improved upon for as long as the duration lasts, if the caster receives new or expanded information about the area mapped. Many rafters cast the spell just before delving and keep it beside them as they explore, allowing it to "draw" what they see as they go.

Rafter Stride

Transmutation [Teleportation]
Level: Brd 4, Sor/Wiz 5, Rgr 5
Components: V, S, DF
Casting Time: 1 action
Range: Personal
Target: Caster
Duration: 1 rd/level or until expended (see text)

This spell was developed and closely guarded for hundreds of years by the Rafter's Guild of Penance until its secrets were finally compromised by the well-known frey informant Grye-eye. The purpose of the spell was to aid in rapid navigation while within the undercity and is still widely used today. This spell functions precisely as the spell *tree stride*, with the exception that it allows the caster to teleport between stone, brick, metal, earth or wood (the material must be selected upon casting) provided that a substantial amount of the material can be located. The material must be at least one size category larger than the caster in order to function. Transport ranges for the varying material types are as follows:

Material Type	Transport Range
Metal	1,800 feet
Stone	1,500 feet
Brick	1,000 feet
Earth	800 feet
Wood	500 feet

Material Component: A pebble sized piece of the type of material to be transported through.

Refinement

Transmutation
Level: Brd 2, Pal 1, Rgr 1, Sor/Wiz 2, War 1
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: 1 weapon touched per level
Duration: 1 hour/level
Saving Throw: Fort negates
Spell Resistance: Yes (harmless)

This spell transforms nonmagical weapons, including natural weaponry, to masterwork items, giving them a bonus of +1 on attack rolls. The *permanency* spell can be used with *refinement* at a cost of 500 XP. Permanently refined weapons can be enchanted with weapon qualities and enhancement bonuses. Monks and monstrous creatures use this technique to magically enchant their hands, claws, and teeth.

Material Components: A silk handkerchief, placed over the item to be refined.

Silver's Stomach

Transmutation
Level: Sor/Wiz 2
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Creature touched
Duration: 1 day/level
Saving Throw: Fort negates
Spell Resistance: Yes (harmless)

The recipient of this spell instantly gains the ability to ingest and derive sustenance from metal and oil in the same manner as does a silver. The silver's regenerative abilities are not conferred as a result of this spell, however. The recipient can still enjoy his normal diet while under the influence of this spell.

Material Components: A mithral coin, which must be swallowed during casting.

Touch of the Ceptu

Conjuration (Creation)
Level: Sor/Wiz 4
Components: V, S, M
Casting Time: 1 action
Range: Touch
Target: Creature touched
Duration: 1 rd/level
Saving Throw: Fort negates
Spell Resistance: Yes (harmless)

The recipient of this spell instantly grows a single ceptu tentacle, which sprouts from any area upon her person and remains for the duration of the spell. The tentacle cannot be destroyed by physical means, but spells such as *dispel magic* and *Mordenkainen's disjunction* cause it to vanish. As a free action, the recipient of this spell can make one additional attack each round in the same manner as a ceptu's sting ability.

Furthermore, the recipient can elect to forgo the attack entirely in order to gain an additional partial action each round with the tentacle, which can be taken either before or after her regular action. The recipient must announce their decision each round, or the tentacle hangs limp and lifeless. The tentacle may be used, for example, to cast a spell while the recipient fights, to pick up a dropped weapon, or to knock over a lantern. Note that ceptu tentacles cannot hold objects firmly enough to wield them in combat. The extra partial action granted by this spell does not stack with the *haste* spell.

Material Components: A length of silk rope which is cut in twain at the time of casting; the caster must have been touched by a ceptu at least once in her lifetime.

Magic Items

The domain of the Oathbound has a number of unique magic items and artifacts. While some of these items may have been pulled from other planes and then repopulated here, the spellcasters that have been pulled to the forge often embark on crafting new items to make their lives in the Forge easier.

Badge of Allegiance: This small brooch appears to be simply an ordinary badge, like that typically worn by government officers or by marked slaves. However, if a command word is spoken, the badge reshapes itself to display whatever insignia the wearer desires. These devices are sometimes employed by spies who need to move between territories quickly. The wearer must have previously seen a particular badge in order to imitate it. The badge's face is limited to 6 square inches.

Caster Level: 5th; *Prerequisites*: Craft Wondrous Item, *alter self*; *Market Price*: 5,400gp; *Cost to Create:* 2,700gp + 216 XP; *Weight*: 0 lbs.

Bag of People Holding: The infamous bag of people holding is an artifact of incredible power, thought to have come from the domain of the Vault. The purpose of the bag is not fully understood and neither is how it works. The bag is a large, ordinary-looking, canvas sack, slightly worn and with the appearance of being entirely empty. If a creature is placed into the bag, the creature is immediately placed into a state of suspended animation. If the bag is then turned over and shaken, the creature pops out of the bag. The bag has no known limit to the number of people it can hold.

Creatures may stay in the bag for thousands of years and come out exactly as they went in, without even being aware of the passage of time. One person per round can be shaken out of the bag, and creatures may only come out in the opposite order that they went in. The most recent person in the bag is the first to come out. The bag only holds medium-sized or smaller creatures, and all creatures must be willing, immobile, or grappled to be placed in the bag.

The bag's most famous use was over a thousand years ago, when a bloodlord used it to sneak an army into his rival's palace, easily overthrowing him. It is now in the possession of the equally infamous Grinder.

Major Artifact: *Caster Level:* 20th; *Weight:* 1 lbs.

Bag of Pigeon Holding: The *bag of pigeon holding* is a smaller cousin of the more well-known *bag of people holding*. The only difference between the two is that the *bag of pigeon holding* can only store creatures of size Tiny or smaller. This smaller bag is thought to predate the larger one. Its current location is unknown, although it was last seen in the possession of Lushkin Belus, who used it to stow carrier pigeons.

Minor Artifact: *Caster Level:* 20th; *Weight:* ½ lbs.

Chessboard of Wagers: This is a standard-sized chessboard with squares of black and white hardwood (typically ebony and white oak). The board's magic is invoked only if a wager is placed upon a game or upon the completion of a game involving the board. If a wager is placed, both parties must adhere to the letter of any agreement made dependent on the outcome of the game. Failure to do so results in the same penalties as with the *geas/quest* spell (3d6 damage per day, Fortitude save or sicken) until they meet the agreed obligation or until the obligation is cancelled by the other party. The game must be completed for the magic of the board to function.

If no specific wager is placed, the winner may demand a completely truthful answer to any one question from the loser upon the conclusion of the game. Failure to answer this question to the best of the loser's ability causes 6 points of permanent damage to his Intelligence score, which may only be countered by answering the question or having the curse removed (as per the spell *bestow curse*).

Caster Level: 11th; Prerequisites: Craft Wondrous Item, *geas/quest, bestow curse*; *Market Price*: 69,525gp; *Cost to Create*: 34,763gp + 2,781 XP; *Weight*: 3 lbs.

Collar of Attachment: This thick, sturdy leather collar appears plain and unadorned, although it bears a dense pattern of magical runes on the inner surface. Anyone wearing the collar cannot have their head separated from their body by any means, including by a *vorpal* weapon.

Caster Level: 7th; *Prerequisites*: Craft Wondrous Item, *stoneskin*; *Market Price*: 56,000gp; *Cost to Create:* 28,000gp + 2,240 XP; *Weight*: 1 lbs.

Enchiridion of Memnos: This enchanted tome has the singular ability to create a list of all books contained in a library. If found alone, it appears as a good-sized book with engraved leather covers with blank pages inside. If placed on the shelf of a library, or in a room containing a collection of books, scrolls and/or other written materials, the blank pages spontaneously fill with an alphabetical listing of all books and a brief summary of each item's contents. No matter how large the library,

the apparent size of the book does not change, though the number of pages increases or decreases to list all tomes present. An *enchiridion* only functions once per day (unlimited use books cost 328,200gp).

Caster Level: 17th; Prerequisites: Craft Wondrous I0tem, *legend lore, wish*; *Market Price*: 77,640 gp; *Cost to Create:* 38,820gp + 8,106 XP; *Weight*: 5 lbs.

Globe of Teleportation: This single use item is a favorite possession of spies, assassins, rafters, and ambassadors. The globe is a small, hollow bead of glass that can be hung from a string or chain. The globe is be attuned to a particular location, which can be changed by speaking a command word while standing on the spot. If the wielder of the item breaks the globe, he is instantly *teleported without error* to the attuned location. Anyone touching the wielder is teleported as well, up to a maximum of 650 lbs.

Caster Level: 13th; *Prerequisites*: Craft Wondrous Item, *teleport without error*; *Market Price*: 4,550gp. *Cost to Create:* 2,275gp + 182 XP; *Weight*: 0 lbs.

Immaculate Harness: The four straps of this leather harness fasten to two four-inch diameter iron discs. When worn, the disks cover the center of the wearer's back and chest. The harness prevents its wearer from having his heart pierced by any means, including *skewering* weapons. The harness takes up a jewelry slot on a character.

Caster Level: 7th; *Prerequisites*: Craft Magical Arms and Armor, *stoneskin*; *Market Price*: 56,000gp; *Cost to Create:* 28,000gp + 2,240 XP; *Weight*: 2 lbs.

Knock gauntlets

These ebon-stained, leather gauntlets are rimmed and inlaid with bits of polished bone, and radiate with transmutation magic upon detection. The gauntlets are specifically designed to open the secret doors within the second level of Izuron Zul's stronghold and will not function if taken outside of the stronghold. In order to function, both gauntlets must be worn, and the user must simply wave one of his hands over the door's surface.

Caster Level: 3rd; *Prerequisites*: Craft Wondrous Item, *knock*; *Market Price*: -. *Cost to Create:* 2,700gp + 216 XP; *Weight*: 1 lb.

Mask of Binding: A master wizard first constructed this artifact in attempt to capture a demon that was plaguing his master's dreams. However, a cataclysm caused the mask to be buried for centuries before it was ever used. The mask is smooth and reflective, covering the wearer's entire face and forehead. The mask instantly affixes itself to the face, bonding painlessly to the skin of the wearer. A small jewel is built into the mask that touches the wearer's forehead. The jewel is far more ancient than the mask itself, and is the true source of its binding power; the mask itself merely works as a tool to extend the power of the jewel. No one, even the wizard who constructed the mask, knows the jewel's origin.

When first worn, the mask imparts to its wearer the knowledge of how to use its power. If the wearer of the mask consciously invokes its power and makes a successful touch attack against an Outsider, a battle of wills ensues. The wearer and the Outsider make opposed Will saves, with the wearer of the mask receiving a +5 insight bonus to his roll. If the wearer wins, the outsider is physically pulled into an extradimensional space that is contained within the jewel. If the wearer loses, he is shaken for 1d4 rounds.

Only one creature can be bound and held within the jewel at a time. Creatures cannot be bound on their native planes (the mask cannot bind the Queen, for example). When the mask is donned, its wearer can discern whether or not there is a creature held within the mask, but no knowledge about the creature itself is given. If the wearer successfully binds a second Outsider, the first one is released, appearing directly in front of the wearer.

If the mask contains an Outsider, the wearer of the mask gains a +10 resistance bonus to all saves versus mind-effecting magic, and as a standard action can initiate a second battle of wills with the occupant (without the +5 bonus). If this contest is won, the bound creature is forced to the front of the mask. Anyone then seeing the mask (specifically the twisted and contorted image of the tormented Outsider silently screaming for release within the reflective surface) must make a Will save (DC 20) or be affected as if by the spell *fear*.

The true purpose of the mask is to bind and permanently trap the thodol Izuron Zul. Once Zul is trapped within the jewel, he cannot be released by any means, and no further outsiders can be bound by the mask.

Minor Artifact: *Caster Level*: 20th; *Weight:* 1 lbs.

Protean Map, Greater: This item appears the same as its lesser cousin, with the exception that its borders are painted with golden knot work. *Greater protean maps* are able to incorporate changes made to the area depicted. Further, the focus of the map can be shifted from the area currently shown to any geographic area that the map has been in during the course of the last year. Changing the map's focus is a standard action.

A successful Concentration check (DC 22) is required to command the map to focus in on an area in which the user has never visited, and failing this check leaves the owner stunned for 1d4 rounds. A *greater protean map* requires a sacrifice of 10,000 gp (coin, gems, or magic items) at least once a year in order for it to function.

Caster Level: 11th; *Prerequisites*: Craft Wondrous Item, *find the path*; *Market Price*: 76,125 gp; *Cost to Create:* 38,063gp + 3,045 XP; *Weight*: 0 lbs.

Protean Map, Lesser: This useful item appears as an ordinary piece of well crafted and well maintained vellum with what appears to be a finely painted border of silver knot work along the edges. When activated, a map appears over the surface of the vellum.

In order to make the map function, the user must place something of at least 1,000 gp value (coin, gems, or magic items) on the surface of the map; this charges the item for one year with a map of the area in which it was charged. From that moment onward, the map begins to function. The map, upon command, displays the area that the user initialized it with, and can even "zoom in" on specific sections (up to 25x) if so directed.

The map can depict any size area, although it only shows two dimensions and is only a single sheet of paper. The map must be reinitialized with a second sacrifice if a different location is to be displayed. The map reflects the area depicted only at the time of initialization, and does not adapt to show any changes later made to the area, such as new walls, sinkings, etc.

Caster Level: 11th; *Prerequisites*: Craft Wondrous Item, *find the path*; *Market Price*: 66,000 gp; *Cost to Create:* 33,000gp + 2,640 XP; *Weight*: 0 lbs.

Rafter's Compass: This item appears to be an elaborately crafted magnetic compass, though the needle within swings wildly, never settling on any one direction. If the possessor concentrates, he becomes aware of the direction and shortest physical route to any location known to him. Additionally, the possessor receives a +2 competence bonus on rolls to notice unusual stonework or to intuit depth underground (identical to the dwarven racial ability Stonecunning).

Caster Level: 11th; *Prerequisites*: Craft Wondrous Item, *detect secret doors, find the path*; *Market Price*: 133,450 gp; *Cost to Create:* 66,725gp + 5,338 XP; *Weight*: ½ lbs.

Ring of Impulsiveness: This cursed item acts as a *ring of mind shielding*. However, it also makes the wearer extremely impulsive and completely unable to control his actions. When presented with a decision, the wearer does the first thing that comes to his mind and becomes extremely difficult to dissuade from that course of action. Others attempting to change the wearer's mind must succeed at an Intimidate or Diplomacy check (DC 25). Similarly, the wearer always blurts out the first thing that comes to mind in a conversation and receives a -5 competence penalty to all Bluff and Diplomacy checks. The wearer is generally unaware of how unreasonable his actions are and, in all likelihood, is puzzled by the reactions of others.

Caster Level: 12th; *Prerequisites:* Forge Ring, *nondetection, bestow curse*; *Market Price:* 700gp; *Cost to Create:* 2,500gp + 200 XP; *Weight*: 0 lbs.

Ring of Misdirection: This innocuous-looking metal circlet radiates only the faintest amount of magic. When worn, it grants the wearer a +4 competence bonus to the skills Pick Pocket and Bluff. It also allows the wearer to cast the spell *prestidigitation* at will.

Caster Level: 12th; *Prerequisites:* Forge Ring, *cat's grace, prestidigitation, misdirection*; *Market Price:* 1,704 gp; *Cost to Create:* 852gp + 68 XP; *Weight*: 0 lbs.

Scabbard of Return: This fabulous item is extremely popular with warriors who rely on hurled weapons, as well as by scam artists and people with slippery fingers. This ordinary-looking scabbard changes size and shape to fit whatever weapon is placed into it. A command word attunes the scabbard to the weapon placed in it. When the weapon is out of the scabbard, regardless of range, a second command word teleports it back into the scabbard. The scabbard functions only with weapons and cannot retrieve an item that is on another plane.

Caster Level: 9th; *Prerequisites*: Craft Wondrous Item, *teleport*; *Market Price*: 54,000gp. *Cost to Create:* 27,000gp + 2,160 XP; *Weight*: 1 lbs.

The Spiderblade: This basket-hilted longsword appears to be made entirely of cobwebs, although its delicate appearance belies its strength and deadly sharpness. Worked into the sword's cross guard is a gray spider with small chips of diamonds for eyes. This +2 *keen* longsword grants its wielder a +3 luck bonus to saving throws versus poison and allows the wielder to cast the spell *insect plague* once per day. This last ability takes the form of a swarm of gray spiders that spill forth from the sword's blade. The sword's delicate construction makes the weapon nearly weightless, and allows the wielder to apply the Weapon Finesse feat to this weapon.

Caster Level: 9th; *Prerequisites*: Craft Magic Arms and Armor, *insect plague, keen edge*; *Market Price*: 36,765gp; *Cost to Create:* 18,540gp + 1,458 XP; *Weight*: 1 lbs.

Sword of Ghosts: The steel of this eerie weapon is worked in a pattern that writhes and swirls slowly when examined closely. The blade emits a milky hue that seems to rise from the surface and swirl, like mist or smoke. The weapon is a +3 *longsword* with the *ghost touch* quality. Additionally, anything slain by the sword cannot be raised or animated as an undead creature, though they may be raised or resurrected normally. Even creatures slain by the sword, resurrected, and then again slain by another means cannot be turned into undead creatures.

Caster Level: 13th; *Prerequisites*: Craft Magic Arms and Armor, *consecrate, plane shift*; *Market Price*: 44,315 gp; *Cost to Create:* 22,315gp + 1,760 XP; *Weight*: 4 lbs.

Unbreakable Helm: This simple iron helm covers the head and the bridge of the nose. Magical runes adorn the inside of the helm. The helmet prevents its wearer from having his skull fractured by any means, including *crushing* weapons.

Caster Level: 7th; *Prerequisites*: Craft Magical Arms and Armor, *stoneskin*; *Market Price*: 56,000gp; *Cost to Create:* 28,000gp + 2,240 XP; *Weight*: 4 lbs.

Weapon & Armor Qualities

Blinding: Weapons with this quality dim the vision of those struck with a critical hit. Those affected must make a Fort save vs. a DC of 19 or be blinded, as per the spell *blindness*.

Caster Level: 6th; *Prerequisites*: Craft Magic Arms and Armor, *blindness*; *Market Price*: +2 bonus.

Blinking: While holding a blinking *weapon*, the wielder, at the utterance of a command word, is affected by the *blink* spell. This includes all bonuses and penalties associated with the spell. A separate command word turns off the effect. The *blink* effect may be turned on and off at will, but cannot be used for a total of more than ten minutes in a single day.

Caster Level: 6th; *Prerequisites:* Craft Magic Arms and Armor, *blink*; *Market Price:* +3 bonus.

Bone, Celestial: Weapons possessing this quality have not only their appearances altered, but their entire composition. This powerful enchantment literally changes the weapon from one of wood, metal, or stone to one of celestial bone – the very essence of goodness and light. Weapons converted to celestial bone retain all prior bonuses and abilities, but with a few additional exceptional properties.

These items shine with a divine light, constantly radiating as if a *daylight* spell had been cast upon them. These weapons cannot be broken by any mortal means (although spells such as *disintegrate* and *Mordenkainen's disjunction* do have a chance of destroying them). In addition, a *celestial bone* weapon confers the following powers upon its wielder once per day: *bless, shield of faith*, and *holy smite*. Clerics or paladins possessing these weapons also can add the weapon's enchantment bonus to their turn undead checks

Any non-good creature that picks up the weapon gains two negative levels that cannot be overcome in any way, although they never result in actual level loss and disappear when the weapon is set down again.

