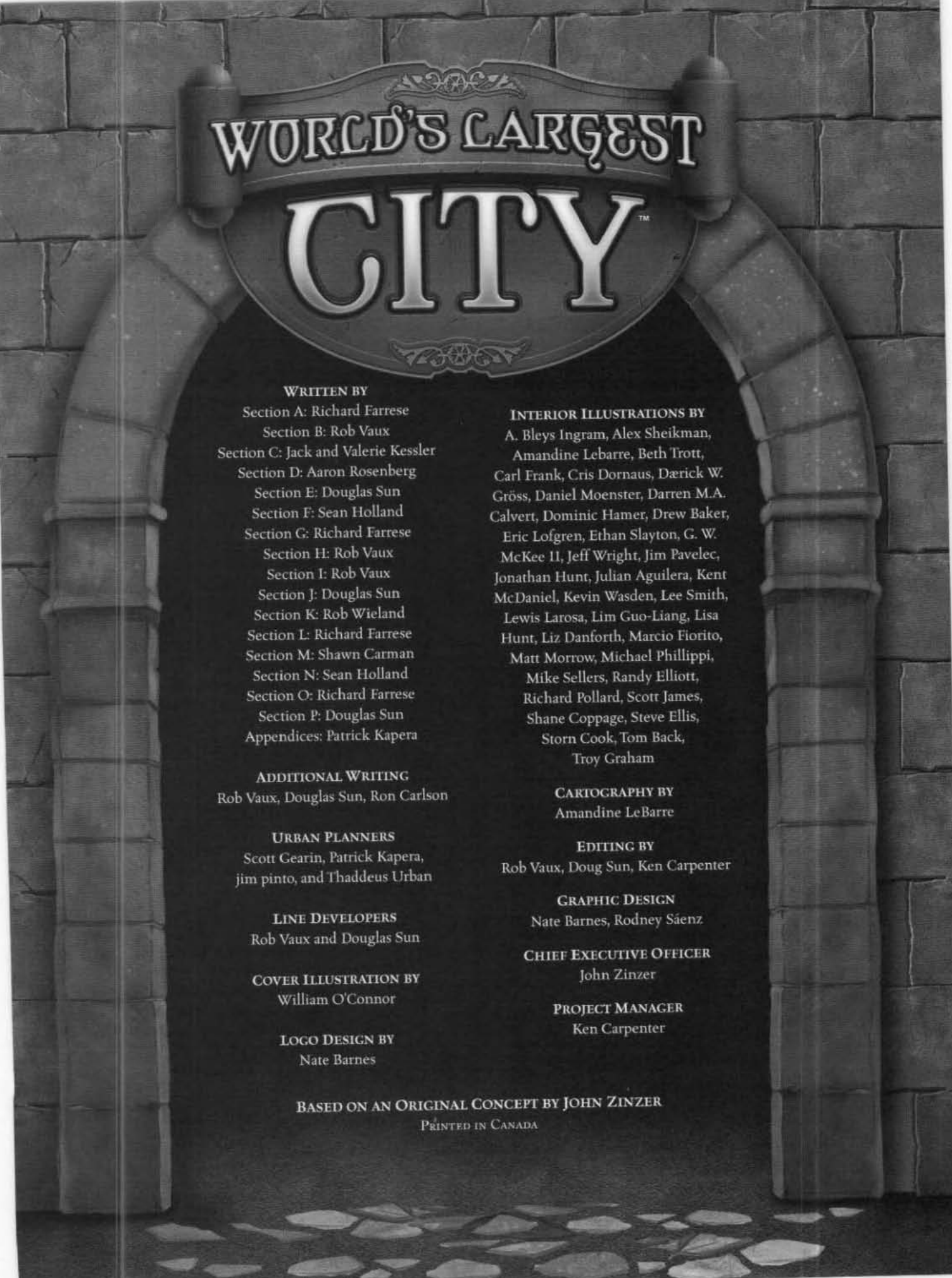

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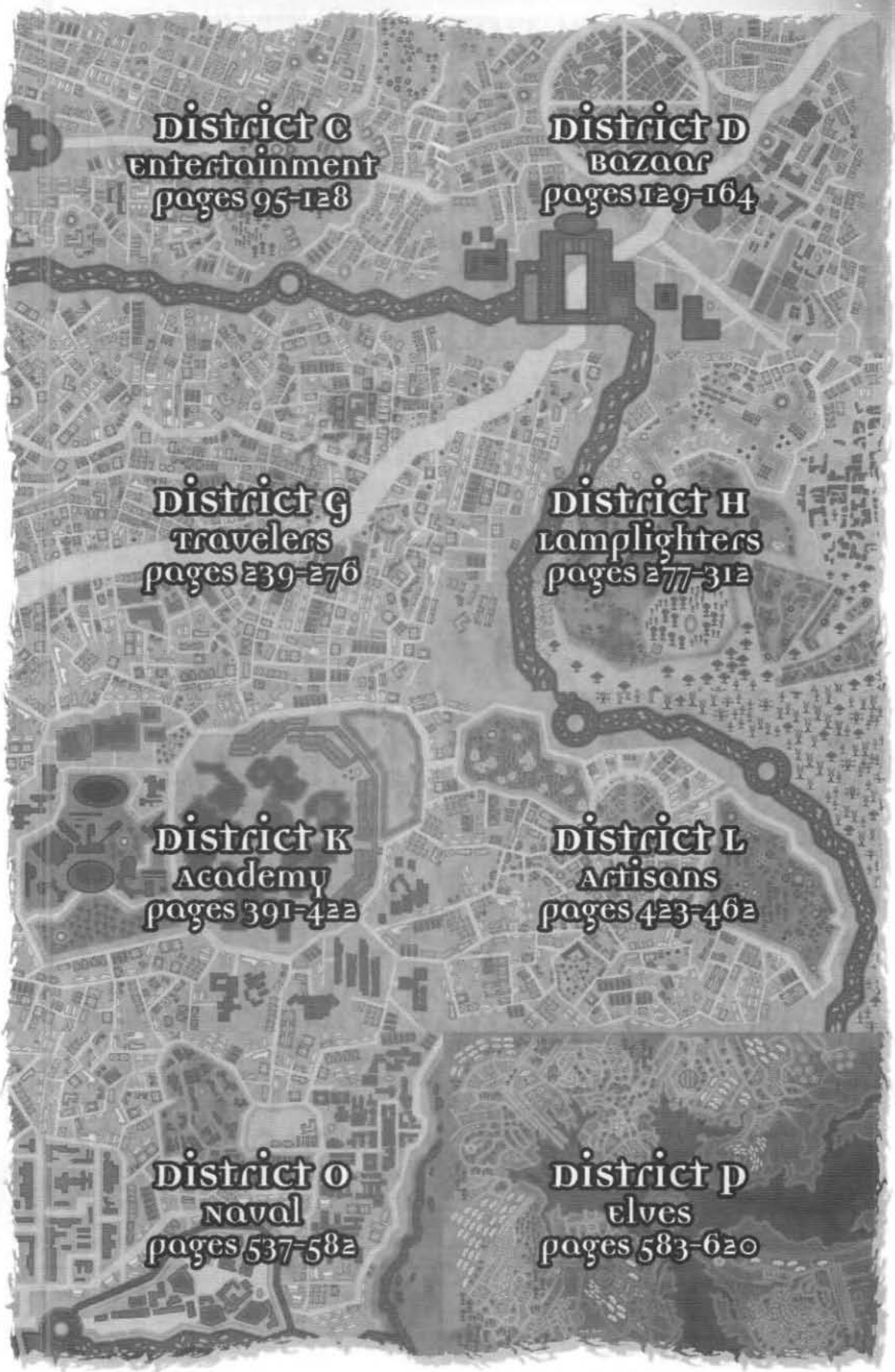
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AN INTRODUCTION TO THE WORLD'S LARGEST CITY

"While stands the Coliseum, Rome shall stand; When falls the Coliseum, Rome shall fall; And when Rome falls — the world."
— Byron,
"Childe Harold's Pilgrimage"

"...to Carthage then I came, where a cauldron of unholy loves sang all about mine ears."
— St. Augustine,
Confessions

Since ancient times, great cities have loomed large, both in the imagination and in fact. They are the capitals of mighty empires; centers of intellect and art; places of wonder and excitement. They are also cesspools of criminality and depravity, that can easily remove the sheen from any visions of glory that a visitor may have brought with him. For good *and* for ill, cities take every aspect of civilization, pack them cheek-by-jowl and serve them up in concentrated form. The greater the city, the stronger the flavor of the experience it offers. What will happen when you visit a great metropolis? No one can say for sure, except that whatever it is, no other place in the world could match it.

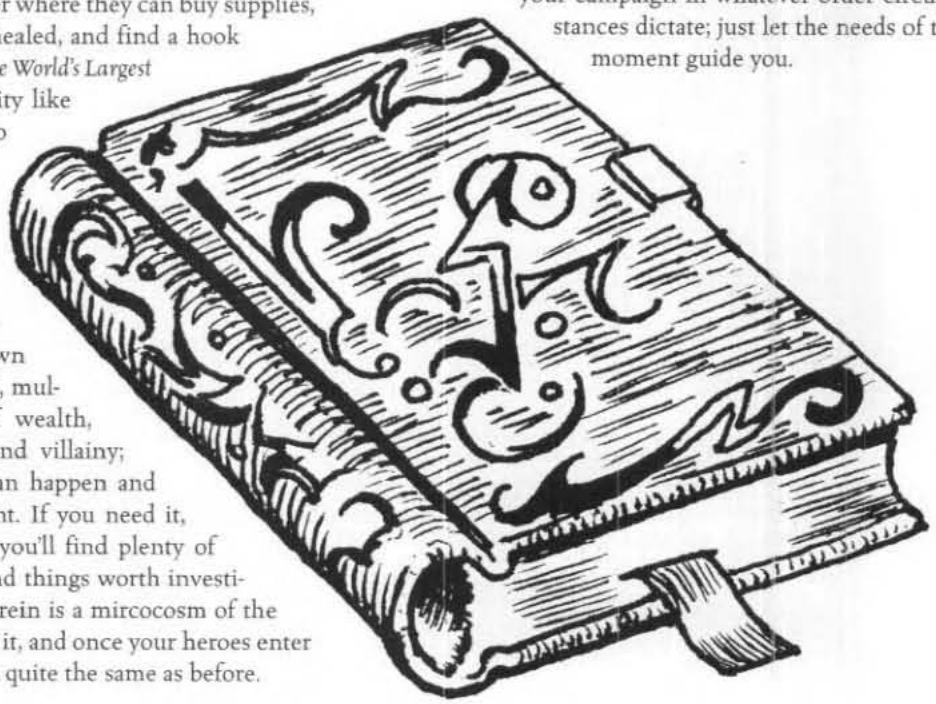
Welcome to *The World's Largest City*. Here you will find the ultimate example of one thing that, it seems, no high fantasy roleplaying campaign can ever really do without: a city. No matter how many dungeons your heroes explore and how many monster lairs they brave, they will always have to find an urban center where they can buy supplies, sell plunder for cash, get healed, and find a hook for their next adventure. *The World's Largest City* provides you with a city like no other, ready for you to drop into your campaign world with only a bit of tailoring to smooth out the edges. The metropolis that unfolds in these pages is designed to be the greatest city in the known world — a vast multiracial, multicultural hodgepodge of wealth, culture, virtue, intrigue and villainy; a place where anything can happen and probably will at some point. If you need it, you can find it here; and you'll find plenty of people, creatures, places and things worth investigating besides. The city herein is a mircocosm of the world that revolves around it, and once your heroes enter its gates, they will never be quite the same as before.

HOW TO USE THIS BOOK

Before you plunge into the bustling streets of the city, though, it's worth explaining some of the philosophical and technical aspects of this book in order to make the contents easier to use.

First of all, we should make clear that we designed the World's Largest City — hereafter referred to as "the city" — with a high fantasy campaign world in mind. All of the core Dungeons & Dragons PC races are represented here. A goodly selection of intelligent races whom you might not expect to find in a city are here also, but they are exotic minorities. The material contained herein is quite versatile in that you will find NPCs, locations and plot hooks suitable for a variety of adventure types. Whether you prefer lots of hacking and slashing in your adventures, powerful magic, political intrigue, thieving and skullduggery, defending law and order, social climbing or economic competition, you will find something here to suit your fancy. You will even find touches of gothic horror in the Lamplighters District (map section H). But its *millieu* is, above all, one of fantasy.

We would also like to make clear that *The World's Largest City* is both a less linear and a more story-oriented product than many d20 adventures, including its predecessor, *The World's Largest Dungeon*. Instead, it's something of a cross between an adventure and a setting book. There is no single overarching story line here for the heroes to follow (except, perhaps, for the meta-story of the city's history and ongoing present). Instead, you will find here a vast assortment of small stories, as well as hooks that are defined only in general terms, so that you can connect them to the larger campaign world of which you make it a part. You may use any or all of the content in this book in your campaign in whatever order circumstances dictate; just let the needs of the moment guide you.



Also, we have chosen to condense and imply much hard information, such as NPC and monster stats. While useful, such information also takes up space, and we wanted to devote as much as we could to including more locations, more information about flavor and ambience, and more story hooks. The Appendix will give you appropriate guidance for producing a full set of stats for any NPC. For a more detailed explanation of how we organize key information in this book, read on.

INFORMATION YOU'LL FIND HERE, AND INFORMATION YOU WON'T

Sixteen chapters — one for each of the city's administrative districts — form the core of *The World's Largest City*. Each chapter begins with an overview of the district and discussion of general concerns connected to more than one location within the district. A list of important or particularly interesting locations within the district then follows. Each location reveals some important aspect of the political, social, religious or economic dynamics of the city; or it acts as a center of an activity that could draw PCs into an adventure; or it is simply an intriguing place to visit, a flash of color in the vast canvas of your campaign.

Each location listing begins with a map number and name, followed by an overview of that location. Boxed text provides a physical description — information that you, as DM, can use to describe the place to your players. This information may be functional in nature, or it may set the mood of the place, or it may serve both of these purposes. A brief description covering what happens there and who does it follows the boxed text.

The category "Residents:" lists the NPCs that belong to the location. We call them residents even if it's a place of business and no one actually lives there. If an NPC is likely to be found at this location when the PCs go there, he or she is a resident.

We do not provide stat blocks for every single NPC. Given the sheer number of NPCs both great and small in this book, we felt that doing so would prove cumbersome. Instead, below "Residents," you will find each major NPC and each category of minor NPC with a key to a generic set of information that provides an approximation of an appropriate stat block. That key consists of the standard Dungeons & Dragons 3.5 class and level abbreviations (including the NPC classes described in the *Dungeon Master's Guide*), and is linked to generic stat blocks found in the Appendix.

Boxed text below the list of NPCs describes any treasure of note at the location, including magic items on the person of the NPCs. In most cases, you as DM may assume that NPCs have minor personal possessions and pocket change on their persons, even if that is not specified here. You will also note that certain large and/or particularly wealthy locations, such as major temples and the residences of venerable noble families leave you considerable leeway as to the full extent of what your PCs would dredge up if they searched comprehensively for loot. It would have been tedious and space-consuming to list every single minor magic item or gemstone at some of these locations, so we stuck to major coin hoards, and the most important personal items and magic items. Feel free to tailor these lists and fill in the details in such a way as works best with your campaign. It's a big and wealthy city with some very wealthy people in it.

Finally, the category "Activity" describes typical goings-on at the location, and/or how the residents are likely to react to the PCs' presence.

The conclusion of each chapter describes one or more meta-plots covering goings-on within the district and possibly connecting it with events and NPCs in other parts of the city. In keeping with the non-sequential nature of the book as a whole, they do not necessarily script out a strict series of events for your PCs to follow; instead, they describe opportunities for the PCs to involve themselves more intimately in the life of the city, along with the possible consequences of doing so. You will also find at the end of each chapter a random events table for that district. As DM, you should feel free to use it as often or as little as you like, or ignore it all together. We include them to provide some flavor for each district, and you should take them no more — or less — seriously than that.

DETAILS, DETAILS, DETAILS

For additional ideas on how to bring this city to life in your gaming sessions, you could do worse than to consult AEG's *Toolbox* d20 supplement, which contains page after page of handy charts and tables for use in a Dungeons and Dragons campaign. In particular, the tables in Chapter 3, which deal with cities, are entirely appropriate for use with *The World's Largest City*.

HOW TO USE THE WORLD'S LARGEST CITY IN YOUR CAMPAIGN

How you incorporate *The World's Largest City* into your campaign is pretty up much to you. You can drop it into your campaign world whole, potentially utilizing every bit of information on these pages, and also using the city as a framework for creating locations and NPCs of your own. Many of the adventure hooks set out here are meant to connect the city with the outside world, and they are framed in terms vague enough so that you may adapt them to the particulars of your world simply by adding in relevant details.

Similarly, you will notice that the vast majority of buildings on the maps have no location number. They are blank slates, waiting for you to fill them in according to your needs and wants as DM. They also leave open the possibility of allowing your PCs to buy real estate in the city, in case they want to establish a safe house where

they can rest between adventures — or even if they want to set up permanent residency in the city and give up the wandering life all together.

But it is also possible to pick and choose what you wish to incorporate from this book into your campaign world. Most of the locations described here can be made to stand on their own, or ported into a campaign world by themselves with little or no adaptation. For instance, if you need a temple to the god of destruction anywhere in your world, the Priests of Calamity (see location J5) will fit the bill. If you just want a rough-and-tumble tavern with pit fights to entertain the customers, you could do worse than to make use of The Reaper Tavern (see location N24). And so on. *The World's Largest City* offers you a long list of parts that you can add on an *ad hoc* basis, if that's what meets your needs best.

If you choose to incorporate the city into your campaign as an entity unto itself, you should also look for the hints that we've scattered throughout the book on how your PCs can become part of the city's fabric. Some hooks suggest ways by which the PCs can gain allies among those who hold power and authority (and not all of those potential allies hold their power by respectable means). Some location entries that describe important institutions, such as the City Guard and various temples, list criteria that PCs will have to meet if they wish to become a member of that organization.

It is also possible that the City Council would decide to ennoble a PC that has rendered the city truly extraordinary service of some kind (see the discussion of nobility below, at the end of the Government section). As DM, you may use this as a discretionary way of rewarding your players, or dangle it as goal toward which to strive. However, there is a concrete prerequisite: The PC being ennobled must be of 10th level or higher, or a have least 1 level of Aristocrat. A lower-level PC who is a commoner is a *highly* unlikely candidate for the aristocracy, under any circumstances.

THE WORLD'S LARGEST CITY: BASIC FACTS AND CONTEXT

"What is the city but the people?"
— Shakespeare,
Coriolanus

OVERVIEW

The city occupies a section of land measuring about 4.5 miles west-east and 3.5 miles north-south. Ocean shoreline marks its southern border, and the centerpiece of its southwestern-most district is the port, which is built on the best natural harbor for hundreds of miles in any direction. The coastal land to the southeast turns to marsh. The elves found the enormous willows and mangrove trees in this otherwise unprofitable patch of land congenial, and so they claimed it as their own. To the northwest, stark, rocky bluffs set what would seem like another natural border — except for the ingenuity of the dwarves, who burrowed into them and, in their own way, turned them into habitable land. The city walls extend across the northeastern quadrant of the city, then due south along the eastern edge of the Artisans District. This leaves the Entertainment District, the Bazaar District and the Lamplighters District outside of the walls, and indeed, all of these districts either did not exist or were mere suburbs when the walls were first built. The main thoroughfare leading into and out of the city cuts a diagonal northeast-southwest swath through the Bazaar District, the Main Gates (location D1) of the City Walls and the Travelers District, passes to the north of the Spire, and ends at the steps of the Council Palace. All of the main roads leading from other regions of the continent feed into the main thoroughfare at various points, joining into a single great stream, so that it may in truth be said that all roads ultimately lead to the city.

With a steady stream of residents and potential residents coming and going all the time, it is difficult to fix the city's population with much precision (although that doesn't stop the government and interested private parties from trying; see location I24). However, best estimates currently put the resident population at about 250,000, give or take a few. Of these long-term or permanent residents, about 15% are dwarves and 15% are elves, most of whom live in the enclaves set aside for their race. The collection of evil demi-human races known as the humanoids account for 10-15%; only a rough estimate exists because no one has dared (or even considered it terribly worthwhile) to make an accurate accounting of their overall population, not even the humanoids themselves. Miscellaneous non-human races, including halflings and gnomes, make up a further 15% of the population. The remainder of the city's residents are human, or of mixed ancestry (half-elf, half-orc, etc.).

HISTORY

The city owes its existence to a feature of terrain with no practical use at all. The Spire, as it is universally known, is a spike of rock that rises 300 feet straight up into the air out of otherwise flat surrounding ground. The Spire has existed since time immemorial, so its origins lie well beyond the realm of history. It is, however, an awe-inspiring and thoroughly unnatural-looking piece of geology. It is easy to understand how those who look upon it can believe that it is not a natural feature of the landscape, but the willed creation of a god.

The Spire's supernatural appearance has placed it at the center of most of the region's religious beliefs and practices for as long as these lands have been inhabited. Long before the city's founding, the great human, elven and dwarven kingdoms that dominated the region all claimed

the Spire as the most important sacred site of their respective religions. The fact that it stood at an important crossroads and within hailing distance of an excellent natural harbor was important, too, but its status as sacred ground even more so. The three kingdoms came together and fought a terrible battle in the shadow of the Spire to settle once an for all which one of them would have it for their own.

But the battle settled no such thing. All three factions stubbornly clung to the field even after they were too exhausted to fight anymore. Equally unwilling to cede ground, they had no choice but to make peace and share the site. They agreed to build a city around the Spire, and to share responsibility for governing it.

Under the treaty that came to function as the city's charter, the elves were granted dominion over the coastal wetlands to the southeast, while the dwarves gained control over the bluffs to the northwest. The former became the Elven District (map section P) and the latter became the Dwarven District (map section A), both official administrative districts of the city. But within their boundaries, it was officially acknowledged that the elders of each race could govern as they saw fit, without interference from the City Council. In return, the elves and the dwarves both agreed that the remainder of the city would exist as a multiracial metropolis in which, because of their superior numbers, the humans would probably always dominate politics and the economy. Having districts of their own allowed both the elves and the dwarves to retain their self-respect as equal claimants to the Spire, even though they would always be distinct minorities swamped by the more numerous humans. No matter how much the humans dominated the rest of the city, they would always have their own areas where their word was law.

Blessed by the Spire — and the site's geographical advantages — the city quickly grew into a vital trading center, a great and wealthy city where merchants, tourists, fortune-seekers and pilgrims alike from all over the known world came for business, amusement, adventure or devotion.

But great cities have a way of drawing unwelcome attention, as well. A horde of evil humanoid and goblinoid tribes, drawn by the role that the Spire played in their own primitive religions, descended upon the city with the aim of taking that sacred landmark for themselves. This humanoid army swept through the suburbs outside the walls, but they could not break through the Main Gate by force. A terrible siege ensued. The city's defenders resisted, led by the elite Palace Guard unit of the City Guard and the Guardians of The Spire. At last, a desperate sortie from the Main Gate broke through the besiegers and pinned them against the bluffs to the northwest. Here, however, the humanoids held fast, and the city garrison was too exhausted to press the attack any further.



In the uneasy lull that followed, the humanoid horde sent an embassy demanding that they should be granted a quarter of the city as their own, because they, too, were Children of the Spire. The City Council refused, of course. Why should they willingly rub shoulders with orcs and gnolls? The presence of these... creatures... would be bad for business. But the humanoids refused to move. Against everyone else's expectations, they found and cited a line in the city charter that decreed that all who lived for a sufficient period of time in the shadow of the Spire would become citizens.

The Council were not pleased at this, but there was little they could do. The siege had lasted long enough so that, technically speaking, the humanoids had lived in sight of the Spire long enough to qualify. The humanoids had turned the city fathers' own law against their descendants, and even if the Council chose to argue the point that the law should not apply to invading hordes, they did not have enough armed might left to crush the humanoids for good. The humanoids continued to hold the ruined suburb. The city hastily flung up a wall along the front line (the section that is now attached to the Colosseum), and a group of arcane spellcasters joined their powers to cast a monumental *wall of force* along the northern edge of what now became the Humanoid District (see map section B).

Since then, the humanoids and the original three races have learned to coexist, but never happily. Humanoids gained representation on the Council, but only through a non-humanoid proxy, and they are not allowed out of the Humanoid District for any other reason without official permission of the city government. Eventually, the Council decided to make the best of the situation, and they contracted with the humanoids to devote part of their district to housing convicted criminals. It is an uneasy arrangement, but one that has remained more or less stable to the present day.

A NOTE ON TERMINOLOGY: THE "HUMANOIDS"

The terminology in *The World's Largest City* agrees with that used in the Dungeons & Dragons core books except in one instance. The *Monster Manual* defines "humanoids" as any demi-human intelligent race, including elves, dwarves, halflings and gnomes, as well as evil races such as orcs and goblins. Here, however, we use "humanoids" exclusively as a shorthand description of the loose alliance of orcs, goblins, kobolds and other evil demi-human races that attacked the city and who now inhabit the Humanoid District. There should be no confusion between the sense in which we use the term, and the meaning that it has in the *Monster Manual*.

GOVERNMENT

As is appropriate for a city founded in compromise, negotiation and all-around exhaustion, the city is governed by committee. Sixteen delegates, one from each district, form the City Council, which meets in the Council Palace (see location I1) and debates and decides all important matters facing the city. The agreement of a majority of ten delegates is required in order to enact a law or a temporary mandate, and much wheeling and dealing surrounds most votes. Each delegate is chosen by acclamation of his district and serves for life, or until retirement... or until deposed by popular uprising. That last bit is not written into the city charter, but it is from time to time a reality of politics in the city.

It is also an improvised reality of politics in the city that the Council is occasionally composed of more than sixteen members. In practice, the Council may appoint additional delegates for any reason, or to represent any constituency not defined by geography. Exceptionally wealthy individuals have been known to, essentially, buy their way onto the Council. At such times, a 2/3 vote is needed to pass a measure.

The Council members are a varied lot. The present delegate from the Lamplighters District is a vampire named Sir Milton Dennis (see location H2), and by all appearances, he will be on the Council for quite a long time to come. But some delegates are selected according to local tradition. The Guards District is almost always represented by the Lord Protector of the City Guard. The Dwarven District is always represented by the senior clan leader, and the Elven District sends their Chief Elder. The Humanoid District is always represented by a human, who may be a renegade who actually lives among the humanoids (such as the current representative, Oswald Antarax, location B3), or who may be someone who feels sorry for them and the way the rest of the city treats them.

High officials appointed by the Council oversee various functions of city government, but some departments are better funded and wield more authority than others. The City Treasurer (see location I3) is the most important and powerful such official, with the Harbormaster (see location M1) not terribly far behind. The City Guard holds an especially powerful position in that it has considerable popular respect, and almost always has direct representation on the Council. But most other departments are quite weak, as they do not have the manpower or political clout to get things done. Many of these lesser departments exist in name only, and in order to accomplish anything substantial in their bailiwick, the Council has to persuade a noble or other such wealthy citizen to fund and manage the project.

For instance, the city government does very little in the area of maintaining public health. Whenever there is substantial work to be done in fighting disease, the temples do it. Whenever the government decides to erect a monument, the task is farmed out to a noble or wealthy

commoner, who undertakes the project in exchange for the privileges of patronage. Likewise with projects for maintaining or repairing public structures like the city walls or the sewers.

For more detailed discussions of the structure, functions and character of the city's politics and government, see the location entries for the Government District (map section I). Here is a brief list of the most important city departments:

- *City Guard.* The City Guard combines the functions of an army and a police force into a single organization, albeit a large and multi-faceted one. The Guard has long been the most respected public institution in the city. For a detailed discussion of the structure and missions of the City Guard, see the entries in the Guards District, as well as the location entry for the Palace Guard (location I2).
- *Treasury.* Here, as in all great cities, money is a highly reliable source of power, and the Council takes great pains to make sure that its revenues are kept in good hands. For more about the City Treasury and its operations, see location entry I3.
- *Harbormaster.* The city's port is an economic lifeline, connecting it with lands across the seas. Unless it operates efficiently, many legitimate merchants (and smugglers, for that matter) would find it impossible to keep themselves open for business. For more about the Harbormaster and the port, see the location entries for the Docks District (map section M).
- *Navy.* The Navy's chief duty is to ensure the security of ocean-going trade. Like the City Guard, it is also a military force charged with defending the city from seaborne attack by foreign foes. It has been generations since any such threat has reared its head, but one could argue that the larger pirate bands — the ones powerful enough to take over an island and use it as a base of operations — are more or less the equivalent of hostile sovereign powers. Certainly, to a city that relies so heavily on commerce with lands across the seas, any serious threat to foreign trade is almost as great crisis as physical invasion. For a more detailed discussion of the Navy and its structure and missions, see the entries in the Naval District (map section O).
- *Criminal Courts.* Ultimate authority in the city rests with the City Council, but it obviously has too much on its plate without having to decide the fate of every petty thief and vandal in this vast city, or having to adjudicate every claim over a broken contract. The Criminal Courts handle all matters of crime and punishment on their behalf, and rule on civil disputes as well. Nobles appointed by the Council sit in judgment and hear cases, and rule on guilt or innocence, and the extent of punishment (most criminals convicted of serious crimes are simply thrown into the Humanoid District and forgotten). Extensive knowledge of the city's laws is not necessarily required of one appointed to serve as a judge (although it does help); noble rank is a necessity, however. For more about the Criminal Courts and their operation, see location entry F16.
- *Criers.* Actually, this is not a city department, but it is a function (if loosely controlled) of city government that bears mentioning. The Council contracts with the Criers Guild (see location I15) to declare proclamations, whenever news needs to be spread quickly throughout the city.

In addition, it should be noted that the City Council reserves for itself the right to reward individuals who have rendered the city great service (whether for a single extraordinary deed, or an entire career) by ennobling them. An ennobled individual wins the privilege of being addressed as "Sir," or "Lady," as well more material rewards — a grant of cash, trade goods or items; an annuity paid in cash or trade goods; real estate; or some combination thereof. At the very least, the new noble party gains the right to buy real estate in the Nobles District (map section E) and live there. The noble's spouse also gains the title of "Sir" or "Lady" (as appropriate). If the Council declares that the title is hereditary, the noble's first-born child becomes heir to the title and all privileges that come with it.

In practice, however, the city's aristocracy can gain for themselves considerable leeway in how they apply the rules of noble privilege and inheritance to their own situations. Noble families that intermarry may also combine their family names, as was the case with the Rotburn-Sievers clan (see location E15). All such fine points of heraldry are handled by the tribunes at the Hall of Heraldry (see location E17).

SOCIAL DYNAMICS

The city's social dynamics flow along two different paths, one racial and the other based on wealth and social class. The two frequently intersect, of course, but this distinction nonetheless provides a sound basis for understanding how the city's citizens interact with each other and see their place in the larger scheme of things.

The three races who founded the city get along well enough with each other. This is not a matter of loving one's neighbor so much as it is having lived in close proximity for so long that one barely thinks anything of it anymore. The humans, dwarves and elves don't exactly hold hands and sing campfire songs with each other, but they do respect each other's turf and their right to worship at the Spire. Dwarves and elves may go about the entire city as they please without any fear of hostility from humans. Humans are not permitted in the Dwarven and Elven Districts without official permission, but when they enter those parts of town, they do so without feeling any overt hostility toward them. The dwarves rarely enforce any

real objections, and the wealthier humans generally have the run of the place. Elves hold to their prerogative more closely, but accept the coin of non-elven tourists who make a holiday out of taking in their exotic way of life.

Other good and neutral-aligned demi-human races, such as halflings and gnomes, also inhabit the city, but in smaller numbers. Even so, they generally have little trouble blending into the city's social fabric and carving out their own niches. In this vast, varied and cosmopolitan place, almost no one gives their presence a second thought. Their numbers are not large enough to threaten anyone else's position in the larger scheme, and they sometimes fill important roles in both the private and public sectors.