Caster Level: 12th; *Prerequisites:* Craft Magic Arms and Armor, *gentle repose, planar ally*; *Market Value:* +3 bonus.

Deflecting: Deflecting items project an invisible field of force that provides additional protection beyond that of the armor or weapon itself and its enchantment bonus. This field can either be invisible, or appear as a shadowy shell around the wielder. This enchantment adds a deflection bonus to the armor or weapon, its cost varying depending on its potency

+1 deflection bonus: *Caster Level*: 6th; *Prerequisites*: Craft Magic Arms and Armor, *shield*; *Market Price*: +2 bonus.

+2 deflection bonus: *Caster Level*: 9th; *Prerequisites*: Craft Magic Arms and Armor, *shield*; *Market Price*: +3 bonus.

+3 deflection bonus: *Caster Level*: 12th; *Prerequisites*: Craft Magic Arms and Armor, *shield*; *Market Price*: +4 bonus.

+4 deflection bonus: *Caster Level*: 15th; *Prerequisites*: Craft Magic Arms and Armor, *shield*; *Market Price*: +5 bonus.

Persuading: Persuading weapons amplify the pain caused by the wounds they deliver. Each time a creature is struck by the weapon, he receives a cumulative –1 morale penalty (max -6) to all Will saves, lasting 1d4 minutes. These weapons are often used to enhance the abilities of members of the demagogue prestige class, especially their *pacify* and *taunt* abilities.

Caster Level: 6th; Prerequisites: Craft Magic Arms and Armor, bull's strength; Market Price: +1 bonus.

Reshaping: This quality is a favorite of stalkers, assassins and other types of spies. Armor enchanted with the *reshaping* property can reform itself upon command, changing its style, appearance, and even its type. Plain black leather armor enchanted with the reshaping quality can transform into golden plate mail with an eagle crest, for example. Spies use the armor to infiltrate enemy forces by adapting their uniforms. It also helps to make heavy armor less encumbering when it is not needed, and easier to get on and off.

Caster Level: 15th; Prerequisites: Craft Magic Arms and Armor, *polymorph any object*; *Market Price*: +4 bonus.

Weapons

This section details a number of new types of nonmagical weapons and armor.

Bladed Maul: The bladed maul is actually a whole class of weapons that consist of a sword-shaped cudgel or maul set with blades made of natural materials, like pieces of obsidian or sharks' teeth. Like most cudgels, the body of the weapon is some form of hardwood and the majority of this weapon's damage comes from crushing blows.

These weapons are favored by primitive cultures and by races to whom the use of metal is either undesirable or uncommon. It is particularly favored by water-dwelling races like merfolk and sahuagin.

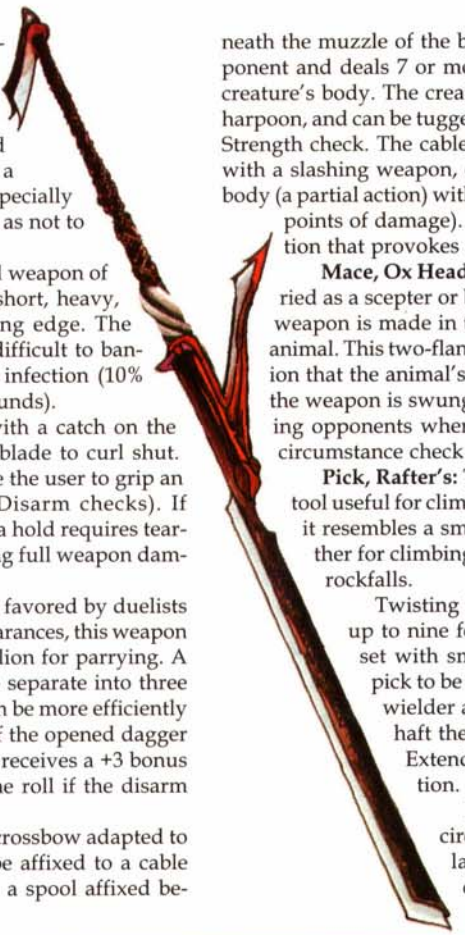
Bladeharp: This weapon is quite popular in Penance, especially with bards, not because of its effectiveness, but because it is the weapon of Israfel. A bladeharp is a sturdily crafted harp, fit with blades around the outside edges. It can be either played as a harp or wielded as a weapon. The harp is specially constructed out of steel-reinforced wood so as not to break when it is employed in combat.

Cukri, or Saw-toothed Claw: A favored weapon of the valco, this crudely made weapon is a short, heavy, curved blade with a jagged interior cutting edge. The jagged cuts delivered by this weapon are difficult to bandage and often carry an increased risk of infection (10% chance of contracting a disease from its wounds).

Additionally, the blade is sectioned, with a catch on the hilt that the wielder can use to cause the blade to curl shut. Using the weapon in this fashion can enable the user to grip an opponent's weapon (+2 to Grapple or Disarm checks). If grappled with a cukri, freeing oneself from a hold requires tearing one's self free from the weapon, inflicting full weapon damage (weapon's base damage of 1d6+1).

Dagger, Triple-Bladed: This weapon is favored by duelists as an off-hand parrying weapon. To all appearances, this weapon is a normal main gauche with a broad quillion for parrying. A release catch in the hilt allows the blade to separate into three parts, forming a trident-like weapon that can be more efficiently used for trapping an opponent's weapon. If the opened dagger is used to disarm an opponent, the wielder receives a +3 bonus to the opposed attack roll (including on the roll if the disarm fails).

Harpoon: A harpoon is an extra heavy crossbow adapted to fire short, barbed spears. The spears can be affixed to a cable (up to 30 ft. in length) that is wound onto a spool affixed beneath the muzzle of the bow. When the harpoon strikes an opponent and deals 7 or more points of damage, it lodges in the creature's body. The creature is then bound by the cable to the harpoon, and can be tugged toward the wielder with an opposed Strength check. The cable (AC 14, hardness 8, hp 2) can be cut with a slashing weapon, or the spear may be pulled out of the body (a partial action) with a Strength check of 20 (inflicting 1d10 points of damage). Loading a harpoon is a full-round action that provokes an attack of opportunity.



Mace, Ox Head: Typically wielded by priests and carried as a scepter or badge of office, the head of this sturdy weapon is made in the form of the head of an ox or other animal. This two-flanged mace is also worked in such a fashion that the animal's nostrils make a whistling noise when the weapon is swung. This sound has the effect of unnerving opponents when wielded by an expert, offering a +4 circumstance check to Intimidate checks.

Pick, Rafter's: This weapon's primary function is as a tool useful for climbing and exploring. In its normal form, it resembles a small pick or ice axe and can be used either for climbing or for digging through soft earth and rockfalls.

Twisting the handle allows the haft to telescope up to nine feet in length. This lengthened form is set with small hand-holds, allowing the rafter's pick to be used as either a polearm, or to give the wielder a leg up over an obstacle. Twisting the haft the other way allows the shaft to retract. Extending or retracting the hilt is a partial action.

In either form, this item affords a +2 circumstance check to climbing, particularly on slippery inclined surfaces or over barriers.

Table A-1: New Weapons of the Forge

Weapon	Cost	Damage	Critical	Range Inc.	Weight	Type
Martial Weapons—Melee						
Small						
Pick, rafter's-unextended	250 gp	1d4	x4	—	8 lbs.	P
Medium-size						
Maul, bladed	9 gp	1d10	x2	—	10 lbs.	B & S
Schiavona	25 gp	1d8	18-20/x2	—	3 lbs.	S or P
Large						
Pick, rafter's-extended*	250 gp	1d8	x3	—	8 lbs.	P
Exotic Weapons—Melee						
Small						
Dagger, triple-bladed **	45 gp	1d6	18-20/x2	—	3 lbs.	S or P
Medium						
Cukri†	27 gp	1d6+1	19-20/x2	—	8 lbs.	S
Mace, Ox Head	15 gp	1d8	x3	—	12 lbs.	B
Rang Blade	120 gp	1d8	19-20/x2	30ft.	2 lbs.	S
Large						
Bladeharp‡	150 gp	1d8/1d8	19-20/x2	—	20 lbs.	S
Exotic Weapons—Ranged						
Large						
Harpoon	100 gp	1d12	19-20/x2	60ft.	15 lbs.	P
Harpoon Spear	5gp	—	—	—	5 lbs.	

* This weapon has a 10-foot reach, but can't be used against adjacent opponents.
** This weapon can be used to disarm an opponent with a +3 bonus.
† This weapon can be used to both disarm and trip an opponent, both with a +2 bonus.
‡ Double Weapon; can also be used to disarm an opponent.

Table A-2: Penance Equipment

Item	Cost	Weight
Ceptu Sling	70 gp	5 lbs.
Sap Gum (Pack of 12)	1 gp	0.1 lbs.
Sap Strip (6ft.)	30 gp	½ lbs.

Rang Blade: This delicately balanced, single-edged sword is designed both for use as a melee weapon and for ranged attacks. A rang blade has a long handle and two air fins, one on the tang and one at the base of the blade, just above the hilt. When thrown at an opponent, a rang blade flies like a boomerang and returns to its wielder's hand. A rang blade can do damage to an opponent without altering its flight path, although if it scores a critical hit on a foe, it sticks in his body and does not return.

A rang blade takes time to sail out and return, and therefore can only be thrown once in a single round. However, an individual proficient in the weapon that has a base attack of +6 or higher, Int 12 or greater, and who spends a second exotic weapon proficiency feat on the weapon, can adjust the path of the blade so as to strike at more than one foe in a single throw. Treat such attempts as if they were separate attacks requiring separate attack rolls. A character can strike as many foes in a throw as he has attacks in the round, however, a single opponent cannot be struck more than twice in a single throw.

A rang blade enchanted with the *weightless* quality has its range increment increased to 50 ft. Warriors that are serious about their rang blades often seek out magical *scabbards of return* for them.

Sap Hide Armor: Sap hide is a lightweight yet durable armor made from the boiled and processed sap of the bowery trees that grow in Penance. Sap hide must be carefully custom fit to the body, which makes it not only fairly expensive, but difficult to transfer from one person to another. Sap hide is slightly thicker than leather, but much more flexible and more resistant to cuts. Sap hide has a firm but spongy feel to it and a smooth matte appearance. Sap hide is highly prized as it is comfortable enough to sleep in. Typically a suit of sap hide is made to cover the entire body, but it is not uncommon to see partial versions of the armor. The most ringing testament to the material is that it is by far the most common type of armor used in Penance.

Any creature that wears a suit of sap hide that was not specifically tailored for him incurs an Armor Check penalty increase to –4. Masterwork sap hide does not have an increased armor bonus, it is simply fit for enchantment.

Sap hide armor has the following game statistics: Light Armor; Cost: 450 gp; Armor Bonus: +4; Max Dex: +6; Armor Check: -1; Spell Failure: %10; Move: 30ft. 20ft.; Weight: 15lbs.; Don/Doff: 1m/5r/1m.

Schiavona: Originally used by mercenaries on a far-off world, the schiavona proved to be such an effective and attractive sword that it was quickly adopted all throughout Penance. The schiavona soldier's sword is suitable for both cutting and thrusting. Its extreme ease of use and excellent balance makes it equally suitable for both foot soldiers and cavalry. The hilt is a complex assembly of iron bars which forms a basket that provides very good protection for the wielder's hand without the bulk associated with most basket hilts. On the inner side of the cross-guard is a iron thumb loop. A type of schiavona with a more elaborate guard in the form of interlocking leaves and stems is a favored longsword among elves.

The sword's blade is typically a bit less than four feet long with little taper until the very end, where it comes to a point. In most regards, the sword resembles a claymore and is commonly used in combination with a buckler.

Mundane

The items described in this section are nonmagical gadgets that have a variety of non-combative uses.

Ceptu Sling: A ceptu sling, while useless to most individuals, is essential for ceptu to function on land. The sling is similar to a hammock, except that it is freestanding and circular. The three legs and frame of the sling are made of telescoping poles that collapse down and fold into about the size of a normal bedroll. The cloth of the sling is loosely woven and contains many holes and gaps into which the parts of the ceptu's lower anatomy fit. A ceptu can sleep comfortably in the sling, however it takes 1d3 rounds for a ceptu to get into or out of the sling. A ceptu is considered to be *entangled* while in a sling.

Sap Gum: Sap gum is a by-product of the manufacture of sap hide armor. A piece of sap gum is a small shaving of dry sap about the size of a gold piece. Sap gum is put into the mouth and chewed, whereby it attains a sticky and malleable quality. Sap gum has an almost infinite number of uses, including sticking objects together or making impressions of etchings, but is most commonly employed simply for the recreation of chewing it. Some sap gums are sweetened or enhanced with extracts, giving them interesting flavors. Sap gum has been outlawed in some parts of the City of Penance as a public nuisance, notably in Hammerfall as well as in lady Santhusa's alliance bloodhold.

Sap Strips: Sap Strips are made from bowery sap, much like sap hide, except that the curing leaves the sap thin and sticky on one side. The hide is then cut into thin strips and rolled up onto a spool. The adhesive strips can be peeled and cut off the roll and applied to nearly any surface. Sap strips are versatile and can be used to attach objects to one another, make repairs, disable traps, jury rig devices, bind and gag prisoners, and much more. Sap strips are water resistant, and can be applied over the seams and cracks of an object to make it watertight.

When used with the skill Disable Device, 2 feet of sap strip adds a +2 competence bonus to the check. When used to bind a prisoner, 12 feet of sap strip adds a +3 competence bonus to the Use Rope check and takes half the time that binding someone with actual rope does.

Sap strips are 2½ inches wide, and come in 6 foot lengths. Up to 20 strips can be wrapped around the same spool. Strips can be cut into shorter pieces with a knife if desired.

Ta'rarra spores: Ta'rarra spores are made from the carefully harvested and processed spores of the ta'rarra plant, which is prolific within certain areas of Wildwood. Ingested, the spores have druglike effects, causing powerful hallucinations for 1d6+1 hours. If the spores are burnt and the smoke is inhaled, the effects are doubled, both in potency and in duration. However, if the spores are inhaled in their unadulterated form, they can be a deadly poison.

Unfortunately, ta'rarra spores in any form are illegal in Hammerfall, the area of the city through which most Wildwood products must be shipped, and thus the price is high, even in other parts of the city.

Ta'rarra spores: Inhaled DC 18; Damage 1d6 Wis (primary)/ 2d4 Str (secondary); Cost: 750 gp

Appendix B - Monsters

There exist a wide variety of strange, dangerous, and wonderful creatures unique to the Forge. This section details and describes 12 such monsters likely to be encountered while adventuring in the domain of Penance.

Bridge Golem

Large Construct
Hit Dice: 15d10 (112 hp)
Initiative: +1 (+1 Dex)
Speed: 40 ft. (can't run)
AC: 28 (+18 Natural, +1 Dex, -1 size)
Attacks: 2 slams +20 melee
Damage: 2d10+10
Face/Reach: 5ft. by 5ft./ 10ft.
Special Attacks: Paralyzing beam
Special Qualities: Construct, Damage Reduction 40/+3, Judge , Magic Immunity, Sense Violation
Saves: Fort +5, Ref +6, Will +6
Abilities: Str 30, Dex 12, Con -, Int 8, Wis 12, Cha 15

Climate/Terrain: Any
Organization: Special (see text)
Challenge Rating: 12
Treasure: None
Alignment: Always Neutral
Advancement: 16-20 HD (Large); 21-30 HD (Huge); 31-40 HD (Gargantuan); 41-45 HD (Colossal)

The bridge golems are one of the most recognized symbols of Penance. The bridge golems are the guardians of the bridges that lead across the Wellspring toward the Queen's citadel. Each bridge is roughly eight miles long and has golems placed at regular intervals of 500 feet. As one travels along the bridges to the citadel, the golems increase in size, each one larger than the last until at the far end of each bridge stands a pair of golems, each over a hundred feet tall. It is estimated that there is a total of 567 bridge golems in Penance.

Bridge golems are made from an incredibly hard crystalline substance that has an appearance like a diamond, multi-faceted and glittering with light and color in the suns. The golems are roughly humanoid in shape, with four long horns to signify their mistress, Israfel. Pedestals are built along the bridge for the golems to stand on, and for the most part they are inert and motionless unless they sense a violation of the laws of the bridge. Most seeds that visit the bridge markets mistake the golems for grand and enormous statues.

The golems are intended to enforce the laws that the Queen laid down regarding the bridges, and the golems that see the most use are those that stand in the market areas of the bridge. These golems are smaller than most, standing on average ten feet tall and having roughly 15 Hit Dice. Bridge golems are nearly unstoppable opponents and are intended by the Queen to be more of a deterrent to crime by their presence than an effective tool for enforcing every infraction. The golems seem to do the job however, as crime on the bridges is quite low.

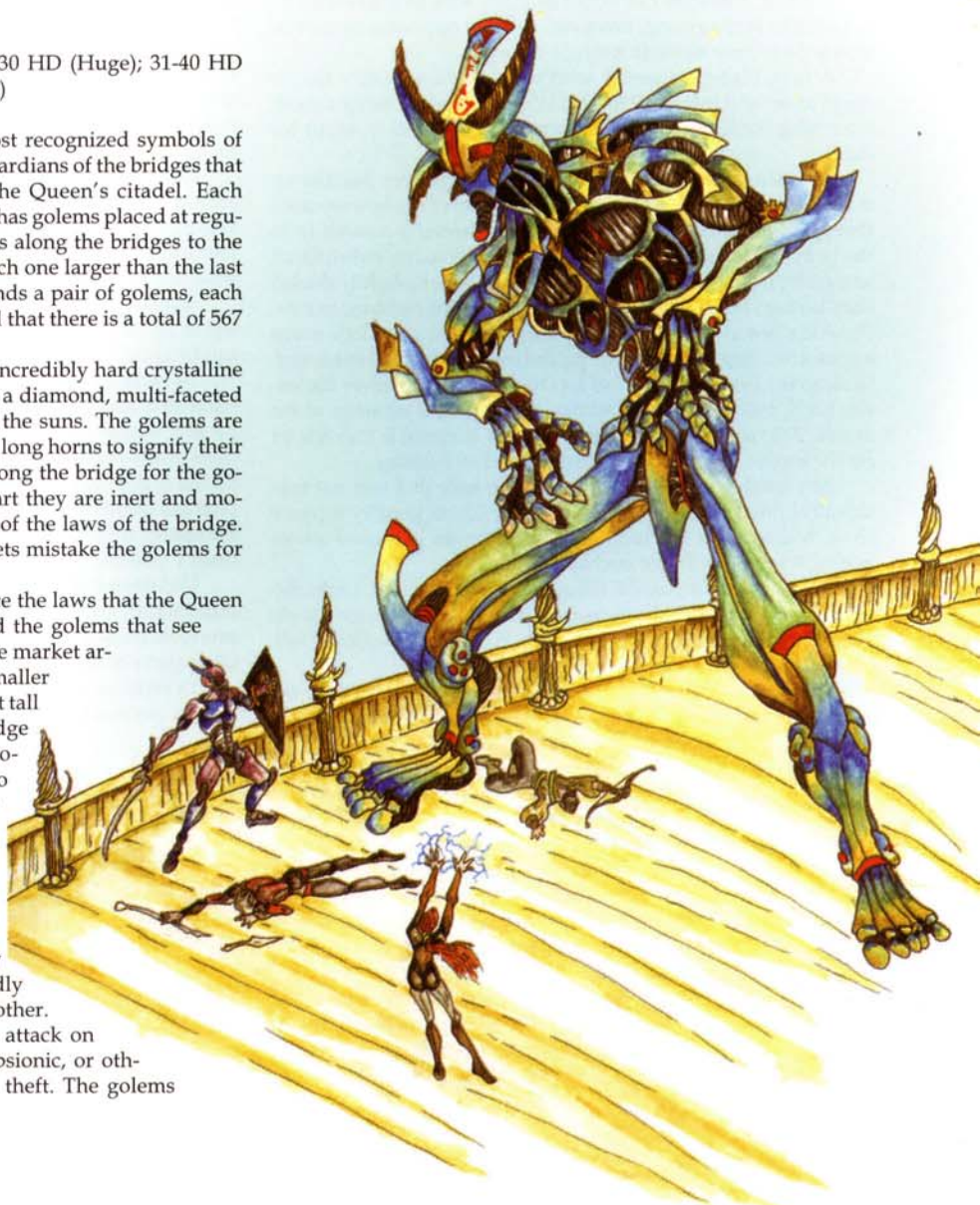
There are only two laws that apply to the bridges. First, that none may bring harm upon another, and secondly that none may wrest property from another. The first law generally refers to any attack on another creature (mental, physical, psionic, or otherwise), and the second to physical theft. The golems enforce the first law by dealing an equal amount of damage to the aggressor, or repaying murder with death. The second law is enforced by paralyzing the thief and allowing the victim to retrieve his items. Theft is further punished by removal of the thief from the bridge, usually by bodily grappling him and tossing him into the waters below. The bridges form arches between supports, varying in height from 20 feet above the water near a support, to 200 in the center of each arch.

Combat

A bridge golem remains inert on its pedestal until awakened either through its *sense violation* or *judge* ability. Its common mode of attack is to paralyze a violator with its beam attack and then beat him with its fists. Thieves are generally held in place until the victim retrieves her belongings, then are thrown off the bridge.

Construct: Immune to mind-influencing effects, poison, disease, and similar effects. Constructs are not subject to critical hits, subdual damage, ability damage, energy drain, or death from massive damage.

Judge (Sp): A bridge golem is imbued with a kernel of the Queen's great judgment and is able to quickly assess a situation involving the laws of the bridge. If a bridge golem does not sense a violation innately, it can be brought to its attention simply by calling out for help. In such a situation, the one alerting the golem must explain what has happened ("That man stole my purse"



suffices), and the golem then assesses the situation. If the accused acts obviously guilty (such as by fleeing), the golem pursues him, if however he professes innocence, the golem must rely on its innate judgment as follows. The accused, if guilty, must succeed at a Will save vs. a DC of 18 or the golem attacks him. If the save is successful or the accused is innocent, the accuser, if false, must then make a save vs. the same DC. If the save is failed, the golem attacks the accuser instead. The punishment for a false accusation is ejection from the bridge. If the golem cannot discern the guilty party, it simply returns to its pedestal.

Magic Immunity (Ex): Golems completely resist most magical and supernatural effects except where otherwise noted.

Paralyzing Beam (Sp): A bridge golem can paralyze a single opponent with its gaze. Once per round it can fire a beam of white light from its eyes up to a range of 60 ft. A struck creature must succeed at a Will save (DC 16) or be unable to move. This paralysis remains as long as the golem continues to look at the paralyzed creature. The golem may not perform other actions while maintaining the hold, except for walking toward or attacking the paralyzed creature. This ability is used to hold thieves in place while their victims retrieve their stolen items, as well as to neutralize those doomed to more severe punishment.

Sense Violation (Sp): A bridge golem spends most of the time immobile, like a statue. If a violation of the laws of the bridge occurs within 250 ft. of it, there is a percentage chance that the golem is instantly aware of the transgression and springs to life in pursuit of the wrongdoer. This chance is equal to 40% and may be adjusted by up to 10% upward if the crime is exceedingly severe (murder) or downward if the crime is mild (a hungry child stealing some food).

Derelict

Large Magical Beast
Hit Dice: 9d10+36 (108 hp)
Initiative: +3 (+3 Dex)
Speed: 40 ft., Climb 20 ft.
AC: 18 (-1 size, +6 natural, +3 Dex)
Attacks: 4 Claws +13 melee and bite +11 melee, scatter +11 melee
Damage: Claws 1d8+5, bite 1d6+2
Face/Reach: 5 ft. by 5 ft./ 5 ft.
Special Attacks: Diseased, Scatter, Whirl
Special Qualities: Darkvision 60ft., Hardy, Low-light-vision, Odor
Saves: Fort +10, Ref +9, Will +4
Abilities: Str 20, Dex 16, Con 18, Int 8, Wis 12, Cha 9
Skills: Climb +13, Jump +8, Hide +4, Listen +8, Move Silently +6, Spot +8
Feats: Alertness, Multiattack

Climate/Terrain: Temperate plains, hills, and underground
Organization: Solitary, Pair, or Pack (3-12)
Challenge Rating: 8
Treasure: None



Alignment: Always Neutral
Advancement: 10-17 HD (Large); 18-27 (Huge)

The derelict is a large, mutated marsupial predator that scours the lost city looking for flesh to eat. These creatures prefer the taste of picker meat to all others but eat nearly anything that moves. A derelict looks much like an overgrown possum with six legs and three strong, 12-foot-long, wormlike tails. The creature moves on all fours, but stands up on its hind legs to fight. The derelict is famous for the whirling blur that its tails create when it fights in combat. Derelicts are also known for their poor hygiene, and they typically have a stained and dirty appearance and a distinctively foul odor. The feet of the derelict end in long, sharp, horny claws. The creatures live in their own filth, and though they are immune to disease, they are often carriers of deadly strains.

Squatters in the lost city have learned to be wary of the derelict's odor and steer well clear of the beasts, however seeds and other rashers are not always as wise. Derelicts are quite nimble, and can climb walls or other structures to get at prey that normally would be out of reach. The derelict is also sometimes found in the undercity, but rarely particularly deep.

Due to the derelict's incredible immune system, its blood can be employed as a potion to boost resistances to foreign bodies and substances. Anyone drinking a pint of the creature's blood receives a +4 resistance bonus against all poisons and diseases for 1d6 hours. The blood must be fresh (within an hour) or somehow magically preserved in order for it to be effective. One derelict may provide up to 20 pints of blood (though if it is killed violently this may drop to as low as 5). Each pint may fetch up to 25 gp on the open market.

Combat

A derelict's main combat strategy is to rip its opponents to shreds with its claws and then eat them once they are dead. To aid it in this pursuit, it has a few unusual abilities. While in combat, a derelict whirls its tails all around it, both in the air and along the ground. This has a twofold effect of obscuring it and tripping up its enemies. The creature's strong odor also comes into play, sickening its enemies and making them less effective opponents.

Diseased (Ex): Derelicts live in filth, and are often carriers of horrible diseases. Any given derelict has a 20% chance of carrying a random disease, usually either filth fever, mindfire, red ache, or the shakes. Anyone that takes damage from a diseased derelict is exposed to the disease.

Hardy (Ex): Derelicts are immune to all forms of disease, including magical diseases, and receive +4 competence bonuses to all poison saves due to their healthy immune system.

Odor (Ex): A derelict is a truly filthy creature, and has an incredibly powerful odor. Anyone within 20 feet of the creature with a sense of smell receives a –3 morale penalty on all attack rolls due to the sickening smell. This penalty is doubled (to –6) for any creature with the Scent exceptional ability.

Scatter (Ex): While in close quarters combat with another creature, a derelict can swing its tails back and forth on the ground around it, possible tripping anyone within 10 feet. Once per round, roll a single melee touch attack for the creature's tails (add a +4 circumstance bonus on attack rolls if the derelict is not also using its Whirl ability). Everyone within 10 feet of the derelict whose AC is exceeded by this roll must make an opposed Strength check or be tripped. Characters that succeed at the Strength check do not get an opportunity to trip the derelict. This ability can be used even in cramped fighting quarters.

Whirl (Ex): As a free action, a derelict can spin its tails in a wild swirling motion, creating the effect of a *blur* spell (20% miss chance). Once the derelict initiates its whirl ability, the effect remains in place until it chooses to stop.

Horngill

Large Magical Beast
Hit Dice: 8d10+40 (100 hp)
Initiative: +3 (+3 Dex)
Speed: 40 ft., Swim 70 ft.
AC: 20 (-1 size, +8 natural, + 3 Dex)
Attacks: Bite +13 melee and 2 claws +11 melee
Damage: Bite 2d4+6, Claws 1d8+3
Face/Reach: 5 ft. by 10 ft./ 5 ft.
Special Attacks: Constrict, Emerge, Improved Grab
Special Qualities: Darkvision 60 ft., Low-light-vision
Saves: Fort +11, Ref +9, Will +3
Abilities: Str 23, Dex 16, Con 20, Int 2, Wis 12, Cha 6
Skills: Jump +8*, Hide +2*, Listen +5, Move Silently +4, Spot +5
Feats: Alertness, Multiattack
Climate/Terrain: Temperate Aquatic
Organization: Solitary, Pair, or Pod (2-8)
Challenge Rating: 7
Treasure: None
Alignment: Always Neutral
Advancement: 9-16 HD (Large); 17-24 (Huge)

The feared horngill lives in the Wellspring and most notably in the rivers and canals of Penance city. Horngills are famous for suddenly leaping out of the water, grabbing people, and then dragging them back into the water to drown them. A horngill is an unusual looking creature, with a sleek, canine body, long clawed arms, and a meaty, powerful tail. The head of the horngill is bizarre, with a long, four-pronged set of mandibles set in front of a muscular, toothed maw. A set of dark eyes is mounted on the top of its head, which it can use to easily spot creatures on land.

Horngills are prevalent in all parts of Penance city, but are rare elsewhere on the Forge. Horngills are a plague to the citizens and sailors of Penance, who are often plucked by the creatures off of ships, bridges, piers, and boardwalks. The biggest problem area for horngills is the Oasis, where the many canals offer the creatures endless opportunities to feed. Anyone in the Oasis who turns in the dead body of a Horngill to a bailiff is given a 500 gp reward.

Though horngills often leave the water to attack their victims, they cannot breathe air and must hold their breath while above the surface. A horngill that remains out of the water for more than 40 rounds (4 minutes) is subject to drowning.

Combat

Horngills like to use speed and terrain to their advantage. The typical horngill tactic is to remain under water until it spots a proper victim on land. Then, when it is in position, it leaps out of the water using its emerge ability, grabs its target, and constricts it in order to suffocate it quickly. Once it has a solid hold on its victim, a horngill then retreats back under the water to dispatch its victim with its claws and constriction attacks.

Constrict (Ex): When a horngill makes a successful grab on an opponent, it can use its next bite attack to constrict him. This constriction attack is intended to squeeze the breath out of the victim, subjecting him to the drowning (see Chapter 3 in the DMG). Constricted characters may win an opposed Strength test vs. the horngill to fight this



ability and to continue breathing.

Emerge (Ex): A horngill's tail is extremely powerful, allowing it to propel itself out of the water at extremely high speeds. A horngill can emerge from the water to make a surprise attack on any land creature within 60 feet of the position from which it emerges. When a horngill makes an emerge attack, make a melee attack roll against its opponent using the horngill's Jump skill (+18) as its attack bonus. If it hits, it lands on the opponent and gets an automatic surprise bite attack in which its opponents cannot attack it in return.

Improved Grab (Ex): If the horngill hits an opponent with its bite attack, it can attempt to start a grapple as a free action without provoking an attack of opportunity. If it gets a hold of a victim, it usually tries to *constrict* him. While keeping an opponent held, the horngill cannot continue to use its bite attack, although it may still attack with its claws. The horngill can move normally while carrying a held creature of a smaller size class than itself. A horngill's grapple modifier is +18.

Skills: Due to their powerful tails, horngills get a +10 racial bonus to their Jump checks when leaping out of the water. Horngills also get a +10 racial bonus to Hide checks when underwater due to their coloration.

Jaggon

Large Aberration
Hit Dice: 12d8+48 (120 hp)
Initiative: -1 (-1 Dex)
Speed: 30 ft., Burrow 20 ft.
AC: 18 (+1 Dex, +8 natural, -1 size)
Attacks: Bite +13 melee and 2 stings +11 melee
Damage: Bite 3d10+5, sting 1d4+2 and poison
Face/Reach: 5 ft. by 5 ft./10 ft.
Special Attacks: Blindsight, horrific appearance, poison
Special Qualities: Immunities, resistant to blows, tremorsense
Saves: Fort +8, Ref +5, Will +7
Abilities: Str 21, Dex 12, Con 19, Int 6, Wis 9, Cha 7
Skills: Hide +7*, Jump +8, Listen +8, Move Silently +10, Spot +8
Feats: Alertness, Multiattack

Climate/Terrain: Underground
Organization: Solitary or brood (2-7)
Challenge Rating: 10
Treasure: None
Alignment: Usually Neutral Evil
Advancement: 13-18 HD (Large); 19-30 HD (Huge); 31-36 HD (Gargantuan)

Well-known and widely feared throughout Penance, jaggons are harrowing, ever-hungry creatures that dwell in the bowels of the undercity, as well as any place that is large and dark enough to hide their horrifying forms. Jaggons are large, bizarre, pitch-black creatures that seem freshly plucked from a madman's nightmare. A jaggon has a large, flat, triangular head, crowned with scores of long, supple antennae, each of which terminates in a narrow stinger. The creature's face is dominated by a massive maw filled with several rows of razor sharp teeth. The jaggon's head sits atop a gangly, segmented neck, which in turn is attached to a spherical body, comprised entirely of a mass of writhing tentacles. Jaggons exist in a world of complete darkness; it is only when jaggons are driven by their insatiable hunger, or when they happen by chance upon the surface that they are encountered above ground. The creatures lack eyes with which to perceive light, and must rely solely on their hypersensitive antennae for information about the world around them. It is therefore quite bizarre that they emit an eerie bluish glow from within their mouths, which can only be seen when their maws gape open, a most fearsome—and often fatal—sight to behold.

Combat

Jaggons are eternally hungry and are always on the move seeking their next meal. They continually roam the dark tunnels beneath the streets, often carving new pathways by burrowing with their countless tentacles. Once a jaggon detects a potential meal nearby, it lies in wait, becoming no more than a shadow in the darkness. A jaggon first strikes with its antennae, which inject a mildly hallucinogenic poison. Once the jaggon lands a blow with its stingers, it then may either open its massive jaw and wait for its delirious victim to stumble toward its light, or simply strike out from the utter blackness. Occasionally, these evil creatures toy with their hallucinating victims for some time before devouring them.

Blindsight (Ex): With their antennae, jaggons can ascertain all foes within 60 feet; beyond this distance, they are effectively blind.

Horrific Appearance (Su): The sight of a jaggon is so revolting that anyone who sets eyes on one must succeed a Will save (DC 15) or be weakened, suffering 1d6 points of temporary Strength damage. Creatures that succeed at the Fortitude save cannot be affected by the same jaggon's horrific appearance for an entire day.

Immunities (Ex): Jaggons are immune to gaze attacks, visual effects, illusions, sonic attacks, sonic spells, and all other attack forms that rely on sight or sound. They are still susceptible to scent-based attacks, however.

Poison (Ex): Creatures struck by the jaggon's antennae must succeed at a Fortitude save (DC 18) or experience vivid hallucinations (equivalent to the spell *confusion*) for 2d6 minutes.

Resistant to Blows (Ex): Due to their thick, rubbery hide and near



lack of vital organs, physical attacks deal only half damage to jaggons.

Tremorsense (Ex): A jaggon can automatically sense the location of anything within 60 feet that is in contact with the ground, regardless of line of sight.

Skills: A jaggon gains a +10 circumstance bonus to Hide checks in shadowy areas.

Kith

Large Animal
Hit Dice: 3d8+9 (28 hp)
Initiative: +3 (+3 Dex)
Speed: 50 ft.
AC: 15 (-1 size, +3 natural, + 3 Dex)
Attacks: 2 Claws +5 melee, bite +0 melee
Damage: Claws 1d6 + 4, Bite 1d4 + 2
Face/Reach: 5 ft. by 10 ft./ 5 ft.
Special Qualities: Homing
Saves: Fort +6, Ref +6, Will +2
Abilities: Str 18, Dex 17, Con 16, Int 3, Wis 13, Cha 8
Skills: Balance +4, Climb +12, Intuit Direction +4, Jump +10, Listen +6, Move Silently +6, Spot +4

Climate/Terrain: Warm plains, cities, or deserts
Organization: Domesticated
Challenge Rating: 2
Treasure: None
Alignment: Always Neutral
Advancement: 4-6 HD (Large)

Kith are large steeds with both feline and equine features. They are long and sleek, with short fur and padded paws with retractable claws. The average kith is about the same size as a work horse. Kith have shorter necks than horses and have heads reminiscent both of a lion and a horse, with a full mouth of omnivorous teeth.

Kith are used as steeds in Penance in place of horses, as their padded paws are better suited for the cobblestones and hard roads of the city than hooves. Kith are also renowned for their homing abilities, which makes them especially useful in the city environment.

Kith can feed on either vegetation or meat. In Penance, kith are normally fed hay or other common grasses. Often their diet is augmented by the flesh of small pest animals, such as rats or mice.

Kith have bright, pleasant personalities and often bond closely with their masters. Kith can be loyal and often protect the bodies of their fallen riders in combat. Kith are the most common type of steed in Penance, and they are used both as mounts and to pull wagons and drag loads.

Kith are also adept climbers with their sharp claws. A kith can climb even when it bears a rider. A kith with a light load suffers no climb penalty; a kith with a medium load suffers a –4 circumstance penalty to climb checks, and a kith with a heavy load suffers a penalty of –8. A kith dragging a load cannot climb at all.

Any creature trained in riding a horse finds riding a kith a simple task. It's possible to use a kith in the same manner as a warhorse; refer to the Ride skill in Chapter 4 of the *Player's Handbook*.

Combat

Kith are domesticated and rarely enter combat unless threatened or commanded to do so by their riders. When in combat, they attack with their foreclaws and their teeth. Kith are both strong and dexterous, making them dangerous opponents. A kith can attack while being ridden if its rider succeeds at a Ride check.

Homing (Ex): A kith has a strong intuitive sense as to the location of its home stable and is skilled at finding his way home through the winding streets of Penance. This allows kith to be hired out easily, as a rider can get to where he wants to go, and then let his kith find its own way back to its master. Kith riders often rely on their steeds to take them safely home, especially if they are inebriated or otherwise incapacitated.

Kith normally home in on the stable of their birth unless they are specially trained to a new location. This training requires a week to complete and a successful Animal Handling check (DC 17).

Carrying Capacity: A light load for a kith is up to 250 pounds; a medium load, 251–500 pounds; a heavy load 501-750 pounds. A kith can drag up to 3,750 pounds.

Skills: Kith get a racial bonus of +4 to all Listen and Jump checks. They also receive a +6 racial bonus to Climb checks.