But the same cannot be said of the humanoids. All of the three major races hold them in contempt, and some even regard them with abject loathing. They are newcomers, they are uncouth, their claim to be Children of the Spire beggars belief and, well, they're orcs and gnolls and goblins... and suchlike.... Any one of those things would be bad enough, but taken all together, well.... The other races believe the humanoids fit for only the most menial and least desirable jobs, such as taking care of common criminals. The humanoids know well how the other races feel about them, but they've staked their claim to the Spire and they're not backing down from it. As long as the various race-based tribes that compose their horde stick together, their god will someday return and affirm their claim to be the true Children of the Spire.

It should be noted, however, that the humanoids' notion of 'sticking together' strikes the other races as quite odd. Once the settlement that granted humanoids part of the city as their own went into effect, the cohesion that had allowed them to come so close to conquering the city altogether collapsed. Suddenly left to their own devices, the various tribes and war bands turned on each other and began to squabble over the territory allotted to them. Intramural warfare has been a constant of life in the Humanoid District since then, and the various tribal groups hate each other as much as they loathe the humans, elves and dwarves.

In terms of distinctions based on social status and wealth, the social structure of the city bears marks of both a feudal aristocracy and a plutocracy. Even though there is no monarch to serve, many families down through the ages have been rewarded for service to city with property, generous pensions and hereditary titles. Many ennobled families have become so through military service, but Council membership and some other high offices also qualify one for nobility. And, as in any place where there are plenty of opportunities to become rich, one may also buy the trappings of gentility if one has enough coin in hand. Wealth can translate into fame, and fame into high political office, so in an indirect sense it is possible to start with nothing and eventually get rich enough to buy one's way into the aristocracy.



Skilled artisans, professionals (such as scholars, apothecaries and lawyers), tradesmen and merchants who haven't yet struck it rich form something of a middle class. These folk support themselves in modest, but cozy style and have earned a measure of dignity, but they still bow to and curry favor from those wealthier and more noble than they. Common laborers, petty criminals and the indigent form the base of the social pyramid. Soldiers fall somewhere in between the middle and the bottom; for although the City Guard rank-and-file are paid but modestly well (one could generally earn a more lucrative living as a mercenary), the institution has such deep and broad respect among the citizenry that service in it automatically confers respectability.

ECONOMY

Trade forms the basis of the city's economy. Its size makes it a substantial importer of food and raw materials such as metal ingots, lumber, wool, cotton and silk. The sheer number of jewelers makes it an excellent place to sell gemstones. The sheer amount of wealth bulging at the coffers of its highest and mightiest residents make it an excellent market for exotic luxury items from abroad. In return, its traders and craftsmen export finished goods to all corners of the known world.

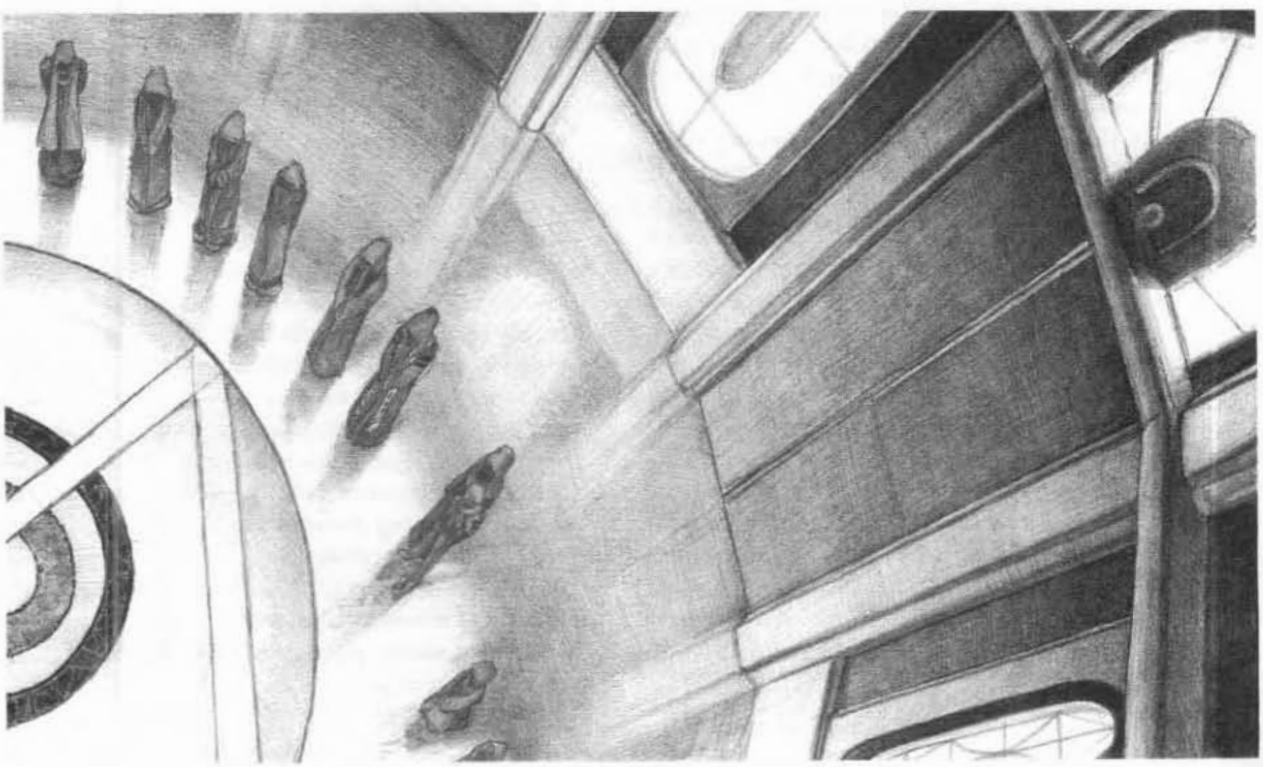
Because of its excellent harbor, the city is also a natural focal point for ocean-going trade. Anyone who wants to reach faraway lands across the seas (as well as anyone from faraway lands who wants to come to this region of the world) must pass through the city. Unusual and intriguing goods of all sorts— some of them magical in nature— flow into the city from abroad. The city makes a natural home for anyone who wants to make a fortune through trading with distant lands, as well as those who dream of adventure on and across the high seas.

Tourism, both religious and secular, forms a significant part of the city's economy. Attractions such as the Colosseum games, the Lamplighters District and even the procession of the Guardians of the Spire draw visitors from outlying regions. Given the universal veneration of the Spire, it would be entirely surprising if the city did not see constant traffic in pilgrims who want to see it for themselves, if only once in their lives.

As to those who actually do the city's work, trade and professional guilds represent the interests of different groups of craftsmen, tradesmen and skilled laborers. Each guild stands for every citizen who follows that line of work, the idea being that if every mason, weaver, potter, etc. stands together under their own guild banner, they will have strength in numbers that they would not have acting on their own. Every tradesman pays annual dues to his guild, and in return receives the guarantee of a modest pension upon retirement, or in case disability prevents him from working. Guilds also represent their members' political interests, petitioning the Council, noble families or temples for help as needed.

Here is a list of the city's guilds:

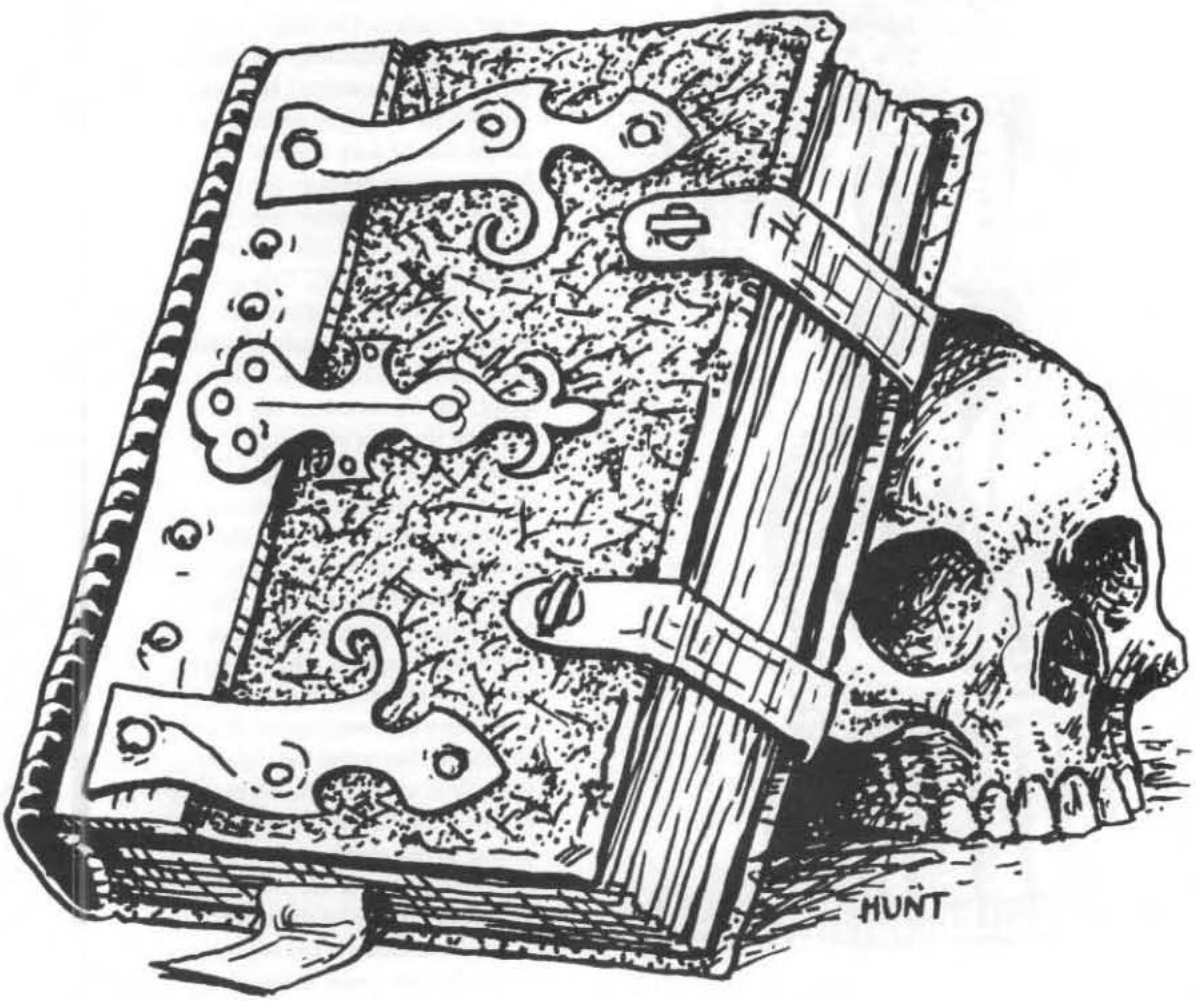
- *Apothecaries.* In a city where there are plenty of clerics who will heal and cure for a suitable offering, advanced medical science is simply not necessary. But a small number of apothecaries carve out a living by supplying herbal remedies to those who cannot afford divine healing, or have ailments too trivial to trouble a priest



withal. Their guild tries to insure the quality of herbs and other raw ingredients that their members import. They also keep an eye on the temples (especially those smaller and less reputable cults) to make sure that the priests are not selling their services too cheaply, thereby making the apothecary's trade irrelevant.

- *Bakers.* This guild includes all who prepare breads and pastries. In order to ensure the quality and steady supply of flour to its members, the Bakers Guild has invested heavily in mills in outlying districts. It has also backed expeditions to faraway lands to investigate new varieties of grain and identify backup sources of supply, in case of local drought and famine.
- *Blacksmiths* (location F33). The Blacksmiths Guild includes armorers and weaponsmiths as well as smiths who fashion more mundane items, which makes gives this guild a lot of political heft. Shoeing horses and forging tools doesn't bring you much attention, but when your members supply the City Guard with arms and armor, you become friends with the most widely respected organization in the city. Because of their close relationship with their favorite armorers and weaponsmiths, the City Guard will usually lend their political influence to the Blacksmiths Guild in any dispute.
- *Brewers.* This guild includes those who distill spirits from grains, as well as brewers. They maintain a strong rivalry with the Vintners Guild, whose members they regard as snobs. The Brewers Guild maintains strong commercial ties with outlying farming areas, from which they get their raw materials.
- *Carpenters* (location L32). This guild includes all woodworkers, whether they specialize in construction projects, crafting functional items or fashioning decorative items. The Carpenters Guild has long-standing commercial ties to outlying regions, in particular with the sawyers who supply them with wood.
- *Clothiers.* This guild includes tailors, furriers and everyone else who fashions clothes and apparel from cloth, wool, silk or fur. The Clothiers Guild maintains close ties with the Weavers Guild, and usually supports them without hesitation whenever the Weavers feel threatened. The only point of contention between them (and is an important one) is the matter of imported fabrics. Unlike the weavers, the Clothiers Guild encourages the importation of fabrics from abroad, both to limit the ability of native weavers to control the price of cloth, and to offer their customers a wider variety of products.
- *Cooks.* This guild includes all who prepare food (other than bread), whether they labor over a common tavern spit, or assemble great feasts for the well-to-do. Even the cooks who serve in noble households are guild members; no common servants they, and they are treated as skilled professionals worthy of respect.
- *Coopers* (location N1). This guild includes all who make barrels, casks and other such containers. The Coopers Guild maintains close relationships with the Brewers and Vintners Guilds, as well as the Navy and shipowners — in other words, they take care to stay friends with their best customers.
- *Courtesans.* This guild includes all who are paid to provide companionship. Brothels are less legal in the city, although they require a license from the Master of Games (see location C5) in order to set up in the Entertainment District.
- *Criers* (location I15). As noted above, the Criers Guild does so much of its business with the city government that it is practically the Council's own press office. But it also receives business from private clients who want to make public announcements.
- *Entertainers* (location C21). At one point, the city had separate guilds for different kinds of entertainers. There were guilds for actors, musicians, jesters, bards, jugglers, tumblers, puppeteers, and so on. But all of them eventually merged into a single guild for two basic reasons. First, each guild by itself was too small to exert much pull. Also, too many entertainers had (or at least, considered themselves to have) multiple talents, and divided their loyalties between more than one guild. Now, all entertainers are represented by a single guild organization, and it is one of the largest (as well as one of the most varied and flamboyant) guilds in the city.
- *Fishermen* (location M33). The elves do not permit commercial fishing in their district, so the Fishermen Guild includes only coastal and ocean-going fishermen based in the rest of the city.
- *Gamesters.* This guild includes all those who run games of chance. This is not one of the city's more reputable guilds, but in fact, they regulate as well as represent their members. The Gamesters Guild routinely inspect their own membership to make sure that their games are (reasonably) honest, as well as defend members against accusations of cheating.
- *Gravediggers.* The Gravediggers Guild does not have the standing or numbers that it did in the city's early years, simply because there are so few burials now, compared to earlier times. Even so, it limps onward on the dues of the funeral workers who remain in the city. The guild has long tried, without success, to incorporate the dwarves who tend to the Mausoleum in the Dwarven District (see location A10), but they insist that their jobs are a defining characteristic of their racial identity, rather than a mere profession.
- *Jewelers.* The Jewelers Guild includes gemcutters, goldsmiths and silversmiths, as well as everyone who crafts gemstones and/or precious metals into luxury items. As you might expect, this is one of the city's wealthier guilds.

- *Lamplighters* (location L9). The only individual guild to have a district named after it, the Lamplighters Guild is a private organization that organizes and carries out the lighting of street lamps every night.
- *Lawyers.* The will of the City Council, capricious though it may be sometimes, is the most important source of authority in the city. But the city is large and ancient enough to have built up a canon of laws that determine what can and cannot be done in the absence of a direct edict by the Council. The Lawyers Guild includes the small group of scholars who devote themselves to studying and parsing those laws and selling their expertise to the public.
- *Leatherworkers.* This guild includes tanners and all who make goods and garments from animal hide, except for shoes. The crafting of leather and hide armor is covered by the Blacksmiths Guild, however, since they represent armorers.
- *Longshoremen* (location M20). Carts and wagons provide the vast majority of cargo transportation in the city, but ships must be unloaded by hand. So the guild that encompasses all those who bear loads for their daily bread is called the Longshoremen Guild because most of its members work on the docks, loading and unloading merchant ships. Because an unusually high proportion of longshoremen are oversized humanoids (like giants), this membership of this guild is both motley and physically intimidating compared to those of other guilds.
- *Maritime Officers* (location M38). Sailors are sailors and officers are officers, and never shall the two share the same professional association. So officers have their own guild, separate from the Sailors Guild. The Maritime Officers Guild has a much smaller membership, of course, but they enjoy standing on the dignity of rank. The guild pushes for vigorous prosecution of mutineers in the Criminal Courts and mediates disputes between their members and the merchants and nobles who employ them. It is also quite a wealthy guild, considering its small size. Career naval officers do not join the Maritime Officers Guild, just as City Guardsmen do not join the Mercenaries Guild; the armed services take care of them, so they don't need a guild.



- *Masons* (location L23). This guild includes bricklayers, as well as those who work with stone for construction purposes. Historically, they have close ties to the Sculptors Guild because members of the two work together on the construction of monuments and buildings that feature a lot of decorative stone carving.
- *Mercenaries.* The City Guard, the Guardians of the Spire and the Wyrm's Scales give the city all the official and semi-official protection it needs. But a thriving market for hired blades exists nonetheless, fed by demand for caravan guards, private bodyguards and the like. Noble families have even been known to hire small private armies to settle feuds. The Mercenaries Guild provides a labor exchange, and is also notoriously effective at settling disputes between employers and its members. It draws many (though by no means all) of its members from cashiered City Guardsmen, would-be enlistees who couldn't meet Guard standards, as well as apostate Guardians of the Spire. Humanoids are disproportionately represented in this guild, also.



- *Painters* (location L14). This is a small, but elite artisans guild for portraitists and other decorative painters. Its members rely almost exclusively on patronage from nobles and wealthy commoners for their living. As a result, they feel ill at ease around other guildsmen, except sculptors and entertainers.
- *Potters.* This guild includes all who make clay vessels for mundane or decorative purposes.
- *Runners.* This guild includes all professional messengers and couriers. Private messenger firms form a primitive postal system within the city, and reputable firms will only employ guild members. The Runners Guild is unusual in that it values youths and ingenuity, whereas most craft and professional guilds enshrine the virtues of experience and tradition. Other guildsmen therefore tend to regard the runners as whelps and upstarts, and indeed, their membership skews younger than most other guilds.
- *Sailors* (location M8). This guild includes all ordinary seamen, as well as the crew of freshwater vessels such as those that ply the Elven District. Ships' officers have their own professional organization, the Maritime Officers Guild. Elves that navigate the Elven District form a clique within the guild and remain aloof from other members. The Sailors Guild maintains a somewhat adversarial relationship with the Maritime Officers Guild (as well as ship owners), as it bargains for higher pay and defends its members against accusations of mutiny and dereliction of duty. The Sailors Guild also provides barebones support services for the families of ocean-going sailors (who are away from home for long periods of time) and also sells life insurance to its members.
- *Scribes* (location I11). This guild represents the clerks who transcribe documents. The city government employs a veritable army of scribes all by itself.
- *Sculptors* (location L20). This is another elite artisans guild, but its members are not as snobbish as painters because they are often called upon to work alongside masons in the building trade. Sculptors also rely heavily upon private commissions from aristocrats and the wealthy, and from time to time a fortunate sculptor gets to work on a civic monument.
- *Shipwrights* (location O3). This guild includes those who design and construct ships, boats, barges and other water-borne vessels. The Shipwrights Guild maintains close ties with the Navy, which is a constant and lucrative source of commissions. However, rumors have long circulated that it also has clandestine relationships with smugglers and pirates. Elven shipwrights, who build barges and gondolas for use in the Elven District, do not belong to this guild.
- *Teamsters* (location N6). This guild includes hostlers, as well as those who drive carts, wagons, carriages and other animal-drawn conveyances. The Teamsters Guild is hardly the city's most glamorous. The guild also regards the Runners Guild with some suspicion, fearing

that messenger companies will start employing giants and other large humanoids to steal business from them. An entrepreneur in the Warehouse District named Norman Corbisher (see location N8) is also causing a stir within the guild by employing ogres as cargo bearers. But the teamsters know that their work, though humble, is crucial to the life of the city, and they can literally bring it to a standstill if they so choose.

- *Thieves* (see location G3). In its own warped sort of way, the Thieves Guild is the largest and most influential of the city's trade guilds. It has its hands in illicit activity in almost every district, and aggressively tries to clamp down on any "freelancers" who try thieving without their permission.
- *Tinkers*. The Tinkers Guild represents all shoemakers, whether they serve wealthy or humble customers. They cooperate with the Leatherworkers Guild when it comes to matter concerning the supply of leather and hides, because their interests almost always coincide.
- *Vintners*. This guild includes those who distill spirits from fruits, as well as winemakers. The winemakers regard beer and ale as hoi polloi, fit only for boors and slobs. They prefer to have nothing to do with brewers and so insist on maintaining their own guild, despite the fact that both make alcoholic beverages for a living, and that neither guild is exceptionally large, wealthy or influential.
- *Weavers* (location N12). This guild includes everyone who creates cloth from raw fiber, whether it be wool, silk or plant fiber. The Weavers Guild maintains a generally friendly relationship with the Clothiers Guild, but resents the use of fabrics imported from outside the city (and therefore woven by someone else). The guild periodically petitions the Governing Council for prohibitively high tariffs on imported fabrics. It is a venerable institution in the Warehouse District, historically wealthy and powerful compared to most other guilds. Because of this, the head of the Weavers Guild generally has an inside track on getting the district's Council seat.

RELIGION

Practically every religion in this part of the world reveres the Spire. Almost all of them believe that the Spire was created by (or is otherwise intimately connected with) their creator deity, hence its divine nature. This god takes different names and different racial affinities in each religion, but the same rough template stamps the mythology that underlies every one of them. But all of these sects believe (admittedly, with varying degrees of fervor) that their version of god is the true god, their faith is the true faith, and that their followers and them alone are the true Children of the Spire — a chosen people whom their god has singled out for its blessing. Many of these religions are apocalyptic in their beliefs, in that they preach that someday their god will return and make explicit to everyone else what the sect had known all along — that the will of the true god decrees that their followers should hold dominion over the Spire, the surrounding lands, and all who live on those lands. This apotheosis of the elect doesn't necessarily mean divine (or divinely-inspired) smiting of those who belong to the false religions... but then again, it might.... The belief varies from sect to sect, as does the exact degree of smiting involved.

But as far as the religious life of the city is concerned, not all sects are created equal. As is the way of things, in practice, there are religions, and then there are... cults.

Three ancient sects dominate the religious life of the city. They are racial in nature — the ancient faiths of the humans, dwarves and elves who founded the city. It is those three that inhabit the great temples that effectively cordon off the Spire from anyone else who wants to get close to it. They got here first, and every third-rate street preacher who comes along after will just have to deal with that.

Of course, other sects, most of them aspiring to something more than third-rate status came along afterward and they want their plot of sacred ground, too. Not all of these religions are racially exclusive, as are the original three sects. Their deity may represent an abstract principle, such as luck or war. Or it may be a national god; some foreign kingdoms want that their priests should be represented in the shadow of the Spire. Smaller sects have splintered off from the three main racial religions as well, although not all of those groups have survived through the ages. The largest and most successful of these by far is the human racial sect known as the True Children (see location J3). Unlike many other offshoot sects, it still thrives today. All of them keep smaller, less impressive temples as close to the Spire as they can get. With the possible exception of the True Children, none of them will ever be as respectable as the original three sects, however.

The humanoids also revere the Spire. That's why they're here in the first place, after all. They do so through a jumble of racial/tribal cults that jostle each other for attention within the rough patchwork of the humanoid community. However, that lack of unity, along with the formal restrictions on their ability to move about outside their own district, has prevented the humanoids from gaining representation at the foot of the Spire that they feel they deserve.

Of course, in a city as varied and lively as this one, almost anyone with enough ambition and spiritual fervor can start his or her own religion. The Freelance Worship Hall (se e location J15) gets by on collecting rental fees from tiny sects with more faith than followers, who cannot afford a temple of their own. Preachers who lack even a small steady following can find a free place to spread their message in the Park of the Divine Vista (see location J7). Such folk gravitate to the Spire and they are by no means rare, or else the city would not have seen fit to devote public space to them.

With such a jumble of religious practice to choose from, most in the city hedge their bets and do not limit themselves to one sect. Everyone has their own racial religion as a matter of default. But most will also take on one or more religions of abstraction in addition to their racial religion. For instance, a human sailor might belong to the Children of the Creator (see below, and location J2), but also worship the god of the sea (and maybe the goddess of luck, for good measure). A dwarven apothecary would belong to the Stone God Fellowship (see below, and location J11), but might also worship the goddess of compassion (see location N36). A half-orc assassin might believe in one of the orcish tribal religions that flourish in the Humanoid District, but also belong to a cult revering death and destruction, such as the Priests of Calamity (see location J5). And so on.

The Guardians of the Spire (see location J4), the warrior-monks who have taken it upon themselves to guard the Spire, are a multi-racial and multi-denominational order. They accept any candidate with an appropriate level of skill and a sound moral character. They are old enough to command deep and widespread respect, but they are also recent enough so that the primacy of the original three sects means much less to them than it does to the sects themselves.

Here are brief descriptions of the city's main racial religions. More about each can be found in Section J, the Spire District.

- *Children of the Creator.* This is the main human religious sect, and as such it is the city's largest. As such, they have more money at their disposal than other sects, and they exert the most political and economic influence. The Children of the Creator believe that their god created the world and then left it specifically to make room for human settlement. Historically, there has been much debate over whether or not this allows for sharing the world with other races, but tolerance of other races has solidified into their doctrine through the ages. The very existence of the city leaves them little practical choice in the matter, and the Children of the Creator temple and clergy have benefitted so much from the city's wealth that they would be fools to upset its dynamics by preaching war against non-humans.
- *Stone God Fellowship.* The dwarves believe that the Spire, as a geological formation that is divine in origin, is by itself proof that they are the true Children of the Spire. After all, who among all the races of the Material Plane, is more at home among stone and rock than the dwarves? The priests of the sect debate among themselves whether or not this proves that their god is actually made of stone, but this is a minor point of contention.
- *Lady of the Heavens.* The elves of the city believe that the world was created by the mating of a male deity and a female deity. They then spawned all of the animals and intelligent races, with the elves (of course) as their favorite. However, the father deity then drowned in the primordial deep and the mother deity, in her sorrow, leapt from the earth into sky and in the process, created the heavens. The Spire, in their belief system, marks the beginning of her path; it is a strand of earth that pulled up after her as she ascended. She remains in the heavens, and so for the elves, who await her return, living in and among the trees is a sort of continual communion with her. The Lady of the Heavens (the church, not the goddess herself) maintains generally friendly relationships with druidic cults, and visiting non-elven druids have a sacred grove of their own in the Elven District (see location P25).
- *Humanoid Sects and Sub-sects.* The various humanoid races have their own sects and sub-sects, and so their beliefs and practices vary. They are united, however, in the belief that their creator god departed from this world to test the worthiness of his children. If they proved their worth through fighting other races, their god would return and destroy those other races, granting ultimate victory and dominion over the world to the humanoids. In most humanoid sects, victory over the other races is a pre-condition for the god's return, which leaves open the question of why they would need their deity's aid if they were already beating their enemies. The humanoid sects also vary in the extent to which other humanoid races are included or excluded from their god's grace. Will the orcs have to fight the goblins after the humans, elves and dwarves have been defeated? They also differ as to the timing of their god's return. Does it anger their god that for now, the humanoids have agreed to share the Spire with other races? There is no universal agreement on these issues, and it is unlikely that there ever will be, the humanoids being as they are.

HOLIDAYS

A variety of secular and religious holidays are celebrated in the city. The secular days are meant to inspire loyalty to the city government among the citizenry and/or stimulate economic activity. Each major racial religion celebrates its own principal holy day, and so there are four that are generally recognized in the city. When the city was founded, it was decided that the human, elven and dwarven sects would have their holy days at a different turning of the seasons, so that they would be equally spaced from each other and would not seem to conflict with each other. The humans chose the end of summer, to celebrate the coming harvest and pray to their god for plenty. The elves took the vernal equinox to celebrate the coming of spring and the revival of nature. The dwarves chose the winter solstice because their cavernous dwellings kept them comfortable during the coldest time of the year, when everyone else needed furs and fire to stay warm. When the humanoids came along, they received the summer solstice by default,

and rightly or wrongly, their shamans generally consider this yet another indignity that the other races have heaped upon their kind.

- *2nd month, 10th day — Guards Memorial.* This civic holiday honors the City Guard and Navy. All non-essential government personnel receive the day off, and many shops and artisans close up as well.
  In the morning, a parade of City Guard detachments and pensioners proceeds from the Lord Protector's Residence (location F1) to the steps of the Council Palace. Simultaneously, representatives of the Navy and their pensioners start out for the Council Palace from the Lord Admiral's Residence (location O21). The parades culminate in a ceremony in which they are honored by the City Council. In the afternoon, both service branches hold memorial ceremonies to honor their fallen at their respective barracks, while the rest of the city celebrates with games at the Colosseum.





- *3rd month, 20th day — Elven Holy Day.* For the Elves, this is supposed to be a day of meditation and communion with their god. All Elves are supposed to stay home and spend their time in contemplation and/or attend religious services, the largest of which are held in the Hall of the Elements (location P3) and in the Temple of the Sky (location J10). The services are led by the senior clerics of Lady of the Heavens.
- *4th month, 19th day — Fool's Cap.* Fool's Cap is a folk tradition rather than an official holiday, but it is tolerated as relatively harmless by the city's secular and religious authorities. On Fool's Cap, all adults must wear motley or otherwise silly-looking headgear as a light-hearted renunciation of their sober duties as members of the community. Men who defy the custom are supposed to receive a hearty pounding between the shoulder blades, ladies a tug of the hair. Nowadays, even members of the City Council play along, wearing silly hats to the Council Chambers. But it should also be noted that although the precise origins of Fool's Cap are now forgotten, it is largely a human custom. Elves, dwarves and humanoids who like to go along to get along join in the merriment, but other non-humans can be grumpy about it and don't take kindly when they are assaulted for their refusal to play along with the gag.
- *6th month, 30th day — Humanoid Holy Day.* The humanoids resent the fact that the other main religious sects gave them this day of worship by default, and some humanoid sects express that resentment by celebrating as many several days before or after the 30th day of the 6th month. Other than that, the day conforms more or less to the practice of the other sects. Humanoids may abstain from work (unless they perform an essential service, such as working in the Colosseum), and the various tribal shamans perform their most important religious service of the year on this day.
- *7th month, 15th day — Day of Ease.* This is a secular holiday organized by the guilds and informally recognized by the city government. Representatives from each guild gather in the Travelers District in the morning and parade down the main thoroughfare to the Spire, where they leave offerings to their racial gods (the offerings, of course, are collected by the temples and divvied up). All guildsmen are entitled (even encouraged by their guilds) to take the day off from work, and the guilds sponsor games at the Colosseum.
- *8th month, 10th day — Festival of the Sea.* This is a secular holiday sponsored largely by the Sailors, Maritime Officers, Longshoremen and Fishermen Guilds to improve the image of The Docks and those who rely on the sea for their livelihood. The port closes for most of the day, and local taverns spruce themselves up as best they can. The guilds hold boat races, and the Fishermen Guild holds an exhibit of exceptional and exotic catches. The Navy also participates by staging maneuvers and even mock battles.
- *9th month, 5th day — Human Holy Day.* In theory, all humans should spend this day in worship and religious contemplation. But in truth, humans, by virtue of being the most numerous race, cannot stop working en masse without shutting down the city. So it is largely a matter of individual discretion whether or not one treats this day as a true holiday. Nevertheless, both the Children of the Creator and the True Children hold well-attended ceremonies in their temples by the Spire, and humans who cannot devote this day to worship are strongly encouraged to donate money to the temples.
- *10th month, 1st day — Artisans Festival.* This is not so much a holiday as an annual fair held in The Pavilions (location L10), sponsored by the artisans guilds to popularize their various trades. Select representatives from each artisans guild sets up shop and gives public demonstrations of their craft.
- *12th month, 22nd day — Dwarven Holy Day.* The Dwarven District completely shuts down on this day. The Gate of the Stone Fathers is barred, except to dwarves who wish to enter, and the Great Smithy is shut down and locked up. Dwarves who work outside of the Dwarven District must close their shops or otherwise refrain from work (only City Guardsmen receive dispensation). Religious services are held in the Stone God Fellowship Temple (location J11), and also in the Hall of the Ancestors (location A30). The latter is led by priests and the clan leaders.