Lector

Medium-size Undead
Hit Dice: 10d12 (90 hp)
Initiative: +5 (+5 Dex)
Speed: 30 ft., climb 20ft.
AC: 27 (+6 Natural, +5 profane, +5 Dex, +1 Dodge)
Attacks: 2 Claws +14 melee, Bite +12 melee
Damage: Claws 1d8+9, Bite 1d6+7
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Curse
Special Qualities: Greater Darksight 60ft, Profane Aura, Sense bad juju, Undead
Saves: Fort +8, Ref +13, Will +13
Abilities: Str 18, Dex 20, Con -, Int 14, Wis 12, Cha 17
Skills: Hide +8, Intimidate +6, Knowledge (arcana) +10, Listen +13, Move Silently +8, Open Lock +10, Search +12, Spellcraft +10, Spot +13
Feats: Alertness, Combat Reflexes, Dodge, Expertise, Multiattack

Climate/Terrain: Any
Organization: Solitary
Challenge Rating: 12
Treasure: Special (see text)
Alignment: Always Neutral Evil
Advancement: 11-20 HD (Medium-size); 21-30 HD (Large)

Lectors are intelligent undead creatures that scour the lost city and undercity areas of the city of Penance, looking for items imbued with powerful negative psychic auras to use to augment their physical bodies. It is not entirely known how a lector forms, though it is believed that a lector is created when an ordinary skeletal undead creature comes into contact with a powerful evil object. When such an event occurs, the skeleton is endowed with a powerful intelligence and a desire to seek out and find other such items and absorb them into themselves. The items that the lector acquires bestow it with intense power, making it a dangerous and frightening opponent.

The objects that lectors seek are unique, and need not be magical in nature; they must simply have histories involving evil acts. A lector may be attracted to a kitchen knife that a woman used to murder her husband, a teddy bear that was used to smother a child, a manacle that kept a slave imprisoned for 40 years, or a toy that caused one child to push another out of a window in a fit of greed. Weapons are the most common types of objects sought, especially those that have been used to kill good creatures. The typical rasher is a common target for a lector, as his equipment often contains a number of magic items of questionable origin.

Once a lector acquires such an item, it attaches it to its grotesque body somehow. Lectors often add knives and blades to their claws and teeth, embellishing their already cruel and wicked nature. Other items are tied on or wedged between bones, left dangling strangely. As a lector acquires objects, it takes on their evil energies, becoming more and more powerful. A lector has no lair, but if it is ever destroyed, it leaves its objects behind as a form of treasure. These items are equivalent to standard treasure for the creature, but all magical items in the horde are cursed, and all nonmagical items—if not cursed as well—are sure to bring bad luck to anyone that takes them.

Combat

A lector roams at random about the lost city, following its ability to sense powerful magic items of evil taint. When it picks up on an aura it moves toward it, attacking and killing anything that makes an effort to prevent it from getting what it wants. It slices its foes to bits with its sharp claws and pierces and curses them with its jagged teeth. A lector fights to the finish and never retreats or flees once a fight has begun. Lectors are not stupid though, and if they feel greatly outmatched by an opponent they can be quite patient, remaining in hiding and waiting for the right opportunity to strike.

Curse (Su): The profane aura that surrounds a lector's head empowers its bite attacks with deadly magic. Anyone bit by a lector must make a Will save (DC 17) or be cursed (as *bestow curse*). The lector may choose which of the three standard curses to bestow on its victim each time it bites him. Typically, a lector uses the befuddlement curse, where its opponent is unable to act 50% of the time.

Greater Darksight (Su): A lector receives the effect of a permanent *greater darksight* spell from its profane aura, giving it darkvision to a range of 60 ft. as well as the ability to see in all forms of magical darkness, including *deeper darkness*.

Profane Aura (Su): As a lector gathers items of power around it, it begins to acquire an aura of profane energy. In appearance, this aura makes it look as if the creature's head is engulfed in flames. The aura serves both to protect the creature as well at to empower its attacks and damage rolls. The strength of the aura is equal to half the lector's Hit Dice, rounded down and is added to all attack rolls, damage rolls, saving throws, and to the creature's Armor Class.

Sense Bad Juju (Su): If a lector comes within a 100 feet of an object considered by the GM to have an evil taint, it feels a psychic tug in the direction of the item. The range of this ability may be extended with particularly evil objects.

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.



Ort

Medium-size Aberration
Hit Dice: 1d8 (6 hp)
Initiative: +2 (+2 Dex)
Speed: 30 ft., Burrow 5ft.
AC: 15 (+3 natural, +2 Dex)
Attacks: Tentacle slam +0/+0/+0/+0 (5 ft. reach), or +0/+0 (10 ft. reach), or +0 (15 ft. reach)
Damage: Tentacle slam 1d3 plus 1d4 acid
Face/Reach: 5ft. by 5ft./ 5-15ft.
Special Attacks: Corrosion
Special Qualities: Malleable
Saves: Fort +0, Ref +2, Will +4
Abilities: Str 10, Dex 14, Con 10, Int 12, Wis 14, Cha 11
Skills: Appraise +4, Climb +1, City Lore +6, Hide +6*, Listen +8, Move Silently +5, Search +2, Sense Motive +4, Spot +6
Feats: Alertness

Climate/Terrain: Underground
Organization: Solitary, pair, family (3-12 plus 1 5th level cleric, 2 3rd level rogues), or colony (10-100 plus 1 11th level cleric, two 10th level rogues, five 7th level fighters, seven 5th level clerics, and ten 3rd level rogues)
Challenge Rating: ½
Treasure: Standard
Alignment: Any
Advancement: By character class

Native to the massive, labyrinthine underpinnings of Penance, Orts are—simply stated—living rubbish. While their exact origins are utterly unknown, it is widely felt that the orts were created simultaneously with Penance itself, and that a measure of Israfel's life force sparked their initial creation and continues to compel them to this very day.

Typically shy and reclusive, little is known about the ort race other than the fact that they are exclusively found in (or rather, beneath) Penance and nowhere else on Forge. They make excellent guides for the undercity, when they can be coerced into doing so. Most orts tend to befriend parties that show respect to Penance and occasionally befriend rafters. Other orts are known to become very possessive and protective of their particular piece of the undercity, and often attack individuals or parties who pass through their "homes".

Ort appearance varies significantly from individual to individual, as their very composition is formed from the miscellaneous and cast-off piles of junk that are rejected by the inhabitants of Penance. However, orts in general share the following characteristics. All orts are generally oval in shape, and when at rest are best described as spherelike masses of trash roughly four feet in circumference. Of course, depending on the exact items that compose their outer shells, some orts might be considerably larger, smaller, or differently shaped as dictated by those materials.

Beneath this outer shell of refuse lies an inky black skin that is the consistency of a thick, leathery wineskin. This tough, rubbery skin allows orts a measure of flexibility for squeezing into tight nooks and crannies. Orts are also able to shape and extend their skin into tentacle-like legs at will, which they use for locomotion throughout the immense tangle of debris that is found beneath Penance. Orts can project up to eight legs at one time (a practice which has gained them the moniker "heap spiders"), each of which can extend to a length of two feet. Orts can elect to project a fewer number of limbs and instead concentrate the associated lengths of those legs into a single appendage, measuring anywhere between 2-16 feet in length, as desired.

Scattered in random intervals beneath an ort's junk-ridden shell are luminescent, oval, glowing eyes. Strangely, it seems that orts grow additional eyes as they age, and some sages believe this to be some form of a defensive mechanism.



Combat

Orts are not eager to jump into combat and generally fight only when cornered; most orts try and burrow away if attacked. Most orts fight with their tentacles, although some with class levels use weapons. Orts often take levels in cleric and are able to cast divine spells. Some take levels in rogue and rely more on stealth. A few orts advance as fighters.

Orts have two avenues in melee. First are their natural weapons in the form of their tentacles, of which they can create several. These tentacles are relatively solid and can pack a firm punch. In addition, an ort can secrete acid from its tentacles, allowing it to inflict extra damage.

Secondly, an ort can wield weapons with its tentacles, but only those with non-metallic hafts or handles, as their corrosive touch destroys metal ones. Ort fighters can be quite devastating, fighting with four separate melee weapons at once.

Corrosion (Ex): Each time an ort hits with one of its tentacles, it can choose to secrete a corrosive acid onto its target, dealing an extra 1d4 points of damage. If making a normal attack, the acid is applied to the creature's flesh. An ort has the option of striking an object instead, ignoring its hardness and dealing its acid damage directly to the object's hit points. When faced with well-armored foes, orts often strike at the foe's armor (a touch attack), often destroying the armor in a few rounds. An ort can also use its acid to burrow, albeit at a slow rate.

Malleable (Ex): Orts can flex their bodies into unusual proportions, from a 10x10 foot sheet a few inches thick, to a 3-foot diameter sphere, to a 20-foot-long cylinder a few inches in diameter. They also can spring off appendages as needed. This ability allows them to vary their attacks as well as to squeeze through unusual openings not accessible to most medium-sized creatures. When attacking, an ort may either use up to four five-foot long tentacles, two 10-foot long tentacles, or one 15-foot long tentacle. It takes an ort a single standard action to reconfigure itself.

Skills: Orts' shells are made of rubbish, giving them a +6 circumstance bonus to Hide in appropriate environments, such as in the undercity.

Ort Society

Orts, being the timid creatures that they are and generally found only under Penance, typically have little to do with the other races of the Forge. Occasionally, however, they befriend kind rafters or adventuring parties that travel in the mazes of the undercity. It is said throughout Penance that their musical chirps, which are the more often heard the deeper one travels beneath Penance, are a sign of good fortune and luck. Lastly, a few instances of orts assisting a badly wounded party with their powerful divine magic have been recorded; exactly why many of these creatures came to the aid of what others see as interlopers into their homes is unknown.

Orts vary from good to evil, but are rarely lawful, tending toward chaotic or neutral outlooks. Orts claim no lands of their own, but are always found beneath Penance. There has

never been a time since the creation of the city that the orts have not been found trolling its murky bowels.

While it is not confirmed, it is thought that the orts worship Israfel. While this is utterly unfounded and for the most part deemed complete nonsense, it could very well explain the orts' heightened ability at casting divine spells.

Ort Characters

Ort adventurers are not uncommon, but are always based out of Penance. It is not known why some ort leave what many see as their ancestral home in search of adventure, but occasionally it occurs. The orts themselves never speak of their reasoning, but their unique roguish abilities and powerful divine magic make them a welcome addition to most any party. An ort's favored character class is rogue.

Palethian

Medium-size Monstrous Humanoid
Hit Dice: 18d8+216 (324 hp)
Initiative: +16 (+12 Dex, Improved Initiative)
Speed: 50 ft.
AC: 43 (+20 Natural, +12 Dex, +1 Dodge)
Attacks: 2 Claws +31 (17-20x2), face saw +25, and tail +25
Damage: Claws 1d10+9 +2d6 electricity, face saw 1d8+4 +2d6 electricity, tail 1d12+4 +2d6 electricity
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Dominate, spell-like abilities
Special Qualities: Ageless, Damage Reduction 50/+5, Evolve, Immunities, Perfect Sight, Regenerate 10, SR 35, Telepathy
Saves: Fort +18, Ref +23, Will +23
Abilities: Str 28, Dex 34, Con 34, Int 40, Wis 30, Cha 36
Skills: Alchemy +20, Appraise +20, Bluff +15, City Lore +18, Concentration +20, Decipher Script +18, Diplomacy +15, Disable Device +18, Forgery +21, Gather Information +20, Hide +18, Intimidate +15, Knowledge (arcana) +35, Listen +14, Move Silently +15, Read Lips +16, Scry +21, Search +16, Sense Motive +16, Spellcraft +25, Spot +14.
Feats: Alertness, Cleave, Combat Casting, Combat Reflexes, Dodge, Evolve, Expertise, Great Cleave, Mobility, Multiattack, Spring Attack, Whirlwind Attack, Improved Critical (claws), Improved Initiative, Iron Will, Power Attack, Spell Penetration, Track, Weapon Finesse (claws), Weapon focus (claws)

Climate/Terrain: Any temperate or warm land or underground
Organization: Solitary or Coven (2-7)
Challenge Rating: 20
Treasure: Double standard
Alignment: Usually Neutral Evil
Advancement: By character class

The legendary palethian are the oldest race of intelligent creatures on the Forge. The palethian were the first to dwell on the banks of the Wellspring and built the first settlement there. Many of the names of things in Penance were named by the palethian, such as the seven great rivers, the suns and the moons, and a number of the cities of the plains. The palethian developed the calendar still in use on the Forge, penned and refined the six traditional laws of Penance, started a number of the current holidays, built the first city wall around Penance, and named the first Bloodlord of the city. The palethian also developed and employed the most advanced technology ever to have existed on the Forge. All of this took place eons ago, and all of it has passed far beyond knowledge, for many hundreds of thousands of years ago the palethian disappeared.

The palethian did not disappear all at once, their culture had been slowly dwindling for many millennia before the last one faded out of history. Palethian society was too advanced, and the creatures became too reliant on their magic and their devices to bother doing anything for themselves, and when their machines failed them they died. New races took over Penance and changed it, shaping it to their liking, paving over the works of beauty and wonder that the palethian had built, and eventually forgetting them altogether.

At this time, the greatest secret of the palethian is that they still exist. Not all the creatures were destroyed by the march of time; a few were able to adapt, to evolve, to find a hole to crawl into and hide away from the blight of the ages that destroyed their glory. These few that survived still hide themselves away, waiting a time that may never come, a time in which the palethian shall rise again and reclaim all of the Forge as their rightful possession. The palethian still live in the past. They dwell in the lowest, deepest bowels of the undercity, haunting the ruins of what once was their home. They watch as the weight of ages slowly grinds everything they have made into dust, and they continue to dream about what once was, and what shall again be.

The palethian wallow in prophesy and in forbidden lore. They possess an incredible wealth of knowledge regarding the Forge. They know why it exists, and what forces drive it onward. They know of its past and of its future. They know who the Seven are and why they are bound. They know how the world was made and how it will end, and it is this knowledge that has driven them mad.

The goal of the palethian is to discover how to siphon the power of the Forge and wield it themselves. They have made advances in their discoveries, but are still far from mastering this process. This power that provides the gifts of the Forge and generates its intense sensations fascinates them. The Palethian have pioneered the method of self-evolution, or enchantments of the flesh.

The palethian today look nothing like they once did when they ruled the city, even though they are still the same individuals. Not even they themselves remember what they originally were, or might once have been, although Israfel still knows. The palethian have survived over the ages by evolving their bodies and minds, believing they are slowly absorbing the god's power over time, and that one day they shall become gods themselves. Unfortunately for the palethian, they have run out of inspiration for their bodies. The palethian are always on the lookout for other creatures that are evolving,

and occasionally kidnap a subject to study and to imitate his new physiology.

The palethian keep tabs on the events of the cities of the plains, and still—to a small degree—control some of what goes on there. Their actions are subtle and their patience is unfathomable. The palethian do not age, and they may lay the groundwork for a plot thousands of years before it is ever put into action. There are few of them left anymore, and to act hastily would mean risking everything they have gained so far. Their actions are unpredictable and obtuse, and although their presence may be felt, their identity is never revealed.

Combat

The palethian do not care for physical combat of any kind. They have evolved past the point of finding it necessary, although they are still are able to fight if required. They insist on control. The palethian control others with their magic and with force of will. If they do not have control of a situation, they try to get out of it or to change their tactics. If desperate, the palethian may simply *teleport* away from danger altogether.

Ageless (Ex): The palethian have evolved to the point where their bodies have become perfect. They do not age, nor do they require food, drink, sleep, or any other type of sustenance to survive. They do not need to breathe, and they cannot become ill or fall susceptible to toxins. They also cannot reproduce, as they no longer need to replicate themselves in order to survive as a species.

Dominate (Sp): The palethian can control anyone in their line of sight at will, as a standard action. In order to do so, the palethian must focus on the creature to be dominated and succeed at a battle of wills with it (opposed Will saves). The effect of this ability is much like the spell *dominate monster*. The palethian may dominate more than one creature at a time, although it suffers a cumulative –2 penalty to its opposed Will checks for each creature it already has under its control. The dominate effect lasts until the creature moves out of range of the palethian's telepathy or until the palethian cancels the link.

Evolve (Ex): The palethian have actually developed conscious control over their own genetic code. Whenever they discover a new type of possible mutation, they can take it upon themselves, without cost, as a full-round action. In game terms, this means that if a creature has prestige race that the palethian does not have, and if the palethian can gain a bit of the creature's genetic material (typically by hitting it with a claw attack), it can adopt the evolution without paying an experience point cost.

Immunities (Ex): The palethian have evolved to the extent that they are immune to an amazing number of effects. They are immune to acid, aging effects, cold, disease, electricity, fire, gaze attacks, poison, paralysis, polymorphing, sleep, sonic attacks, or stunning, suffocation.

Perfect sight (Ex): The palethian have evolved perfect sight, allowing them to see without the aid of light, sound or any kind of stimulus. This ability is exactly like Blindsight, except its range is unlimited like normal sight, and its field is a full sphere around the palethian. Solid objects block this vision, just like with normal eyesight. The palethian cannot be flanked or blinded. They are immune to illusions and can see *invisible* and *ethereal* creatures. The Hide skill is still effective against them though.

Spell-like Abilities (Sp): The palethian can cast the following spells as if they were 20th level sorcerers (DC = 23 + spell level): *At will: comprehend languages, dispel magic, fear, fly, identify, invisibility, legend lore, locate object, make whole, silence, speak with plants; 3xday: break enchantment, dimensional anchor, dimension door, divination, scrying, improved invisibility, sending; 1xday: greater dispelling, etherealness, gate, greater scrying, teleport without error.*

Telepathy (Ex): The palethian no longer need to speak, but can communicate with all living creatures within a two mile radius. To communicate with a creature the palethian needs to know of its presence, by either being able to see it, by having dominance over it, or by scrying it.

Quillion

Large Magical Beast
Hit Dice: 11d10+66 (148 hp)
Initiative: +2 (+2 Dex)
Speed: 40 ft., Climb 20 ft., Roll 60 ft.
AC: 24 (-1 Size, +1 dodge, +12 natural, +2 Dex)
Attacks: Bite +17/+12/+7
Damage: Bite 1d10+10, Roll 2d8+10
Face/Reach: 5ft. by 10ft./ 5ft.
Special Attacks: Poison, Roll
Special Qualities: Darkvision 60ft., Encircle
Saves: Fort +13, Ref +9, Will +4
Abilities: Str 24, Dex 14, Con 22, Int 3, Wis 13, Cha 9
Skills: Hide +1, Listen +7, Jump +8, Move Silently +4, Spot +6
Feats: Alertness, Dodge, Mobility

Climate/Terrain: Temperate plains deserts, and underground
Organization: Solitary, pair, or nest (3-10)
Challenge Rating: 11
Treasure: None
Alignment: Always neutral
Advancement: 12-22 HD (Large); 23-32 HD (Huge); 36 HD (Gargantuan)

The ferocious quillion is a large and unique predator that is often encountered in the undercity of Penance. The quillion has an appearance similar to a giant armadillo or porcupine. It has a wolf-like face, six-legs, and a thick set of hard armor plates that completely covers its back and neck. Growing out of these plates is a large number of sharp poison-tipped quills. The quillion, if it desires, can roll its body up into a ball to form a spiky, armored sphere and propel itself forward at tremendous speeds. When it does this, it often rolls right over its enemies, crushing them to the ground and poisoning them.