MAP SECTION A: DWARVEN DISTRICT

OVERVIEW

The Dwarven District is a peaceful and usually tranquil place, where order reigns supreme. City laws are strongly enforced here, not because of an unusual need to fortify them but rather because most inhabitants of the "Dwarven Ghetto" (as this place was once referred to) are lawfully abiding citizens who frequently make sure that all who enter this part of the city respects the laws — whether these people are residents, visiting dwarves, or foreign members of other races.

The Dwarven District is divided in two main regions. The first region looks like a typical district of the city; most of the dwellings and larger buildings are made of different beige, brown, and gray stones. The roofs of most of these structures are flat except for one or two chimneys protruding from them. This area of the district is clean and orderly, with wide paved roads made of square flagstones that run throughout the area. Several patches of verdant trees and neatly cut grass can also be found in various places in this part of the district. In the northern portion of this region stands an area clearly reserved for the most important commercial institutions, and in the northeast lies a field abounding with apple trees.

The second region of the Dwarven District is built beneath the bluff that dominates the west. This region is divided into different sections. The main section is composed of various tunnels and chambers, each of which are neatly cut from the bedrock and elaborately decorated. This section includes dwellings for the dwarves who prefer to reside in the heart of the mountain, but its main goal is to provide the inhabitants of the district with a fortified place in which they can retreat if things turn for the worse. The second section, north of the main one, consists of a vast labyrinth of passageways that once were home to a rich mithral mine. Though parts of this section are still in use today, most of it has been shut down. The last portion of the underground complex is quite isolated — a place where the dwarves and the other citizens of the city can bury their dead — for a price.



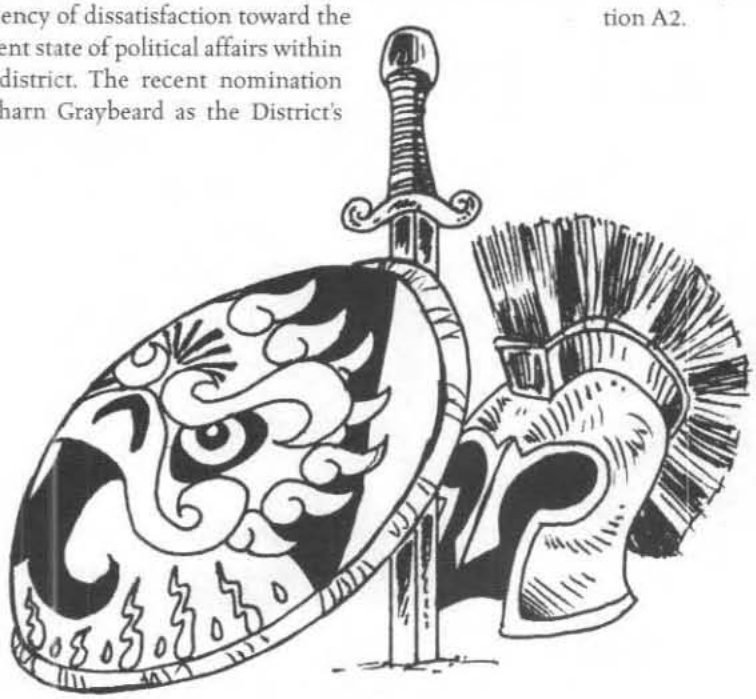
Although many dwarves inhabit this district, the place is usually calm and quiet, as most of its inhabitants are well mannered and respectful of both their environment and their neighbors. This does not mean that there are no activities in the Dwarven District, however. The industrial area in the north hums with activity during all hours of day and night, and many workers busily toil there. The fires of the Great Smithy (location A23) burn 24 hours a day and the hammering of its many metal and weaponsmiths resound through the entire area. The cliff-face chambers where merchants display their wares are opened from dawn to dusk, and many locals and foreigners visit their establishments. The Burrow (location A14), the most important tavern in the district, also attracts a fair number of regular customers as well as strangers visiting this part of the city. The residents use the terraces and Meeting Hall (location A22) every day, and worshipers often fill the Hall of the Ancestors (location A30) and the smaller Shrine of the Spire (location A7), where they can pray in peace and quiet.

Underneath this calm and unperturbed surface, however, seeds of turmoil are beginning to sprout. While the majority of citizens obediently follow city laws, a small underground network of thieves and smugglers works to gain control over a number of shops in the district. This Dwarven Underground recruits youths who strongly feel they do not have much of a say in their people's politics. The Dwarven Underground has only a small foothold in the area, but profits from the new but quickly rising movement of dissatisfied youths who wish to see changes in the current politics of the place.

For their part, most mature dwarves view these dissatisfied and disorganized youngsters as naught more than children following a new trend, but there is a distinct tendency of dissatisfaction toward the current state of political affairs within the district. The recent nomination of Tharn Graybeard as the District's representative on the City Council does not help matters. The old politician and his supporters value ancient traditional laws above all else, and many consider their policies to be archaic and narrow-minded. Since most residents of the district tend to be more open to new ideas and new people than the average dwarf, these policies quietly stoke the fires of discontent within the otherwise peaceful district.

Despite the progress made in recent time, strangers are still not openly welcomed in the Dwarven District, at least not officially. The entire population of this part of the city is comprised exclusively of dwarves, and members of other races are not allowed to build homes or own businesses. They can be admitted into the district for various reasons, however, provided they obtain a written permission at the Gates of the Stone Fathers (location A1). Still, many strangers — from curious visitors to merchants, buyers, and dignitaries all corners of the world — come to the district on a daily basis. These foreigners are sometimes accosted by the City Guardsmen surveying the sole entrance into the Dwarven District, as well as by the Dwarven Militiamen who enforce the law within the area. Yet all but the most troublesome of strangers may visit the district as they please, with few complaints from the residents. The only area that remains closed to them is the fortified region under the bluff.

Unlike most other city districts, the Dwarven District has its own regiment of armed guards to protect it. This regiment, called simply the Dwarven Militia, exclusively recruits soldiers of dwarf blood, almost all of who were born and raised within the district. A standard Dwarven Militia patrol includes four men: two regular Militiamen (Dwarf Ftr1), one elite Militiaman (Dwarf ftr3), and one lieutenant (Dwarf Ftr5). For more information, see location A2.



LOCATIONS

A1. THE GATES OF THE STONE FATHERS

These massive gates clearly stand out from the inner city wall, as if they naturally sprouted out from the gray stone like flowers from fertile soil. Largely made from adamantine and standing 100 feet tall, the gates are wide and bulky, forming a massive rectangle upon which intricate designs are proudly displayed. They are composed of three different entrances. The main gate is 50 feet wide and 80 feet high, forming a perfect rectangle that rises up to the exact center of the towering structure. On each side of it, exactly 25 feet away, stands a smaller entrance, which form small rectangles one-fifth the size of the main gate. Strong portcullis made from black iron bar both of these smaller gates.

The surface of the smooth adamantine structure is decorated with a multitude of bas-reliefs made from silvery mithral. On either side of the main entry stands a massive, 50 foot high shield over which a large hammer looms. Both shields and both hammers are made of shiny mithral laced with pure white gold. Their designs are perfect and would appear functional were it not for their tremendous size and the fact that they only slightly protrude from the surrounding structure. 10 feet above the main gate stands a wide and perfectly wrought anvil made from mithral and imbedded with brilliant yellow golden threads. These designs indicate the entrance into the city's famed Dwarven District.

This grandiose gate, wrought from mithral and adamantine, marks the formal boundary between the Dwarven District and the rest of city. The dwarves crafted it to give the impression of a main gate leading into an important and highly fortified stronghold, but the structure has no real military significance. The dwarf craftsmen who fashioned it centuries ago just wanted it to intimidate the other residents of the city. It forms the only entrance leading into the Dwarven District. A standard patrol from the Civic Guard, composed of two dwarves (including one corporal), an elf, and a human, is posted here at all times. These soldiers coordinate their task with the members of the Dwarven Militia who regulate access into the district (see location A2).

RESIDENTS

Just inside the Gates of the Stone Father stands a small stone table around which a dozen members of the district's Dwarven Militia — responsible for regulating entrance into this part of the city — can be found at all times. They hand out official written permissions to non-dwarves to enter the city and keep a record of every non-resident who comes to visit the place. Within a thick leather-bound volume, these men take note of the time foreigners enter the district and when they leave it. They must also write their names, place of residence, and the reasons that bring them to the district.

Civic Guardsmen (4): Ftr1-5.

Dwarven Militia Patrol (12): Dwarf Ftr3.

The gate itself is made of valuable materials. While the bulk of the adamantine structure might not be of much interest, the mithral and gold woven into its bas-reliefs are easily worth over 100,000 gp. Plucking at these designs to retrieve a mere 100 gp worth of precious metal, however, would require an entire day's work. Since the gates are always guarded, no one ever attempted to plunder its riches.

ACTIVITY

Dwarf characters can enter and leave the district through the Gates of the Stone Fathers as they please. Any other character must request written permission, and also inform the Militiamen posted here when they are leaving it. Traditionally, only dwarves were allowed into this part of the city while strangers only received permission to enter under special circumstances. While this custom continues to be maintained, the enforcement of the law concerning it as well as the mentalities of the dwarf populace have changed over the years. Today, anyone can enter the Dwarven District and obtaining a written permission from the guards posted at the Gates of the Stone Fathers takes only a few minutes — unless, of course, those attempting to enter are uncouth, obviously prone to violence, or otherwise appear to the Militiamen as troublemakers.

HOOKS

- A human dignitary from another part of the city hires the party to smuggle him inside the district. The man pays well for this service. If the PCs agree, they must first find a way to disguise him and then vouch for him at the great gate. But why does this man wish to enter unseen? Was he banished from the district on an earlier visit? And why does he want so badly to return?
- A group of dissatisfied youths recently gathered at the Gates of the Stone Father to protest against the law requiring foreigners to obtain written permission to enter the district, and many non-dwarves now support their cause. This protest, however, caused some traditionalists of the district to mount a demonstration of their own. Both groups converge on the gates simultaneously, and are now on the verge of fighting. The

Militiamen stationed there lack the numbers to contain the situation, and it will take time for other Militiamen to arrive; the PCs must settle the dispute.

A2. DWARVEN MILITIA BARRACKS

Standing in front of the Gates of the Stone Father is a large and extremely long two-story building made of dark green marble. Its façade faces the great gate and has no doorway. Instead, four complicated designs decorate the front wall, deeply engraved upon the stone of the second floor. Each one of these ancient dwarven marks is encircled by a thick mithral ring, which clearly distinguishes and separates them. The first of these designs is a powerful but stubby hand holding a large golden hammer, which shines brightly when the sunlight hits it. The second is an elaborate, long-handled great axe with a wide, serrated scarlet blade. The third is a massive anvil made of the purest silver upon which the form of a short and thick bladed sword can be seen. The last of the symbols is a stern dwarven visage framed by an elaborate helmet and a thick, flowing, gray beard.

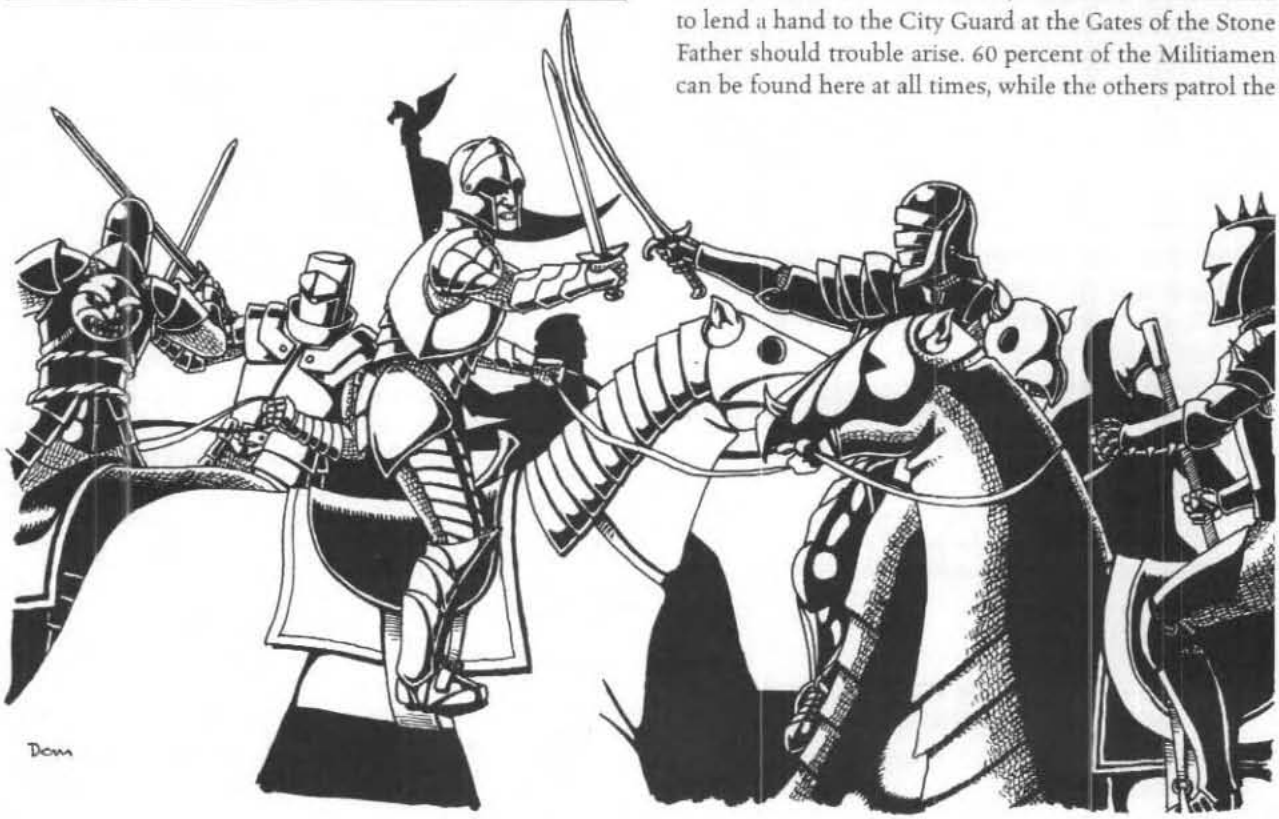
On the longer walls on the side of the building, somber frescoes displaying the ancient history of the Dwarven District stand for all to see. These frescoes are cunningly cut by a number of doors and windows, which blend perfectly well with the decor.

This magnificent building was once an important meeting place for the dwarven representatives of the district. The symbols imprinted upon the wall facing the Gates of the Stone Father are the heraldry of the four dwarven clans who shaped the district in the wake of the original settlement that created the city. Anyone looking at the designs on the other walls of the building can easily understand the stories of the brave dwarf heroes who came to the city in search of mithral and a place to live. The stories, mostly made of complex but easily understandable figures, portraits, and symbols, clearly emphasize the fact that the four clans worked together in order to shape the district into its current form. While this remains one of the largest and most elaborate structures in the Dwarven District, it now houses a good number of dwarf warriors.

RESIDENTS

In addition to the City Guard who keep a watch on the Gates of the Stone Fathers, the denizens of this district are protected by a small but competent Dwarven Militia. Although they only have jurisdiction within the Dwarven District, the Militiamen of this small force are viewed positively by most of the population: the streets of the district are deemed safer than any other in the city. Arnar Blacktooth, a prominent member of the Scarletaxe Clan (see location A5), leads the Militia by universal consent. He and his men use this building as a barracks, complete with training areas, administrative offices, meeting rooms, dormitories, and stores of food, armor, gear, and weapons.

His small but efficient force is strategically placed near the sole entrance of the district, which allows the Militia to lend a hand to the City Guard at the Gates of the Stone Father should trouble arise. 60 percent of the Militiamen can be found here at all times, while the others patrol the



district. Arnar Blacktooth also serves as his own liaison officer with the City Guard. Though not formally bound to the City Guard, he keeps in regular contact with his peers there, and when conflicts arise, inevitably defers to the City Guardsmen.

A typical Dwarven Militia patrol consists of two regular Militiamen, one elite militiaman, and one lieutenant. A regular militiaman is equipped with a battleaxe, a short spear, a shield, and a suit of chainmail. An elite militiaman is similarly equipped, but carries a masterwork battleaxe and shield. A lieutenant carries a *+1 short sword*, wears a masterwork breastplate, and holds a masterwork shield, but some of them also carry magical potions. Arnar and his Commanders wear masterwork full plate armor and carry masterwork weapons as well as magical ones (see below for details).

Marshal Arnar Blacktooth: Dwarf Ftr18.

Militiamen Commanders (Ravik, Morivon, and Thogalir): Dwarf Ftr12.

Militiamen Lieutenants (40): Dwarf Ftr6.

Elite Militiamen (160): Dwarf Ftr3.

Regular Militiamen (240): Dwarf Ftr1.

The barracks of the Dwarven Militia is filled with suits of chainmail and breastplate armor, battleaxes, short swords, short spears, heavy shields, and a wide array of adventuring gear as well as stocks of food and drink. Arnar Blacktooth wears a golden suit of masterwork full plate armor and carries a *+3 great axe* and a *ring of shooting stars*. Ravik holds a *+2 keen short sword* and a *+4 heavy shield*. Morivon owns *bracers of natural armor +5* and Thogalir carries a pair of *+2 throwing hammers*.

ACTIVITY

If the PCs interact with any of the Militiamen, they can easily learn that the Militia is in charge of security in the district as well as the name of its commanders and its Commander-In-Chief. They can also hear about recent news and rumors. If there are dwarf PCs who look like competent fighters among the party, they might bet invited to join the Militia (see sidebar). Experienced fighters will receive special rank and privileges, while others are considered new recruits. Competent dwarf warriors may also find employment as part time Militiamen, should they wish it. Non-dwarf candidates wishing to join the Militia are politely asked to contact the City Guard instead.

The Barracks is one of the few buildings in the district that actually has a basement. It contains a dozen large holding cells, separated from one another by a thick stone wall. Each contains enough bunk beds to accommodate six prisoners, as well as a long table and wooden stools. A single iron portcullis, which is locked at all times (successful DC 24 Open Lock check to raise) opens into each of the cells. Eight members of the Militia keep watch when there are prisoners within. Otherwise, only the lieutenant responsible for the jail area can be found here (he holds the keys to unlock the cells).

ENLISTING IN THE DWARVEN MILITIA

Dwarf PCs may enlist in the Dwarven Militia as long as they meet the proper class prerequisites and are deemed fit for service (that last part is entirely the DM's discretion). PCs joining at the rank of regular militiaman may be of any level as long as at least half of their levels are as fighter or paladin. A PC of 3rd level or higher (with at least half of those levels as fighter or paladin) may enlist as an elite militiaman.

It is more difficult to enlist as an officer, and such applications will be received with skepticism. The Dwarven Militia doesn't maintain its elite reputation by giving a commission to just anyone. First of all, all officers must have the feat Leadership. Prior military service is also required, even if it is nothing more prestigious than campaigning with a mercenary band. A PC applying for a lieutenant's commission must be 6th level or higher, with at least half of those levels as fighter or paladin. Trying to join the Militia as a commander would be exceedingly difficult. The PC would have to be 11th level or higher, with at least half of those levels as fighter or paladin. Joining up as the new Marshal without significant backing from one of the dwarven clans would be unthinkable.

HOOKS

- Marshal Blacktooth, supported by some members of the Conclave of Elders, wishes to expand the jurisdiction of the Dwarven Militia beyond the borders of the district. He hires the PCs to convince members of the City Council to allow his men to patrol the Nobles and Guards Districts, as well as aiding in the containment of the Humanoid District. In so doing, he hopes to impose the kind of order the denizens of the district already enjoy.
- A series of mysterious thefts takes place within the Barracks. The thieves seemed especially interested in stealing weapons, but other gear (such as rope and climbing tools) was also taken. Marshal Blacktooth suspects that some of his men are behind these thefts and hires outsiders to investigate. While three Militiamen are indeed stealing the goods, the PCs also discover that a powerful sorcerer controls them. Why does he wish to amass weapons? And why is he stealing them from the dwarves?

- A strange disease recently struck the warriors of the Dwarven Militia, and almost half of them experience symptoms such as fatigue, nausea, and incontrollable skin rash. An investigation reveals that a magical disease taints the food of the barracks. Marshal Blacktooth hires the PCs to uncover who is behind this and why.
- Morivon challenges one of the PCs to a duel. If the PC accepts and wins the friendly challenge, Morivon gives him an amulet with the symbol of the Scarletaxe Clan engraved upon it, which signifies that the wearer is a friend of the clan.

A3. STABLES AND STORES

On either side of the Dwarven Militia's main barracks stands a long, roofed, and partly open-air structure comprised of various stalls. Some of them have no doorway on the side facing the barracks (and none of them open up on the other side). These are obviously house horses, ponies, and mules as well a good number of wagons, carts, and chariots. A greater number of compartments, however, have doors equipped with locking mechanisms. These seem to be used to store crates, boxes, and barrels of different sizes and make.

These two large buildings once served as a marketplace where the craftsmen of the district could offer their wares. This market, however, was long ago converted into a series of compartments serving as either a stables or a storage area. The storage compartments are now used by the many artisans of the district to store their goods before bringing them to the Bazaar District to sell them. Many among them also use the stables to store their steeds, as well as their chariots and wagons, while the others use the conveniently placed stables to purchase transportation services.

RESIDENTS

Burkon Manytongues, a young but competent administrator who speaks many different languages, is in charge of renting out spaces in the Stables and Stores. He employs a handful of teamsters in charge of transport, repairmen who take care of the buildings and wagons, and hostlers tending for the horses, ponies, and mules. At least four members of the Dwarven Militia constantly survey this area.

Burkon Manytongues: Dwarf Exp5.

Hostlers, Repairmen, and Teamsters (12): Dwarf Exp1.

Dwarven Militiamen Patrol (4): Dwarf Ftr1-3.

ACTIVITY

For 5 sp per day or 12 gp per month, the PCs can use the stables to house their horses, which will be fed, washed, and otherwise cared for. They can also rent a 20-foot square locked space in which they can store anything they like for the price of 15 gp per month, even if they are not residents of the district. These prices are nonnegotiable and PCs attempting to bribe Burkon will quickly have the Dwarven Militia breathing down their necks. The Stables and Stores also offer transportation to anywhere within the city limits. A wagon pulled by a team of four horses and driven by a competent teamster costs 6 sp for each district crossed. This price is reduced to 5 sp for regular patrons and most merchants of the district.

HOOKS

- One of Burkon's teamsters never returned from his last assignment. He was transporting a human merchant named Urikar the Fat, who specializes in selling expensive dwarven jewelry he collects throughout the district on a monthly basis. Both men, the merchant's pricey wares, and a pair of bodyguards have disappeared. Burkon hires the PCs to uncover their fates and rescue them, if possible.

A4. HOUSE OF CLAN SILVERANVIL

This large and elaborately designed manor house dominates the southeastern portion of the district, facing a verdant park at the foot of the wall that secludes the area. Made from three distinct types of stone, each section of this building is a unique work of art devised by the most talented architects and crafted by the most gifted masons in the district. The exterior of the manor is a strange but elegant mixture of white, rose, and sandy stone decorated by thin columns of mithral, bas-reliefs platted by gold and silver, and colorful frescoes showing dwarves working in a number of different trades. Shaped in the form of a square horseshoe, the house stands as one of the richest and most ancient in the district. Above its main entrance, which is situated in the heart of the interior courtyard, is a massive crest in the form of a brilliant silver anvil upon which the pale and dull silhouette of a short, wide-bladed sword can be seen.

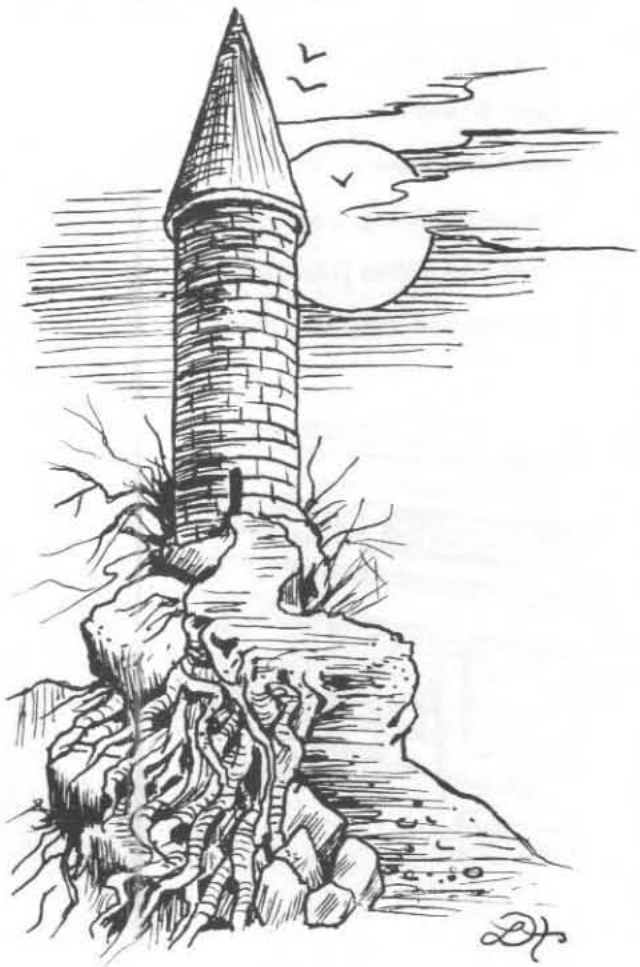
One of the oldest buildings in the district, the House of Clan Silveranvil enjoys a particularly revered status. Those who visit the area are often drawn to its rich and sumptuously decorated exterior. The most prominent members of the Silveranvil Clan have always stayed within its walls, and over the course of many generations they have paid hefty sums of money to ensure that their house remains the most impressive in the district. While some may argue that the domineering architecture of the Gates of the

Stone Father, the rich sculptures of the Halls of Ancestors, or even the intricate entrance to the Mausoleum is more remarkable, none of the other family dwellings in the district can compete with the House of Clan Silveranvil.

RESIDENTS

Members of the Silveranvil, the richest and proudest clan, have long been appointed to lead the city's dwarves. In recent years, however, dissension among the youths of the district (who have little or nothing to say in matters of politics) as well as subtle changes in the political climate caused the Silveranvil Clan to diminish in prestige. The clan's elder, Farnir the Blessed, is Tharn Graybeard's most relentless competitor, and works hard to remove him from his post on the City Council.

The most liberal and open-minded of the clans, the members of the Silveranvil cherish the arts — including the fine art of politics — above all else. They keep smiths, bards, and good politicians in high esteem; even those of other races or creeds. Their flexibility and good-heartedness are largely responsible for the fact that non-dwarves are now widely accepted in the district (even if the laws requiring written passes into the district was never officially changed). The Silveranvil Clan is also extremely wealthy, which helps them find many allies among the members of other dwarf clans.



Dwarves of this clan tend to be more jovial and lighthearted than average. They are also curious about other races, and especially interested to learn new stories and witness non-dwarven types of art forms (such as elven poetry or even gnomish dance). Though most still call the district their home, many members of the Silveranvil Clan work in other parts of the city during business hours. This allows them to meet people from all races and satisfy their curiosity. Of all the dwarves, they are the most likely to be "cursed" by wanderlust and become adventurers.

Farnir the Blessed: Dwarf Brd16.

Fromon the Dancer, Son of Farnir: Dwarf Brd7.

Farnelle: Dwarf Rog2/Ari3.

Silveranvil Aristocrats (19): Dwarf Ari1.

Servants and Repairmen (13): Dwarf Com1.

Inside House Silveranvil is a collection of fine elven wine that includes over 200 bottles (worth between 20 and 50 gp each). A score of paintings and as many tapestries of human, elf, and dwarf design are arranged throughout the house (each is worth between 50 gp and 500 gp). Locked and trapped coffers also hold the clan's treasure, which amounts to over 34,000 gp in assorted coins, jewelry, and precious stones. To open these coffers without the proper key, a character must succeed at a DC 28 Open Lock check. Failing this check sends three different poison-covered darts into the room (CR 7; mechanical; manual reset; Atk +18 ranged; poison (carrion crawler brain juice, DC 13, paralysis); multiple targets (up to three targets in a 10-ft.-by-10-ft. area); Search DC 25; Disable Device DC 28.

ACTIVITY

Like all ancestral clan dwellings, many locks prevent intruders from entering House Silveranvil. Traps of remarkable designs also guard its treasures. Anyone attempting to rob the place must first avoid the aristocrats and servants of the house, unlock its doors, and avoid the traps set upon the chests and vaults which contain clan riches.

HOOKS

- Farnir the Blessed strongly believes that the policies of Tharn Graybeard will greatly hamper the prosperity of the district. Though he suspects that Tharn is honorable and acts in what he foolishly believes to be in the best interest of his people, Farnir would like nothing more than to see him discredited. Through his son Fromon, he employs the PCs to investigate Tharn and see if he has any skeletons in his closet.

- One of Farnir's granddaughters, a youth named Farnelle, has associated herself with the young dwarves who are dissatisfied with how their elders are leading their people. Farnir approaches the PCs and asks that they talk some sense back into his granddaughter before she does something that will either put her in danger or shame the entire clan.

A5. HOUSE OF CLAN SCARLETAXE

This simple but sturdy looking building is made from dark gray stone and decorated by a number of large and nasty-looking axes engraved upon the walls. The axes are painted in a blood-red hue which gleams menacingly in the sun. Massive stone columns dominate the inside courtyard, flanking great iron doors which are also painted bright red. They open into a central antechamber that leads into the various rooms of the vast, two-story high manor.

The principal dwelling of the Scarletaxe Clan is a simple but practical edifice composed of large rooms and corridors. The narrow, slit-like windows of the building, as well as the thick walls reinforced with iron, make it look more like a fortress than an actual place of residence. It is also one of the most recent buildings in the district, at a mere 150 years old. It has been the home of the heads of the Scarletaxe Clan ever since the clan's original manor was destroyed (see location A35 for further details).

RESIDENTS

Members of the Scarletaxe Clan are among the rare dwarves who hold warriors in higher esteem than craftsmen (smiths in particular) and nobles (who control the political affairs of the district). They easily rank as the dwarves' most martially inclined clan, and most of its members have served in the Dwarven Militia or the City Guard at some point in their lives — and many currently do. The strongest and most reliable of their warriors, Arnar Blacktooth, is the current Marshal of the Dwarven Militia, and most of his commanders and lieutenants also belong to his clan.

Scarletaxe dwarves are short tempered, but easily befriend those they respect; and what they respect most is courage. They are ferocious in battle, disciplined at any task they undertake, and trained from childhood in the ways of combat. Though they may at first appear stern, uncouth, or even shy, they still enjoy good food, strong drink, and amiable company. There is an old saying in the district: "Don't drink with a Scarletaxe unless you have naught to do for a month or two."

Ervik Broken Nose is the current head of Clan Scarletaxe. A relatively young dwarf, he took the reins when his uncle passed away three years ago. His eldest son, Rovik, just came of age. He now serves in the Dwarven Militia but continues to live in his family's household. Aarnor the Strong, Arnar Blacktooth's elder brother, also resides here following his recent retirement from the Militia.

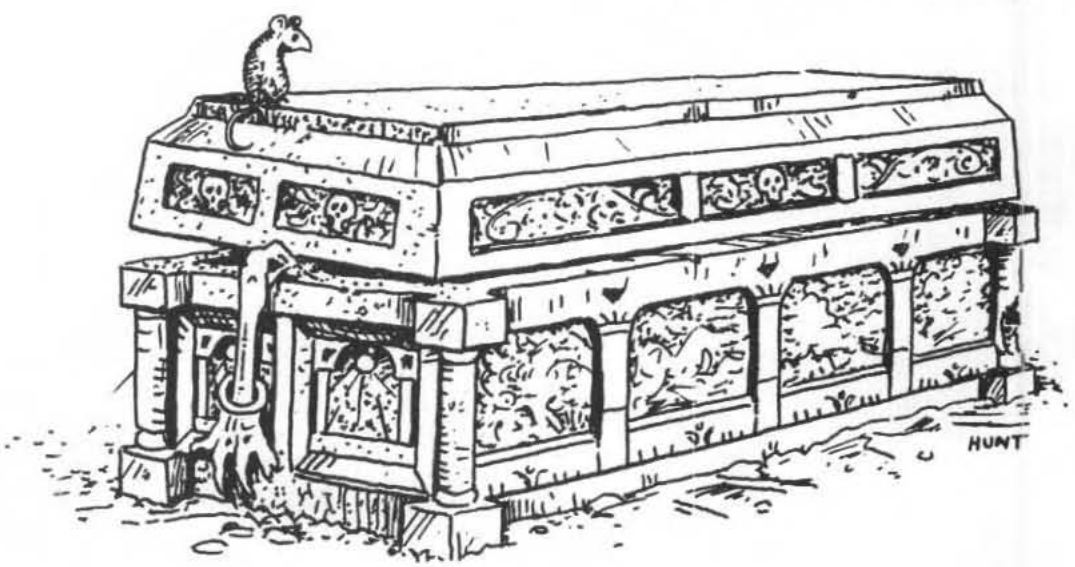
Ervik Broken Nose: Dwarf Ftr16.

Rovik Scarletaxe: Dwarf Ftr11.

Aarnor the Strong: Dwarf Ftr9.

Scarletaxe Nobles (17): Dwarf Ftr1.

Servants and Repairmen (9): Dwarf Com1.



House Scarletaxe contains a collection of hundreds of exquisitely crafted weapons (considered masterwork if the need ever arose to use them). Several iron chests, locked and hidden behind secret panels, hold the clan's treasury, which amounts to 17,000 gp in coins and precious stones. To find any of the six different secret wall panels that hold the clan's treasure chests, one must succeed at a DC 24 Search check for each panel. Opening any of the chests without the right key requires a DC 32 Open Lock check. Aarnor Scarletaxe carries a potion of *bull's strength* (7 doses) and a *+3 throwing axe of returning*. Ervik Broken Nose wears *+2 chainmail* and carries a *+1 large steel shield* with the blazon of the clan imprinted upon it. These items have been in the family since the foundation of the city.

ACTIVITY

Like the other ancestral homes, House Scarletaxe is under lock and key. The house is guarded by warrior clan members under the supervision of Aarnor, who coordinates security around the family dwelling. Anyone spending too much time outside the premises risks being accosted by Aarnor or one of the clan's younger warriors.

HOOKS

- Aarnor approaches the PCs, explaining that a curse has befallen him. Though he is ashamed to admit it, he is now weak and fearful, having lost all strength and courage. Since he would never admit such failings to the members of his clan, he asks the PCs for help. Will they be able to find a cure for him? Or discover the spellcaster responsible for his strange affliction?
- A strong warrior PC is asked to teach the young dwarves of the clan foreign fighting techniques, which might give them an edge in battle. The PC will be well-compensated for his troubles.

A6. SARCOPHAGUS BUILDER

This single story house, made from bluish gray stone, looks like many typical dwellings in the district. It is shaped in the form of a simple rectangle and its roof is flat. The front of the house, however, has several dark blue glass windows, seldom found on ordinary residences. Great stone sarcophagi of unique designs flank the front of the house on either side of the door. One is made of dark stone with rich golden inlays interwoven into its lid, which sculptural relief shaped in the form of a muscular human female figure whose face is hidden behind a rosy veil. The other is simpler but no less beautiful, its lid forming unusual patterns in a multitude of lustrous colors.

RESIDENTS

This relatively large building belongs to Baradir Craghand, arguably the most accomplished stone worker in the district. Craghand has been fashioning sarcophagi for the recently departed for decades. He inherited the trade from his father and his two uncles, and now dedicates his life in the pursuit of a craft which dominates his every waking moment. A proud member of the Silveranvil Clan, Craghand is also involved in the political affairs of the district and religiously attends public assemblies and other important political events.

Baradir Craghand: Dwarf Exp12.

Apprentices (3): Dwarf Exp1.

Stones of different sizes and fine tools to sculpt them can be found inside Craghand's workshop; among them are a dozen semiprecious stones (worth 50 gp each), a lump of gold (worth 250 gp), and a pouch containing 180 gp.

ACTIVITY

Craghand can fashion sarcophagi of terrific designs. The prices for such items varies from 800 gp to 8,000 gp, depending on the materials the stone crafter uses as well as the time he requires to fashion the tomb in question. Anyone who meets him can easily win his friendship by showing an interest in the politics of the district and asking Craghand pertinent questions about current events.

HOOKS

- Vandals have recently destroyed one of Craghand's tombs. The sarcophagus was made for the human Valkenbane family (see location E4), and many believe that the act served as a protest against the non-dwarf populace's right to be buried in the Mausoleum. Was it vandals wishing to support the policies of the current representative on the City Council? Or was it a ruse from youths who want to prove that Tharn Graybeard's policies will only bring further trouble to the district? Craghand hires the PCs to find out.

A7. SHRINE OF THE SPIRE

This round building is made from white marble adorned with pear-shaped stained glass windows of dark blue and green shades. A large pair of doors, made of the same stone but reinforced by strips of blue-green iron, lead into the edifice. Its domed roof has been built from a dull silvery alloy, solidified by eight thick laces of golden threads, which run from top to bottom where a thick but finely worked golden brace encircles the entire structure. At the summit of this elaborately crafted roof stands a reproduction of the Spire, made of a platinum alloy which shines brightly during all hours of day and night.

At first glance, the Shrine of the Spire seems like a miniature replica of the Hall of the Ancestors (location A30), but a closer look reveals that although both buildings have the same shape and were wrought from the similar materials, none of their respective decorative features match. In many ways, the Shrine of the Spire is a much more austere place, harboring no special design other than its intricate stained glass windows and elaborate roof.

The Shrine of the Spire serves as a secondary temple to the Stone God Fellowship Temple in the Spire District (location J11), as most residents of the district prefer to practice their religion at the Hall of the Ancestors. It was raised two centuries ago to accommodate the growing population of the district as well as the many patrons who bury their beloved in the Mausoleum or the Tomb of the Ancients (locations A10 and A11). Today, it is mainly used by the members of the Dwarven Militia posted nearby, as well as those who inhabit the southwestern part of the district. When needed, the Shrine also services outsiders who wish to conduct funeral rites for those they place within the Mausoleum.

The Shrine of the Spire is divided into three rooms. The main room, which takes most of building, serves the worshippers, complete with an altar, holy symbols, and benches where worshipers can sit. A wall separates the temple from the other two rooms on the southernmost side. One room is reserved for the Shrine's acolytes and any visitors in need of lodging, while the other is the priestess' private abode.

RESIDENTS

Narika Graybeard, a wise and aging Stone God Fellowship priestess, runs the place with a handful of acolytes.

Narika Graybeard: Dwarf Clr8.

Acolytes of the Spire (4): Dwarf Clr1.

The Shrine of the Spire is a simple place, but upon its altar stands a gold cup (worth 50 gp), a jeweled box (worth 75 gp) that holds prayer sheets dedicated to the Shrine, and a locked iron chest in which 75 gp, collected from charitable worshipers. Three 6 foot-tall stone replicas of the Spire, weighing 800 lbs each can also be found here (these could be sold to other temples for approximately 1,200 gp each).

ACTIVITY

The Shrine of the Spire offers shelter to those in need, and it is the only institution in the district that would consider housing non-dwarf characters for free. While there is little need for this service (and in fact only very little demand), Narika Graybeard is proud to offer it. She is also a skilled healer and will gladly offer her services for free, provided those she heals respect her faith. Donations, of course, are



always welcomed. Although traditionally well maintained over the years, the Shrine of the Spire could currently use some repairs. Because it is considered a poor dwarf's version of the Hall of the Ancestors, the generosity of those few who use it is not enough. Narika wishes to change this unfortunate situation however she can.

HOOKS

- Narika Graybeard is an advocate of peaceful relations between the races. As such, she worries about how her cousin, Tharn Graybeard, runs the political affairs of the district. He wants her to stop feeding the poor of non-dwarf heritage and limit her ministrations to "district residents" (i.e., dwarves) only. She asks the PCs to help her convince him that such an action would only harm the commercial and diplomatic status of the district, and cut the dwarves off from the rest of the city.
- In an effort to attract more people to her temple and raise money to pay for its repair, Narika Graybeard and her acolytes recently offered free food and drink to those who come to pray at the Shrine. The ruse worked and the Shrine has seen more worshipers in recent weeks. The high priest of the Hall of Ancestors, however, has condemned her action as unlawful. Narika hires the PCs to find other ways to raise money, make repairs, and attract worshipers.

A8. SORKIL AND SONS: EMBALMERS

Standing between the shadows of the City Wall and those of the Hall of the Dead, this large, single-story residence consists of simple stone of a sandy coloration. A simple iron plaque bolted upon the front wall reads, in large dwarven runes, "Sorkil and Sons: Embalmers." This is the house and place of business of Erek Sorkil (Dwarf Exp11) and his two sons, Narkil and Marik (Dwarf Exp4). Embalmers by trade they service both the residents of the district and those of non-dwarf blood who use the Mausoleum to bury their dead. Over the years, they benefited from the Mausoleum's status among the noble and rich merchant families of the city, who consider it infinitely preferable to simply cremating their dead like common laborers.

Sorkil and Sons offers typical embalmer services. Their age-old methods include the use of natural and alchemical herbs, powders, and solutions to treat corpses in order to prevent decay. They also clean and dress up corpses, and use makeup to make them more appealing when required. Full treatment of one corpse costs 300 gp. Several embalming herbs and alchemical solutions (worth a total of 100 gp if resold) can be found in Sorkil's place. The embalmer also carries a pouch with 67 gp and three chunks of amber worth 85 gp each.

A9. HALL OF THE DEAD

At the foot of the bluffs dominating the western part of the district stands a high stone structure, which is divided in three distinct sections. The first and most impressive is made from three massive rectangles carved from black and lustrous volcanic rock. From east to west, each of these rectangles is shorter and narrower than the previous. The westernmost of these looms over 150 feet above ground and holds large double doors in its center. These doors are made of black iron. Upon them are the shapes of countless skulls and bold dwarven runes that read, "The Hall of the Dead."

East of this impressive structure, just below the high bluffs, is a 20-foot high wall of dull black stone. This promontory surrounds the inner courtyard, an elaborate garden filled with black roses and purple tulips. In the middle of the garden are two small structures of pure white stone, which stand out amidst the dull black. Each of these is composed of a roof supported by walls on the north and south sides. Inside the open structures, the walls are decorated with frescoes representing dwarves and members of other races performing funeral rites. West of these, upon the impressive black wall, stands a pair of massive iron doors with many skulls in bas-relief upon them. They appear exactly like the ones leading into the Halls of the Dead, and their inscription reads, "The Mausoleum."

The Hall of the Dead is the sole entrance into the Mausoleum (location A10).

RESIDENTS

Sentries from the Dwarven Militia guards the exterior of the Hall of the Dead at all times. This magnificent but macabre place is run by Zurir Hardwill, an old and highly regarded Stone God Fellowship priest. He lives here with his wife Mauri and daughters Karmi and Zurki, who help him in his duties. Zurir, now mostly an administrator, keeps a record of all those buried within the Mausoleum, but his chief responsibility is to ensure that the affairs of the prestigious crypt remain in order. He is responsible for selling available space within the Mausoleum as well as arranging and scheduling funeral services for those who use it. Zurir also occasionally patrols the corridors of the Mausoleum to make sure that everything within remained undisturbed. Either he or one of his daughters prepares the crypt where the newly dead is to be buried by dusting the coffins that might already be there and lighting candles to receive the deceased.

Zurir Hardwill: Dwarf Clr8.

Mauri Hardwill: Dwarf Clr4.

Karmi Hardwill: Dwarf Clr3.

Zurki Hardwill: Dwarf Clr1.

Dwarven Militiamen Patrol (4): Dwarf Ftr1- 3.

In Zurir's office, one can find a large volume bound with leather and bone, titled, *A Record of Those Who Are Fortunate*, which lists the names of everyone buried within the Mausoleum and the Tomb of the Ancients, the date he was put there, and the number of the crypt into which he was placed. The book, however, does not hold any map showing the layout of the Mausoleum's many crypts, and only Zurir and his family know the layout of the place. Another book in the office, this one without a title, contains information on the families that purchased one or more crypts within the Mausoleum and the Tomb of the Ancients, which crypts they have, how much they paid for them, who made the payment, and when the transaction was completed. A large chest, kept locked at all times (successful DC 34 Open Lock check to pick) contains 817 gp. Zurir holds the only key to the lock. He also wears silver bracers of dwarven design that function as a *ring of free movement*, the only truly valuable item from his adventuring days.

ACTIVITY

Both the doors leading into the Hall of the Dead and those opening into the Mausoleum are closed and locked at all times. A successful DC 30 Open Lock check is required to unlock them. The Militiamen guarding the entrance can inform anyone wishing to speak with Zurir the Wise that they simply need to bang on the doors to attract his attention. For a fee of 10,000 gp, the PCs can purchase a crypt that can hold up to five Medium size sarcophagi within the Mausoleum (or the Tomb of the Ancients if they are residents of the district).

For a nominal fee, Zurir and his family can also purchase a sarcophagus from Baradir Craghand's workshop (location A6) and make sure the priestess of Shrine of the Spire is available for the last rites of the deceased. In other words, he can arrange complete funeral services.

Three to six times each month, a body is buried within the Mausoleum. When the deceased was a resident of the district, a funeral prayer is performed at the Hall of the Ancestors, followed by a procession (sometimes simple and sometimes elaborate) which bring the deceased to the Hall of the Dead. There, the corpse is placed in the center of the white structure for one day before being entered in the Tomb of the Ancestors. According to ancient beliefs codified in Stone God Fellowship scripture, this "final rest" allows the soul of the dead to journey to the Underworld unscathed, where it will then achieve fellowship with the Stone God. When a dwarf is placed there, the Hall of the Dead is closed and no visitors can set foot into the inner courtyard. For foreigners, the last rites are performed at the Shrine of the Spire and the procession brings the deceased directly to the entrance of the Mausoleum, where the corpse is placed in one of the many crypts.

Once every other week, the aging priest brings 90 % of the Hall of the Dead's earnings to the Hall of the Ancestors. A contingent of four elite Militiamen (Dwarf Ftr3) escorts him. The rest of the money is used to pay for the living expenses for Zurir's family, as well as the normal upkeep for the Hall of the Dead.

HOOKS

- A group of enraged and drunken humans stage a protest in front of the Hall of the Dead, claiming that one of their own, a famed adventurer, should have the right to be buried within the Mausoleum for free. Zurir asks the PCs to either disperse the crowd or convince the district's Conclave of Elders to bend the rules for this one man.



A10. THE MAUSOLEUM

Dark passages and chambers engulfed in shadows form a great labyrinth in this seemingly disorganized network of interconnected crypts. The area holds hundreds of different rooms, and while the corridors are empty, its walls are adorned with countless bas-reliefs and frescos. The bas-reliefs, which are still in terrific shape despite their obvious age, cover most of the surface of the lower walls. They are shaped in the form of tiny humanoid skulls. Many appear to be screaming in silent wails of desperation, and all of them are disquietingly lifelike. The frescoes, on the other hand, are extremely difficult to discern, since the paint used to make them has faded with the passage of time. In some places, however, a few of these once beautiful paintings are still visible. They depict dwarfs, elves, and humans journeying across a great underground river, through a boundless plain, and over a high mountain to arrive at a place of peace. The frescoes make up the upper portion of the walls.

Most of the chambers found here contain elaborate sarcophagi made of colorful stone, and cleverly adorned with bronze, silver, gold, or even platinum. Some of these also have jewels imbedded upon them, but the great majority are plain, rectangular boxes of ordinary stone.

The dwarves carved an ever-expanding necropolis into the bluff to accommodate noble and rich families of non-dwarven blood who wished to give their loved ones proper burial. The nobles pay well for this privilege and the dwarves are happy to accept their money. The east and south part of the labyrinth is reserved for them while the northeastern portion of it, called the Tomb of the Ancients, is kept for the dwarves (see location A11).

RESIDENTS

Aside from Zurir Hardwill and his family (see location A9), who occasionally venture down these parts, none but the dead dwell here. Zurir's clan are also the only people familiar with the layout of the Mausoleum; no map of the place was ever drawn.

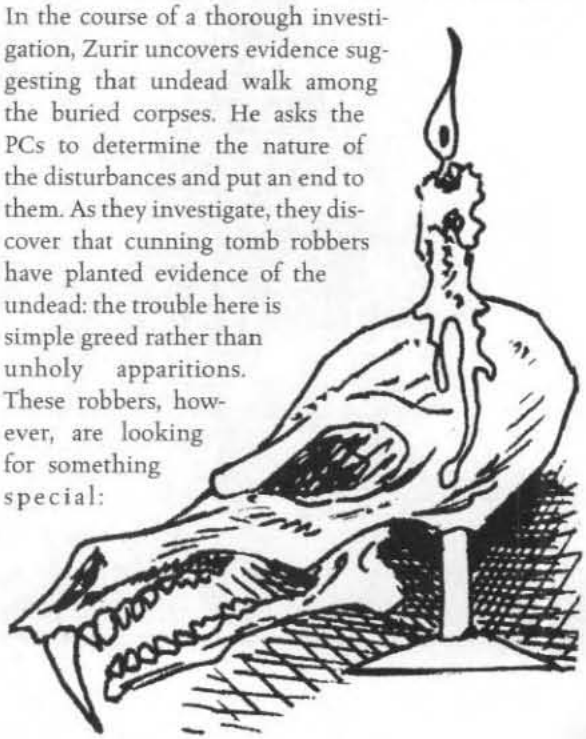
It is said that vast quantities of riches can be found within the Mausoleum, as the dead of rich and often noble families are buried there each and every year. This rumor is indeed true, and untold riches lie within the hundreds of crypts of the area. Most, however, are entombed within the sarcophagi of their owners, and thus robbers need to pry these stone coffin open (often breaking them in the process) in order to gain access to the wonders within. While some minor magical items can occasionally be found, most of the riches consist of silver and gold goblets, precious stones, finely wrought jewels, and gold and platinum pieces, as well as countless other non-magical treasures. The exact details are up to the DM — as are the traps which lie waiting in more than a few sarcophagi for just such an occasion...

ACTIVITY

When the dead of rich and noble families of non-dwarven blood need to be buried, a procession (led by Zurir) brings them to their assigned crypts. From time to time, dwarf stone workers are commissioned to enter the Mausoleum and dig new crypt chambers in the west in order to accommodate more people. There are currently no workers assigned here: plenty of empty rooms are currently available to accommodate the deceased.

HOOKS

- Disturbing things are taking place in the Mausoleum: bodies have disappeared, tombs have been desecrated, and some of the treasure buried within has been stolen. In the course of a thorough investigation, Zurir uncovers evidence suggesting that undead walk among the buried corpses. He asks the PCs to determine the nature of the disturbances and put an end to them. As they investigate, they discover that cunning tomb robbers have planted evidence of the undead: the trouble here is simple greed rather than unholy apparitions. These robbers, however, are looking for something special:



an ancient artifact believed to have been buried here centuries ago. They work for Mortenheim, the Dean of Necromancy at the Arcane Academy (location K2), who needs the artifact to continue his studies. It is up to the PCs to stop the scheme and restore order.

- Rumors of a hidden entrance into the Mausoleum have reached the City Council. Stories of theft and desecration abound throughout the district. Knowing full well that this will tarnish the Mausoleum's reputation (and cost the district considerable amounts of money), a member of the Conclave of Elders hires the PCs to investigate.

A11. THE TOMB OF THE ANCIENTS

A massive door of dark bronze blocks the end of this passageway. Beyond the door is an intricate series of passages and chambers, which appear to be natural caves. The stench of dried mildew lingers in the stale air. In some areas, wide and sticky spider webs block the way, and a thick blanket of dust covers the floor. This dust, however, is not undisturbed: the footprints of humanoids can clearly be seen upon it.



Opening the door to this area requires a successful DC 32 Strength check. It is unlocked, but its sheer bulk makes it a formidable barrier.

This network of underground caves is in some ways the continuation of the Mausoleum, but it was built much earlier. The vast labyrinth of crypts is reserved for the burial of dwarves who either lived in the district or rendered great service to the city. The stone chambers and corridors of this area are so ancient that they are very smooth and now seem to have been naturally formed, though they were originally carved out from the bedrock in elaborate configurations. Unlike the corridors of the Mausoleum, no frescoes or bas-reliefs adorn the walls. The only decorative features in the Tomb of the Ancients can be found within the crypts themselves: more elaborate sculptures, frequently adorned with dwarven runes, were often carved within the walls and ceiling of the catacombs. Many of these, however, are now as plain and austere as the corridors.

Somewhere within this labyrinth lie the many tombs of the Founders. These dwarves, four in all, each led one of the dwarven clans that came to the city long ago. In some circles, their deeds and visions are revered, and most dwarves in the district grant them some measure of respect. Legends hold that the Founders were buried with many riches, but also that their knowledge and greed reach beyond the grave. They were entombed in the only sealed crypts of the area. The stone slabs leading into these crypts are marked with the seal of their respective clan, and have never been opened since the day their occupants were buried here.

RESIDENTS

As with the Mausoleum, there are no living NPCs to speak of here. Not even Zurir's clan dares to disturb the crypts and tombs of this area. They simply deposit the newly dead and depart as quickly as they can.

The long deceased Founders are now part of the walking dead: liches infected with greed and using their powers to destroy all those who disturb their rest. Anyone who dares breach their tombs might pay for such foolishness with their lives.

The Founders (4): Dwarf liches, as per the *Monster Manual*.

The Tomb of the Ancestors contains many riches, which are almost all guarded by traps. Within each of the crypts lies one to six sarcophagi, themselves worth 3,000 gp each. As for the treasure in the sarcophagus, determine randomly for each as if for a 20th level encounter. Four of the sarcophagi contain the phylactery for one of the dwarf liches.

ACTIVITY

A successful DC 23 Strength check is required to move one of the slabs that seal the four tombs of the Founders. Moving or breaking any one of these primitive stone doors, however, activates a set of *glyphs of warding*, which unleash a *lightning bolt* spell. The spell acts as if cast by a 10th level wizard. The *glyphs* magically reset after each use; those who touch the doors after being shocked once are in for a nasty surprise.

HOOKS

- Rovik Scarletaxe, of the Scarletaxe Clan (see location A5), is plagued by visions of his forefather, the venerable founder of his clan. With his father's help, he obtained written permission from the district's Conclave of Elders to check out if the tomb of his ancestor has been disturbed. He hires the PCs to investigate.

A12. STONE TERRACES

At the foot of the great bluff, just below the open cliff-face chambers are ten great stone terraces. High colonnades border these massive walkways. Each column found here is made of a different type of stone, as if its designers wanted to remind their peers of the many sorts of rock which grace their creations. Comfortable-looking stone benches and wide tables are spread out throughout the many great outdoor platforms. Most of them open into a grotto-like corridor leading inside the bluff.

Throughout most of the day, many inhabitants of the district can be found on the terraces. During weekdays, dwarf workers come to this place to have lunch or dinner and meet some of their friends. Many patrons of the Burrow (location A14) also come to the Stone Terraces to enjoy some good old-fashioned merrymaking. During holidays, the terraces are filled with celebrating inhabitants, Most other times of the year it is fairly quiet, and large enough so that groups of revelers rarely disturb those who have come here for a little peace.

The Stone Terraces are a good place to meet just about anyone, from dwarf commoners, craftsmen, and Militiamen to high level dignitaries and rich aristocrats. This is undoubtedly the best place in the district for a pickpocket to earn a few gold pieces. On occasion, politicians who need to perform public speeches use the terraces, as do artists who appreciate the solitude and the view.

HOOKS

- A group of thespians from another part of the city are performing for a small throng of dwarves. Their innovative performance requires audience participation. They soon include one or more of the PCs in their act. If they perform well, the PCs might be invited to join their troupe or work on a special project with them.
- One of the district's most famous (or infamous) politicians is making a speech. A large crowd (including the PCs) has gathered to hear him, but a commotion soon follows as someone in the audience makes a long-planned assassination attempt.

A13. CLIFF-FACE CHAMBERS

Along the face of the great cliff that dominates the western part of the district are about forty chambers carved into the rock. Many narrow stairways, also carved from the bedrock, lead to these various chambers. They serve as shops, stores, and sometimes also residences for many dwarves of the middle class. The fronts of these chambers have been converted into storefronts where fine arms, armor, jewels, statuettes, and other kinds of metalwork and stonework are offered. Anyone looking for gear, weapons, armor, and any sort of metalwork and stonework can find what they want here. While some of the dwarf artisans and craftsmen (Dwarf Exp5-10) might be willing to barter with friendly foreigners, most insist that the items they sell can only be acquired at the prices they have set.

A14. THE BURROW

At the end of one of the many stone terraces under the great bluff stands a small establishment where dwarves can be seen at all hours of day and night. It features two entrances, each opening onto a different terrace and each displaying a simple stone sign upon which thick dwarven runes have been laid. The signs read "The Burrow." Beneath each sign is a square opening carved directly from the rock of the bluff. Each of these leads into a relatively long and wide corridor, which in turn opens into the establishment itself.

The Burrow is essentially a single oddly shaped room divided into four different parts. The first is the common room, where two dozen long stone tables and five times as many stools are neatly arranged. The second is a long bar made out of stone, which takes a small portion of the common room. The third is a long corridor, which holds numerous small private booths. The last part, at the end of the corridor, is a small kitchen and storage area where several cooks are hard at work.

RESIDENTS

Kerdic Longfoot, a retired dwarf adventurer, is the proprietor of the Burrow. He and his four sons, Kerthil, Eridil, Drundic, and Verok, run the most popular tavern in the entire district. Open twenty-four hours a day, the establishment employs only the best cooks and hardest working barkeeps, and all of them in turn work long hours behind the bar. While Kerdic remains in charge of the Burrow,

his eldest son Kerthil takes care of purchasing the needed goods. His best supplier is Graybeard's Brewery, from which he buys all sorts of ale. The entire Longfoot family, and most of their workers, are well-trained warriors who at one point in time served in the district's Militia. Because of this and the fact that Kerdic made a fortune while he was an adventurer, their countless regulars respect them greatly. Kerdic often recount tales of his adventuring days and his son Drundic sings songs, which usually delights the Burrow's customers.

Kerdic Longfoot: Dwarf Rog8.

Kerthil Longfoot: Dwarf Ftr4.

Drundic Longfoot: Dwarf Brd3/Ftr1.

Eridil and Verok Longfoot: Dwarf Ftr2.

Barkeeps and Cooks (6): Dwarf Com1.

Customers (Varies): Dwarf Com1.

Kerdic Longfoot has a *+2 short sword* and a *ring of spell turning*. Both he and Kerthil carry at least 100 gp on their persons at all time. The petty cash of the Burrow as at least 200 gp in it, but this amount can vary. Verok, the youngest son, wears a brooch of elven design worth 450 gp (from his father's adventuring days) under his tunic.



ACTIVITY

Of all the places in the district, the Burrow is the place to meet people, enjoy an evening of merry making, and find adventuring opportunities. A true rumor mill and nest of information, the Burrow is also an excellent place to hear the latest gossip from the Dwarven District. One can find various informants, contacts, and employment offers here, and characters in need of a clandestine rendezvous with a district dwarf can find no better place than the burrow.

HOOKS

- A dwarf youth steals an item from one of the PCs and attempts to disappear through the crowd in the tavern. This is one of several members of a small gang of dissatisfied youth who play daring games with strangers. They do not need to steal, but instead do it to be admitted into the gang. Who controls these youths and why are they acting like common pickpockets?

A15. RANVIK'S PLACE

A simple red door sticks out from amidst the various shops and storefronts that open up from the face of the bluff. A narrow path made of gray gravel leads to this place. In front of the door is a small stone sign reading "Ranvik's Place." This quaint residence is the home of Ranvik the Runner (Dwarf Rog3), an old dwarf messenger, now long retired, and his wife Gertha (Dwarf Com2). The pair traveled to many foreign places in their youth, but are now content to reside in the district and enjoy what time they have left.

Their only son has recently disappeared, however, leaving a dark cloud over their otherwise peaceful lives. He was last seen leaving home to go to the Pavilions in the Artisans District (location L10), where he was seeking employment as an apprentice jeweler (he was not skilled enough to earn a position with any of the jewelers of the Dwarven District). In truth, he chose a path that his father would never have approved of, and thus never bothered informing his parents of his new profession... but they certainly don't know that.

Gertha inherited a silver tiara from her grandmother. She keeps the ancient family heirloom in a locked chest at the foot of her bed. It is worth about 100 gp, but most dwarves of the district would pay five times as much for it.

A16. UNDERGROUND COMPLEX (STATUE AT THE CROSSROADS)

A wide network of beautifully wrought private chambers, common halls, and family dwellings linked by equally attractive corridors, has been carved out from the surrounding rock. Each and every wall in this area is made of pale gray stone, which has been intricately sculpted to form various designs of obviously dwarven design. Though old, these motifs remain in surprisingly good shape and make the place a unique and intricate tapestry at which onlookers can only marvel.

A great statue stands at an important crossroad near some of the entrances leading into this area. This monument, made of shiny bronze, depicted four old dwarves. One stands proudly, holding a thick volume close to the flowing beard that falls to his belly. His wrinkled face seems to hold the dwarven virtues of determination and confidence. A second figure is posed for battle, a wide axe with a heavily serrated blade in his hand. A massive helmet hides the features of his face, but the sinew of his powerful arms can clearly be seen. The third bronze dwarf sits upon a wide anvil. He holds a short but thick bladed sword and his neatly coifed hair is held in place by a thin circlet upon the crown of his head. The last figure is robed in elaborate garments and his hair and beard are woven in long strands that fall to the middle of his chest and back. He holds a wide warhammer, its oversized head resting upon his shoulder.

A large portion of the Dwarven District consists of this vast underground complex of interconnected chambers, which serve either as a primary or secondary dwelling to the inhabitants of the area. While many of these residences have seen little or no use in recent years, they remain usable and are regularly cleaned. One of the reasons why this underground network was built was because the first inhabitants of the district were miners who searched for gold, silver, and mithral (they eventually found some in location A18). In addition, old habits die hard. While most of the dwarves who live in the district are now perfectly accustomed to life outside, finding it more practical in their constant dealings with the humans and elves of the city, they maintain this network as a safety precaution. If trouble ever hits the district, they can always retreat here to safety.

The statue at the crossroad is the oldest in the entire district. It represents the four dwarf founders, each the head of one of the four clans that came to the city long ago. Many dwarves view them as great visionaries who gave their people hope and a safe place to live.

RESIDENTS

Dwarf commoners inhabit about 30% of the chambers in this area. The rest of the dwellings either serve as secondary homes to wealthier dwarves, or as safe havens maintained by the Dwarven Militia. It is estimated that all residents of the district could live in these quarters — albeit somewhat cramped — for an extended period of time. Thus the dwarves maintain all these rooms and corridors to ensure the safety of their people in time of need.

Dwarf Commoners (Varies): Dwarf Com1.

Dwarven Militia Patrol (Varies): Dwarf Ftr1-3.