Though mostly thought of as a denizen of the undercity, the quillion is at home in any relatively flat terrain and can be found on the Plains of Penance, as well as in the deserts of Arena. The quillion has little fear, and attacks nearly any small or medium-size creature that crosses its path. The quillion usually has a nest but rarely keeps treasure, as it generally eats its prey right where it kills it. It is possible to find some items of value scattered around the quillion's hunting grounds.

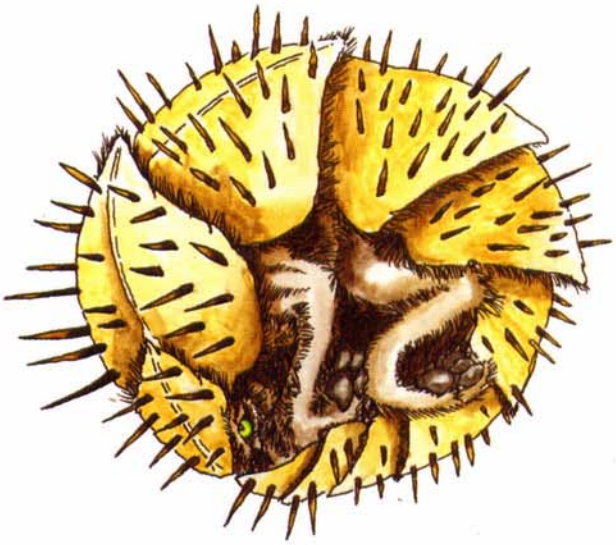
Combat

A quillion usually begins combat with a roll attack in an attempt to cripple or kill its foes before it exposes its more vulnerable areas and moves in to feed. The quillion keeps trying to roll over its foes until they stop moving. Once this approach seems to have had the desired effect, the quillion unrolls itself and approaches to feed, dispatching any remaining resistance with its bite attack. Quillions are not used to taking a great deal of damage; if a quillion is reduced to least that half of its hit points and the fight doesn't seem to be going in its favor, it attempts to retreat.

Encircle (Ex): The quillion can roll up into an armored ball as a defense mechanism. When in such a state, its Armor Class is increased by 10 (to 34), and it gains a Damage Reduction of 12 against fire, acid, and cold attacks.

Poison (Ex): The quills of a quillion contain a powerful injury poison. Anyone taking damage from its roll attack is injected with the poison and must make a Fortitude save vs. (DC 17) or take primary and secondary damage of 1d6 temporary points of Dex. If the quillion is killed, 2-12 doses of the poison may be harvested with a successful Wilderness Lore check (DC 20). Failing the roll by 10 or more points indicates the character has accidentally poisoned himself.

Roll (Ex): From a standing position, a quillion can tuck its head down and propel itself forward with its hind legs, encircling itself as it rolls forward. When rolling in this manner, the



quillion moves at extremely high velocity (60 ft. per round), although it must move roughly in a straight line. (The quillion can shift its weight while rolling to vary from its original path by up to 10ft. over the 60ft. distance.) While rolling, the quillion is considered to be encircled as explained above.

The quillion's goal in rolling is to bowl over its prey, quite similar in effect to a trample attack. To do this, the quillion merely must move into the space occupied by the target, which must be medium-size or smaller. If the target does not succeed at an attack of opportunity against the quillion (made at a -8 penalty instead of the usual -4, due to the quillion's Mobility feat), he suffers roll damage of 2d8+10. A Reflex save vs. a DC of 22 is allowed to attempt to halve the damage. Anyone that takes damage from the roll attack also receives a full dose of poison from the creature's quills.

A quillion may make as many roll attacks in a round as there are people whose space it moves through. This attack can prove quite disastrous for a party of individuals all lined up in a narrow hallway, and a quillion tries to aim itself so as to hit the most number of targets in a single pass. An individual may try to stop the quillion as it rolls past him in order to protect his comrades. In order to do so, the character must succeed at his attack of opportunity against the quillion and then win an opposed grapple check vs. the quillion's grapple modifier of +22.

A quillion moves its entire 60 ft. movement in a round, regardless of whether it rolls over anyone or not. In order to stop rolling, which it may do before it rolls the full 60ft., the quillion must unroll itself, thus losing its encircled advantage for the rest of the round. A quillion that does not stop itself continues rolling forward and can continue to make roll attacks on the next round against opponents in its path. It loses its momentum and only rolls half as far on each successive round (30 ft. the second round, 15 ft. the third, then 5 ft., and finally coming to rest on the fourth round).

A quillion rolling on a significant upward slope may only roll at half speed (30 ft.), while a quillion rolling on a significant downward slope may roll at half again its speed (90 ft.).

Rozian

Medium-size Vermin
Hit Dice: 9d8+36 (90 hp)
Initiative: +2 (+2 Dex)
Speed: 40 ft.
AC: 20 (+8 natural, +2 Dex)
Attacks: Bite +9/+4 melee or spike +8/+3 ranged
Damage: Bite 1d10+3, spike 1d8+3
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Devour
Special Qualities: Destructive, Vermin
Saves: Fort +10, Ref +5, Will +3
Abilities: Str 16, Dex 14, Con 18, Int -, Wis 10, Cha 3
Skills: Hide +4, Jump +5, Listen +2, Move Silently +6, Spot +2

Climate/Terrain: Underground
Organization: Solitary, Brood (2-8), or Nest (4-24)
Challenge Rating: 7
Treasure: None
Alignment: Always Neutral
Advancement: 10-13 HD (Medium-size); 14-24 HD (Large); 25-27 HD (Huge)

The mindless rozian is one of the biggest problems for the city of Penance. Though not as dangerous in a fair fight as many of the creatures that dwell in the maze, the rozian causes mass destruction by eating the supports of the city itself. Rozians are similar to termites, in that they derive sustenance from eating solid substances, except that the rozian can devour metal and stone as well as wood. A rozian in the maze devours harmless material, such as flooring, walls, or rubble, but occasionally one sets its culinary hopes on a pillar or other support, often resulting in a terrible sinking in the city above.

A rozian is a truly frightening looking creature. It has a large, fat body, similar to that of a tick, with a long, thick chitinous tail and a number of sets of crablike legs running down the length of its sides. It has a thrusting neck that extends from its front end, ending in a powerful set of mandibles and a hungry mouth. At the end of its tail grow a number of sharp metal spikes. The creature's eyes are located at the base of its neck, giving it an eerie and frightening appearance.

A rozian lives to eat. It spends its time wandering about in the undercity, eating whatever happens to be near it when it gets hungry, which it nearly always is. All of a rozian's free time is spent in mating, and the creatures seem to breed at a remarkable rate. Rozians don't have a queen, nor do they have genders; all rozians are hermaphrodites and after a successful mating, each partner usually goes off and starts its own nest. Fortunately for the city, many of the other hideous nasties living in the maze see the rozians as extremely tasty and help keep the population low.

Rozian infestations can be detected by the presence of rozian droppings. These are little piles of coarse sand with a dun hue. Rafters learn to look for these droppings which help them notice weakened passageways and the probable presence of predators.

Ancient lore in the libraries of Penance tells of past creatures that found a way to control the actions of the rozian, using them as a terrible weapon against their rivals' territories. Such a talent or magic is not unlikely to rise again, presenting an urgent danger for the citizens of Penance.

Combat

Though rozians can eat stone, their favorite foods are metals and woods, which they can sense by smell. Such substances are often found in high amounts on delvers and attract the notice of nearby rozians. Rozians typically begin combat by approaching a delver and attempting to devour his equipment, starting with his armor or weapon. If the delver tries to fight back, the rozian attacks him until he stops moving; lying very still is a good way

to survive a rozian attack. Rozians typically roam in groups and normally swarm over their opponents when attacking.

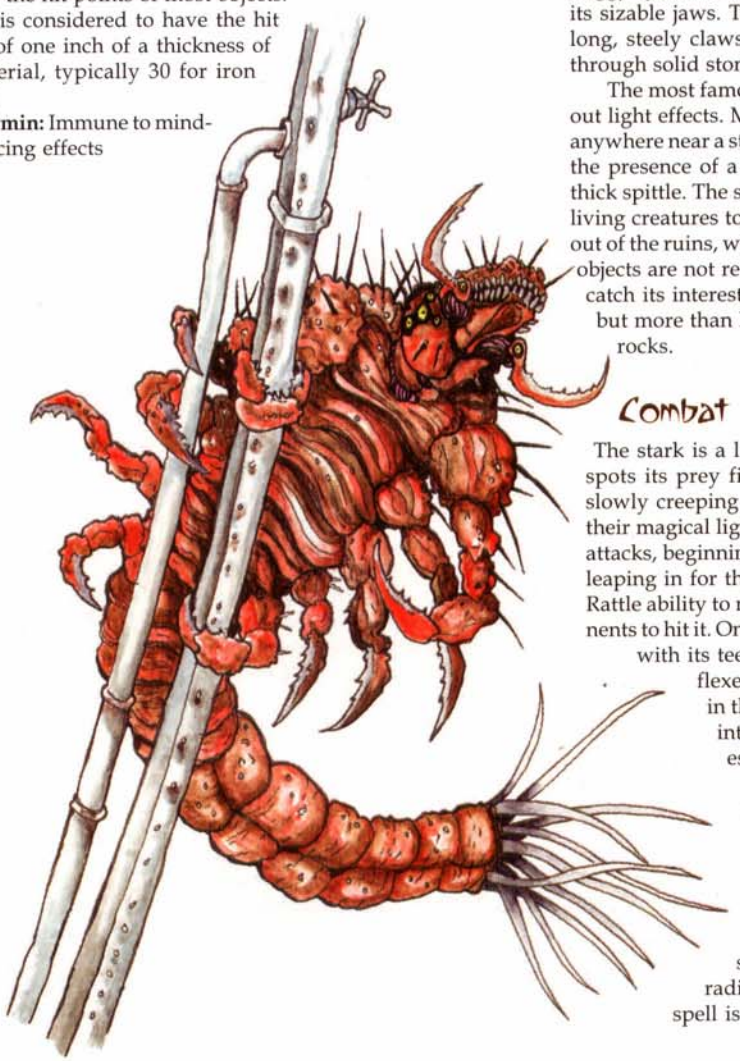
As a defense mechanism, a rozian may also whip its tail upward, launching one of its metallic tail spikes at an enemy. A rozian typically has 12 tail spikes at a time. These spikes regrow in 2 days as long as it is able to eat some type of metal during that time.

Destructive (Ex): Rozians can eat any kind of stone, metal, or wood. This talent allows the creatures to bore their way though such substances at a rate of one inch per round. If a rozian attempts to feed on the supports of part of the undercity, it can cause serious structural damage. Each rozian attacking a structure can inflict 1 point of structure damage per five rounds of feeding. A rozian can feed for up to 25 rounds before becoming engorged and having to rest for 2-8 hours. Refer to the sidebar on structural integrity on page 141 for information on supports.

Devour (Ex): Delvers universally despise rozians for their ability to devour their equipment. A rozian can attack an opponent's armor, shield, or weapon without provoking an attack of opportunity. A rozian normally goes after the object with the highest concentration of metal first; normally armor first, then a shield, and finally a weapon. To attack an opponent's weapon or shield, the rozian must win an opposed attack roll with its opponent. To attack an opponent's armor, a rozian need only make a melee touch attack against the opponent.

A rozian that successfully hits an object ignores the object's hardness rating and deals full bite damage directly to the object's hit points. Rozians can damage magical objects normally, with the exception that such objects have their hit points increased by 1 per point of enchantment. (See Chapter 8 of the *Player's Handbook* for the hit points of most objects. Armor is considered to have the hit points of one inch of a thickness of its material, typically 30 for iron armor.)

Vermin: Immune to mind-influencing effects



Stark

Medium-size Magical Beast
Hit Dice: 10d10+30 (115 hp)
Initiative: +6 (+6 Dex)
Speed: 30 ft., Burrow 10ft.
AC: 24 (+8 natural, +6 Dex)
Attacks: Claws +14 melee and Bite +12 melee
Damage: Claws 1d8+4, Bite 2d6+2
Face/Reach: 5ft. by 5ft./ 5ft.
Special Attacks: Extinguish
Special Qualities: Anti-light field, Darkvision 120ft., Rattle
Saves: Fort +10, Ref +13, Will +4
Abilities: Str 18, Dex 22, Con 16, Int 5, Wis 12, Cha 15
Skills: Hide +12, Jump +6, Listen +6, Move Silently +12, Spot +5
Feats: Alertness, Combat Reflexes, Multiattack

Climate/Terrain: Underground
Organization: Solitary, or Bevy (2-5)
Challenge Rating: 8
Treasure: 50% Standard
Alignment: Usually Neutral
Advancement: 11-16 HD (Medium-size); 17-26 HD (Large); 27-30 HD (Huge)

One of the most legendary creatures in the forgotten halls of the undercity, the stark is feared by delvers as well as by the other denizens of the maze. The stark is a vicious and hungry predator, vaguely lizard-like with a thick, deep-black hide. It has large, buggy eyes and a thick, foamy saliva that constantly drips from its sizable jaws. The creature has two stumpy arms ending in long, steely claws, which the creature can employ to burrow through solid stone.

The most famous property of the stark is its ability to cancel out light effects. Magical light simply winks out when brought anywhere near a stark. Nonmagical light, while still able to abide the presence of a stark, is nearly always a quick victim of its thick spittle. The stark slinks through the undercity, looking for living creatures to eat. It dwells in small burrows that it carves out of the ruins, where it often stows objects that interest it. Such objects are not really treasure, but simply random objects that catch its interest. It may have a magical weapon in its stash, but more than likely it has a handsome collection of smooth rocks.

Combat

The stark is a lurker and a creeper that works best when it spots its prey first. The stark likes to remain hidden while slowly creeping up within 30 feet of a party, causing any of their magical light sources to slowly blink out. At this point it attacks, beginning combat with its extinguish ability and then leaping in for the kill. Throughout combat, the stark uses its Rattle ability to mask its location and make it harder for opponents to hit it. Once engaged, the stark tears its opponents apart with its teeth and claws. It can also use its Combat Reflexes to strike opponents as they wander around in the dark. If it is losing, the stark is likely to flee into the maze, often using its burrow ability to escape.

Anti-light Field (Sp): The stark has evolved in the undercity of Penance and has developed some unusual abilities over the centuries. In order to avoid contact with the various magical glows in the maze, the stark has learned to suppress all magical energies that radiate light. This effect is similar to the spell *anti-magic field*, except that it has a 60-ft. radius and suppresses only light effects. A *light* spell is completely suppressed in this field, while a

fireball functions normally but doesn't give off a flash of light. Creatures with darkvision can see normally in an anti-light field.

Extinguish (Ex): Though a stark's anti-light field doesn't affect natural light sources, a stark has other ways of dealing with such things. A stark constantly produces a thick, foamy saliva that is a natural flame retardant. A stark can spit the saliva in a 30-ft. cone, extinguishing any flame within its area of effect. Anyone actively guarding a flame, such as a character holding a lantern, can attempt a reflex save (DC 20) to protect it. Guarding a flame in this manner takes a standard action to perform. This ability can be used up to three times per day. Starks have actually managed to save part of the city by putting out an enormous fire that had engulfed an entire city block.

Rattle (Ex): A stark has an unusually constructed throat. Inside the thick bulk of the creature's neck are a number of bone plates and small hammers. The creature can, if it chooses to, flex its neck muscles, causing the plates to vibrate, producing a loud and harsh noise that echoes off the walls of the maze. This sound drowns out many other noises in the area, making it difficult for creatures that navigate by sound to find their way around. Anyone within 30 ft. of the stark is unable to use the blind-fight feat. It also increases the miss-chance when fighting the stark in the dark by 10% (from 50% to 60% in most cases)

Swarm

Large Vermin
Hit Dice: 20d8 (120 hp)
Initiative: +3 (+3 Dex)
Speed: 20 ft. [fly 30 ft. (Good), swim 20ft.]
AC: 14 (+2 Natural, +3 Dex, -1 size)
Attacks: Bite +22/+17/+12 melee
Damage: Bite 1d20-1
Face/Reach: 10ft. by 10ft./ 0ft.
Special Attacks: Engulf
Special Qualities: Hive Mind, Nimble, Scent, Vermin, Weapon resistance
Saves: Fort +12, Ref +9, Will +5
Abilities: Str 8, Dex 16, Con 10, Int -, Wis 8, Cha 1
Skills: Hide +1, Listen +4, Move Silently +3, Spot +4

Climate/Terrain: Warm and temperate plains, hills, forests, and deserts
Organization: Solitary
Challenge Rating: 11
Treasure: None
Alignment: Always Neutral
Advancement: 21-30 HD (Large); 31-40 HD (Huge); 41-50 HD (Gargantuan); 51-60 HD (Colossal)

A swarm isn't really a single creature, but an entire colony of tiny carnivorous insects, each about the size of a common housefly. Due to the swarm's unusual hive mentality, however, it behaves as if it were but one individual. As the name implies, a swarm attacks in a swarm, with thousands of the bugs biting at victim *en masse*. Such an attack is quite effective and difficult to defend against, as the individual bugs cling to the bodies of their victims, crawling under armor and clothing and eating rapidly, often reducing a man to a skeleton in a matter of a few seconds.

Swarms are found primarily in the lost city sections of the city of Penance, where the comb the areas for living flesh, overrunning and eating everything in their path. Only great vigilance keeps them out of the inhabited sections of the city, where they would be able to wreak quick devastation. Swarms have been encountered in the undercity as well, but rarely very deep, as the potential for them to find food in the maze is limited.

Most swarms are made up of crawling types of insects only and can move along any surface at full movement rate, even on walls or ceilings. Some swarms are able to fly as well, and a few rare swarms manage to survive underwater. The most curious thing about swarms is that the individuals who made them up come from a wide variety of species. It is currently unknown as to why or how the swarms are created.

Combat

A swarm generally crawls or flies about the lost city, using its scent ability to find living creatures. When it encounters anything, it attacks by overrunning and engulfing it. The swarm's prey gets an attack of opportunity on the swarm on its first approach, as it must move into a character's space in order to attack him. Once it hits an opponent though, it engulfs him and does automatic damage each round thereafter. A swarm can stretch out and cover a large area so as to be able to attack more than one creature at once. Swarms are resistant to physical blows due to their unique physiology.

A swarm is not killed when it reaches zero hit points, but rendered ineffective to the point where it flees. If pursued, a fleeing swarm can absorb another 40 hit points or so before all of its members are killed. A fleeing swarm seeks out another swarm to merge into, adding 5 Hit Dice to its new host.

Engulf (Ex): Since swarms are composed of thousands of very small creatures, they have no reach, and any attempts they make to attack a creature draw an attack of opportunity. However, once the bugs of a swarm hit a creature, they affix



to the flesh and do not need to make attack rolls in successive rounds in order to deal damage. A swarm may engulf more than one creature at once; this is determined by the size of the swarm. A typical swarm is 10x10 ft., meaning it can engulf up to four medium-sized creatures at once if they are standing near each other. A swarm maintains its full number of attacks per round regardless of how many creatures it has engulfed unless it has maxed out its engulf area entirely, in which case it does not make attacks but simply deals damage.