Treasures here are mostly limited to small quantities of gold and silver pieces, the savings of modest households. Exceptions can be made, of course, at the DM's discretion. In some chambers, salted foods, ale, gear, weapons, and armor can also be uncovered, as well as the occasional piece of jewelry or precious stone.

ACTIVITY

Although one can travel relatively undisturbed through this area, several units of the Militia conduct regular patrols. Non-dwarf characters are not allowed within this part of the district, unless extreme circumstances force the authorities to let them in. Also, known denizens must accompany non-dwarves who enter this area; otherwise they are escorted back outside. In times of trouble, the corridors leading to the exterior of the district can be sealed by a number of stone slabs, which can be activated by levers at various places throughout the complex. Each if these places are under the care of a trusted resident of the area, who is charged with sealing off a given corridor is the situation warrants it.

A handful of secret passageways can be found in the western part of this complex. Each of them leads to a different location outside of the city wall. They are carefully hidden and almost impossible to find from outside (three consecutive successful DC 35 Search checks are needed to discover each of them). These secret escape passageways are known only to a few prominent citizens of the district, as well a handful of carefully selected Militia members, who keep a close watch upon them. From the inside as well as from the outside, they are blocked to trespassers by a number of massive stone slabs. It is said that several traps, which can all be deactivated at once using a simple lever, also prevent intruders from entering. These passageways were built to ensure that the dwarves could evacuate the district should they ever need to.

HOOKS

- A group of humanoid raiders discovered the entrance of one of the secret passages leading into this part of the district. Almost miraculously, it seems, they have avoided the many traps and pitfalls, and also managed to open the barred doors leading into the district. They have ransacked several homes and kidnapped dwarf children before quickly disappearing through the secret passageway from whence they came. The Militia is wary of operating outside the district, so the families beg the PCs need to track them down and save the children.
- A freakish series of earthquakes disrupted the ancient foundations of a small area within this section of the district, causing several cave-ins. Many dwarves are trapped on the other side of the debris, and many fear they could suffocate. The PCs are brought into the area to lend a hand in the rescue operation.

A17. THE SOURCE OF LIFE

The passageway west of the Founder statue splits in two. Its northwestern branch opens into a large common room, in which many stone tables and stools have been set. The southwestern passage, however, leads to a set of massive doors of unbelievable beauty. These double doors were made from thick bronze of a shiny luster. A dozen thick bars of black iron reinforce the already solid structure. Framed by the same metal, these doors suggest being fashioned to resist a siege, but a second look at the intricate designs upon the bronze surface implies that they were also made to inspire awe. Most of the designs consist of ancient dwarven runes of unfathomable meaning, but at the top of the doors are the distinctive symbols of the four founding dwarf clans, fashioned from mithral inlay.

Inside these intricate doors stands a vast and splendid hallway. The walls appear to be made of pure gold and the fire burning in the many torches set in highly stylized silver sconces cast eerie shadows upon them. In the center of this great place stands a thick ring of pure white stone that surrounds a vast pool of crystal clear water.]

RESIDENTS

At all times, four elite guards from the Dwarven Militia are posted outside this hall. They are charged with protecting the main source of water the dwarves have access to inside the underground complex. These Militiamen do not hold the keys that unlock the doors leading into the great hall. The Source of Life, as the inhabitants of the district call it, is a vast pool of pure water, which is considered by many to be among the greatest treasures of the underground dwarven complex. Although the dwarves do not actually need the water, all are aware that it would become a primary resource should the residents need to shut down the district and fall back into the catacombs.

Elite Militiamen (4): Dwarf Ftr3.

Hidden behind the secret panel on the south wall is a small chamber seemingly filled with riches. The treasure, however, is a fake one. A successful DC 20 Appraise check confirms that the coins and jewelry stored here are next to worthless. See below for more information.

ACTIVITY

Two secret doors can be found inside this hall. The first one lies behind a large sliding panel upon the northwest wall. A successful DC 28 Search check is required to spot this panel and a subsequent successful DC 22 Strength check is needed to slide it open. Behind the panel is a large tapestry, which is actually a well made reproduction of one of the most ancient of its kind. The tapestry, however, is old, discolored, and moldy: next to worthless. Its true purpose is to hide the small secret door behind it, which requires a successful DC 30 Search check to find. This secret door leads into a passageway that ends with an identical secret doorway, which opens into chamber that gives access to the dwarven underground complex.

The southwestern wall of this hall also holds a secret panel. This panel, made of the same material as the golden wall, can be spotted with a successful DC 20 Search check. It opens into another large room, which contains three wide piles of treasure. Large opened coffers filled with gold, silver, and platinum pieces as well as with jewelry and various other items of seemingly tremendous value. These items, however, are not worth what they seem and only serve to cover the wide pits underneath. Each of these pits requires a successful DC 29 Search check to notice. Anyone applying more than 10 lbs. of pressure upon any of the piles opens the pits; they must then succeed at a DC 22 Reflex save, or else fall 100 feet to the bottom.

HOOKS

- The water of the Source of Life has been poisoned. Because non-dwarves have access to this part of the district, and very few residents can actually enter this room, the few dignitaries and Militia officers holding the key to this place are the prime suspects. The Conclave of Elders feel that their best option is to hire outsiders — the PCs — to find out who his behind this and why.
- Commotion from the Source of Life disturbs the peace of the area. The Militiamen guarding the place fetched someone who could unlock the doors as well as other Militiamen to watch their backs. All of them were slain, except for a lone survivor, who says that he saw a foul

beast emerge from the water and kill everyone before retreating to the abyss with the corpses of those it slaughtered. The PCs need to explore the Source of Life and slay the creature, which may be a water elemental or an aquatic outsider of the DM's choosing.

A18. SUPPLY ROOMS

This series of simple chambers, are interconnected by short but wide corridors in this section of the underground complex. Each room is filled with stacks of wooden crates and barrels of different sizes and make.

The dwarves use these chambers to store food and drink. The Dwarven Militia is in charge of ensuring that the stock of supplies is well maintained, and a contingent of four Militiamen (Dwarf Ftr1) guard the place at all times. Because the dwarves take every precaution in case they need to retreat to their underground complex, they store great quantities of ale here as well as dried fruit and salted meats in various chambers within this part of the district. These goods are refreshed on a regular basis, as the dwarves take them out of the stores to use them before they spoil and replace them with fresh provisions. Should the city or district fall, there is enough food within the stores of the underground complex to feed the entire population of the district for three months.

A19. THE OLD MITHRAL MINE

In the northwestern portion of the underground maze is an elaborate labyrinth of narrow passageways roughly cut out from the bedrock. These passages lead to a vast number of small unfinished chambers dug into unusual shapes. Strong wooden beams support the ceiling in several places.

This part of the underground complex was once rich in mineral deposits, but now only a tiny portion of it can be exploited. When the dwarves originally arrived in the city, the discovery of mithral within the heart of the bluffs played an important part in their choice to remain. Rumors of recently-discovered platinum and gold nuggets abound, as do stories of uncouth and vile creatures living in the deeper sections of the mine.

RESIDENTS

Though most of the Old Mithral Mine is unused, a tiny portion of it is alive with activity. 40 dwarf miners, under the supervision of Dorak Stoutshield exploit an area that includes a dozen small chambers. This area is relatively deep underground, and traveling from there to the mine's entrance takes several hours. The miners have set up camp near their dig and only return to the district once every two weeks to take a well-deserved respite and refill their supplies.



Dorak Stoutshield: Dwarf Rog3.

Dwarf Miners (40): Dwarf Exp3.

Anyone searching for gold or platinum might find small veins of it in this area. For each day someone spends searching here, hem is allowed a DC 25 Intelligence or Profession (Miner) check. Success indicates that they have found an area where they can dig out either gold (75% chance) or platinum (25% chance) ore, which can be smelted down into valuable metal. Each miner working it produces enough ore to realize 40 gp (for gold mines) or 10 pp (for platinum mines) per eight hours worked.

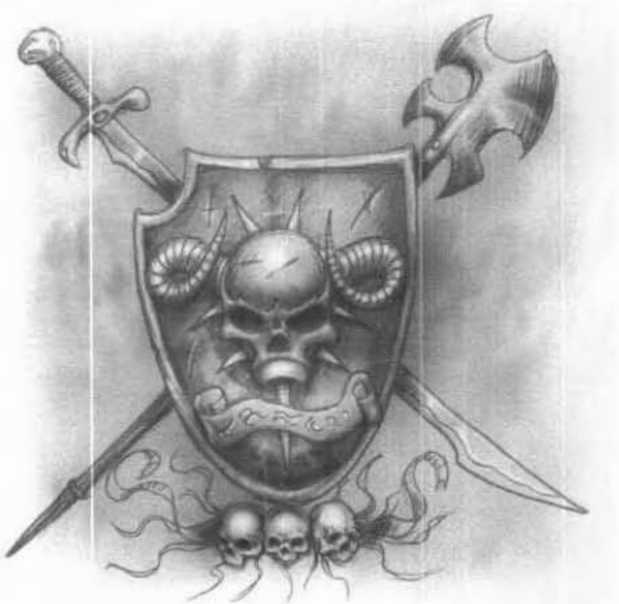
ACTIVITY

Some passages of the Old Mithral Mine were closed down long ago; planned cave-ins were triggered in order to shut the passageways off forever. Since most of them run deep into the rock of the earth, the dwarves did not want to take any chances by leaving them open. After all, who knows what menace might be lurking underneath? Rumors about mysterious creatures from far below abound, but as far as anyone can tell these are merely stories told by dwarf parents to their children. Unwary explorers could easily get lost in the Old Mithral Mine, however, and the DM can easily expand it into a dungeon complex many times larger than what is shown here.

Somewhere, hidden deep inside the Old Mithral Mine, is a series of small but well-furnished chambers. These rooms are used as the secret headquarters of the Dwarven Underground, an unofficial organization made up of a few handfuls of individuals who meet on a regular basis to share information on their activities and ensure that their agenda is progressing according to plan. They wish to break the power of the traditionalists in the district, easing the old taboos against allowing outsiders in and freeing dwarven politics from the stagnation in which they find themselves. They have begun slowly: Working conjointly with thieves and smugglers based in the Docks and Warehouse District, the Dwarven Underground is attempting to bring non-dwarven items into the district and sell them for less than what the local merchants suggest. It's hard going, however. Though they do manage to make money, black marketers are not the most welcomed people in the district, as most of its citizens are not only law-abiding individuals but also fervently protectionist of their own people and their economy. For now most of the Underground's activities focus on smuggling items of dwarven make out of the district. They use the Old Mithral Mine to meet and stash their goods. See Darakon's House (location A34) for further details.

HOOKS

- No one has heard from Dorak Stoutshield and his miners in over a month. A search party was sent to the miners' camp, but never returned. Friends of Dorak (or one of the miners) ask the PCs to investigate.
- One of the many closed passageways of the mine was reopened by a fell creature, who now terrorizes the inhabitants around the mine entrance. They hire the PCs to hunt down and drive the beast back from whence it came.
- A small army of humanoids led by a senior cleric of the Priests of Calamity Temple (see location J5) recently discovered a way to use one of the old corridors of the mine to gain access to the Dwarven District. They are planning an invasion — an effort to "liberate" their comrades in the Humanoid District — and hope to seize the whole of the Dwarven District in the process. The dwarves will need all the help they can muster if they hope to drive these aggressors back. If the PCs are in the district when this attack occurs, their help will be needed to put it down.
- Word of the activities of the Dwarven Underground has reached the Conclave of Elders. They hire the PCs to locate and arrest any smugglers associated with them who might be in the district, a task that might not be as easy as it looks considering the size and complexity of the Old Mithral Mine.
- The PCs are hired by the district Conclave of Elders to investigate the rumors of emerald findings in the Old Mithral Mine. In their search, the PCs discover that a renegade member of the Silveranvil Clan has not only uncovered emeralds within an abandoned section of the mine, but has also secretly begun to steal them for himself. Who is helping this renegade in his endeavor? Members of the dwarven community? A spellcaster from another district? Or perhaps even some organized criminal group from outside of the city?



A20. STATUE OF KAAR THE BLOODTHIRSTY

A ring of heavy black stone neatly set together with mortar encircles a wide basin filled with stale water. In the center of this pool is a dark marble plateau upon which stands a great statue of a dwarf warrior. The statue is carved from green marble and dominates the area. The warrior is some 9 feet tall. He wears a kilt, laced sandals, and breastplate armor, carved in a remarkably detailed fashion. Bulky muscles can be seen from under the clothing. The dwarf holds a battleaxe in one hand and a short spear in the other. His head is framed by a thick mane of unruly hair, but his face if beardless and youthful.

This is the statue of Kaar the Bloodthirsty, an ancient hero who once single-handedly saved the lives of the four original dwarf founders of the district. While the tales of his deeds are shady at best — he is often portrayed as harsh and unduly violent — his exploits are recounted in many books, poems, and songs, and all the inhabitants of the district are familiar with his legend. Kaar allegedly stood up against an entire army of savage orcs in order to the save the founders who were then on a diplomatic mission. Because of his importance in the lore of the district's history, a great artist built this statue in his honor.

Though the fountain where the statue was placed is now broken (its source cut off by tremors in the ground centuries ago), the place still serves as a playground for dwarf children. Both children and parents can be found around this area throughout the day. Anyone interacting with the dwarves gathered around the statue can learn from them about the legend of Kaar the Bloodthirsty.

HOOKS

- Legends from the ancient era state that Kaar eventually met his match in a cunning orc sorcerer, who trapped his soul within a lifelike statue in his image. Some residents of the district believe this tale, and the recent discovery of the hero's chronicles, written by one of his contemporaries, seems to confirm the story. The text also reveals that only an ancient artifact, in the form of Kaar's helmet but made from marble and of the same scale as the hero's greater-than-life statue, can release Kaar from his ancient imprisonment. Can the PCs find this oversized (and heavy) helmet? And once they manage to put it on the statue's head, what incantation do they need to sing in order to release the soul trapped within?

A21. WAR ROOM

The corridor abruptly ends at a set of massive bronze doors, each decorated with the face of an angry bull. Though the images are only slightly elevated from the otherwise smooth surface of the doors, the horns protrude for about two feet. Within the nose of each bull's face, set within the nostrils, is a fine golden ring.

Beyond the doors stands a large but oddly shaped hall. Massive columns form a number of different structures within it, joined by high walls which help to support the vaulted ceiling. Each of the three tall but narrow stone "buildings" on the western side has only one door, made out of strong iron. There are several windows surrounding these buildings, and their walls run up to the ceiling. On the eastern side stands a massive, almost fort-like structure, made out of stone and surrounded by narrow slits perfect for archers and crossbowmen, and can only be accessed through an iron portcullis, which in turn leads to a strong iron door.

This hall, affectionately called the War Room by most denizens of the area, was the first fortified place built by the original dwarf settlers. Officially maintained by the Dwarven Militia, the War Room never actually saw any use, despite its practical design. The dwarves, however, like to think that if things turn bad they can use it to house their most important dignitaries until the trouble passes.

Though the buildings to the west contain only simple military gear, and large sacks filled with sand, the structure to the east can actually be used as a fortified room where high-ranking officers and district officials could plan military strategies. It contains maps of the city and the district, various types of supplies, and enough arms and armor to equip a hundred Militiamen.

RESIDENTS

There are always four to twelve experienced members of the Militia guarding the War Room.

Elite Dwarven Militiamen (Varies): Dwarf Ftr 3.

Soldiers' gear, food, ale, detailed military maps (both old and new), and weapons and armor of various sorts can be found in the War Room.

ACTIVITY

In recent years, the Militia has used the grounds around the various buildings within the War Room to train new recruits. Because of its unique design and secluded location, special exercises can be performed here with little or no difficulty. About one week out of the month, the place is used by trainers and Militiamen to hone their skills, and

to perform or perfect special maneuvers requiring coordination between various units. Under special circumstance, PCs could receive permission to take part in the military exercises of the Dwarven Militia. If the PCs are particularly good combatants, Marshal Arnar Blacktooth (see location A2) may even hire them to teach new tricks to his men.

HOOKS

- The PCs are hired to train the men of the Militia. During the exercises, one of them attempts to murder one of the PCs. Why was this man hired to assassinate the character? Who is behind the affair? An old enemy of the party? Or perhaps a fanatical and xenophobic group of the community who wish to frighten all foreigners out of the district?
- A group of foreign humanoids recently dug a long tunnel that brought them to this room. They obviously had a detailed map of the area and were undoubtedly supported by magic. Now, they have barricaded themselves inside the fortified chamber and refuse to abandon the place unless the dwarves hand them a truly outlandish ransom. Appalled by the reluctance of his senior commanders to take back what is rightfully theirs, Marshal Blacktooth hires the PCs to "storm the castle."



A22. MEETING HALL

A large, flat-roofed building of sandy colored stone stands at the foot of the bluff in the northwestern part of the open-air neighborhood of the district. A series of massive columns of the same material and coloration supports the part of the roof covering a large porch on the front of the building. A flight of steps, as wide as the building itself, opens upon this simple gallery. There are no doors leading into the edifice; only a massive, perfectly square archway.

A long hallway stands inside, flanked by a row of columns of dark and lustrous brown stone, which support the ceiling and roof. At the end of the hall is a wide dais of the same highly polished stone. Upon this simple podium is a rectangular dark green marble block about 3 feet high.

The Meeting Hall is one of the first buildings constructed in the district. Its original purpose was to house the dwarf families in need of shelter while their own homes were constructed. After a couple of decades, as more and more facilities were completed, the great structure was converted into a place where dwarves of all ilk could meet and discuss matters of the day. The place still retains this function today.

RESIDENTS

During most of the year, the Meeting Hall serves as a gathering place that anyone from the district can use. Family gatherings, clan meetings, wedding celebrations, and similar sorts of events take place here. During the winter months, as well as on rainy days, the district's politicians sometimes use the Meeting Hall to address the populace. Because so many people wish to use the place for special or private events, such as clan gatherings, a designated administrator takes reservations. This dwarf, one Nirkon Fellblade, is a noble and venerable old fellow from the Silveranvil Clan in the twilight of his years. Nirkon is also in charge of appointing people to clean and maintain the Meeting Hall, and he maintains a staff of twenty to help him.

Nirkon Fellblade: Dwarf Ari7.

Administrative Staff (20): Dwarf Com3.

Nirkon Fellblade carries a bottle of *elixir of vision* (5 doses), which he uses to help spot areas of the Hall in need of repair.

ACTIVITY

Using the Meeting Hall is a free service offered to the community, and any denizen of the district can use it. Funds for the upkeep and repairs are taken from the district's treasury and handed out as needed by the Conclave of Elders. Any resident of the district can reserve the Meeting Hall with Nirkon Fellblade (provided there are no conflicting dates). Although it seldom happens, foreigners are sometimes allowed to use the Meeting Hall, but they must first agree to rent the place at the cost of 300 gp per day. Then they must ensure that no residents are actually using the facility, and present their case to the Conclave of Elders to receive permission (entertaining friendly relations with members of the Conclave always helps). Those well known and well respected within the dwarf community have a much easier time of it during this process.

HOOKS

- During a small and private wedding ceremony, the groom suddenly fell ill and the wedding was postponed. Two days later, the dwarf died of an unknown ailment. The bride-to-be suspects that her aristocratic father is behind the ordeal because he always obstinately refused to let her marry a commoner, even though she loved him. Is this a ruse concocted by a foe of the father of the bride or is her rich family actually involved in the death of her would-be husband? And what manner of magic or poison was used to murder the groom? Is this the work of someone in the district or were outsiders involved?

A23. THE GREAT SMITHY

This 50 foot-long building is cruciform. Its walls are windowless, made of dark gray stone blocks. In fact there are only two sets of windows in the entire structure: one some 30 feet above ground, and another 5 feet below the flat roof. There are no panes in these windows, which are fitted with bulky iron bars. The sole entrance to the building is marked by great set of bronze doors. Dwarven runes have been carved into the stone above the door; they read, "The Great Smithy." The roof of the large structure is comprised of flat burgundy tiles from which twenty chimneys protrude. Pale gray smoke rises from them, forming a thick smog that constantly hovers above the place.

The fire of twenty hearths and furnaces bathes the interior in a golden orange light and warms the place to an uncomfortable temperature. The Great Smithy is a veritable bustle of activity, as dozens of workers melt various types of metals in a score of hot furnaces and hammer strips of iron or mithral upon wide anvils. The sound of their crushing hammers reverberates through the open hall.

RESIDENTS

The most accomplished dwarven smiths practice their craft at the Great Smithy. Within the comfortable embrace of their own community, which view them as men of uncanny importance, these metal and weapon crafters fashion works of intricate design, tremendous durability, and high value. Their wares are in high demand and they are more than happy not only to supply the needs of the many residents of the district, but also to sell their valuables in other parts of the city. Only dwarves may work in the Great Smithy, and among them only the apprentices who have proven their mettle and work ethic to the Master Smiths will ever cast iron in this place. The dwarf smiths judged less worthy by the Masters must find employment somewhere else. While most of them eventually serve in the Dwarven Militia or become apprentices to other craftsmen, some also find employment as smiths in other parts of the city. For the dwarves, this is considered a shameful sort of exile.

Headed by Grand Master Karn Hammerhand of the Hammerhand Clan — who is considered one of the best living smiths on the planet — the Great Smithy is renowned as the greatest collected of iron workers in the world. All cultures and civilizations that have heard about the city or that have seen the work of the artisans from the Great Smithy are aware of the worth of the items fashioned there. Many warriors of the city, in fact, refuse to use any arms save those made by the dwarf weapon smiths of the Great Smithy.

Since its foundation, members of the Hammerhand Clan have run the place. Not only do the Hammerhand excel at all sorts of metal craft, but they are also considered great visionaries and inventors. Throughout the years, the men of Clan Hammerhand experimented with mixing different types of metal to form new and experimental alloys. They have developed remarkable techniques allowing them to make items of impressive durability, practicability, and design. Among the twelve master forgers of the Great Smithy are ten members of the Hammerhand Clan, including Grand Master Karn, who heads the prestigious institution. Below them are over 100 experienced journeyman smiths, as well as a score of apprentices who have only recently been accepted among the elite smiths' rank. There are also five young apprentices being evaluated by the Masters. They are called "outsiders" and must work for one of the Master Forgers for a period of at least one year, after which time the Master decides whether he is worthy of becoming a fully-accepted apprentice or not. 75% of those working at the smithy are of the Hammerhand Clan, 15% are of the Silveranvil Clan, and the remaining workers are a mix of the other two dwarf clans of the district. No foreigners, not even those of great renown, have even been invited to work at the Great Smithy. Some of the best dwarven smiths of the world, however, have occasionally been allowed to visit the establishment and work at its forges.

The Great Smithy literally vibrates with activity 24 hours a day; the many dwarf smiths toil day and night to fashion their wares. The smiths of the Great Smithy work in eight-hour shifts, during which time they take no respite. At any time, there are at least four master forgers, 36 journeymant smiths, and a dozen apprentices working here. In desperate times, these numbers can be doubled or tripled, but it takes exceptional circumstances for the smiths of the Great Smithy to change their routine, and this has not happened in many decades. Because of the many valuables found therein — and because the institution is the most lucrative in the district — members of the Militia constantly patrol the area around the Great Smithy and a contingent of elite Militiamen guards its sole entrance.

Grand Master Karn Hammerhand: Dwarf Exp 12/Wiz 6.

Master Forgers (4): Dwarf Exp15.

Journeyman Smiths (36): Dwarf Exp5.

Apprentice Smith (12): Dwarf Exp1.

Elite Dwarven Militiamen (4): Dwarf Ftr3.

Ingots of metal can be found inside the walls of the Great Smithy, from valuable silver, gold, platinum, and mithral to the more mundane iron and copper. Different types of alloys, especially steel used to fashion arms and armor, are also commonplace. Precious and semiprecious stones, which are used to embellish the more intricate pieces fashioned by the Master Forgers can also be found here. These are kept under lock and key at all times. At least five hundred finished products can be found within the Great Smithy, ranging from mundane everyday items (such as horseshoes and tools), to strange art pieces, ordinary and masterwork weapons and suits of armor, and fine metal jewelry. Like the gems, they are stored within a locked chamber near the entrance of the establishment, requiring a successful DC 30 Open Lock check to pick.

ACTIVITY

Although the Great Smithy only rarely welcomes strangers, some foreigners of special status (such as dignitaries from other parts of the city or the world) or skills (such as famous metal smiths) are sometimes invited to visit. During such times, extra measures are taken and additional members of the Militia are brought to keep an eye on the locked rooms and coffers holding the Smithy's various valuables. Characters who entertain good relations with a Master Forger or Grand Master Karn can attempt to purchase items directly from the artisans, but this is only acceptable in special circumstances. Most of the equipment fashioned in the Great Smithy is sold to partner dwarf merchants or wholesalers who handle the business side of the affair.

HOOKS

- In recent weeks, several items have been stolen from the Great Smithy. These were little trinkets at first, but the last few were of greater value (perhaps even magical in nature). The PCs are asked to organize a stakeout in an attempt to uncover the person responsible. When they realize that one of the most venerable smiths of the place is behind the thefts, they must act quickly and discretely in order to preserve the Great Smithy's international reputation.
- The last two days of production were wasted, as the Master Forgers realize that the items created by their smiths are worthless. The metal used to fashion them is soft, and it bends and breaks easily. Someone tampered with the stock of raw materials, or with the fires of their forges. Whatever the case, magic is involved, requiring further measures to fix things. The PCs must not only find the problem and locate the culprits, but also uncover a way for the Great Smithy to resume its normal activities.
- The Great Forge requires a prodigious quantity of raw metal to fuel it, and Grand Master Karn is always interested in finding good new sources of supply. He and the Hammerhand Clan have entered into a business relationship with the Sir Montagu Tieran (see location E13) to exploit a recently discovered mine. He has never done business with humans before quite this intimately, however, so he hires the PCs to investigate the Tieran family for him. Alternately, Grand Master Karn could also hire the PCs to investigate rumors of yet another excellent deposit of metal ore in another location.

A24. WAREHOUSE

This simple single story building, like many others in the district, is built of pale gray stone. Its walls, however, are windowless and its flat roof holds no chimney. A single door, made of iron then painted violet, leads to the street.

This elongated building originally served as a warehouse where the artisans of the Great Smithy stored their raw materials as well as some of their more ordinary finished goods. Today, the building continues to serve this purpose, but the Master Forgers prefer to keep their completed items within the Smithy itself until their partners (mostly merchants or wholesalers) come to pick them up. Accordingly, the warehouse is usually only half full. It holds all sorts of raw metals, as well as additional tools needed for work at the Great Smithy, such as hammers, anvils, and pincers to hold molten metal.

A patrol of four elite Militiamen (Dwarf Ftr3) guards the premises at all times. The sole entrance to this building is kept locked, and only two keys exist. One is kept in one of the safes of the Great Smithy while Karn Hammerhand himself carries the other (see location A23). Picking the lock requires two successful consecutive DC 26 Open Lock checks. Failing any of these checks freezes the mechanism, which makes the door impossible to open unless a locksmith repairs it (which takes over four hours of work and a successful DC 30 Open Lock check).

HOOKS

- A theft was recently attempted at the Warehouse. Some of the culprits distracted the Militiamen while at least one other attempted to unlock the door. The maneuver spoiled the lock completely, and even the district locksmith cannot repair the intensive damage (the mechanism was ruined with acid). Grand Master Hammerhand hires the PCs to find a solution to this problem, and perhaps investigate who was behind the attempted burglary.

A25. GRAYBEARD'S BREWERY

Unlike most dwellings in the district, the roof of this large building is a pointy structure made from bright yellow clay tiles. A dozen chimneys of dark red brick protrude from the roof, and billowing white smoke forms a wide cloud above the other buildings of the northeastern part of the district. The house itself is made from red brick, between which a thick layer of gray mortar can be seen. A wide and well-kept path, paved with the same material, leads to the entrance of the building, in front of which is a colonnade of white pillars. On either side of a large opening stands a great door made of oak, which could easily be shut. In front of the house is a wide sign carved out of maple. The words, "Graybeard's Brewery" are carved upon the sign in dwarven runes.

Inside is a large working area where several different types of ale are made. Wide basins dominate the inside of the building, which also hold several stacks of sacks filled with wheat, barley, and other products needed to produce the brew. On either side of the entrance, both walls are filled with piles of wooden barrels, metal kegs, and glass bottles filled with ale of different grades. The contents of the barrels are stenciled along the side and the seal of the Graybeard Clan (the face of a wizened old dwarf) can clearly be seen upon their tops. A wall separates a small area of the building, which serves as the administrative office.

Graybeard's Brewery is the second largest and second most respected institution in the district. For generations, the men of the Graybeard Clan have perfected the art of brewing. Their business offers ale of different grades and prices, including specialty ales that only they can produce.

RESIDENTS

The place employs 90 skilled brewers as well as several sellers to deal with the merchants who purchase its products. Threkir Graybeard, one of City Councilman Tharn Greybeard's brothers, runs the place. While the Brewery is owned and has always been operated by members of the Graybeard Clan, it employs dwarves from all four clans.

Graybeard's Brewery is open 24 hours a day. At least 30 employees are on the premises at all times (working in shifts of eight hours), including at least two of the six master brewers, twenty journeyman brewers, and ten apprentices. The master brewers are the recipe specialists and supervise the work of the journeymen, who have a number of specific tasks to perform. The apprentices, for the most part, do most of the grunt work while they slowly learn their craft.

Threkir Graybeard: Dwarf Exp12/Ari6.

Master Brewers (2): Dwarf Exp10.

Journeyman Brewers (20): Dwarf Exp5.

Apprentice Brewers (10): Dwarf Exp1.



Vast amounts of the raw materials needed to produce ale can be found in Graybeard's Brewery. Dozens of barrels filled with fine ale can also be obtained, including twenty of "Graybeard's Golden Stream," the brewery's most renowned recipe. The administrative office of the Brewery also guards a locked chest (successful DC 20 Open Lock check to pick) containing a record of the business' patrons as well as one large sack holding 2,000 gp.

ACTIVITY

Once a week, merchants from the other districts of the city come to Graybeard's Brewery and fill their wagons with barrels and kegs of ale. These retailers and wholesalers usually bring back their empty containers to the brewers, who can wash and reuse them. Dwarves from the district are welcome at the Brewery any day from 8 a.m. to noon. Anyone can purchase directly from the Brewery, provided they buy it in sufficiently large amounts. To do so, they must deal directly with Threkir Graybeard. While the old dwarf proudly respects set prices, he can offer substantial discounts to merchants who agree to buy exclusively from him. Kerdic Longfoot of the Burrow (see location A14) is one of those loyal buyers who benefits from this kind of deal.

The Brewery offers different grades of ale, all of which is of fine quality. "Graybeard's Own," the most common ale, is produced in vast quantities. "Graybeard's Red," "Graybeard's Yellow," and "Graybeard's White" are specialty ales in high demand among wealthy or noble circles. The best kind of ale produced here, however, remains "Graybeard's Golden Stream," which takes four years to mature. While the more common ales are produced and sold in large wooden barrels only, specialty brews are also available in smaller containers, such as metal kegs and tall glass bottles.

HOOKS

- The shipments of the last three merchants who purchased ale from the Brewery were attacked outside the district. Many of the merchants were killed and the others were badly beaten. The barrels and kegs of ale they carried were destroyed. Witnesses and victims of these attacks say that a bevy of masked humans were responsible. Why does this band of murderers concentrate their attacks solely on merchants buying from Graybeard's Brewery? Is someone trying to dissuade merchants from doing business with the ancient dwarven institution? Or is this simply a coincidence? Threkir Graybeard hires the PCs to find out.
- One of Graybeard's journeymen has recently disappeared. A frantic search could not uncover him... until several days ago, when his body was discovered in one of the ale barrels that had been sold to the Burrow. Greybeard hires the PCs to investigate. They could uncover a well-plotted coup, aimed at a bigger political scheme, or a simple dispute among employees that took a turn for the worse.

A26. THE CIDER HOUSE

On the north and easternmost side of the district stands a wide building of rosy-colored stone in front of a fenced yard filled with apple trees. The trees are short and neatly trimmed, and form an orchard that extends northward up to the face of the mountain and eastward to the great wall making the edge of the district. The building itself is 20 feet high. Its roof is flat and includes several chimneys. On the southern side, the fence is made from the same rose-colored stone as the house and reaches the high wall that separates the Dwarven District from the Humanoid District to the east. In front of the building is a large pale green marble slab cut in the shape of an apple. At the center are carved the words "Cider House" in dwarven runes.

The Cider House is a relatively new institution in the Dwarven District, only slightly over 100 years old. Before this place was built, the entire area was a field where apple trees grew aplenty. They legally belonged to all residents of the district, but few of them actually used them. When Korvik Greenhand, an enterprising young dwarf, presented a concrete plan to the district's Conclave of Elders explaining how to exploit the place, the Conclave permitted him to build on the site. The apple trees formed a natural resource which could be put to good use, and Greenhand did not intend to see them squandered. The Conclave also agreed to give him exclusive rights to the orchard. In exchange, Greenhand was to give the district 45% of all his earnings. This agreement ends in three years.

RESIDENTS

Under the supervision of Korvik Greenhand (who handles all administrative duties), a master apple grower named Ronok Longsleeve and a master cider maker named Thurnon Scarletaxe, twelve dwarves work at the Cider House. They are responsible for seasonal apple picking, for taking care of the apple trees (mostly by cutting away dead wood to keep them strong), and for making the different types of ciders.

Korvik Greenhand: Dwarf Exp11/Rog3.

Ronok Longsleeve, Master Cider Maker: Dwarf Exp8.

Thurnon Scarletaxe, Master Apple Grower: Dwarf Exp6.

Journeyman Apple Grower and Cider Makers (9): Dwarf Exp3.

Apprentice Apple Grower and Cider Makers (4): Dwarf Exp1.

Hundreds of barrels and bottles of various types of cider can be found at the Cider House, as well as vast containers where the liquid is placed to ferment, empty wooden barrels, glass bottles, and crates. Within the administrative office is a locked safe containing 600 gp and a cabinet with documents pertaining to the yearly harvests and paying customers. Several books on apple picking and cider making, written in Common, are neatly placed upon a shelf. A basket filled with fresh apples stands in the center of a wide stone desk, surrounded by paper and ink.

ACTIVITY

The Cider House produces sweet apple cider in three varieties: filtered, boiled, and fermented alcoholic cider. The last has become the Cider House specialty. It is also the only type of cider that sells relatively well in the district, and more and more inhabitants recognize its fine qualities. Most of the products of this establishment, however, are sold to other city districts.

The Cider House is not normally open to the general public. Instead, it sells its products to merchants and wholesalers, most of whom travel from other districts. Korvik Greenhand allows his business associates to purchase his goods throughout the year, during normal business hours (from dawn to dusk). Members of Clan Graybeard never buy from the Cider House, since it would trump tradition (and the wishes of Threkir Graybeard, proprietor of Graybeard's Brewery). Other aristocrats from the district sometimes deal directly with the Cider House, purchasing fine products they can serve to their guests. Individuals cannot purchase directly from the Cider House, but instead must deal with one of the few merchants from the district that sells its products.

HOOKS

- Greenhand's contract with the district's Conclave of Elders will be up for renewal soon. Although he has had some financial difficulties in recent years (mostly due to bad weather and poor harvests), he is confident that he can make the establishment even more profitable. However, he does want a contract that will be more lucrative for him. He hires the PCs as his main advisors and negotiators, asking them to bribe, coerce, or otherwise convince the members of the Conclave to abide by his demands.
- The last harvest was not a good one for the Cider House. The apples were small and dry, and their coloration was an odd dark green that Greenhand and his employees had never seen before. The strange apples (which were in fact magically mutated), produced bitter cider, which hewould never dare sell. Why did someone tamper with the harvest? Who is trying to discredit the Cider House? Someone who wants to evict Greenhand and his business in order to take the place for himself? Or simply an old enemy seeking retribution?



A27. HOUSE OF CLAN GRAYBEARD

West of the high wall bordering the district stands a great house that stands over 50 feet tall. In front of it is a tiny wooded area still untouched by civilization. The house itself is made from white stones and its three distinct facades hold a number of different colonnades composed of the same material. Though each of these facades has a doorway, it is clear that the principal entrance is at the heart of the structure: a high set of double doors framed with an intricately carved archway covered in hundreds of dwarven runes. On top of the doors is a massive and perfectly round bronze plate emblazoned with the face of a wise old dwarf with a flowing beard and helmet. The heraldic symbol stands out from the otherwise pure white stone of the manor house.

One of the first buildings to be built in the district, House Graybeard is the traditional seat of the clan's leaders. For generations, those who have led the clan and their many advisors (typically their brothers or uncles) have lived here. Though old, this beautiful manor is well kept. Like many of the buildings in the district, it was so well made that unless disaster strikes, it will remain standing for uncounted generations to come.

RESIDENTS

The members of Clan Graybeard are, for the most part, rigid, conservative, and inflexible. They tend to view the world as either black or white, and most fail to grasp the many shades of gray in between. Of all the different clans, they are the most xenophobic, and many among them view non-dwarven culture as an affront — and even a threat — to their own cultural heritage. In fact, many Graybeards fear that the uniqueness of their own people will eventually disappear if the common dwarven population is allowed to intermingle with the rest of the city.

The members of this clan are often stern and highly suspicious of strangers, but they do get along well with most dwarves. What they fear above all else is chaos. They view order as the goal all respectable societies should strive for, and many Graybeards are willing to enforce law and order through every means at their disposal — even if this means annulling the freedom of other dwarves. After all, they know what is best for their people.

Tharn Graybeard, the clan's elder, is the district's official representative on the City Council. He and his brothers play a key role in district politics and all are part of the Conclave of Elders. Tharn hopes to reintroduce some of the old code of conduct, and rekindle traditional dwarven values within the district. He and his brothers would probably rule the place with an iron fist were it not for the fact that the members of the other clans are watching them closely — and often fail to see why non-dwarven influence should be removed from the district. The Graybeards' views are regarded by some of the younger dwarves as archaic and inflexible, and many residents are beginning to question their leadership.

Each of Tharn Graybeard's brothers plays an important role in the clan. Threkir takes care of Graybeard's Brewery (location A25) and thus generates most of the clan's revenue. He can be found there most of the time, but he lives here in the ancestral home. Thuron Graybeard is the principal political advisor of his elder brother. He follows Tharn everywhere and, when need be, defends his interest at the district Conclave of Elders. The youngest brother, Thurvik, takes care of the ancestral house and represents Tharn during private clan meetings.

Tharn "The Elder" Graybeard: Dwarf Ari15/Ftr 4.

Thuron Graybeard: Dwarf Ari14.

Thurvik Graybeard: Dwarf Ari7.

Threkir Graybeard: see location A25.

Graybeard Aristocrats (15): Dwarf Ari1.

Servants and Repairmen (10): Dwarf Com1.

House Graybeard holds a wide variety of ancient dwarven items: weapons, shields, armor, helmets, clay and silver mugs, iron combs, gold brooches, mithral necklaces, bronze armbands, and so on. They are worth about 10,000 gp, in total, but they have deep sentimental value to all residents of the district, who would pay up to four times their actual worth in order to get them back. A hidden, locked, and trapped vault under the manor house also holds clan treasures, which total 28,000 gp in platinum coins and precious stones. To gain access to this vault, one must find the secret trapdoor within the floor of the first story house (successful DC 32 Search check to notice), unlock it (with a successful DC 28 Open Lock check), and descend a 50-foot long ladder that leads into a small underground chamber. Anyone stepping upon the floor of this vault without first pushing a hidden button (found upon the wall near the ladder, with a successful DC 34 Search check) automatically triggers a *word of chaos* trap placed upon the room: CR 8; magical device; location trigger; automatic reset; spell effect (*word of chaos*, 15th level cleric); Search DC 32; Disable Device DC 32.

ACTIVITY

While most of Tharn's decisions are revealed at the Hall of the Ancestors (location A30), all of them are made here. Each week, Tharn and his three brothers gather at House Graybeard to discuss important political affairs. In the rare instances that Tharn cannot attend (because of his duties at the City Council), Thuron presents his brother's views and ideas. Once per month, other members of the Graybeard Clan are allowed to participate in these meetings and share their ideas. However, since the members of Clan Graybeard strictly follow ancient custom, only the head of each individual family is welcomed. Some youths of the clan are beginning to openly question this practice, as all other dwarven clans are much more inclined to listen to their younger members. Characters visiting House Graybeard might receive permission to see one of the elder brothers... if they are dwarves. Non-dwarf characters will never be allowed inside; as such a person is never welcome at the ancestral manor.

HOOKS

- Dissatisfied youths of Clan Graybeard, supported by a number of district residents from the other clans, are protesting in front of House Graybeard. This small throng claims that the politics of the clan are too rigid, that their views of non-dwarves are too narrow, and that their attitudes towards the young members of the clan are an affront to modern life. The PCs are hired by the Graybeard elders to disperse the crowd and make sure this type of chaos does not happen again. Will they perform their duties or will they be swayed by the throng's ideals?

A28. HOUSE OF CLAN HAMMERHAND

This wide and richly decorated manor is shaped in the form of an oversized "U." It is undoubtedly one of the most beautiful buildings in the district, made from dark green stone and holding dozens of windows covered with elaborately designed stained glass panels. The walls are covered with designs carved in the form of hammers, maces, and mauls. They are only perceptible from a distance, however; when one stands close to the walls they appear only as shapeless carvings. The principal feature of this great residence is the oversized hand holding a huge hammer hanging over its main entrance. This insignia was molded from a brilliant combination of mithral, silver, and gold.

Although the Hammerhand Clan is the smallest and least influential in the district, its ancestral residence is probably the most wondrous of all the main clan residences. Because of their close relationship with the Great Smithy, members of Clan Hammerhand collected a great number of intricate works of art throughout the centuries. Countless works of metal — from fashionable suits of armor to highly stylized weapons, cauldrons, statues, jewels, and similar items — can be found in their homestead. The elaborate stained glass windows conceal iron bars designed to prevent any outsider from entering the place. Many runes and wondrous designs also decorate the protective bars, allowing them to fit perfectly into the interior décor.

RESIDENTS

The members of the Hammerhand Clan have long played important roles in the Great Smithy (location A23). Since the foundation of the city, the males of the clan have devoted themselves to this respectable institution, and many Hammerhands have in turn become Grand Masters of the Great Smithy. For centuries, most sons of the clan were encouraged to become weapons crafters and metal smiths. Those who chose other professions (either because of ineptitude or lack of interest) were often regarded as odd by their family or flat-out shunned.

Because of this, the members of the smallest dwarven clan are often either deeply entrenched in ancient tradition or totally disenchanted by it. The traditionalists of the clan support the policies of Clan Graybeard and are Tharn's best allies in the dwarf community. Many of these dwarves also wish to maintain their control over the Great Smithy, which greatly contributes to their financial welfare. Non-smith members of the Hammerhand Clan still living within the district usually join the ranks of the Dwarven Militia, but many of them now live in other parts of the city. They find employment among the ranks of the City Guard or as apprentices to artisans outside of the district.



Most members of this clan are proud, haughty, and gruff. They also tend to be resourceful loners, happy to work long hours by themselves. The Hammerhands are highly skilled metal and weaponsmiths, even by dwarven standards. Because of this, as well as the tremendous success and reputation of the Great Smithy, those who become smiths are highly respected among the district's denizens.

For generations, House Hammerhand has been the seat of the clan. Today, it houses a dozen members and employs twice as many servants, who attend to the upkeep of the ancestral dwelling as well as the residents therein. Vurkon One-Eye, the clan's

venerable Elder, can be found here all the time. Although he still officially leads the clan, his cousins Barkon and Durkon hold the true reign of power. Barkon is a shining example of old dwarven aristocracy while Durkon is a pious member of the district clergy. Grand Master Karn, who heads the Great Smithy, also lives within House Hammerhand, though he is seldom here.

Vurkon "One-Eye" Hammerhand: Dwarf Ari17.

Barkon Hammerhand: Dwarf Ari13.

Durkon Hammerhand: Dwarf Clr6.

Karn Hammerhand: See location A23.

Hammerhand Aristocrats (10): Dwarf Ari1.

Servants and Repairmen (24): Dwarf Com1.

Clan Hammerhand has a surprising amount of riches stored in its ancestral home. The clan's most important artifacts are ancient weapons ands suits of armor crafted and signed by the forefathers who forged them. All these arms and armor are of masterwork quality and some are even imbued with magic. The most important is a suit of *+4 half-plate armor of fortification (heavy)*, which Vurkon wears one day out of the year, on the Dwarven Holy Day. A total of 6,500 gp worth of coins, jewels, and precious stones can also be found in House Hammerhand.



ACTIVITY

House Hammerhand is fairly quiet most hours of the day. Family members gather to enact the rituals of their kind, and to discuss matters of the day, but most are far too busy at the Great Smithy to be troubled with affairs here. Outsiders are welcome if they have specific business with the clan, though non-dwarves will be watched with suspicion. Occasionally, one of the clan's younger members will act out, losing his temper while speaking to one of his elders or otherwise causing a commotion. Such incidents are considered family business, and most other dwarves simply look the other way.

HOOKS

- Age has caught up with the clan's master and rumors of Vurkon's imminent death abound, but he obstinately refuses to let go. With the help of his loyal cousin Barkon, he hires the PCs to locate an ancient artifact reputedly lost somewhere in the tombs of the Lamplighters' District (locations H5 and H6), which he believes will provide him with youthful vigor. The exact disposition of the artifact — whether it does what Vurkon believes, is inert, or is actively cursed — are up to the DM.

A29. HOUSE OF MARKA SCARLETAXE

This simple single-story house is made from burgundy bricks. The roof is composed of thatch, which makes it stand out from the other buildings of the area. A single wooden door leads inside the house, which holds a dozen windows that can be closed with wide wooden shutters of pale blue.

RESIDENTS

The daughter of a prominent noble of the Scarletaxe Clan, Marka is also a self-proclaimed spokeswoman for tolerance, peaceful relations, and acceptance of the various beings who live within the city... including those of the Humanoid District. She claims that all citizens of the city should have equal rights, regardless of their background. Perceived as an eccentric, Marka is nevertheless an important member of her clan. While her brethren do not share her point of view, some recognize the merits of her words. They would not, however, raise their voices or take up arms in the defense of those who are not of their own district. Marka's zeal makes her somewhat of an outsider, even among her own clan. Members of other clans tend to view her as an excessive, and sometimes even crazy dwarf, and most of these seldom listen to her frequent public speeches.

Marka, who has never married, lives with her brother Thurnon, who works at the Cider House. When not making public appearances to promote the cause of universal equality, she can be found at her home. Thurnon lives with her but spends most of his time at the Cider House. Since he is also considered a strange dwarf, they both understand each other and usually get along well. Their respective occupations often requires them to spend time away from their house, so their servants are often left to themselves.

Marka Scarletaxe: Dwarf Ari 7.

Thurnon Scarletaxe: see location A26.

Servants (4): Dwarf Exp1.

A total of 400 gp worth of jewels and precious stones can be found in this dwelling. Marka herself also carries a *+2 keen dagger*.

ACTIVITY

From time to time, Marka Scarletaxe gives speeches in front of her own residence. When this takes place, she attracts a small throng of people that usually become tumultuous and sometimes even violent, thus forcing the Dwarven Militia to intervene. Marka's brother has asked her repeatedly not to engage in this sort of activity in front of their house, but Marka strongly believes that the residents of the district should be enlightened and she never shies away from an opportunity to speak in public. This has earned them some animosity from the community, but also attracted a few dwarves to her cause. A handful of good friends now support Marka in her activities, and they visit her regularly.

HOOKS

- Marka Scarletaxe has begun receiving death threats. She hires the PCs to investigate the source of these threats. Who in the district wants to shut her up? Is this a conspiracy that includes non-dwarves from other parts of the city? Is this a cunning trick devised by a humanoid wishing to elevate his people's rights by causing a controversy? Or is Marka's own zeal responsible for the entire ordeal?
- Marka Scarletaxe has disappeared. Fearing the worst, her brother Thurnon or one of her good friends hires the PCs to find out what happened to her. Has she fallen to someone who does not share her view, or is she simply working to further her cause in another part of the city and just never bothered to tell anyone that she would be gone for a while (unlikely, but not inconceivable)? If the PCs find her, can she convince them to join her in her crusade?

A30. THE HALL OF THE ANCESTORS

Made from a rare kind of white stone naturally decorated by countless veins of pale blue and purple, this structure is the largest in the entire district, as befits the dwarves' political and spiritual center of gravity. The edifice is perfectly round, divided by two pairs of great bronze doors on its northern and southern face. Each holds an intricately made symbol inside a thick mithral ring. The blazons on the northern doors depict a hand holding a wide hammer, and an old wise dwarf with a flowing beard and helmet. Those on the southern doors symbolize a massive axe with a serrated blade, and a large anvil upon which the shape of a thick but short bladed sword can be seen.

25 feet above ground, a row of deep alcoves is visible. Each holds a different statue representing either a dwarf warrior, a dwarf priest, or a dwarf smith. There are twenty alcoves and statues in all. Just above them is a wide band painted with colorful designs: an amalgam of different frescoes painted upon bas-reliefs. The images represent various dwarves of many professions in different stages of their lives, from birth to old age.

Above them are long but narrow windows set at 5 feet from one another; they run almost to the roof above and are covered with beautiful stained glass panels in blue and purple shades. The images in the windows vary considerably, representing dwarves performing several different tasks from prayer and meditation to mining and crafting metal. Above these stained glass panels is a wide roof seemingly made of pure gold, which forms a high dome. At the center is an excellent representation of the Spire made of shiny mithral.

The Hall of the Ancestors is the most impressive building in the district. It is also an extremely important center of the dwarves' racial religion — possibly greater than the Stone God Fellowship Temple itself (location J11) As such, it is the home of the greatest dwarf cleric: Barakan Silveranvil. Barakan, dubbed "the Contemplative" by his many servants is a pious and dedicated priest who spends many hours paying homage to the Spire and the deity which his faith believes created it. As head of the dwarven temple, his responsibilities are many, but he shares this burden with Karvik Silvermane of the Scarletaxe Clan and Mordon Graybeard. While Mordon has been a cleric for many years, Karvik found his calling only after years of service in the Dwarven Militia.

RESIDENTS

As the official leader of the Stone God Fellowship clergy, Barakan Silveranvil is in charge of the spiritual affairs of the dwarven religion. Mordon Graybeard, for his part, takes care of the more mundane affairs, such as the treasury and maintenance of the Hall of the Ancestors. He is also in charge of Barakan's agenda as well as preparing the Hall for the monthly gatherings of the district's Conclave of Elders. For his part, Karvik Silvermane handles all that is needed for the masses. He also leads the experienced priests who in turn train the new acolytes. In addition to Karvik and his two head priests, there are twenty clerics and ten young acolytes serving at the Hall of the Ancestors. A contingent of Militiamen takes turn to guard both entrances of the Hall. Although viewed as an unnecessary precaution, this ancient tradition remains a part of life at the Hall, and four guards are always posted at each entrance. Twelve temple guards, privately hired by the Conclave of Elders, are responsible for guarding the vault of the treasury.

Aside from being the seat of the dwarven religion and thus the most important place of worship in the district, the Hall of the Ancestors also serves as a meeting place for the representatives of the city's four dwarven clans. These dwarves all belong to what is known as the Conclave of Elders, who meet here once a month to determine district policy. Four members of each clan, chosen by the clans themselves, are allowed to partake in this meeting. Barakan, the Head Priest of the Hall of Ancestors, sits on the Conclave of Elders as an official representative of Clan Silveranvil.

Barakan "The Contemplative" Silveranvil: Dwarf Clr14.

Mordon Graybeard: Dwarf Clr9.

Karvik Silvermane: Dwarf Clr7.

Priests of the Spire (20): Dwarf Clr5.

Acolytes of the Spire (8): Dwarf Clr1.

Temple Guards (12): Dwarf Ftr6.

Elite Dwarven Militiamen (8): Dwarf Ftr3.

The Hall of the Ancestors contains many riches. Statues, paintings, tapestries, basins, and holy symbols of silver, gold, and mithral abound within its halls. Though often large or heavy, these items would easily total 100,000 gp if they could somehow be sold. The temple's treasury, which contains the district's most important valuables, lies in a hidden, locked, and trapped vault. To gain access to this vault, one must first find the heavy hidden panel that blends perfectly with the wall (successful DC 36 Search check to notice), slide it out of the way (successful DC 22 Strength check), and then use three different keys, or succeed at three different Open Lock checks (DC 27, 34, and 36, respectively) in order to open the vault door. Failing any of these checks instantly triggers three traps. The first, a simple sliding door that falls from the ceiling, traps the thieves inside the room (PCs standing within 10 feet of the doorway may attempt a DC 28 Reflex save to jump out of the chamber, and thus avoid the other traps). The second trap sends a fusillade of poisoned spears (falling from the ceiling) through the room: CR 12; mechanical; touch trigger; Atk +22 ranged; multiple targets (1d6 spears per target in a 20-ft.-by-20-ft. area); poison (large scorpion venom, DC 18, 1d6 Str/1d6 Str); Search DC 32; Disable Device DC 30). The last trap sends a puff of poisoned smoke that, within 3 rounds, fills the chamber with burnt other fumes (DC 18, 1 Con drain/3d6 Con). If successfully opened, the Hall of the Ancestors' treasure vault includes over 300,000 gp worth of coins, jewelry, and precious stones.

ACTIVITY

The Hall of the Ancestors is opened to all dwarves, at all hours of day or night. The doors leading inside are never locked and the Militiamen guarding its entrances never prevent a dwarf from entering the place. Non-dwarves cannot step inside the temple unless they have written permission from Barakan, Mordon, or Karvik. Once per month, however, the Hall of the Ancestors is closed to allow the sixteen members of the district's Conclave of Elders to gather. Their deliberations usually last for a day or so, but sometimes takes several days to complete. During such times, those who wish to worship need to go to the Shrine of the Spire (location A7).

HOOKS

- Recent acts of vandalism have desecrated the exterior walls, statues, and frescoes of the Hall of the Ancestors. A small group of extremists, headed by a dwarven cleric, claim that foreigners are responsible for these atrocious acts and request that the district's Conclave of

Elders reinforce the legislation that limits non-dwarven strangers within the borders of the district. Some members of the Conclave believe that would hamper the good relations with the other denizens of the city and diminish the prosperity of the district citizens. Others wish to bar access to strangers altogether, claiming that things were better for the dwarves when outsiders stayed out of their districts. As the Elders debate the question, Mordon Graybeard hires the PCs to uncover the culprits in an attempt to quell any dispute that may arise from this situation.

A31. THE ASSASSIN'S DEN

This simple house of drab colored stone looks like others in the district. Only one door made out of thick wood leads into it and its roof is flat. However, the half dozen windows spaced around the walls of the dwelling are blocked with solid-looking iron grills.

RESIDENTS

Though there are very few murderers in this district, one denizen named Zurek Longlocks is reputed to be a dangerous and ruthless assassin who allegedly killed hundreds in his younger days. Whether these rumors are true or not, he isn't letting on. Whatever he did in the past, Zurek Longlocks is now a respectable, law-abiding citizen of the district. In the twilight of his life, he stays clear of trouble and none of the residents can say anything negative about him — save for the story that his wealth came from murdering others.

Zurek Longlocks: Dwarf Rog13.

The house of Zurek contains all the precious items he has accumulated during his adventuring days. It holds over 5,000 gp worth of gold and silver coins, ruby and sapphire encrusted cups and daggers, amber necklaces and earrings, platinum and bronze bracers, as well as an ivory elf comb and a strange bone flute. On his person, Zurek carries a +2 short sword, a ring of natural armor +3, a pouch with 300 gp worth of assorted coins, and the keys that unlock every door and chest in his home.

ACTIVITY

Zurek Longlocks was indeed once an assassin, but the now-retired murderer is content to live the remainder of his life in the simple house in which he was born. Anyone asking him about his past life will receive only riddles that raise more questions than they answer. Over the years, the cunning dwarf has become an expert at gracefully dodging any questions regarding either his adventuring days or the many years he worked as an assassin for hire. Zurek, however, is always on his guard. All the doors of his house (including the sole entrance into it) and the many chests holding his possessions are locked. Many of these chests are also trapped with various kinds of contraptions, the exact nature of which is up to the DM.

HOOKS

- A group of human pirates from out of town have come to the Dwarven District claiming that Zurek's residence must be burned down. They say that he killed several of their comrades five years ago, in another city. Now that they have finally located him, they want revenge. The PCs are hired by the Conclave of Elders to find out whether these men are telling the truth or if their informant is playing a trick on them.
- An old enemy of Zurek wants the venerable assassin dead. He hires the PCs to kill him, but first they must unlock the many doors and avoid the various traps of his house. Unless the witty assassin can convince them that he is not the man they are after, they will also have to face him in battle — and make sure he does not use one of his many dirty tricks against them.
- Zurek Longlocks wants to clear his name and hires the PCs to prove once and for all that he is not an assassin. He has a complicated past, however, and the PCs might find things that the experienced adventurer does not want them to know.



A32. APOTHECARY'S HOUSE

This two-story house has a dusky rose color and a pointy roof of gray clay tiles. A wooden sign stands in front of the door with the word "Apothecary" carved into it.

RESIDENTS

This is the home and place of business of Aranok the Herbalist. In the evening, Aranok can often be found walking through the green gardens around the district in search of herbs, but during business hours he is always at his shop, which takes up the entire first floor of his house.

Aranok the Herbalist: Dwarf Exp12.

All sorts of herbal concoctions and remedies can be found in the Apothecary's House. This includes 40 draughts of non-magical healing brew and a dozen doses of broth of vigor (see below).

ACTIVITY

This is the only place where dried herbs and homemade remedies are available in the district. Aranok's main concoction is a non-magical healing brew that restores 1d3 hit points when ingested, which he sells for 10 gp per draught. This brew can only be used once per day. He is also known for his broth of vigor, a foul-smelling mixture that provides temporary hit points equaling the drinker's Constitution modifier for up to 24 hours. The brew cannot be taken more than once per week; those who do are overcome with nausea, causing the temporary loss of 1d4 Con points for 24 hours. Broth of vigor sells for 5 gp per dose. He also has all sorts of medicinal plants that can help restore blindness or deafness, that can instill vitality in someone's body, or that can help people sleep soundly. Once per month, Aranok meets with a wholesaler from out of town, who sells him rare herbs and spices that do not grow within the city itself.

HOOKS

- Aranok recently discovered a way of improving his broth of vigor, but he needs to secure a rare plant that only grows many miles away from the city. He hires the PCs to journey outside, into the wilderness, and obtain some for him.

A33. THE BRONZE BASILISK

In the center of a wide ring of purple-colored stone is a large bronze statue, shaped in the form of a large, thick-bodied reptile standing on four powerful legs. Long spikes protrude from the creature's back, and its face is flat and nasty looking. Though the statue is completely fashioned from dark bronze, the eyes of the creature are green, as if pale stones had been place within the deep eye sockets.

The Bronze Basilisk holds a place of importance in the history of the district. Long ago, it is said, when the pioneers of the four dwarven clans originally came to the city, a great monster haunted the area. History recalls that this creature could petrify men with a mere gaze and that many brave warriors fell victim to it, forever



trapped inside a rigid body. This creature lived in natural caves within the bluffs, and preyed upon the dwarf settlers as they struggled to establish their homesteads. One day, one of these pioneers built a deep pit that would trap the creature within and prevent it from using its devastating gaze. With the help of the group, he enticed the creature to come out of hiding and follow him to the trap. The creature fell into the deep hole and the dwarves were soon able to kill it using throwing axes and crossbows. It was later buried in the pit.

Years later, a renowned artisan by the name of Orikon built a statue to commemorate the event, which marked an important phase in the district's history. His bronze masterpiece was placed over the creature's grave and remains there to this day. The park around the Bronze Basilisk is used as a recreation area where dwarf children and parents frequently come to play or walk.

The only things of value in this area are the eyes of the Bronze Basilisk, which are actually emeralds set within the statue's eye sockets. Each is worth 500 gp. Removing one of the statue's eyes requires spending at least one hour loosening it up by weakening the cement gluing it into place. After that, a successful DC 20 Strength check is required to pry it out. Thieves, however, should be careful to avoid attention, particularly from the neighboring houses, as well as the frequent Militia patrols that guard the area.

Characters interacting with any resident of the district can learn how the dwarf pioneers worked together to defeat the basilisk that was preying on them. For many dwarves, the Bronze Basilisk incarnates the spirit of friendship and cooperation, which they feel epitomizes their corner of the city.

HOOKS

- Thieves recently stole the eyes of the Bronze Basilisk. Though these stones are no more precious than any other of their kind, they were fashioned to mimic a basilisk's magical gaze by one of the district's most celebrated artisans; should someone activate their magic, the results could be devastating. The Conclave of Elders offers the PCs twice as much gold as the stones are worth for their quick recovery.
- Legends hold that the Bronze Basilisk is actually a guardian that attacks any non-dwarf characters who walk close to it. The animated statue, however, attacks only at night. Other tales state that touching the eyes of the statue makes it come alive for a short while. During this time, it attempts to kill anyone standing in its path, but its most terrifying feature remains its petrifying gaze, which now turns people to bronze. (Stats: Large animated object imbued with the special petrifying gaze attack of a basilisk, as per the *Monster Manual*.)

A34. DARAKON'S HOUSE

> This is a simple, very ordinary looking house of beige stone.

RESIDENTS

This dwelling is the home of Darakon, the cunning and ambitious thief who organized the Dwarven Underground. While his organization currently includes only a handful of young dwarves, Darakon has big plans for it. He hopes to eventually seize control of some of the storefronts in the cliff-face and force the merchants to buy exclusively from him. In the meantime, he is content to have his people steal from the dwarven artisans and smuggle the goods out of the district, where he can sell them for a good profit. They make him money and they serve to defy the Conclave of Elders, who will stop at nothing to put an end to such behavior.

Darakon: Dwarf Rog14.

> Darakon carries a +2 *hand axe* and a pouch with 800 gp. Under a stone slab is Darakon's treasure horde, which was stolen from many residents of the district. It totals 7,500 gp.

ACTIVITY

Darakon does not have many friends in the district; he presents the facade of a shy and lonely dwarf who always declines invitations to social gatherings. He dreams of becoming a great leader someday, however. He uses his guile and intellect to entice youths to join his cause. His "associates" steal for him while he takes care of reselling the goods they acquire. Darakon may approach the PCs if he believes they can be of service to him or his organization. He recently established a secret base of operation for his group somewhere in the Old Mithral Mine (location A19).

HOOKS

- Darakon's small band is actually working for a powerful group of organized smugglers from outside the city. While Darakon would never admit it, he is actually obliged to work according to this group's rules and obediently pays his dues to them. PCs monitoring the activities of the Dwarven Underground eventually come across this fact, and now have a new enemy in the smugglers. Will they attempt to infiltrate this group or fall victim to one of its many assassins?
- Darakon has inadvertently horned in on the turf of one of the city's other smuggling rings — perhaps Stavros Elmond's gang (see location M16) or the naval officers' smuggling ring (see location O26) —and they are none too happy about it. Suddenly frightened, Darakon hires the PCs to protect him while he figures a way out of his predicament.

A35. THE RUINS OF HOUSE SCARLETAXE

A massive stone foundation dominates the immediate area. Crushed stone debris of dark gray and burgundy hues form a pile over the stone platform. Bits of bent metal and blackened wooden beams also protrude from this pile of detritus.

These are the remains of the original House Scarletaxe, which had been built by the original members of this dwarf clan (see location A5). The building was destroyed some 150 years ago by a combination of localized earthquakes and a mysterious fire that weakened the whole structure. Many dwarves believe that black magic was involved in the destruction of the original House Scarletaxe, but many others say that dwelling was weak to begin with and poorly maintained over the centuries. Whatever the reason, the fire ravaged the inside of the house and the entire stone structure fell while a blazing inferno was still raging inside. Several members of the Scarletaxe Clan were killed during this incident.