Once a creature is engulfed, it may only be freed by dealing damage to the part of the swarm affixed to the creature. For every 5-foot square the engulfed creature takes up, 20 hit points of damage must be dealt to the affecting part of the swarm to drive it off. When attacking an engulfing swarm, the swarm is considered to have the same Armor Class as the engulfed creature (it can crawl under armor and so forth). Damage dealt to an engulfing swarm is applied half to the swarm and half to the engulfed creature. Any damage from Strength is dealt only to the engulfed creature, and if a slashing or piercing weapon is used the swarm takes only 1 point of damage, and the creature takes the rest.

Hive Mind (Ex): Though a swarm is composed of hundreds of thousands of individual insects, they are all linked telepathically so that they move and attack as a single creature; there is no single individual in control of the swarm. For game purposes, a swarm is considered one individual. If a swarm is ever split into two pieces which are separated by more than 20 feet, the pieces lose contact with each other and split off into two separate swarms, each with a portion of the Hit Dice of the original. Likewise, swarms that come together may merge into a single larger swarm (the percentage chance of a merge is the number of Hit Dice of difference between the two swarms times 5).

Nimble (Ex): Because of a swarm's unusual form, it applies the size modifier for fine size creatures to its attack rolls. The large size modifier still applies to its Armor Class however.

Weapon resistance (Ex): Because a swarm is made up of thousands of individual creatures, cutting and stabbing weapons typically pass through a swarm without doing much harm to it. Any slashing or piercing weapon used against a swarm does only one point of damage (plus the weapon's enhancement bonus, if any) per hit. Bludgeoning weapons deal full damage to a swarm, however, as the individual creatures are easily crushed with any moderate blow. Strength bonuses do not apply to any hit against a swarm, regardless of weapon type.

Vermin: Immune to mind-influencing effects. Darkvision 60 feet.

Appendix C: NPC Stat Blocks

This appendix is designed to allow a GM to quickly populate her *Oathbound* campaign with fully statted NPCs. These stat blocks focus on character types that are unique to the *Oathbound* setting. Stats for more standard characters types can be found in Chapter 2 of the DMG.

Bloodlord

Level 10 – Darius – 27 year old male Dover – Rogue 6, Demagogue 4

Medium-size humanoid (canine); HD 10; hp 45; Ldr 19; Init +3; Spd 30 ft.; AC 23; BAB: +6; Atk +12/7 melee (*rapier* - 1d6+4 [crit 18-20x2]); Atk +7/2 melee (*bite* - 1d6+1 [crit x2]); Atk +13/8 ranged (*lt. crossbow* - 1d8+4 [crit 19-20x2]); SV Fort +3, Ref +12, Will +10; Str 12, Dex 16, Con 10, Int 12, Wis 14, Cha 24.

Special Qualities: Ambidexterity, scent, sneak attack +3d6, uncanny dodge (can't be flanked, Dex to AC), evasion, sway, taunt, threaten, pacify, outrage, convey.

Feats: Dodge, Iron Will, Leadership, Weapon Finesse (Rapier).

Skills: Appraise +6, Bluff +23, City Lore +2, Concentration +0, Craft +1, Decipher Script +6, Diplomacy +27, Forgery +5, Gather Information +16, Innuendo +7, Intimidate +19, Knowledge(arcana) +6, Knowledge(politics) +6, Listen +12, Perform +11, Profession +2, Read Lips +6, Search +6, Sense Motive +12, Spot +10, Use Magic Device +12.

Gifts: Charm, Mesmerizing

Prestige Races: Focus of the Fair and Foul (empowered)

Typically Equipped Items: *bracers of armor +6, +3 blinding rapier, +2 persuasive light crossbow,* 20 *+2 bolts, ring of mind shielding, medallion of thoughts, ring of protection +3.*

Other Items: *greater protean map,* 2 *potions of cure critical wounds,* 1 *potion of neutralize poison.*

Level 14 – Palladius – 120 year old hermaphrodite Silver – Sorcerer 8, Demagogue 6

Medium-size humanoid (silver); HD 14; hp 65; Ldr 29; Init +4; Spd 30 ft.; AC 26; BAB: +6; Atk +7/2 melee (*quarterstaff* - 1d6+1 [crit ?-20x?]); Atk +15/10 ranged (*lt. crossbow* - 1d8+5 [crit 19-20x2]); SV Fort +5, Ref +11, Will +16 (+18 vs. enchantments); Str 8, Dex 18, Con 12, Int 12, Wis 16, Cha 32.

Special Qualities: Electrical resistance 10, silver stomach, summon familiar, sway, taunt, threaten, pacify, outrage, convey, tempt, convince, negotiate, opponents receive a –2 to attacks and saves.

Feats: Dodge, Iron Will, Leadership, Mobility, Spell Focus (Enchantment).

Skills: Appraise +2, Bluff +25, City Lore +3, Concentration +10, Craft +1, Decipher Script +4, Diplomacy +25, Forgery +1, Gather Information +15, Innuendo +3, Intimidate +25, Knowledge(arcana) +5, Knowledge(politics) +5, Listen +7, Perform +15, Profession +3, Read Lips +2, Scry +7, Search +1, Sense Motive +7, Spellcraft +7, Spot +7, Use Magic Device +9.

Gifts: Good Looking, Mind reading.

Prestige Races: Focus of the Fair and Foul (complete)

Typically Equipped Items: Bracers of Armor +8, Staff of the Enchanter, +3 Light Crossbow, 20 +2 *pivoting* bolts, Ring of Protection +3, Amulet of Charisma +4.

Other Items: *Chessboard of wagers, crystal ball,* 1 *potion of cure critical wounds,* 1 *potion of fly, rod of splendor,*

Typically Prepared Spells (DC 21 + spell level (25 for enchantment spells); caster level 8; 6/9/9/8/5): 0th – *daze, detect magic, detect poison, ghost sound, light, mage hand, mending, read magic;* 1st – *charm person, hypnotism, magic missile, reduce, shield;* 2nd – *Israfel's grace, mirror image, resist elements;* 3rd – *lightning bolt, suggestion;* 4th – *scrying.*

Level 18 – Orentus – 40 year old female Human – Fighter 2, Rogue 6, Demagogue 10

Medium-size humanoid (human); HD 18; hp 105; Ldr 33; Init +2; Spd 30 ft.; AC 27; BAB: +11; Atk +18/18/13/13/8 melee (*shortsword* - 1d6+9 [crit 17-20x2]); Atk +21/16/11 ranged (*longbow* - 1d8+10 [crit x3]); SV Fort +9, Ref +14, Will +14 (+18 vs. fear and compulsion); Str 18, Dex 14, Con 12, Int 12, Wis 16, Cha 32.

Special Qualities: Sneak attack +3d6, uncanny dodge (can't be flanked, Dex to AC), evasion, sway, taunt, threaten, pacify, outrage, convey, tempt, convince, negotiate, humiliate, filibuster, charm, control crowd, immune to charm effects, opponents receive a –2 to attacks and saves.

Feats: Ambidexterity, Dodge, Improved Critical, Improved Two-weapon Fighting, Iron Will, Leadership, Mobility, Power Attack, Spring Attack, Two Weapon Fighting.

Skills: Appraise +10, Bluff +39, City Lore +13, Concentration +5, Craft +1, Decipher Script +10, Diplomacy +40, Forgery +11, Gather Information +25, Innuendo +17, Intimidate +25, Knowledge(arcana) +10, Knowledge(politics) +15, Listen +13, Perform +15, Profession +3, Read Lips +11, Search +8, Sense Motive +23, Spot +13, and Use Magic Device +18.

Gifts: Famous, Intuition, Precognitive

Prestige Races: Focus of the Fair and Foul (complete), Focus of the Mind (complete)

Typically Equipped Items: *Collar of attachment, +5 recall sap hide armor, 2 +5 brilliant energy/persuading short swords, +4 mighty composite longbow, 20 +4 stunning arrows, ring of protection +5, ring of spell turning, rod of rulership, amulet of charisma +6, belt of giant Strength +4, major cloak of displacement*

Other Items: 2 *potions of cure critical wounds,* 1 *potion of invisibility,* 1 *potion of neutralize poison.*

Judge/Bailiff

Level 8 – Astrith – 26 year old female Chromithian – Fighter 6, Vigilante 2

Small humanoid (draconian); HD 8; hp 73; Init +6; Spd 30 ft.; AC 28; BAB: +8; Atk +16/16 melee (*claw* - 1d4+1d8+8+poison [crit 19-20x2]); Atk +11 melee (*tail* - 1d6+1d8+2+poison [crit x2]); Atk +11 melee (*bite* - 1d4+1d8+2+poison [crit x2]); Atk +15/10 ranged (spike - 1d8+4+poison [crit x2]); SV Fort +12, Ref +14, Will +6; Str 18, Dex 22, Con 14, Int 10, Wis 14, Cha 12.

Special Qualities: Electrical Resistance 5, glide, low-light vision, spell-like abilities, sense attack, reflexive awareness, uncanny dodge (Dex to AC), poison quills (Injury, DC 17, 1d4 Dex/1d4 Dex).

Feats: Alertness, Combat Reflexes, Dodge, Improved Critical, Multiattack, Weapon Focus (claw), Weapon Specialization (claw).

Skills: Balance +5, Bluff +5, City Lore +7, Climb +8, Concentration +2, Craft +0, Disable Device +0, Disguise +5, Escape Artist +5, Gather Information +7, Heal +2, Hide +9, Innuendo +2, Intimidate +3, Jump +43, Listen +4, Move Silently +5, Profession +2, Read Lips +0, Ride +6, Search +0, Sense Motive +7, Spot +4, Swim +4, Tumble +5, Use Rope +6.

Gifts: Empathy

Prestige Races: Focus of the Quill (complete)

Typically Equipped Items: +2 *greater healing sap hide armor,* 2 +2 *stunning claws* (enchanted with the *refinement* spell)*, immaculate harness, ring of jumping, cloak of resistance* +2.

Other Items: *Decanter of endless water, stone of alarm,* 2 *rolls of sap strips,* 1 *potion of cure critical wounds,* 1 *potion of neutralize poison.*

Level 12 – Indus – 30 year old male Human – Fighter 6, Vigilante 6

Medium-size humanoid (human); HD 12; hp 93; Init +5; Spd 30 ft., Fly 70ft. Average; AC 32; BAB: +12; Atk +22/17/12 melee (*schiavona* - 1d8+11+1d6 fire [crit 15-20x2]); Atk +22/17/12 ranged (*longbow* - 1d8+9 [crit x3]); SV Fort +11, Ref +12, Will +6; Str 22, Dex 21, Con 12, Int 10, Wis 14, Cha 10.

Special Qualities: Sense attack, reflexive awareness, uncanny dodge (Dex to AC, can't be flanked), SR20, heal self, Fire Resistance 5, Cold resistance 5, breath weapon (2xday, 12d6, sv DC 17)

Feats: Alertness, Blind-Fight, Combat Reflexes, Dodge, Improved Critical, Power Attack, Quick Draw, Sunder, Weapon Focus (Schiavona), Weapon Specialization (Schiavona).

Skills: Balance +2, Bluff +5, City Lore +8, Climb +3, Concentration +1, Craft +0, Disable Device +0, Disguise +4, Escape Artist +2, Gather Information +6, Heal +2, Hide +6, Innuendo +6, Intimidate +6, Jump +3, Listen +8, Move Silently +6, Profession +2, Read Lips +0, Ride +5, Search +6, Sense Motive +8, Spot +6, Swim +6, Tumble +2, and Use Rope +5.

Gifts: Mind reading, Thick Skin

Prestige Races: Focus of the Wyrm (kindled)

Typically Equipped Items: +3 *phoenix sap hide armor, +3 dust shield, +3 flaming burst schiavona, ring of x-ray vision, unbreakable helm, +3 mighty composite longbow,* 20 +2 *force bubble arrows, belt of giant strength +4, boots of speed.*

Other Items: *Iron bands of billaro, rod of negation,* 2 *rolls of sap strips,* 2 *potions of cure critical wounds,* 1 *potion of lesser restoration,* 1 *potion of neutralize poison.*

Level 16 – Thacius – 36 year old male Nightling – Fighter 3, Rogue 3, Vigilante 10

Medium-size humanoid (nightling); HD 16; hp 160; Init +6; Spd 60 ft.; AC 28; BAB: +15; Atk +29/29/29/24/19 melee (*dadao* - 1d6+14 [crit 17-20x3]); Atk +30/25/20 ranged (*longbow* - 1d8+11 [crit x3]); SV Fort +14 (+20 vs. poison), Ref +17, Will +10; Str 30, Dex 22, Con 16, Int 10, Wis 14, Cha 10.

Special Qualities: Darkvision 60ft, light sensitivity, spell-like abilities, sneak attack +2d6, evasion, sense attack, reflexive awareness, uncanny dodge (Dex to AC, can't be flanked, +2 to traps), SR25, great heal self, counter effect, avoid blow, immune to disease

Feats: Alertness, Blind-Fight, Combat Reflexes, Dodge, Improved Critical, Power Attack, Quick Draw, Weapon Focus (dadao).

Skills: Balance +5, Bluff +8, City Lore +10, Climb +9, Concentration +3, Craft +0, Disable Device +5, Diplomacy +9, Disguise +5, Escape Artist +5, Gather Information +12, Heal +10, Hide +10, Innuendo +15, Intimidate +12, Jump +9, Listen +12, Move Silently +9, Profession +5, Read Lips +5, Ride +6, Search +10, Sense Motive +11, Spot +12, Swim +10, Tumble +5, Use Rope +6.

Gifts: Intimidating, Intuition, Persuasive

Prestige Races: Focus of the Body (complete)

Typically Equipped Items: +4 *bull's sap hide armor, +4 speed dadao, ring of regeneration, +4 dispelling mighty composite longbow,* 20 +3 arrows, *periapt of wisdom +6, cloak of etherealness.*

Other Items: *Dust of appearance,* 2 rolls of sap strips, *globe of teleportation,* 2 *potions of cure critical wounds,* 1 *potion of vision,* 1 *potion of neutralize poison.*

Razor/Vanguard/Mercenary

Level 6 – Rydenne – 17 year old female Dover – Fighter 5, Hone 1

Medium-size humanoid (canine); HD 6; hp 63; Init +3; Spd 20 ft.; AC 25 (26 vs. Slashing); BAB: +6; Atk +14/9 melee or +13/8 ranged (*rang blade* - 1d8+8+1d6 elec [crit 19-20x2]); Atk +10/5 melee (*bite* - 1d6+4 [crit x2]); SV Fort +9, Ref +4, Will +3; Str 19, Dex 16, Con 16, Int 10, Wis 14, Cha 8.

Special Qualities: Ambidexterity, damage reduction 1, scent, precision strike +1, improved defense +1, electrical resistance 5, darkvision 60ft.

Feats: Exotic Weapon Proficiency (rang blade x2), Improved Unarmed Strike, Power Attack, Weapon focus (rang blade), Weapon Specialization (rang blade).

Skills: Climb +2, Craft +0, Handle Animal -1, Intimidate +2, Jump +2, Listen +9, Ride +3, Spot +8, Swim +4, and Tumble -2.

Gifts: Resilient.

Prestige Races: Focus of the Green (barked).

Typically Equipped Items: +2 *scaled brigandine armor, +1 blinding large steel shield, +2 shock rang blade, ring of feather fall, goggles of night.*

Other Items: 2 *potions of cure critical wounds.*

Level 9 – Sentinel – 22 year old female Haze – Fighter 5, Hone 4

Medium-size humanoid (haze); HD 9; hp 86; Init +3; Spd 30 ft.; AC 28 (30 vs. Slashing); BAB: +9; Atk +22/17 melee or +18/13 ranged (*rang blade* - 1d8+14 [crit 19-20x2]); Atk +16/16 melee (*claws* - 1d4+7 [crit – x2]); Atk +14 melee (*beak* - 1d6+3 [crit - x2]); SV Fort +12, Ref +7, Will +5 (+9 vs. fear, +7 vs. illusions); Str 24, Dex 16, Con 14, Int 10, Wis 12, Cha 10.

Special Qualities: Mindsight, telepathy, precision strike +2, improved defense +2, fell blow +2, skilled stunt +1, scent, 360 degree normal and low light vision, can't be flanked, Fire Resistance 15.

Feats: Exotic Weapon Proficiency (rang blade x2), Improved Unarmed Strike, Multiattack, Power Attack, Weapon focus (rang blade), Weapon Specialization (rang blade).

Skills: Climb +4, Craft +0, Handle Animal +0, Intimidate +6, Jump +7, Listen +11, Ride +6, Search +7, Spot +9, Swim +10, and Tumble +3.

Gifts: Brave, Wild talent (Hold Person)
Prestige Races: Focus of the Senses (watchful)
Typically Equipped Items: *+3 weightless full plate armor, +lion's shield, +3 dispelling rang blade, ring of minor fire resistance, scabbard of return, gauntlets of ogre power, cloak of resistance +2.*
Other Items: 2 *potions of cure critical wounds,* 1 *potion of neutralize poison.*

Level 12 – Sapphis – 32 year old male Human – Fighter 5, Hone 7
Medium-size humanoid (human); HD 12; hp 114; Init +5; Spd 30 ft.; AC 32 (36 vs. Slashing); BAB: +12; Atk +25/25/20/20/15 melee or +24/24/19/19/14 ranged (*rang blade* - 1d8+15 [crit 15-20x2]); Atk +18/18 melee (*claws* - 1d6+6 [crit x2]); Atk +13 melee (*bite* - 1d8+3 [crit x3]); SV Fort +11 (+14 vs. poison, disease), Ref +8, Will +6; Str 23, Dex 20, Con 14, Int 10, Wis 16, Cha 8.
Special Qualities: Precision strike +4, improved defense +4, fell blow +3, skilled stunt +2, cold resistance 5, scent, prehensile tail.
Feats: Deflect Arrow (from shield), Evasion (from ring), Exotic Weapon Proficiency (rang blade x2), Improved Critical, Improved Two Weapon Fighting, Improved Unarmed Strike, Multidexterity, Two Weapon Fighting, Weapon focus (rang blade), Weapon Specialization (rang blade).
Skills: Climb +10, Craft +2, Handle Animal +2, Intimidate +9, Jump +10, Listen +8, Ride +7, Spot +8, Swim +12, and Tumble +3.
Gifts: Ability Boost +, Healthy
Prestige Races: Focus of the Beast (complete)
Typically Equipped Items: +3 *arrow deflection* small wooden shield (held in tail), +4 *weightless full plate armor,* 2 +3 *keen/weightless rang blades, ring of evasion,* 2 *scabbards of return, rod of cancellation, gloves of dexterity +4.*
Other Items: 2 *potions of cure critical wounds,* 1 *potion of fire breath,* 1 *potion of neutralize poison.*

Level 15 – Marduk – 37 year old female Faust – Fighter 5, Hone 10
Medium-size humanoid (faust); HD 15; hp 143; Init +6; Spd 40 ft.; AC 34 (38 vs. Slashing); BAB: +15; Atk +32/32/27/27/22 melee or +32/32/27/27/22 ranged (*rang blade* - 1d8+20 [crit 17-20x3]); Atk +23/23 melee (*claws* - 1d8+8 [crit – x2]); Atk +21 melee (*bite* - 2d4+4 [crit - x2]); SV Fort +13, Ref +12, Will +5; Str 26, Dex 26, Con 14, Int 10, Wis 12, Cha 11.
Special Qualities: Darkvision 60ft, precision strike +5, improved defense +4, fell blow +5, skilled stunt +3, extended critical, SR 15, can become incorporeal, can't be tripped.
Feats: Ambidexterity, Exotic Weapon Proficiency (rang blade x2), Improved Critical, Improved Two Weapon Fighting, Improved Unarmed Strike, Two Weapon Fighting, Weapon focus (rang blade), Weapon Specialization (rang blade).
Skills: Climb +12, Craft +2, Handle Animal +2, Hide +14, Intimidate +10, Jump +12, Listen +12, Ride +14, Spot +6, Swim +9, and Tumble +8.
Gifts: Danger Sense, Intimidating.
Prestige Races: Focus of the Shadow (complete)
Typically Equipped Items: *Bracers of armor +8,* 2 +4 *blinding/ghost touch/weightless rang blades, ring of invisibility,* 2 *scabbards of return, belt of giant strength +4, leggings of balance.*
Other Items: 2 *potions of cure critical wounds,* 1 *potion of haste,* 1 *potion of neutralize poison.*

Level 18 – Gao – 28 year old male Valco – Fighter 5, Hone 10, Vigilante 3
Medium-size humanoid (caprine); HD 18; hp 185; Init +2; Spd 30 ft.; AC 33 (37 vs. Slashing); BAB: +18; Atk +40/40/35/30/25 melee (greatsword - 1d12+28 [crit 15-20x3]); Atk +23/18/13/8 ranged (*longbow* - 1d8+12+1d6 acid [crit 19-20x3]); SV Fort +20 (+21 vs. poison and disease), Ref +12, Will +12; Str 32, Dex 14, Con 16, Int 10, Wis 14, Cha 8.
Special Qualities: Hardy, precision strike +5, improved defense +4, fell blow +5, skilled stunt +3, extended critical, sense attack, reflexive awareness, uncanny dodge (Dex to AC), SR 15, no damage on saves vs. area attacks, DR 2, cold/fire/acid/elec/sonic resistance 10, immune to critical hits (from armor).
Feats: Alertness, Blind-Fight, Combat Reflexes, Deflect Arrows, Dodge, Improved Critical, Improved Unarmed Strike, Power Attack, Weapon focus (greatsword), Weapon Specialization (greatsword).
Skills: Balance -1, Bluff +5, City Lore +6, Climb +8, Concentration +3, Craft +0, Disable Device +0, Disguise +3, Escape Artist -1, Gather Information +8, Heal +2, Hide -1, Innuendo +2, Intimidate +6, Jump +8, Listen +8, Move Silently -1, Profession +2, Read Lips +0, Ride +3, Search +5, Sense Motive +6, Spot +8, Swim +11, Tumble -1, Use Rope +2.
Gifts: Ability Boost (Str), Wild Talent (Bull's Strength), Willful.
Prestige Races: Focus of Protection (complete)
Typically Equipped Items: +4 *heavy fortification shell,* +4 *animated small steel shield,* +5 *keen/speed greatsword, globe of teleportation, ring of protection +4,* +4 *penetrating mighty composite longbow,* 20 +4 *acid burst arrows, belt of giant strength +6, boots of levitation, cloak of resistance +3.*
Other Items: 2 *potions of cure critical wounds,* 1 *potion of gaseous form,* 1 *potion of neutralize poison.*

Rafter

Level 7 – Finnerin – 13 year old male Frey – Rogue 5, Rafter 2
Small humanoid (feline); HD 7; hp 42; Init +5; Spd 20 ft. (or 30ft.); AC 26; BAB +4; Atk +7 melee (*rafter's pick* - 1d4+3+1d6 acid [crit x4]); Atk +5/5 melee (*claws* - 1d2+1 [crit – x2]); Atk +0 melee (*bite* - 1d3 [crit - x2]); Atk +13 ranged (*lt. crossbow* - 1d8+3 [crit 19-20x2]); SV Fort +2, Ref +12, Will +6; Str 12, Dex 21, Con 12, Int 12, Wis 14, Cha 12.
Special Qualities: Low-light vision, remarkable retreat, stinging leap, stinging strike, research, escape, depth perception.
Feats: Blind-fight, Dodge, Mobility.
Skills: Appraise +7, Balance +10, Bluff +9, City Lore +8, Climb +15, Craft(maps) +10, Decipher Script +4, Disable Device +7, Escape Artist +7, Gather Information +3, Hide +18, Intuit Direction +10, Jump +2, Knowledge(Arcana) +7, Knowledge(History) +6, Knowledge(Local) +4, Listen +4, Move Silently +5, Open Lock +9, Pick Pocket +8, Profession +2, Search +3, Sense Motive +2, Spot +2, Swim +1, Tumble +4, Use Magic Device +1, Use Rope +5.
Gifts: Nimble
Prestige Races: Focus of the Shadow (shadow)
Typically Equipped Items: +2 *stowing sap hide armor,* +2 *acidic rafter's pick, ring of climbing, +1 stunning light crossbow,* 20 +2 *bolts.*
Other Items: *Dust of tracelessness, globe of teleportation ,* pack of sap gum, roll of sap strips, 1 *potion of cure critical wounds,* 1 *potion of neutralize poison, rod of wonder.*

Level 11 – Blennie – 21 year old female Picker – Rogue 5, Rafter 6
Small humanoid (reptilian); HD 11; hp 60; Init +8; Spd 20 ft., Fly 70 (average); AC 26; BAB +7; Atk +12/7 melee (*weapon* - 1d4+4 [crit x4]); Atk +19/14/9 ranged (*lt. crossbow* - 1d8+5 [crit 19-20x2]); SV Fort +4, Ref +17, Will +8; Str 12, Dex 26, Con 12, Int 12, Wis 14, Cha 10.
Special Qualities: Detect magic, enhanced memory, research, escape, depth perception, judge structural integrity, make map, find the way, positioning, immune to low-pressure, does not need to breathe.
Feats: Blind-fight, Dodge, Point Blank Shot, Rapid Shot
Skills: Appraise +10, Balance +8, Bluff +8, City Lore +6, Climb +9, Craft (Maps) +11, Decipher Script +5, Disable Device +9,

Escape Artist +8, Gather Information +1, Hide +12, Intuit Direction +10, Jump +1, Knowledge(Arcana) +7, Knowledge(History) +7, Knowledge(Local) +5, Listen +10, Move Silently +14, Open Lock +14, Profession +2, Search +10, Sense Motive +4, Spot +10, Swim +5, Tumble +10, Use Magic Device +9, and Use Rope +12.

Gifts: Shapechanger (raven), Telekinetic.

Prestige Races: Focus of the Sphere (vacuum)

Typically Equipped Items: *Bracers of armor +6, +3 mire rafter's pick, ring of the ram, +2 light crossbow*, 20 *+3 force bubble bolts, gloves of dexterity +4, Heward's handy haversack, boots of speed, chime of opening.*

Other Items: *Enchiridion of Memnos*, 2 *immovable rods*, 2 *potions of cure critical wounds*, 1 *potion of neutralize poison*, pack of sap gum, roll of sap strips.

Level 15 – Addotius – 19 year old male Nightling – Rogue 5, Rafter 10

Medium-size Plant; HD 15; hp 143; Init +5; Spd 30 ft.; AC 29; BAB +10; Atk +17/12 melee (*nightling cleaver* - 1d10+8 [crit 18-20x2]); Atk +20/15/10 ranged (*lt. crossbow* - 1d8+7 [crit 19-20x2]); SV Fort +9, Ref +16, Will +12 (+15 vs. mind affecting, polymorphing); Str 16, Dex 21, Con 20, Int 12, Wis 18, Cha 10.

Special Qualities: Darkvision 60ft, spell-like abilities, research, escape, depth perception, judge structural integrity, greater make map, find the way, positioning, scout, find secret area, sense danger, elec resistance 5, no need for food, regeneration 2, immune to poison, sleep, paralysis and stunning, 50% chance that criticals are normal hits.

Feats: Blind-fight, Dodge, Mobility, Point Blank Shot, Precise Shot, Rapid Shot

Skills: Appraise +10, Balance +4, Bluff +0, City Lore +4, Climb +2, Craft(maps) +12, Decipher Script +5, Disable Device +13, Escape Artist +4, Gather Information +2, Hide +16, Intuit Direction +15, Jump +10, Knowledge(Arcana) +12, Knowledge(History) +10, Knowledge(Local) +8, Listen +12, Move Silently +16, Open Lock +5, Profession +4, Search +10, Sense Motive +4, Spot +12, Swim +3, Tumble +12, Use Magic Device +8, Use Rope +10.

Gifts: Ethereal sight, Precognitive, Quiet.

Prestige Races: Focus of the Green (complete)

Typically Equipped Items: +4 *shifting sap hide armor, +4 blinking nightling cleaver, ring of freedom of movement, bolt guiding ring, bolt seeing necklace, +3 light crossbow*, 20 *+4 guided bolts of seeing, belt of health +6, portable hole, winged boots.*

Other Items: *Rod of security*, rafter's compass, 2 *potions of cure critical wounds*, 1 *potion of alter self*, 1 *potion of neutralize poison*, pack of sap gum, roll of sap strips.

Stalker

Level 7 – Lek – 20 year old male Picker – Rogue 5, Stalker 2

Small humanoid (reptilian); HD 7; hp 31; Init +5; Spd 20 ft., Swim 40 ft.; AC 23; BAB +4; Atk +12 melee (*shortsword* - 1d6+4 [crit 19-20x2]); Atk +13/8 ranged (*lt. crossbow* - 1d8+3 [crit 19-20x2]); SV Fort +1, Ref +12, Will +2 (+4 vs. divination); Str 14, Dex 21, Con 10, Int 14, Wis 12, Cha 12.

Special Qualities: Detect magic, enhanced memory, shadow, roofwalk, gills.

Feats: Dodge, Track, Weapon Finesse (shortsword)

Skills: Appraise +2, Balance +8, Bluff +12, City Lore +11, Climb +6, Craft +2, Decipher Script +2, Diplomacy +1, Disable Device +5, Disguise +6, Escape Artist +4, Forgery +2, Gather Information +11, Hide +18, Innuendo +1, Intimidate +1, Intuit Direction +1, Jump +6, Listen +7, Move Silently +22, Open Lock +5, Perform +1, Pick Pocket +8, Profession +1, Read Lips +6, Search +4, Sense Motive +3, Spot +7, Swim +12, Tumble +4, Use Magic Device +1, Use Rope +5.

Gifts: Sneaky

Prestige Races: Focus of the Deep (aquatic)

Typically Equipped Items: +2 *silent moves sap hide armor, +2 sneak attack short sword, ring of misdirection, brooch of allegiance, +1 light crossbow*, 20 *+2 silent* bolts.

Other Items: 1 *potion of cure critical wounds*, 1 *potion of neutralize poison*, pack of sap gum, roll of sap strips.

Notes: Can cast *prestidigitation* at will (ring).

Level 11 – Alwen – 25 year old female Human – Rogue 5, Stalker 6

Medium-size humanoid (human); HD 11; hp 61; Init +5; Spd 60 ft.; AC 25; BAB + 7; Atk +14/9 melee (*longsword* - 1d8+3 [crit 17-20x2]); Atk +17/12 ranged (*lt. crossbow* - 1d8+5 [crit 19-20x2]); SV Fort +4 (+7 vs. poison), Ref +14, Will +7; Str 12, Dex 20, Con 12, Int 18, Wis 18, Cha 12.

Special Qualities: Shadow, roofwalk, avoid detection, memorization, realization, lie, low light vision, 360 degree vision, scent, cannot be flanked.

Feats: Dodge, Expertise, Improved Disarm, Track, Weapon Finesse ()

Skills: Appraise +4, Balance +12, Bluff +13, City Lore +14, Climb +4, Craft +8, Decipher Script +8, Diplomacy +3, Disable Device +17, Disguise +7, Escape Artist +8, Forgery +14, Gather Information +15, Hide +34, Innuendo +10, Intimidate +4, Intuit Direction +8, Jump +20, Listen +15, Move Silently +24, Open Lock +18, Perform +5, Pick Pocket +18, Profession +2, Read Lips +12, Search +16, Sense Motive +12, Spot +14, Swim +6, Tumble +8, Use Magic Device +6, Use Rope +9.

Gifts: Chameleon, Quiet.

Prestige Races: Focus of the Senses (complete)

Typically Equipped Items: +3 *owl's sap hide armor, spiderblade, ring of invisibility, ring of protection +3, +2 sneak attack light crossbow*, 20 *+3 bolts, circlet of intellect +4, amulet of proof against detection and location, boots of striding and springing, cloak of the bat*

Other Items: *Globe of teleportation*, 1 *potion of cure critical wounds*, 1 *potion of glibness*, 1 *potion of neutralize poison*, pack of sap gum, roll of sap strips.

Notes: *insect plague* once per day (from sword)

Level 15 – Adera – 26 year old female Dover – Rogue 5, Stalker 10

Medium-size humanoid (canine); HD 15; hp 83; Init +5; Spd 30 ft.; AC 30; BAB +10; Atk +21/16 melee (*rapier* - 1d6+8 [crit 18-20x2]); Atk +14/9 melee (*bite* - 1d6+2 [crit x2]); Atk +22/17 ranged (*lt. crossbow* - 1d8+7 [crit 19-20x2]); SV Fort +5, Ref +16, Will +5 (+7 vs. divination); Str 18, Dex 20, Con 12, Int 16, Wis 12, Cha 11.

Special Qualities: Ambidexterity, Scent, shadow, roofwalk, avoid detection, memorization, realization, lie, city sense, lost in the crowd, find trail, non-detection, SR 15, can become incorporeal.

Feats: Dodge, Expertise, Mobility, Spring Attack, Track, Weapon Finesse (Rapier)

Skills: Appraise +10, Balance +10, Bluff +15, City Lore +15, Climb +12, Craft +3, Decipher Script +9, Diplomacy +4, Disable Device +10, Disguise +14, Escape Artist +14, Forgery +13, Gather Information +12, Hide +35, Innuendo +5, Intimidate +0, Intuit Direction +4, Jump +12, Listen +12, Move Silently +28, Open Lock +14, Perform +0, Pick Pocket +10, Profession +1, Read Lips +10, Search +12, Sense Motive +1, Spot +8, Swim +4, Tumble +4, Use Magic Device +2, Use Rope +6.

Gifts: Mind Reading, Poker Faced, Sneaky.

Prestige Races: Focus of the Shadow (complete)

Typically Equipped Items: +4 *reshaping* Sap Hide Armor, +4 *ghost touch/skewering* Rapier, Ring of Chameleon Power, +3 Light Crossbow, 20 +4 *dispelling* bolts, Boots of elvenkind, Belt of giant strength +4, Amulet of Natural Armor +3,

Other Items: Greater Protean Map, 2 Potions of *cure critical wounds*, 1 potion of sneaking, 1 potion of *neutralize poison*, Pack of Sap Gum, Roll of sap strips.
Notes: Can cast *change self* at will (from ring).

Zealot

Level 8 – Ascyllus – 115 year old hermaphrodite Silver – Cleric 5, Inquisitor 3
Medium-size humanoid (silver); HD 8; hp 56; Init +1; Spd 20 ft.; AC 28; BAB +5; Atk +7 melee (*ox head mace* - 1d8 [crit 19-20x3]); Atk +9 ranged (*lt. crossbow* - 1d8+3 [crit 19-20x2]); SV Fort +12, Ref +9, Will +18; Str 10, Dex 12, Con 12, Int 10, Wis 20, Cha 22.
Special Qualities: Electrical resistance 10, silver stomach, turn undead, smite the heathen, divine protection, convert the unbeliever.
Feats: Dodge, Exotic Weapon Proficiency (ox head mace), Skill Focus – Knowledge (religion).
Skills: Bluff +10, City Lore +6, Concentration +4, Craft +0, Diplomacy +16, Gather Information +8, Handle Animal +6, Heal +6, Hide -7, Intimidate +10, Knowledge(arcana) +2, Knowledge(religion) +8, Listen +6, Move Silently -7, Perform +10, Profession +5, Read Lips +2, Ride +1, Scry +2, Search +2, Sense Motive +5, Spellcraft +0, Spot +5.
Gifts: Zealous
Prestige Races: Focus of the Fair and Foul (fair)
Typically Equipped Items: +2 *magnetic full plate armor, +2 greater healing large steel shield, +2 intense Ox-head mace, collar of attachment, ring of protection +2, +1 light crossbow*, 20 *+2 bolts, wand of silence, pearl of power* (3rd level).
Other Items: 1 *potion of cure critical wounds*, 1 *potion of neutralize poison*.
Domains: Travel, Trickery (caster level +1 in both)
Typically Prepared Spells (DC 17 + spell level (16 vs. own alignment); caster level 7; 6/6+1/4+1/3+1/2+1): 0th – *create water, detect magic, light, purify food and drink, mending, read magic;* 1st – *change self, command, divine favor, expeditious retreat, obscuring mist, sanctuary, shield of faith;* 2nd – *bull's strength, hold person, invisibility, lesser restoration, resist elements;* 3rd – *darksight, fly, invisibility purge, remove curse;* 4th – *dimension door, neutralize poison, sending.*

Level 12 – Cebrion – 30 year old male Human – Cleric 5, Inquisitor 7
Medium-size humanoid (human); HD 12; hp 84; Ldr 20; Init +0; Spd 30, Fly 90 (good), Swim 20; AC 30; BAB +8; Atk +14/9 melee (*schiavona* - 1d8+6 [crit 18-20x2]); Atk +14/9 ranged (*lt. crossbow* - 1d8+6 [crit 19-20x2]); SV Fort +13, Ref +11, Will +19; Str 16, Dex 10, Con 12, Int 10, Wis 18, Cha 24.
Special Qualities: Turn undead, smite the heathen, divine protection, convert the unbeliever, empower congregation, divine knowledge, foster martyr, does not need to breathe, immune to low pressure, can fly in vacuum.
Feats: Combat Casting, Dodge, Leadership, Mobility, Power Attack, Skill Focus – Knowledge (religion).
Skills: City Lore +6, Concentration +10, Craft +0, Diplomacy +17, Gather Information +14, Handle Animal +5, Heal +8, Hide +3, Intimidate +9, Knowledge(arcana) +2, Knowledge(religion) +8, Listen +10, Move Silently +3, Profession +4, Read Lips +6, Ride +0, Scry +1, Search +2, Sense Motive +6, Spellcraft +4, Spot +5.
Gifts: Good Looking, Persuasive
Prestige Races: Focus of the Sphere (complete)
Typically Equipped Items: *Bracers of armor +8, +3 magnetic small steel shield, +3 deflecting(3) schiavona, ring of protection +3, immaculate harness, +3 blinding light crossbow*, 20 *+3 bolts, cloak of charisma +4.*
Other Items: 2 *potions of cure critical wounds*, 1 *potion of neutralize poison.*
Domains: Air, Sun
Typically Prepared Spells (DC 16 + spell level (15 vs. own alignment); caster level 10; 6/5+1/5+1/4+1/4+1/2+1): 0th – *create water, detect magic, light, purify food and drink, mending, read magic;* 1st – *cause fear, command, doom, endure elements, obscuring mist, sanctuary;* 2nd – *aid, heat metal, hold person, lesser restoration, make whole, wind wall;* 3rd – *daylight, dispel magic, gaseous form, oathbind, searing light;* 4th – *air walk, fire shield, freedom of movement, neutralize poison, sending;* 5th – *control winds, flame strike, raise dead.*