There is nothing left of value inside the ruins of House Scarletaxe, and no one ever comes here anymore. Very little takes place here. The ruins are shunned by most dwarves of the district, who believe they are haunted. The current members of Clan Scarletaxe reside in their new house, at location A5.

HOOKS

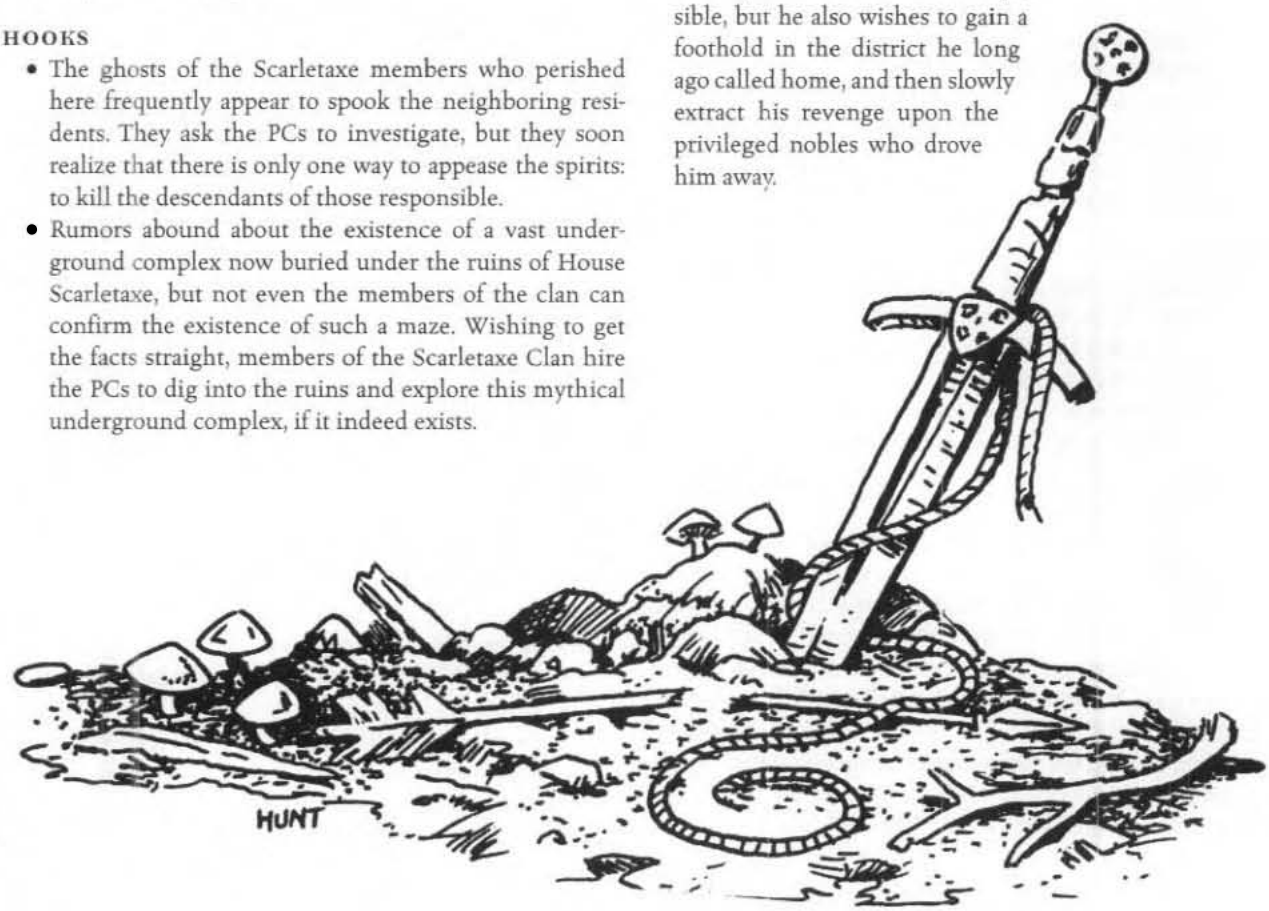
- The ghosts of the Scarletaxe members who perished here frequently appear to spook the neighboring residents. They ask the PCs to investigate, but they soon realize that there is only one way to appease the spirits: to kill the descendants of those responsible.
- Rumors abound about the existence of a vast underground complex now buried under the ruins of House Scarletaxe, but not even the members of the clan can confirm the existence of such a maze. Wishing to get the facts straight, members of the Scarletaxe Clan hire the PCs to dig into the ruins and explore this mythical underground complex, if it indeed exists.

QUESTS

Extended adventures in the Dwarven District tend to revolve around themes of law versus freedom, and that of the collective good weighed against the rights of the individual. The clan leaders have brought many benefits to their people, but they are also stodgy and inflexible. Their hidebound traditions hold back the younger members of their community, and alienate many other city residents who would otherwise provide excellent resources to the dwarves. The tension between young and old, between tradition and innovation, between the needs of the many and the rights of the few, is a constant factor in everything which takes place here.

THIEVES' GAMBIT

For decades, the city's infamous Thieves Guild (see location G3) has been trying to infiltrate the Dwarven District. Because of its mostly law-abiding (and exclusively dwarven) citizenry, as well as its competent and virtuous Militia — not to mention the fact that the Thieves Guild has few dwarves in its organization — its efforts have thus far been in vain. Grand Master Ezerlan the Mindful, allegedly the greatest dwarven thief in the city, took it upon himself to change this situation. The recently appointed Grand Master of the Thieves Guild wants not only to prove to his peers that such a feat is possible, but he also wishes to gain a foothold in the district he long ago called home, and then slowly extract his revenge upon the privileged nobles who drove him away.



Unbeknownst to his fellow guildsmen, Ezerlan has been working for years to establish a strong base of operation for the Thieves Guild in the Dwarven District, and recently several missing pieces of the puzzle fell into place. Because of his position as a Grand Master, Ezerlan cannot risk taking charge of the operation himself, so he relies on his good friend and fellow thief: Therkon Blacktongue, a dwarf who quickly rose to the rank of fox (master) in the Thieves Guild. The younger thief hopes to be nominated worg (overseer) of the Dwarven District, and thus he does everything in his power to complete the mission Ezerlan gave him. He also works with a group of competent dwarven rogues from the Guild. With Ezerlan's help, Therkon made several contacts with some of the district's dissatisfied youths, including Fromon Silveranvil of the the Silveranvil Clan (see location A4), the son of the famous Farnir.

Ezerlan and Therkon concocted a plan to take over the already established Dwarven Underground (see locations A19 and A34 for more details). They wish to force the members of this small band to join the Thieves Guild and use its secret base of operation as their own (they have an informant in the Underground). However, Darakon, who leads the Underground, wants nothing to do with the Thieves Guild. He met Therkon several times and each time rejected his offer, mainly because he does not want to abide by anyone else's rules. Thus the two factions recently began a secret war that disturbs the peace of the district and threatens the security of its citizens.

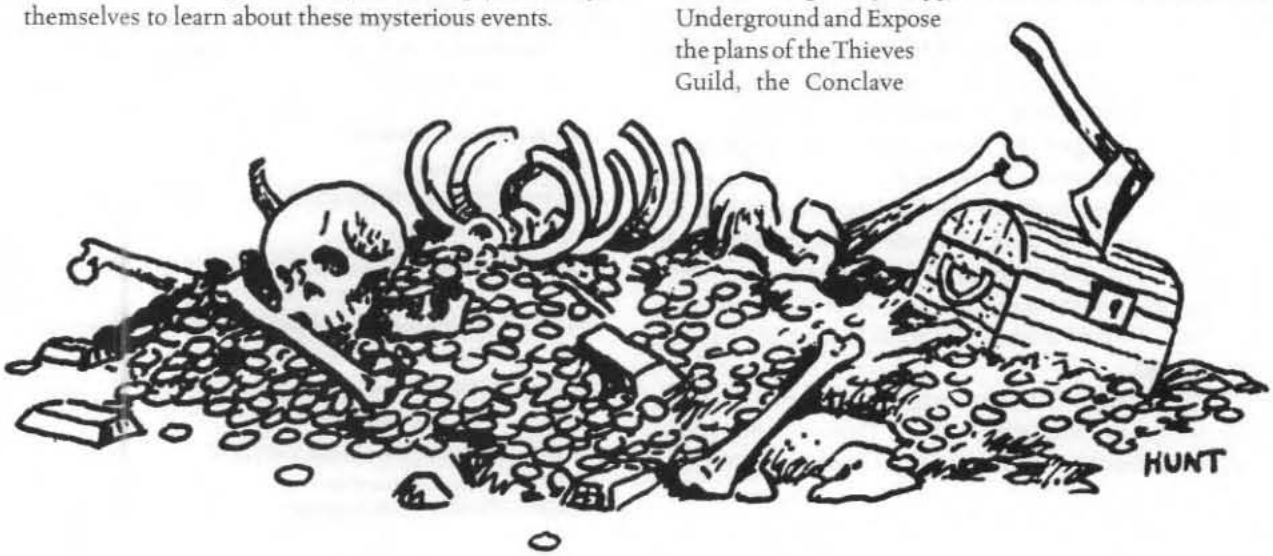
There are three different ways the PCs may get involved in this adventure. First, if they have ties with the Conclave of Elders or the Dwarven Militia, or if they recently spent some time in the Dwarven District or talked to its populace, they might learn of the violent conflict between unknown factions, which led to a series of bloody incidents in which innocent bystanders were hurt. In this case, the Conclave of Elder or the Dwarven Militia could hire them to investigate, or they could simply take it upon themselves to learn about these mysterious events.

Second, if the PCs have ties with the Thieves Guild or an illicit group working with the city's thieves (such as smugglers, for instance), or if one of them is a dwarven rogue, they may be approached by Ezerlan, Therkon, or one of their allies in order to help them crush the Underground's leadership. They may even be asked to infiltrate the group on the Guild's behalf.

Lastly, if the PCs previously dealt with Darakon or if the Thieves Guild considers them enemies, they might be asked to join the Dwarven Underground or at least help the gang remain independent. Whomever the PCs decide to work for, or whichever group they choose to help, they soon find themselves in the middle of a potentially deadly conflict.

Far from being an all-out war, this conflict remains more implied than overt. It also brings the PCs to several locations throughout the Dwarven District: the Ruins of the first House Scarletaxe (location A35) where the last ambush took place; the Dwarven Mines (location A19), which hold the Underground's secret base; and perhaps even within the Mausoleum (location A10), in which a mythical artifact may be found that could seal the fate for either side. The PCs will have to deal with sneaky rogues striking from the shadows or the safe distance of rooftops. Furthermore, the involvement of Fromon Silveranvil, the son of a prominent dwarf leader, will complicate things. Working in conjunction with the Thieves Guild, the reputation of Fromon's entire family might be put in jeopardy, and both the Thieves Guild and the Underground may expose him if it suits their purpose — after all, political instability in the district would serve both groups quite well. Finally, at least one member of the Underground actually works for Therkon and provides the Thieves Guild will vital information. How will Darakon deal with this traitor, should he be uncovered? How will the PCs?

Depending on which faction the PCs side with (the district's authorities, the Thieves Guild, or the Underground), several things may happen. If the PCs dismantle the Underground and Expose the plans of the Thieves Guild, the Conclave





of Elders rewards them well, and many in the district now consider them honorable and just champions. If Darakon or one of his loyal acolytes survives, the PCs have a new enemy. Perhaps most importantly, Ezerlan might try to infiltrate the district again. Even if the PCs expose his plan (or his involvement in the affair), he does not relinquish his dream. In fact, he may even judge that the PCs did him a favor by getting rid of a competing group.

If the PCs helped the Thieves Guild, they might alienate district authorities. However, if they succeed in either convincing the youths of the Underground to join the Guild or crush the gang, they win an important ally in Ezerlan. If, on the other hand, they fail in their mission, Ezerlan may use them as scapegoats — in which case they risk being banned from the Dwarven District and possibly imprisoned.

Finally, if the PCs worked with Darakon and saved his group, they risk alienating both the Thieves Guild and the district authorities, but they can also make a small fortune by associating themselves with the Underground. They may even decide to take over the organization for themselves.

Whatever the case, if they kept Fromon's involvement quiet (or successfully helped him cover his tracks, cut his ties with the Thieves Guild, and save the reputation of this family), they might make a new friend — one who is both affluent and well-connected to district politics. Otherwise, the Silvernavil Clan loses prestige and its influence in the district diminishes.

Table A.1: Dwarven District Random Encounters

d20	Encounter
1-2	Dwarven Militia patrol
3-4	Pickpocket
5-7	Messenger
8	Human or other non-dwarf shopper
9-10	Human or other non-dwarf trader
11	Dwarven noble and entourage
12	Dwarven Underground smugglers
13-14	Off-duty Militamen
15-16	Dwarven tradesmen/craftsmen
17-18	Dwarven merchant
19-20	Dwarf family with children

MAP SECTION B: HUMANOID DISTRICT

OVERVIEW

The city's permanent hive of scum and villainy is quite embarrassing to those who view the metropolis through rose-colored lenses. How can it be the center of life and civilization if tribes of orcs, gnolls, and worse things are living in its very midst? The humanoids who dwell here are violent and uncouth, clashing violently with each other in an endless struggle for dominance. The district resembles a war zone, with many buildings reduced to rubble and many more only barely habitable. Watchfires burn openly on the streets, throwing grotesque shadows across the rooftops and alleyways, and the sounds of clashing arms are never far away.

And yet, some would argue that the Humanoid District is an indication that the city's highest ideals are being met. For if orcs and bugbears can coexist here, then anyone — no mater what their race or philosophy — can find a home here are well. Their continued survival constitutes a devotion to the Spire which even the most fervent religions would be hard-pressed to match, and their presence serves a further deterrent from invaders who would have to through them if they wished to claim any part of the city proper. As loathe as the powers-that-be are to admit it, the humanoids are here to stay; at least this way they're under some form of control.

The residents of the Humanoid District descend from the original invaders — members of that ravening horde which descended upon the city in an effort to claim the Spire for themselves. At the time, the district they now occupy was little more than slums, a haven for the city's lost souls. The monstrous horde seized it and quickly dug in, using the tangle of streets and alleyways to their advantage. House to house fighting ensued as the city's defenders tried to expel them, but the cost proved inordinately high and they were forced to retreat back to the walls.

A lengthy siege ensued, consisting mainly of isolated skirmishes and regular volleys with various catapults and siege engines. The city could gain supplies from the harbor, but they were unable to repulse the horde from its northern borders. An effort was made to smoke them out, setting the easternmost slums (what is now the Bazaar and Entertainment Districts) ablaze. The fires consumed most of the buildings, though the humanoids were able to halt the flames before they destroyed the entirety of the suburbs. Their response was a frenzied, bloody assault that came close to breaching the city's walls. When it was over, the horde's numbers were reduced and limited solely to this district; but here, they were dug in harder than ever.

Beyond that spectacular exception, the siege eventually settled into a banal routine. The stress of wartime gradually gave way to unconscious acceptance, as it became increasingly clear that the humanoids would not be routed without a considerable effort. Both sides strengthened their defenses, rebuilt their battlements, and waited. The occasional skirmish would flare up, but nothing to disrupt the uneasy peace. Members of the city's



underworld even began trafficking with the humanoids, smuggling in supplies or trading for pillaged goods.

A decade passed in this manner, neither side acknowledging the unspoken truth, but both sides more or less adhering to it. Then something happened which even the seers of the Academy District couldn't have predicted. A coalition of humanoid leaders, representing "the assembled tribes of the Spire" petitioned the civic leaders for an audience. They claimed residence in the city under the bylaws in the charter, which said that all who lived under the Spire for five years or more should be welcomed with open arms. The city leaders where aghast. How could these creatures, which had until recently seemed bent on the city's destruction, now ask for membership within its community? But under the law, there was little they could do. The humanoids had the right and their proposal would bring a formal end to the war. They asked only for control of the district which they held and representation on the City Council as other districts had. This last part caused considerable consternation, but in the end, again, it adhered to the law. It was simply easier to accept their demands than to refuse them.

That was centuries ago. Since then, the humanoids have become an accepted, though still disdained part of life in the city. A pair of huge walls, erected during the war, flank the district on the east and west, while a massive *wall of force* — created by a cabal of wizards in a futile effort to starve the monsters out — contains it from the north. The city's main wall forms the southern border, effectively limiting the monsters to this single district. Overall, it is a hodgepodge of dilapidated buildings, fortified strongholds, and flat-out rubble. Some areas have not been repaired since the invasion, while others have been only crudely maintained. Copses of sickly-looking trees — the remains of former parkland — dominate the northern and western boundaries. Though the humanoids occasionally gather wood from these areas, they are mainly left to more sinister denizens (see the appropriate entries below). The sections closest to the Monsters' Gate (location B1) are better-maintained, and used for interaction with the rest of the city. Further out, the buildings are maintained only sporadically, save for the twin keeps which anchor the district's main thoroughfare.

Those who hoped the confined quarters would cause the monsters to perish or retreat, however, have been sorely disappointed. Rude farms growing lichen and fungus have sprung up in building basements, while the stench of pig sties mixes with the more foul odors of orc sweat and gnoll grease. The district contains a number of wells which provide drinking water, and unscrupulous humans continue to trade for weapons and other supplies. Though the city engineers walled up all the sewer and underground entrances, a large tunnel extends north beneath the wall of force, allowing raiding parties to leave the district and harass nearby villages and caravans. Some tribes have even been allowed entrance to the city proper, where they find work as bodyguards or extortionists. Far from weakening the assembled humanoids, the boundaries have formed a protective shield under which they are able to live with a remarkable amount of security.

The district also provides the city with a remarkably simple solution to its prison problem. It is walled off, difficult to escape, and rife with danger. What better place to store the city's convicted killers and other criminals? Under a deal brokered with the various humanoid leaders, the city pays them a nominal fee in exchange for taking in the city's prisoners. Those convicted of a serious crime are branded with a "P" on the back of their hand and unceremoniously dumped just inside the district walls. They are not permitted to leave the district under any circumstances, but must find a way to survive amid the ravening humanoids and limited supplies. Critics argued that this would simply give the humanoids more fodder for their ranks, but in fact the opposite as proven true. While the odd half-orc or clever human can ingratiate himself with a particular tribe, most are either scooped up for use as slave labor or simply hunted for sport. Only the most cunning can survive and remain free, stealing what they need while staying hidden from the various gangs which hold dominance in this district. A few have actually managed to form gangs of their own; they gather enough prisoners to carve out a slice of territory and guard it against all comers. The humanoids grudgingly accept these groups, though they're viewed more as stubborn nuisances than equals. The civic government doesn't care one way or the other, as long as prisoners never leave the district. It allows them to get rid of their undesirables while avoiding the costs incurred from building an actual jail.

Organization of the district is in a constant state of ebb and flow. Occasionally, in its history, a charismatic leader has risen to unite the feuding tribes. He will rule the district like a king for a few years, enforcing his will and adding to his coffers through surreptitious raids and the like. Then he is either deposed or forced to flee, and the humanoids below him will fall to infighting again. Most of the time, the district is thus divided by warring gangs who clash with each other for control of resources and territory. There are currently nine humanoid tribes vying for control of the district, as well as numerous smaller bands which pay tribute to them… and a pair of prison gangs who have proven ruthless enough to survive. They hold ever-varying chunks of territory, marked only by their ability to defend it from their nearest rivals. Clashes are common, though rarely enough to dilapidate the overall population. Every tribe has sworn and oath to unite in the face of external opposition, and those who wish to send a force in to wipe out the humanoids would be surprised at how quickly they can close ranks. Their squabbles are purely internal; even the most thick-headed of their number understands what would happen if the rest of the city could truly divide them.



In dealing with the rest of the city, the monsters have turned to a proxy. Osgood Antarax (see location B3), the bastard son of a disgraced nobleman, serves as the district's official diplomat, negotiator, and representative on the city council. While he makes no presumption to govern, he is expected to look out for the district's interests and to keep the city out. Considering that he's held the post for ten years without yet being carved into strudel, his skills are considered quite potent.

As much as the city would like the Humanoid District to go away, it continues to endure, and even serves a useful purpose of sorts. Without it, the city's darkest corners would be even more dangerous, filled with criminals who now toil in misery beneath a humanoid yoke. And while saying the monstrous residents have been "tamed" is a bit of a stretch, they no longer present a real threat to the remainder of the city. As long as they have their district, they remain more or less under control. Considering the alternatives, that's a bargain the City Council is willing to live with.

LOCATIONS

B1. MONSTERS' GATE

Straddling the edge of the great northern wall, this imposing fortress is the only ready means of entrance to the Humanoid District. Its granite sides have been constructed from huge stones quarried from the Dwarven District, rising several stories to overlook the district from afar. The rock blends seamlessly into the surrounding wall, rendering the fortress inseparable from the surrounding ramparts. A tall watchtower on the southeastern end is constantly manned, as banners depicting the city's coat of arms fly above it. At the base of the tower is a great double door composed of iron-banded oak; this is the southern entrance to the gate proper. Those passing through must check in with the phalanx of guards standing watch and state their business in entering the Humanoid District. Similar checkpoints can be found in the corridors connecting the fortress to the Court of Law (location F16); they are barred by a series of steel portcullises which can be quickly lowered at the first sign of trouble.

Inside, the fortress consists of easily defensible stone corridors, barracks, and rallying points capable of holding a large number of marshaled troops. Marching soldiers come and go from all directions, while crossbow-armed sentries are stationed as regular intervals. The corridors leading from one gate to the other are narrow, and the doors which are along their length are all stoutly locked. They end at a large staging area, dominated by guards and flanked by archers in a series of upper landings. Here, visitors, humanoids and prisoners are processed before being allowed into the district proper — accessible through a single steel barricade in the northern side of the fortress. The barricade may be sealed with little difficulty and another portcullis lowered in case of danger.

Monsters' Gate is the most heavily-defended portion of the city aside from the Main Gate (location D1), with nearly 600 Wall Guardsmen stationed here to monitor the entrance and patrol the nearby walls. They are all armed to the teeth, and train intensively to be prepared for any contingency. Their sole duty is to ensure that the denizens of the district remain where they should, and to monitor traffic back and forth through the gate. In addition to the troops on duty, the fortress contains a number of features designed to withstand a prolonged attack. Cauldrons for boiling oil are stationed along the northern wall, ready to be lit at a moment's notice. While few windows can be seen, the fortress contains countless arrow slits and murder holes, allowing archers to fire at an attacker with a minimum of difficulty. Three siege engines — two catapults and a ballista — are on the stone roof, along with an ample supply of ammunition for each.

RESIDENTS

The guards here usually operate in squads of ten. The fortress contains an unusual number of dwarf guards as well, and a contingent of elven archers (about 50) is always stationed here. The guards are all quartered within the fortress and know its corridors well. They have been trained to question anyone who wanders away from the gate areas, or who looks like they don't belong. In addition, a few wizards from the Cadre Wizards division of the Guard (see location F8), are attached to the garrison to help with defenses, and clerics from the three major racial religions make regular appearances in case their healing spells are needed.



Prisoners are an unruly, defiant lot, usually shackled to within an inch of their lives and being hustled towards the gate at the northern end of the fortress. Prisoners are never bound in groups larger than two, and are always accompanied by ten heavily-armed guards apiece.

The captain in charge of northern end of the gate is Lady Trina Valkenbane, the head of one of the city's most distinguished families (see location E4), and a stocky brunette who views her post as the first line of defense against the horde. Though barely 5 feet tall, she has been known to stare rabid gnolls into submission, and her command is among the best-disciplined in the entire fortress. She personally inspects every pass into and out of the district, and though she's known some of the "regulars" for years, she is never less than stiffly formal with them. She spends her off hours in the Guards District drinking at the Officers' Club (location F29), or out on the ramparts watching the humanoid fires burn.

Colonel Eddis Monteback commands the entire garrison. He studies military history constantly, but because of the lengthy period of peace which the city has enjoyed, he's had little opportunity for practical experience. He's an excellent organizer and has a good sense of small unit tactics, which has accounted for his rise through the ranks, but as far as personal experience goes, he's never had to command troops in battle. He secretly fears that he's not up to the task, but he dare not voice his concerns to anyone else. He just does his job as well as he can, and hopes that should the test ever come, he will prove worthy of his post. Colonel Monteback's quarters are attached to his office, a rampart on the highest level of the fortress where he can scan the district for any signs of activity.

Five other captains and twelve lieutenants round out the garrison's officer corps.

Captain Trina Valkenbane: Ftr7/Ari2.

Colonel Eddis Monteback: Ftr13.

Wall Guard Officers (17): Ftr7-11.

Wall Guardsmen (580): Ftr1-7.

Typical Merchant (varies): Exp4.

Typical Prisoner (varies): Rog3-6.

The Guardsmen here carry standard Wall Guard arms and armor: longsword, longbow or crossbow as their primary weapon, and chainmail armor augmented by a small steel shield. Sergeants (Ftr4-7) carry a masterwork halberd. A tiny handful sport *+1 short swords* as secondary weapons, typically heirlooms passed on from an adventuring father or uncle. The officers of the garrison have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each. Captain Valkenbane wears a suit of *+1 full plate*, and has a *sun blade*, and a *+1 bashing heavy steel shield*. Colonel Monteback has amassed a comfortable fortune, which he stores with various moneylenders throughout the city. His quarters are decorated with rugs and tapestries totaling some 500 gp in value. He wears a set of *+2 full plate*, carries a *+1 flaming burst crossbow*, and possesses a set of *eyes of the eagle* which he uses to monitor the district. In addition, the fortress has two *rings of invisibility*, and a *horn of blasting*, which Colonel Monteback may assign as he sees fit. The items are usually kept in a secure room in the middle of the fortress.

Merchants have nothing more than the wares they're selling and a few copper pieces; they're far too smart to bring anything else of value into the district.

ACTIVITY

Traffic through the gates is extremely light. Barely a hundred people pass through them each day, including new prisoners and the odd scout which the guards send out every now and again. Entry into the Humanoid District requires a special pass, which the sentries check at both the entrance to the fortress and the exit at the other end. Magic items which may assist in a possible escape, such as *carpets of flying* and the like, will be confiscated, and returned only when the owner returns on his way out. Certain merchants are allowed to ply their wares in the district and members of the government may venture there for reasons of their own. Of course, prisoners constitute the Gate's most regular travelers.

In addition, small groups of humanoids may pass through the gate into the city, searching for work as mercenaries or menial laborers. Such humanoids require a personal validation from Osgood Antarax (see location B3), and no more than ten may pass through the gate on any given day. The ogres who now work for Corbusher's Heavy Transport (see location N8) and the hobgoblin enforcers employed by Lucan's Domestic Service Agency (see location E19) are examples of humanoids who have been granted official permission to enter the rest of the city. They are always monitored closely during their passage through the fortress. Any who cause trouble are promptly tossed back over the wall.

The further south one moves through the fortress, the less militarized it becomes. The guards are a little more relaxed and their numbers aren't quite so many. Here, the bureaucrats slowly begin to take over, until, as one exits this area, one is fully immersed in the Court of Law. The guards here mainly serve to escort prisoners who, upon conviction are led through the fortress en route to their final destination. Prisoners are led in chains through the fortress, to a central processing room where their names, crimes, and date of conviction are entered into the records. They are then shackled tightly while a hot iron is pressed to their left hand, searing the letter "P" into their flesh. It goes without saying that they are divested of all equipment before being sent to their fate; they pass through the gates wearing nothing but a prisoner's tunic and a pair of sandals (though thankfully, they are not shackled or otherwise bound). It is illegal for those so marked to be found in any other part of the city; they must remain in the Humanoid District for the remainder of their days. The main trouble comes when prisoners attempt to escape, usually by seizing a hostage or similar acts of desperation.

Once released into the district, the prisoner will need to get under cover immediately. The surrounding buildings (locations B2, B3, B4, and B19) provide a modicum of activity with which they can mask their movements, but outside of that area, they are immediate targets. The smart ones move around in the daytime, knowing that most humanoids are active at night. If they're lucky, they can either find a den where they can safely hole up or come into contact with one of the two prisoner gangs in the district. The rest are invariably picked up by one of the humanoid gangs, who will either hunt them for sport, or capture them for use as slaves. Prisoner slaves are set to work farming the vile fungi which the humanoids use as food, clearing rubble from some building or another, or preparing defenses from threats by other gangs. Life expectancy for such prisoners is brutally short; most don't survive the year.

Every now and again, the guards will send out a scout to probe the Humanoid District and get the lay of the land. Scout duty is exceptionally dangerous, as the monsters view such activity as a hostile act. Guards discovered within the district are slowly killed and then set on display as an example to others. Accordingly, scouting duty is by volunteer only. Each scout is equipped with a *ring of invisibility*, and orders to return within 24 hours come hell or high water. Those who don't are presumed killed, though efforts are occasionally made to recover the body (and more importantly, the *ring*). In the seven years he's commanded the fortress, Colonel Monteback has only lost three scouts to the humanoids, a statistic of which he is justifiably proud.

Larger units of Wall Guardsmen are sent out from time to time as well, either to conduct some bit of maintenance or to question a particular denizen about some bit of business. Such parties always go extremely well-armed and retreat back to the gate as soon as their duties are done.

HOOKS

- A prisoner breaks loose and holes up in a secure section of the fortress, taking hostages in the process. The PCs are asked to resolve the situation, preferably without the loss of innocent lives.
- PCs with the ability to fly (through spells, mounts or the like) are asked to provide aerial reconnaissance for the fortress. They must launch from the roof, do a circuit of the district (perhaps taking fire from ambitious denizens), and then return to report what they have seen.
- The PCs are asked to shadow a group of humanoids who are departing the district in search of work. They must keep an eye on everything the creatures do without drawing attention to themselves.
- A determined band of humanoids storms the gate and seizes the area just beyond. They send messengers back to the remaining tribes, demanding that they unite and take the city. The PCs must either stop the messengers before they reach their destination, or help Captain Valkenbane and her men retake the occupied part of the fortress.
- A scout has gone missing in the District. Colonel Monteback asks the PCs to find him (or his body) before any of the humanoids do.

B2. MERCENARIES' ROW

This stout fortress was once part of the city's defenses, and the Wall Guard still maintains a token presence here, though its purpose has shifted dramatically. Its exterior has been blackened with soot, as if by a fire, and the portcullis guarding the building's northern entrance stands open invitingly. In the courtyard beyond stand a group of armed men, who look on expectantly at any interlopers. Targets, practice dummies, and other training implements are scattered about the area.

This location has been designated by the Wall Guard as a testing ground for any humanoids who wish to sign on with a mercenary band. It is close to the wall, so it allows the guards to keep an eye on it while denying its use to any of the monster tribes. The agreement which allows it to be run was reached after painstaking diplomacy from Osgood Antarax, who is very proud that it has worked out so well.

RESIDENTS

A small force of one dozen Wall Guardsmen is stationed here, positioned around the portcullis controls on the second story of the gatehouse. Mercenary bands wishing to hire humanoids for duty can arrive here and conduct business with their prospective employees. They can test prospective clients or just sign a contract under the (relative) protection of the guards. Mercenary bands usually have permission from the city (obtained by applying to Monsters' Gate garrison commander Colonel Eddis Monteback; see location B1) to come here, and while hiring humanoids isn't considered good form, there is still plenty of competition to get on the list. Only one band operates here at any single time, and whatever deals they make while on the premises are considered binding. They typically send a small group of representatives (two or three) to meet with interested humanoids, along with a brace of fellow warriors to back them up in case of trouble.

The humanoids who come here are often outcasts from their tribes, looking for a new start or perhaps escape from an enemy. Those who belong to a tribe are there at the behest of their chieftain, hoping to earn some money for their brethren. Goblins and kobolds are almost never accepted; only the larger humanoids are seriously considered for work.

Wall Guardsmen (12): Ftr1-7.

Mercenaries (10–30): Ftr2-5.