Level 16 – Grath – 34 year old female Lunar – Cleric 6, Inquisitor 10
Medium-size shapechanger; HD 16; hp 82; Ldr 27; Init +2; Spd 30 ft.; AC 28; BAB +11; Atk +15/15/10/5 melee (*bladed maul* - 1d10+4 [crit x2]); Atk +20/15/10 ranged (*lt. crossbow* - 1d8+7 [crit 19-20x2]); SV Fort +17, Ref +18, Will +29; Str 10, Dex 14, Con 10, Int 10, Wis 26, Cha 30.
Special Qualities: Darkvision 120ft., low light vision, scent (wild only), light sensitivity, shapechange, turn undead, smite the heathen, divine protection, convert the unbeliever, empower congregation, divine knowledge, foster martyr, enrapture, convert the masses, opponents receive a –2 to attacks and saves.
Feats: Combat Casting, Dodge, Improved Critical, Leadership, Mobility, Skill Focus – Knowledge (religion).
Skills: Bluff +15, City Lore +8, Concentration +10, Craft +0, Diplomacy +20, Gather Information +18, Handle Animal +14, Heal +8, Hide +3, Intimidate +14, Knowledge(arcana) +2, Knowledge(religion) +8, Listen +12, Move Silently +3, Profession +8, Read Lips +4, Ride +2, Scry +4, Search +0, Sense Motive +12, Spellcraft +5, Spot +12.
Gifts: Ability Boost (Cha), Mesmerizing, Zealous.
Prestige Races: Focus of the Fair and Foul (complete)
Typically Equipped Items: +4 *restorative sap hide armor, winged shield, +4 speed bladed maul, ring of spell storing, +3 major undead creating light crossbow*, 20 *+4 bolts, rod of absorption, minor mask of the inquisitor* (+4 Wis/Cha).
Other Items: *Globe of teleportation*, 2 *potions of cure critical wounds*, 1 *potion of love*, 1 *potion of neutralize poison*, Ta'rarra spores.
Domains: Knowledge, Magic (caster level +1 both)
Typically Prepared Spells (DC 20 + spell level (19 vs. own alignment); caster level 14; 6/7+1/7+1/6+1/6+1/4+1/4+1/3+1): 0th – *create water, detect magic, light, purify food and drink, mending, read magic;* 1st – *cause fear, command, comprehend languages, detect secret doors, divine favor, entropic shield, lesser darkness, sanctuary;* 2nd – *aid, augury, bull's strength, detect thoughts, hold person, identify, shatter, silence;* 3rd – *animate dead, bestow curse, clairaudience/clairvoyance, dispel magic, eclipse veil, meld into stone, oathbind;* 4th – *air walk, divination, freedom of movement, imbue with spell ability, neutralize poison, poison, sending;* 5th – *ethereal jaunt, flame strike, slay living, spell resistance, true seeing;* 6th – *animate objects, antimagic field, blade barrier, find the path, word of recall;* 7th – *greater restoration, legend lore, resurrection, spell turning.*
Stored Spells in Ring: *destruction, remove curse.*

Oathbound Glossary

Alliance – One of the major populated areas within of the city of Penance. It consists of twelve allied bloodholds, and is administered by the Lord Pietro Penates.

Anahita – The larger of the Forge's two moons. Anahita appears to be made entirely of water.

Anew – The first day of the week.

Anvil – One of the seven domains of the Forge. Anvil is a mountainous region watched over by the Feathered Fowl Orif'elle.

Arena – Arena is the largest of the domains of the Forge. It is a vast red desert filled with mines and warring armies. It is watched over by the Feathered Fowl Barbello.

Atonement – The last of the thirteen months of the year.

Axis – The seventh of the thirteen months of the year.

Bailiff – A deputy law enforcement officer in the city of Penance, reporting to a judge. Some bailiffs are granted the full power of a judge, while others are only given the power to make arrests.

Barrowhold – One of the major bloodholds of the city of Penance. Its ruler is the Lady Hyperia Trinakia.

Blackwall – One of the major bloodholds of the city of Penance. Its ruler is Lord Galak Mabon.

Bloodhold – The territory belonging to a bloodlord. ex: *"Lord Flollo's bloodhold now numbers 65 cantons."*

Bloodlord – The ruler of at least one canton in the domain of Penance. ex: *"What bloodlord holds sway over this place?"*

Blooming – The first season of the month, lasting from days 1 to 7. Blooming is similar to spring.

Bound – People native to the Forge. ex: *"That poor inquisitor is just wasting his time. The bound are easy to convert, but impossible to convince."*

Bounder – One of the Bound, the native peoples of the Forge. ex: *"Oh, don't bother asking him to come with us, that bounder has no ambition."*

Canton – The smallest political subdivision of Penance. Cantons with a bloodlord in charge of them are referred to as "active". ex: *"Lord Abbydon holds sway over more than a hundred active cantons in the lower city."*

Cell – Slang term for a neighborhood. ex: *"I hear Flollo's men took another cell back from the wrack yesterday."*

Champion – A person who defends the title of a bloodlord by force of arms. The champion takes the place of his lord with regards to assassination attempts, allowing the lord to rule without fear for his life. ex: *"This new lord had better get himself a champion if he wants to keep his head on his shoulders."*

Citadel – One of the seven mysterious and impenetrable structures that serve as bases for the Feathered Fowl.

Citizen – Someone who has lived in Penance long enough to know their way around. ex: *"Don't ask that seed for advice, go find yourself a real citizen."*

Crux – The name given to the yellow sun that shines above the Forge. Crux rises every day at the hour of spark (noon), and sets at the hour of shroud (midnight).

Delver – Someone who makes her living by navigating ruins in order to find treasure. The term is term similar to "Rafter", except that Rafter implies someone who has levels in the rafter prestige class or membership in a rafter's guild. As a verb, 'delving' means to venture into the undercity. ex: "Sure, that delver is rich now, but what's the point, he'll be dead in another fortnight."

Demagogue – An individual who has taken the Demagogue prestige class, a class that uses a special form of magic which imbues one's very words with power. ex: *"Be sure to take a demagogue with you when you meet with lord Mabon, or he'll never hear your case."*

Demure – The second day of the week.

Divinia – The largest of the minor bloodholds of the city of Penance. Its ruler is Lady Scylla Salamis.

Domains of the Forge – The surface of the Forge is divided up into seven distinct regions, each presided over by a different member of the Flock. The seven domains are Penance, Wildwood, Arena, Eclipse, the Vault, Anvil, and the Kiln.

Eclipse – The northernmost of the seven domains of the Forge, watched over by Colopitiron, the youngest member of the Flock. Eclipse is a land of eternal night, located in a deep crater at the top of the world.

Enchantments of the Flesh – Enchantments that one can perform to enhance one's body or mind by channeling the inherent magic of the Forge. The enchantments manifest themselves in a genetic mutation, or evolution, also referred to as a "Prestige Race".

Fade – The seventh and last day of the week.

Feathered Fowl – The seven members of the Flock. See "Flock" below.

Flock – The seven four-horned Feathered Fowl who are not considered true gods, but take the role of the divine powers in control of the Forge. ex: *"Aye, we all were brought here by one of the Flock."*

Focus – A particular evolutionary pathway that a character follows when taking prestige races.

Forge – The name of the planet around which the *Oathbound* setting takes place.

Gifts – Gifts are minor magical enhancements that characters receive from contact with the powerful energies of the Forge. Everyone gets a gift when they first arrive, and some earn more as they continue to live on the planet.

Glory – The fourth day of the week.

Golden Shore, the – One of the major bloodholds of the city of Penance. Its ruler is the Lord Atticus Narcis.

Grey Stranger – The mysterious figure that hails travelers on the borders between the Domains of the Forge, prying them for news of the world. ex: *"That sojourner said he met with the Grey Stranger on the way from Arena."*

Grinder – The legendary figurehead of the undercity. The Grinder is a mysterious, knowledgeable and hungry albino gnarl. ex: *"I heard that the Grinder was spotted beneath your canton last week!"*

Hammerfall – One of the major bloodholds of the city of Penance. It's ruler is Lady Megaera Tasmon.

Haven – One of the eight named hours of the day. Equivalent to 6 PM.

Hell's Cocoon – Derogatory nickname for the bloodhold of Utopia. The term is derived from the last name of Utopia's bloodlord, Abbydon Helicon.

Hermit – A person living in the domain of Penance, but outside of any of the cities. *"Here come a couple of hermits sailing up the river with a boatload of goraks."*

Hone – An individual who has taken levels in the hone prestige class, which teaches an extremely focused art of fighting, centered around a single weapon.

Hope – The third day of the week.

Hub Tavern – The most popular destination point on the Forge. The Hub is located in the city of Penance, wedged between seven different bloodholds.

Illumina – One of the major bloodholds of the city of Penance. Its ruler is Lord Nich Belus.

Inquisitor – A person, typically a zealot, who has taken levels in the inquisitor prestige class. Inquisitors dedicate their lives to converting others to their religion, usually though whatever means necessary. ex: *"You should have seen it! A crowd of inquisitors came though here yesterday. I was converted six times in two hours."*

Judge – An officer, appointed to a particular canton, who is responsible for the enforcement of the area's laws. A judge acts as judge, jury, and executioner, and may either work alone, or assisted by a number of Bailiffs. ex: *"Quick, into the maze, here come the judge!"*

Kiln – The smallest of the seven domains of the Forge. The Kiln is a volcanic area directly opposite the city of Penance on the globe of the Forge.

Kith – Large feline beasts that home in on their stables and can be ridden like horses. Kith are the primary means of transport in Penance. ex: *"Kith for hire here! The fastest in Barrowhold!"*

Lifer – A person native to the city of Penance who still dwells there. ex: *"This guy's truly a lifer, he's never stepped foot off the pedestal since the day he was born."*

Linger – The sixth day of the week.

Lost City – The parts of the city of Penance that are currently in ruins or otherwise uninhabited. ex: *"I'd stay clear of that gate if I were you; it leads out to the lost city."*

Lower City – The outer portions of the city of Penance that have not yet been built up to the level of the rest of the city. ex: *"From the pinnacle of lord Belus' palace one can look out over the broad expanse of the lower city."*

Maze – Slang name for the undercity. ex: *"I'm looking to hire a rafter to take me into the maze."*

Mercenary – A sword (wand, dagger, etc.) for hire. These are people looking to join, or already joined to the forces of a bloodlord or another power in Penance. Employed mercenaries report to a Vanguard. ex: *"I hear Narcis picked up a couple hundred new mercenaries in preparation for his assault on Lady Santhusa."*

Oasis – One of the major bloodholds of the city of Penance. Its ruler is the Lord Nairb Flollo.

Ombudsman – A guildmaster in Penance. Ombudsmen have the right to speak with local bloodlords, and typically petition them on behalf of the workers. ex: *"By the Queen's beard, your situation is indeed tragic, why don't you speak with your ombudsman?"*

Outsider – An inhabitant of the Forge who was born on another world and was pulled here by one of the Seven. ex. *"We're all outsiders here, why don't you go find a bounder or buy a history book."*

Overlord – A major power in penance. Typically a bloodlord whose holdings number 40 or more cantons. Seven overlords dwell in the city of Penance, and one more dwells in the coastal city of Beacon. ex: *"Lord Penates may not exactly be an overlord, but he still seems to carry quite a lot of clout on the Pedestal."*

Passion – The fifth of the thirteen months of the year.

Pedestal – Officially, the Pedestal refers to the raised plateau of the city of Penance, but many people simply use it to refer to the city itself. ex: *"Have you dwelled long here on the Pedestal?"*

Penance, domain of – Penance is the most accessible of the seven domains of the Forge. It is located on the equator, and consists mostly of fertile plains and grasslands, light woods, and a number of massive cities.

Penance, city of – The most populous area on the Forge, located at the center of the domain of Penance, and holding 40 million souls. It is an ancient settlement, built upon itself up to a quarter mile high. The city of Penance is really more of a landscape of buildings than a true city. The bulk of the city is in ruins, and over fifty different lords claim control over a part of it.**Prestige Races** – Mutations that inhabitants of the Forge may evolve towards by channeling the inherent magic of the Forge. Prestige races are obtained through a series of rituals known as "Enchantments of the Flesh".

Prime – The first of the thirteen months of the year.

Prosper – The second month of the year.

Provincial – Person living in one of the outer cities in the domain of Penance. ex: *"That sour provincial Pandarus can go hang himself if he thinks we'll let him get a foothold on the pedestal."*

Purity – The sixth of the thirteen months of the year.

Queen – Israfel, the Queen of Penance, who has laid down the rules and boundaries of the domain. ex: *"Sure, you can break her laws, but don't come looking to me for help when you face the fury of the Queen."*

Rafter – A person who has taken the rafter prestige class, which trains characters to delve into the undercity. ex: *"You won't get far in the maze without a rafter in your party."*

Rasher – Someone seeking the thrill of adventure. Specifically someone who wishes to undertake missions for treasure, reward, excitement, power, or gold. The term literally refers to one who acts rashly. ex: *"A couple of rashers delved into the maze a week ago and haven't been seen since."*

Ravage – The twelfth of the thirteen months of the year.

Razor – An officer in the service of a Bloodlord who reports directly to the lord himself. ex: *"Lady Megaera must mean business, she sent a razor to settle this matter."*

Red Desert – Another name for the domain of Arena.

Regale – One of the eight named hours of the day. Dinnertime. Equivalent to 9 PM.

Repast – One of the eight named hours of the day. Lunchtime. Equivalent to 3 PM.

Sate – The fifth day of the week.

Savage – The tenth of the thirteen months of the year.

Scheming – The fourth of the thirteen months of the year.

Scourge – The eleventh of the thirteen months of the year.

Seed – A person who has recently been pulled into the Forge by one of the

Seven, and who doesn't yet know their way around. ex: *"Check out those seeds across the street, someone should tell them they're talking to a judge."*

Seething – The third season of the month, lasting from days 15 to 21. Seething is similar to summer.

Shroud – One of the eight named hours of the day, equivalent to midnight. Bedtime. Shroud also is used to denote AM. The first twelve hours of the day are Shroud

through eleventh Shroud. Third shroud, for example, is equivalent to 3 AM. The term Shroud indicates that the yellow sun is not present in the sky.

Sleeping – The fourth season of the month, lasting from days 22 to 28. Blooming is similar to winter.

Sifter – A term used to refer to the process whereby the members of the Flock take items from individuals when first pulling them into the Forge, distributing them later to others.

Sinking – A term describing the collapse of part of the pedestal, whereby surface areas sink into the undercity.

Slumber – One of the eight named hours of the day. Sleeping time. Equivalent to 3 AM.

Sorrow – The third of the thirteen months of the year.

Spark – One of the eight named hours of the day, equivalent to noon. Work time. Spark also is used to denote PM. The second twelve hours of the day are Spark through eleventh Spark. Fifth shroud, for example, is equivalent to 5 PM. The term Spark indicates that the yellow sun is present in the sky.

Stillness – The eighth of the thirteen months of the year.

Stir – One of the eight named hours of the day. Awakening time. Equivalent to 6 AM.

Stirring – The ninth of the thirteen months of the year.

Storm – The name of the red sun, that orbits the Forge on a one month cycle. The short cycle of the red sun is why the seasons on the Forge are only a week long.

Seven, the – An alternate term for the Flock. See "The Flock" above.

Sojourner – A person from a domain other than Penance. ex: *"A couple of sojourners wandered in here from the Wildwood yesterday and trashed the place."*

Squatter – A person who dwells in the lost city in order to avoid the rules of the bloodlords or the expense of the city. ex: *"I wouldn't go into that cell if I were you, there's nothing there but squatters and skeletons."*

Stalker – A person who has taken the stalker prestige class, which instructs characters in the arts of spying and detective work. ex: *"I have an eerie feeling I'm being watched, do you think there's a stalker on our tail?"*

Stormbringer – The term used for the wild mountaintop masters of Anvil, who spend their time channeling and shaping the power of the winds.

Talon – A term used in Penance for the head of a crime ring.

Toil – One of the eight named hours of the day. Time to begin working. Equivalent to 9 AM.

Undercity – The ancient and abandoned layers of the city of Penance, located beneath the surface of the present day city. Because of the immense age of the city, the undercity is a quarter of a mile deep, containing an indeterminable number of layers, and a vast wealth of forgotten lore. ex: *"I pursued the thieves for nearly a dozen blocks, but they finally escaped me by slipping into the undercity."*

Utopia – One of the major bloodholds of the city of Penance. Its ruler is Lord Abbydon Helicon.

Vanguard – A military officer in the service of a bloodlord. A Vanguard commands a troop of mercenaries and reports directly to a Razor. ex: *"I give you my praises Timogen, cunning like that will get you promoted to Vanguard in no time."*

Vault – The Vault is the southernmost domain of the Forge. It is a barren land of ice and death, watched over by the Feathered Fowl Nemamiah.

Verger – Person living toward the outer edge of the city of Penance. ex: *"These vergers will be the first to fall when Lord Pandarus decides to make his move."*

Vigilante – A term used for individuals who have taken levels in the vigilante prestige class, which prepares characters to be effective as solitary warriors.

Warlock – A term used to denote the mysterious wizards and hermits that dwell in the heart of the Vault, beyond the reach of mortal ken.

Warlord – The powerful military lords of the domain of Arena, who vie with one another for the precious gems and metals that lie beneath the red sand.

Wasting – The second season of the month, lasting from days 8 to 14. Wasting is similar to autumn.

Weller – Person living on the inner edge of the city of Penance, near to the Wellspring. ex: *"Those wellers lead such a sheltered existence, they've never even discovered that the city has an edge."*

Wellspring – The Wellspring is a freshwater lake located at the center of the city of Penance. All the waters of the Forge begin here, bubbling up from below the surface of the Wellspring.

Wildwood – One of the seven domains of the Forge. Wildwood lies east of Penance, and is dominated by thick foliage. It is overseen by the Feathered Fowl Haiel.

Worker – A laborer, specifically in Penance. Basically anyone who does not make his living through combat, exploration, or politics. ex: *"Lord Mabon is notoriously cruel to his workers."*

Wrack – Slang name for the lost city. ex: *"My brother went into the wrack three days ago, and I fear ill may have befallen him there."*

Zadkiel – The name of the smaller of the two moons of the Forge. Zadkiel is rust colored, and orbits around the poles of the Forge instead of around the equator.

Zealot – A religious zealot, almost always a non-native, intent on converting others to his particular faith. The term is quite similar to the term "inquisitor" above, excepting that it does not imply that a person has taken levels in any particular class. ex: *"That zealot Salamis really gave those squatters the inquisition."*

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Chapter Two: Inhabitants of the Forge: Tables 2-1, 2-2, 2-3, 2-4; the text beneath the 'Racial Traits' headers; the 'Powerful Races as PCs' sidebar on page 42.
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Chapter Six: The City of Penance: The d20 game statistics for: the Grinder, Odyar Khan, Sestos Malavacius, Ness Panthus, Briseis Sigurne, and Lucius Tristram.
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