Humanoids (varies): Bugbears, gnolls, hobgoblins, orcs, and orges, as per the *Monster Manual.*

There is no treasure here beyond the equipment of the characters present. Any payment is made elsewhere upon completion of services. No mercenary officer is dumb enough to pay a humanoid up front, and certainly isn't dumb enough to bring the money into their den.

ACTIVITY

"Try-outs" in which humanoids demonstrate their martial worth, take place here on a regular basis. Those who are hired usually leave immediately for service elsewhere. The city frowns on using humanoid mercenaries within its walls, but there are no laws preventing it. Even so, most "monsters for hire" end up in low end jobs as extortionists, or guarding the home of some underworld lowlife. As few are shipped off to distant wars, there to bring glory and recognition for their far-away tribe.

The Wall Guard are forbidden by agreement from listening in on negotiations between humanoid and mercenary. Even so, some of them occasionally overhear snippets of conversation and dutifully report it back to their superiors, a practice which sends Osgood Antarax into fits. Humanoids who don't sign on here sometimes go elsewhere in the city to seek their fortune. The jobs are scarcer out there, but the humanoids can dictate their terms more

readily, and don't have the Wall Guard breathing down their neck.

HOOKS

- PCs who aren't too choosy can come here seeking new members of their party.
- A humanoid senses a chance to rid himself of his enemies within his tribe. He contacts the PCs, offering to betray his chieftain to them if they will help him seize the throne. He wishes to hold such negotiations here, where neither side holds and edge and where he knows he will not be spied upon.
- A group of humanoids springs a trap, intending to seize the structure and ransom it back to the city. The guards manage to close the portcullis, but they and the unsuspecting mercenaries are now trapped here with dozens of humanoids. With little time to organize a proper rescue, the ranking Wall Guardsman on the spot asks the PCs to help.

B3. HUMANOID "EMBASSY"/ HOME OF OSGOOD ANTARAX

Like the other buildings clustered around Monsters' Gate, this one once served a military function. Its stout stone walls have been well maintained since the humanoid invasion, and the gates look ready to repel any invaders. A pair of silent stone statues flank either side of the entrance — enchanted guardians, by all accounts. The ramparts are only half as high as those of Monsters' Gate, and the proximity to nearby buildings affords no appreciable view. The area is shrouded in shadow most of the day; only when the sun is highest in the sky does it shine upon the stone walls.

The interior has been kept in good shape and is tastefully decorated with a variety of fine objects. But for its location, it might be the home of a noble family. The upper chambers are reserved for the master of the house, containing private libraries, dining rooms, and sleeping quarters. The ground floor holds meeting rooms, studies, and a large banquet hall which can hold many dozens of guests. The largest of the meeting rooms has a huge map of the Humanoid District along one wall, with the territory of various tribes marked by colored chalk. A similar map of the entire city can be found in an adjoining chamber, with markers delineating locations for the city guards and other points of interest. Stone guardians can be found throughout the lower floors standing silent vigil over the proceedings.

Osgood Antarax, the self-appointed representative for the Humanoid District, makes his home here. He has outfitted it with all the trappings of nobility, attaining a finery that few in his position could otherwise hope for. A successful close inspection (DC 20 Spot check) of the interior decorations reveals that they are actually quite old and threadbare. Though fastidiously maintained, it is clear that many of the objects here should have been replaced long ago.

In addition to serving as his personal headquarters, the building serves as a meeting place for outsiders who wish to formally speak with the humanoids who dwell here, as well as neutral ground where tribes so inclined can meet to iron out their differences.

RESIDENTS

Osgood Antarax was born to the chambermaid of an unknown city nobleman, the product of his father's wandering eye. His mother was dismissed from her post upon giving birth, and forced to turn to a life of prostitution to make ends meet. He grew up with an envious eye on his father's family, and swore that one day he, too, would be powerful and respected. He learned the manners and bearing of a noble by spying on his betters, emulating their example in all things. He got so good at it that he was able to slip into their parties and gatherings, insinuating himself with the upper crust though he never had two pennies to rub together. It was through this insinuation that he planted the rumors which destroyed his father — rumors of financial impropriety and sexual blackmail against female members of the upper class.



His other hobby lay in translating, a task which helped pave the way to his current position. Humanoid mercenaries sometimes worked in the rough neighborhood he lived in, and through them, he picked up smatterings of Orcish, Goblin, and Draconic. Other humans would use him to translate with the interloping humanoids, and he used his position to help the monsters cheat or swindle their would-be employers. The humanoids soon began to trust him with more and more; by the time his mother died, he realized that — while he would never be a member of the human elite — he could make a name for himself by working as a go between in the Humanoid District. From there, it was only a matter of time before he became its official representative.

Antarax has built a little piece of the noble life here in the Humanoid District. His inherent good taste and breeding-by-example lets him put on the airs of a true nobleman, while his skills and skullduggery make him an excellent politician. The humanoids in the district view him as a true neutral, which allows him to broker agreements between them. And the civic government views him as a preferable alternative to any humanoids, which has given him a seat on the Council.

He generally acts in the best interests of the District — fighting for improved humanoid rights, drawing attention away from the hidden exit (location B31) and the like. He does this more because he knows what his neighbors will do to him if he ever fails them. The humanoids don't take compromise very well, and Antarax has learned to couch any deals he brokers in terms of benefits rather than liabilities.

His household staff consists of fifteen human ex-prisoners — mostly female — whom he has rescued and allowed to serve him in exchange for protection from the slavering hordes. It is well known that he takes liberties with his staff, but he rarely beats them and they are always well fed — luxury compared to the alternatives. All are well-trained and act every bit the proper domestics. He won't tolerate anything less. Most of them live in mortal fear of him, for he will throw them out into the streets should they displease him, which is tantamount to a death sentence.

For protection, he employs dozen shield guardians, who serve as bodyguards, defenders and watch dogs for him. He conned some wizard out of them awhile back, and he dares not trust any flesh and blood guards with his protection. They are controlled with an amulet which he wears around his neck; he is never without it, even while bathing.

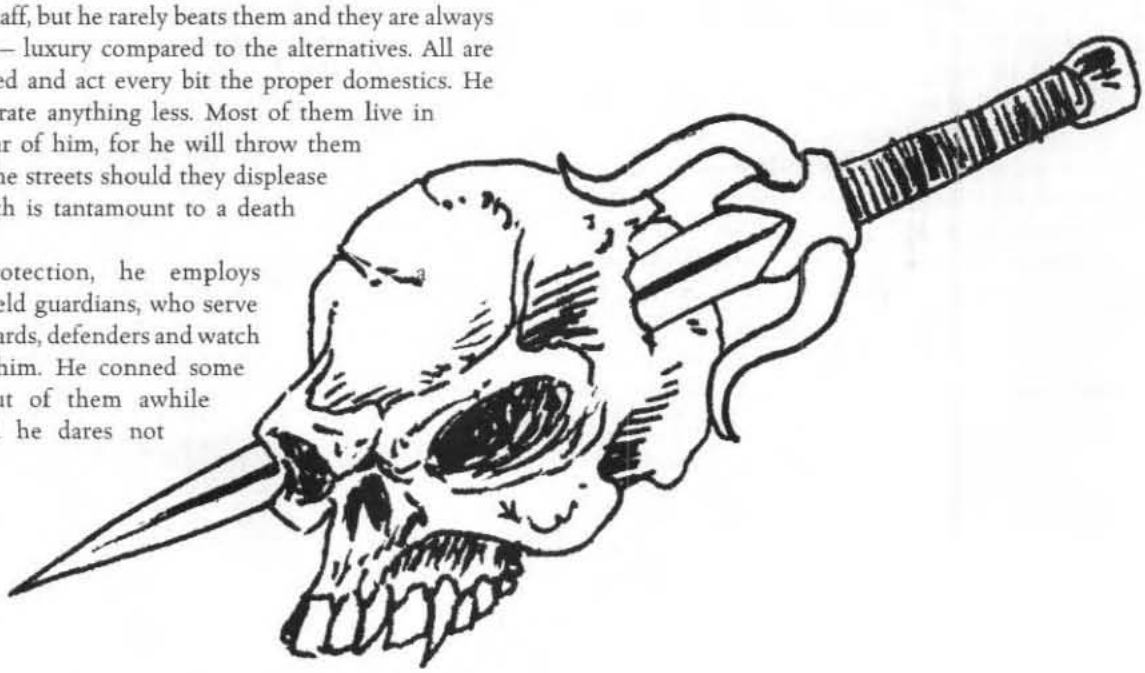
For all his strength and power, Antarax has no interest in uniting the humanoids beneath his rule. It would do nothing but paint a large target on his back for every ambitious tribal leader with delusions of grandeur. It would turn the rest of the city against him, as they would begin to see him as a menace rather than a mediator. And even if he could unite the district, what would he gain from it? He has the seat on the City Council already, and governing a motley collection of humanoids is not his idea of moving up. He prefers the role of deal broker; it's safer, it's easier, and it preserves the illusion that he is a true nobleman.

Osgood Antarax: Rog10.

Servants (15): Com2.

Shield Guardians (12): As per the *Monster Manual*.

Osgood has amassed 2,000 gp in gems and gold; he earned it through political kickbacks, tribute from the humanoid tribes, and flat-out theft. The trappings of his castle — tapestries, paintings and the like — appear to be worth some 6,000 gp, but in truth, they are worth barely 400 gp. Osgood carries a *+1 frost rapier* for protection, though he's never had to use it. He wears a *ring of mind shielding* on his left hand, which, like the amulet controlling the shield guardians, he never takes off.



ACTIVITY

At any given time, Antarax could be entertaining representatives from the Wall Guard, from the City Council, or from the various humanoid tribes whom he represents. Any interaction which "normal" citizens have with the Humanoid District is normally conducted here; otherwise, Antarax cannot guarantee anyone's safety. He revels in playing the political game with the monsters, considering their underhanded ruthlessness much more "pure" in their motivations than members of the human government. The meetings are often loud and boisterous (humanoid-friendly food is served), and Antarax always has at least two shield guardians with him. Those who get particularly violent are slain; it has only happened three times, every time done to preserve Antarax's safety. His main goal in such proceedings is to maintain his neutrality, and thus retain the perception that he is the only mediator between the district and the rest of the city.

Among his other duties, Antarax is responsible for issuing passes to the humanoids that allow them to leave the district. He is extremely strict in whom he chooses; he cannot appear to give bias to any single tribe, nor can he violate the strict quota enforced by the Wall Guard. That usually means he says "no" as a matter of course, and the response to such decisions is rarely popular. Usually, only requests from the tribal leader himself are honored, and then only for a date of Antarax's choosing.

HOOKS

- A map in Antarax's private chambers lists the layout and defensive capabilities of every tribe's headquarters. The Wall Guard (or some other interested party) hires the PCs to bargain with him for it, or else stage an elaborate break-in.
- Antarax invites the PCs to his home as his guests and offers a tour of the Humanoid District. It may be dangerous, but refusing the invite might make an unnecessary enemy out of him.
- Someone has stolen Antarax's amulet and is using the shield guardians to wreak havoc. When they finish with him, they'll likely move on to the Monsters' Gate (location B1). The amulet has to be found or the shield guardians destroyed before that happens. Frantic, he hires the PCs to help him.
- One of Antarax's servants flees his castle, looking for protection. She sneaks past the gate and finds the PCs. She promises them inside knowledge of his political dealings (which may be used to blackmail him) if they will help her.

B4. TRADING POST

This ruined keep apparently once served as an auxiliary to the larger structure of Monsters' Gate. Little is left now but the walls themselves, which have weakened in points but remain standing. A huge canvas tarp has been stretched over the open roof, with a few stitched holes to allow fire smoke to escape. A group of armed guards — mercenaries, from the look of them — stand watch over the building's two entrances (the jutting former gatehouses on the eastern side).

Inside, the barren interior is dark and gloomy, lit intermittently by smoky lanterns.

Two dozen or so merchants' stalls fill the area from one end to the other. Each stall is heavily guarded — again, by mercenary muscle — and contains items which might appeal to humanoid sensibilities. Iron spears, dried footstuffs, waterskins, and the like are all for sale behind the stalls, mostly available in bulk only. Groups of humanoids are clustered here and there, haggling with the merchants or gesturing at the goods they have brought in exchange. One far corner has been cleared of stalls, and apparently freed for the humanoids to haggle amongst themselves. Two or three groups are always there, arguing over a wagonload of hides or motley collection of swords.

This area has become a rough trading post for the district. Since most humanoids cannot travel to the Bazaar District, they come here, where they can trade with each other and any humans unscrupulous enough to have dealings with them. The quality is low and the prices are outrageous, but in some cases it is the only opportunity the humanoids have to get what they need to stay alive.

RESIDENTS

The merchants here are indeed close to criminal. They have uniformly been banned from the Bazaar District, and trade here only because it is the only place that will buy their shoddy goods. Many are sporting scars or missing teeth, and they all stay close to their respective guards. The good news from their perspective is that they can often gain a great deal of money in trade. The humanoids deal in stolen goods and in gold, which they can't unload anywhere else. A sale that might go for 10 gp anywhere else can fetch upwards of 30 gp here... as long as you're willing to pay for proper protection.

The humanoids who deal here are a surly and bad-tempered lot. They dislike having to bargain for what they need, and the area's *de facto* status as neutral ground means they must keep their aggressive instincts in check. The merchants charge outrageous prices and the humanoids know it. But they also know that they can't get what they need anywhere else; those few who can get to the Bazaar District aren't treated any better.

Merchants (varies): Exp2-4.

Merchants' Bodyguards (varies): War2-4.

Humanoids (varies): Bugbears, gnolls, goblins, hobgoblins, and orcs, as per *the Monster Manual.*

Treasure here consists of stolen coinage which the humanoids deliver and any of the shoddy trade goods on display. Prices for food and weapons are three times the average stats in the *Player's Handbook*. The humanoids will bring as much gold as they need to complete a sale.

ACTIVITY

Merchants without suitable guards for their goods are often set upon and robbed; the lucky ones escape with only minor injuries. Business here takes place only as long as you can defend what is yours. The humanoids aren't spared such attention either. As with anywhere else where different races mix, fights are not uncommon. The merchants' bodyguards take steps to ensure the safety of their employers, but otherwise let the monsters fight. Losers are sent packing, and usually won't return without greater numbers to back them up. Once they have completed their business, the humanoids make their way back to their respective territory as quickly as possible. Other tribes have no compunctions about ambushing rivals going to or returning from a trade.

HOOKS

- The PCs track down a set of stolen goods, just as they are being turned over to a merchant in exchange for a wagonload of moldy bread. The merchant refuses to give back the items without compensation... though his customers won't protest if the PCs choose to take it back by force.
- A merchant has come across a rare artifact with holy significance to several tribes in the district. He plans to auction it off at the trading post, selling it to whichever tribe can give him the most for it. The PCs can be there to serve as additional bodyguards, to bid on the item in an effort to keep it out of humanoid hands, or basically just to prevent the riot that will no doubt ensue when the auction is complete.
- A tribe of humanoids has acquired something valuable to the PCs — possibly a hostage or maybe just a beloved magic item. They can try to trade for it here, first learned what the humanoids want, and then haggling with them until a price is agreed upon. Once they have what they want, the humanoids renege on the deal, leaving the characters with few options other than attack.

B5. FORTRESS OF KING WEED THE MAGNIFICENT

This two-story stone keep has certainly seen better days. The walls have been breached and crudely repaired in several places, with chunks of rubble used to fill in the holes. The front gate looks quite sturdy, however, despite its numerous battle scars. A small sign posted next to it reads: "Now entring da relm uv WEED da Magnifisent. All HALE King Weed." Graffiti of various sorts has been painted around the walls. From the ramparts, slitted yellow eyes peer hatefully over the stones and a hairy hand can occasionally be spotted clutching a pole arm. A bright red banner depicting a spiky plant of some sort flies above the keep's lone tower, whose roof has been painted a sickly shade of yellow. Greasy smoke rises from the center of the keep, and the surrounding area is choked with crabgrass and puddles of offal, which grow more stagnant the closer one gets to the walls.

Inside, the keep stinks of goblin flesh. Some of the buildings have been torn down, while others are standing only because of some unseen miracle of engineering. They hold supplies of various sorts — mostly smoked meat and vile-looking waterskins. Tents and yurts made from pig hide are scattered across the marshaling yard, each containing bedrolls for several more goblins than they can comfortably fit. A central bonfire — the source of the smoke — is constantly lit, and goblin cooks surround it using the flames to roast spits of unidentifiable bits of meat. The gatehouse is in slightly better shape, with goblin soldiers standing guard their as vigilantly as such creatures are able. The interior walls, like those of the exterior, are festooned with graffiti.

The tower is apparently the realm of King Weed himself. The main foyer is flanked by hordes of goblin guards and hung with tapestries depicting the same bright red sigil that flies on the banner outside. The central throne is carved from oak and looks as though it was discarded from some wealthy noble's dining set and left to rot on a garbage heap. The words, "KING WEED" have been carved into the top of the back. The upper stories contain more storerooms, a series of lookout posts, and the private quarters of King Weed himself. Several trap doors leading to the lower levels are scattered throughout the keep.

This keep was originally part of the City Guard garrison back when this district was just a slum. It became a focal point for the defense when the humanoid army invaded, and was breached only after a pitched fight lasting most of two days. Since then, it has been claimed by various tribes, none of which have been able to hold onto it for very long. Its current occupants are former slaves who had been subjugated by the orcs who originally called it home. They are led by one of their own, a shrewd but cruel goblin who calls himself Weed.

Though they appear crude, the repairs to the wall are actually quite sturdy, and will stand up to most assaults (hardness 7, 200 hp). The kobolds of Reinhold's Engineers (location B18) have rigged it with several nasty traps designed to collapse into spiked pits if tampered with (DC 15 Search check to spot, DC 20 Reflex check to avoid). The front gate has a hardness of 6 and 150 hit points; it can be barred from within if necessary. King Weed can muster some 300 goblins in defense of the keep, but no one has directly attacked him since he seized power. A tunnel between the keep and Reinhold's Engineers allows the goblins and kobolds to move back and forth at will.

RESIDENTS

Back when he was just another slave, Weed always longed to free his people from their bond. He struck a secret bargain with a tribe of nearby kobolds who paid unwilling fealty to the orcs who ruled over them, and when the orcs ventured out to do battle with their rivals, Weed and his followers overpowered their guards and seized the fortress for themselves. When the remaining orcs came back, they fell into a series of traps laid by the kobolds. Weed's people promptly crowned him as their "king," and they have since maintained control of both the fortress and the immediate surrounding area.

Soon after his emancipation, Weed discovered a tunnel to the sewers under the keep, and made it available to his kobold allies. The city proper had walled up the sewers during the war, but numerous tunnels still ran under the Humanoid District... including one which led all the way past the *wall of force* and out to the nearby countryside. Using the tunnels, the kobolds could engineer the collapse of any building in the district, which King Weed used to dispose of those who threatened him. The other tribes soon learned to leave the goblins alone.

The passage out of the district have proven even more successful. Weed allows bands of humanoids to use it to conduct raids on outlying villages and caravans. He can raise revenue that way without having to risk his followers at all that way; they need only collect a percentage of the loot from returning humanoids. Weed had his kobold allies rig the surrounding tunnels with all manner of traps; only those who agreed to pay for the privilege were allowed to pass through them safely. King Weed has made it clear that he will collapse the tunnel should anyone threaten his sovereignty, which is all the more reason for the other tribes to leave him be. The arrangement suits everyone: The goblins and kobolds have security, and the other humanoids have a means of exiting the district. King Weed is quite proud of what his ingenuity has done for his people.

These days, King Weed appears as a mid-sized goblin of indeterminate age. His limbs are long and skinny, and yet his face is strangely bloated, with a long puffy nose stretching out past his chin. He has developed a fair-sized pot belly, though the excess has yet to spread to the remainder of his body. He dresses in a purple faux-silk bathrobe, which he claims are royal vestments, and wears a tin stage actor's crown which has been augmented with very real gems collected as tolls. He can usually be found lounging upon his throne most hours of the day, surrounded by a harem of goblin females. For all his apparent foolishness, however, he is quite cunning, and governs his people with a sneaky efficiency. He speaks with a self-satisfied smile on his face that can be infuriating. He carries a pair of meat cleavers (treat as hand axes) beneath his robes, and he won't hesitate to use them if he feels it warranted. A number of his subjects sport missing digits for failing to enact one of his policies quickly enough. He has survived three assassination attempts from members of his tribe, and is constantly on the lookout for a fourth.



The remainder of the area's denizens are typical goblins in most respect. All wear the sign of King Weed on their leather jerkins, and will obey his orders without question. Though plots against him crop up periodically, as they do in any humanoid community, most understand that they have it better under him than they would under anyone else. Punishment for most infractions is either death or exile... which generally amount to the same thing, since those bereft of their king's protection are killed by the other humanoids within hours. Guards carry short polearms and swords, while an archery unit is stationed atop the ramparts with short bows. Females and children of the tribe are unarmed.

King Weed: Goblin Rog5.

Goblin Followers (600): As per the *Monster Manual*.

The goblins have amassed quite a horde, collected in tolls from returning raiding parties. They include some 700 gp in various coins, gems totaling 500 gp, and over 2,000 gp worth of foodstuffs, farming implements, and other assorted swag. They are all piled in a large room in the keep tower, where King Weed can chortle over it whenever he likes. King Weed's crown is worthless, but the gems embedded in it will fetch a combined 100 gp, if removed and properly cleaned. There are no magic items in the keep.



ACTIVITY

The goblins emerge from the keep only infrequently, mostly on thieving missions against other nearby tribes. Visitors to the keep usually consist of raiding parties, there to barter for passage out of the district. King Weed takes 25% of the cut, payable upon return. Those who hold out are not allowed to return; Weed simply won't issue the order to disarm the traps in the passageway. Raiding parties are not allowed to linger in the keep any longer than is necessary; the goblins don't trust them at all.

Ironically, the most dangerous place for any humanoid raiding party is just outside the keep doors, as they return from a successful raid. Other tribes will often lay ambushes, seizing the raiders' ill-got gains and slaughtering them where they stand. The goblins do nothing to interfere in such conflicts; they simply bar the door and start laying down bets on who and how many will survive. Other tribes have learned to send reinforcements when they expect a raiding party to return, in order to keep their rivals from claiming their hard-earned swag.

Humans are almost never allowed into the keep. The only exception is Osgood Antarax (see location B3), who makes calls on King Weed to discuss issues pertinent to the district. The goblins know better than to let any prisoners escape through their tunnels, and the City Guardsmen have nothing to say to either the odious little king or his subjects. Non-monsters who approach the keep will have to endure hurled trash and shouted insults; those who try to get through the door without direct permission from King Weed will be attacked.

HOOKS

- A raiding party has captured slaves from a merchant caravan and handed them over to King Weed as payment for passage. Weed intends to ransom them back to their families, but most of them cannot afford his exorbitant price. The families hire the PCs to infiltrate the keep and rescue the prisoners... or if they're feeling bold, negotiate with King Weed personally for their release.
- The PCs are on a scouting mission for the City Guard when they overhear one of the other tribes discussing a plot to overthrow King Weed by turning him against his kobold allies. The PCs will need to decide whether to help thwart it, or to let it go forward, perhaps altering the balance of power in the district.
- A coup against King Weed succeeds, forcing the wily old goblin to flee the district. He approaches the PCs and offers his vast treasure to them if they will kill his usurper and restore him to the throne. Of course, he has little intention of handing over his treasure once they're done, and will try to eliminate them/drive them off once he's secured power again.
- The PCs have been trapped in the Humanoid District, either through a fluke, or fate or perhaps are wrongfully convicted prisoners. They hear about the passage

beneath King Weed's fortress that leads to freedom, but in order to reach it, they must first penetrate the keep and then negotiate the numerous traps which line the length of the passage.

B6. FORTRESS OF THE BOWSTRING BREAKERS

This ramshackle structure looks as though it has been cobbled together by a gigantic child. It was originally built of oak — longhouses, perhaps, arranged in a square — and since then has had chunks of stone and pieces of masonry added to it to provide some semblance of increased protection. Though the engineering is suspect, the results seem strangely durable, and the presence of scarring along the sides suggests that it has repelled more than its share of attacks. Hard points along the walls hold clusters of disciplined guards, while sharpened stakes line the perimeter and make for an imposing natural defense. Judging by the number of bodies impaled on those stakes, they have done their job quite well.

Inside, the place has the air of a well-disciplined soldier's barracks. Quarters are laid out with military efficiency, and though crude and smelly, are not dirty in the slightest. Supplies are neatly arranged in appropriate locations and weapons are organized into smart-looking arsenals. The former longhouses, which now form the fortress walls, hold barracks, kitchens, planning facilities, and living quarters for the fortress's civilians. Yellow banners depicting a bow being broken beneath a nail boot, flank the four corners of the central courtyard.

This is the stronghold of a powerful hobgoblin tribe called the Bowstring Breakers.

RESIDENTS

The Bowstring Breakers are one of the last holdovers from the original humanoid horde which invaded so long ago, making them more rigidly militaristic than most other humanoid tribes currently existing. A deep-set discipline and respect for the chain of command is instilled in them from birth. The children march and drill every day, while females serve alongside the males in a permanent state of war. Their discipline can be felt in ever corner of the fortress. Hobgoblins patrol the inner yards and outer wall alike, maintaining tight rinks and vigilant looks at all times. Those not on active duty are cleaning their weapons or performing calisthenics; one of them is even thumbing through a book of military philosophy, mouthing the words slowly but with enormous conviction. Were it not for the cruel bestial faces poking from beneath the helmets, it might almost be a contingent of the City Guard residing here... almost. Their philosophy has made them a perennial force in the Humanoid District, despite numbering only about 150 adults or so. They are also the best-equipped humanoids in the district. They wear chain shirts instead of leather, and their weapons are all of good quality.

The Breakers are led by a rather small war chief named Hggurl the Axe. His nasty tempered is filtered through an almost fanatic devotion to order, leading to harsh punishment for even the tiniest infraction of his elaborate rules. His claws have been replaced by steel nails, which were driven painfully into is flesh. They grant him an extra 1d4 damage in unarmed attacks.

Hggurl the Axe: Hobgoblin Ftr5, +1d4 damage to unarmed attacks.

Hobgoblins (150): AC 17; otherwise, as per the *Monster Manual*.

The Breakers have amassed only 500 gp in treasure. Because they are constantly bartering their money for needed supplies, they rarely have very much in the way of stolen or extorted goods. Several months' worth of food is buried in strategic locations throughout the courtyard. Hggurl carries a +1 *battleaxe*, which serves as his primary weapon.

ACTIVITY

The Breakers' discipline has allowed them to survive numerous threats, despite numbering only about 150 adults. They're currently facing trouble on two fronts: The Bladed Smile gnolls have laid claim to the main thoroughfare, pressing their numerical advantages in an ever-increasing series of skirmishes; and the orcs of the Rotten Jaw (see location B7) are pushing against their southern flank, despite a persistent vacuum in leadership. In these fights, the Breakers strive to maintain military discipline and employ conservative tactics, trying to minimize their own losses while inflicting as many as caution will allow. They have an implied nonaggression agreement with the Iron Jaw tribe (see location B27), which provides some security for their northern flank. With the Rotten Jaw in chaos, they are hoping to force a settlement on them, and then focus all their attention on destroying the gnolls.

Before the current crisis, the Breakers were quite active as mercenaries, and many traveled into the city in search of steady work. Their knowledge of other districts is better than that of the other humanoids in the region — the equivalent of Knowledge (City) +2 for each member.

The fortress itself has a hardness of 6 and can take 150 points of damage before being breached.

HOOKS

- The Breakers wish to further shore up their defenses by kidnapping some proper engineers and setting them to work on the problem. The engineers' families hire the PCs are to rescue them.
- The Breakers acquire a *wand of fireballs* from an unknown source, and intend to use it to wipe out the Smile once and for all. In the process, they set fire to many surrounding buildings, and if they aren't stopped, it could spread throughout the quarter.
- The Breakers commit an assault on the PCs — robbing their home, assaulting a relative, etc. — and leave evidence implicating the Bladed Smile. The hope to goad the PCs into attacking the gnolls, thus weakening their enemies.

B7. FORTRESS OF THE ROTTEN JAW

Like the Fortress of the Bowstring Breakers (location B6), this location has a haphazard quality to it, though the design appears far older. Hastily-built barricades were constructed between a variety of structures, creating a stronghold out of what had previously been an unremarkable block of buildings. The defenses have since been fortified with rocks and stones; in one case, it even appears as if *transmute mud to rock* had been cast on one of the walls. It actually appears like a miniature fortified village the size of a single city block, and containing nearly a dozen buildings of different sorts.

Inside, the sense of being in a village only increases. Pigs root about the muddy open areas as groups of orcish females and children go about their chores. Orc males stand guard along the walls while others work at herding the livestock or repairing a bit of wall. The southeast corner contains a large square bell tower, which has apparently been converted into a meeting hall. The bell has fallen out of this place and apparently been incorporated into the nearby wall. A monstrous jawbone, taken from some fell beast, has been mounted on the tower in its place.

The fortress/village contains the bulk of the Rotten Jaw, a powerful orc tribe composed of several different smaller bands. The area is full of orcs, with dozens sleeping in crowded quarters. Despite the squalid conditions, however, they are quite self-sufficient, raising pigs and growing mushrooms in the underground basements, which have been expanded somewhat in recent years. The battlements are all strong (hardness 7, 200 hit points) and can withstand attack from anyone in the district.

RESIDENTS

The fortress itself contains some 300 orcs, three times as much as the area could normally support. Another 150 swearing fealty to the Rotten Jaw occupy the buildings to the northwest, making them the largest tribe in the district. For all the cramped conditions, residency in the fortress is a sign of great prestige, for there they are safe from attack. Historically, they have long been a major factor in district politics. Years ago, a mighty orc chieftain named Cracktooth created them by fusing together several disparate orcish tribes into a single group. He attained untold glory for his people by leading them to victory against a bulette which had made its way into the district. The bulette's jaw still decorates the fortress tower, and forms the unified tribe's namesake.

But now, troubled times have come to the orcs. Cracktooth was recently killed in an altercation with the Iron Claws (see location B27), leaving them rudderless. The Rotten Jaw has sworn vengeance against the Claws, but without their commander, they lack the impetus to do much against them. The tribe is currently being governed by a rough council of commanders, representing the various smaller bands which originally made up the Jaw. They are keeping on top of things for now, but fissures have begun to appear in their unified front. It may only be a matter of time before the Jaw collapses into smaller groups and their formerly dominant position becomes just another memory.

Broken Jaw Orcs (300): As per the *Monster Manual*.

The tribe has amassed a great deal of treasure from raids: nearly 5,000 gp in gold, gems, and precious objects. It's kept in the highest room of the tower, under constant lock and key (successful DC 20 Open Lock check to pick the door to this treasury). Who has the right to distribute it has become a constant sticking point for the governing council, and even the choice of guards is met with accusations and suspicion.

ACTIVITY

In addition to internal strife, the Jaw is facing enemies on several fronts. The Iron Claws (location B27) remain defiant foes, and yet they cannot turn their full attention to them. The Bowstring Breakers (location B6) are competing with the Jaw for living space, and as the orcs expand westward, they may end up entering the fray over the main thoroughfare (location B10). Recently, the band of gnolls known as Cruelty took up residence nearby (location B24). It is unknown what their ambitions are, but they cannot bode well for the Jaw. With enemies on multiple fronts, the Rotten Jaw has responded with ferocity

and tenacious conviction. It remains to be seen, however, whether their internal divisions ultimately overcome them, leaving their foes to pick over the carcass.

HOOKS

- Expansion of the Jaw's underground mushroom farms threatens to collide with the kobolds' extensive tunnels (see locations B18 and B30). Concerned about stability in the region, Osgood Antarax (see location B3) hires the PCs to travel through the kobold tunnels and collapse those nearest the Rotten Jaw's fortress.
- One of the Rotten Jaw's fiercest warriors sets his sights on a PC, believing that if he can defeat the PC in combat, he can prove himself strong enough to reunite the tribe beneath him.
- In an effort to stave off dissolution, the Jaw attacks one of its rivals... just as the PCs are passing through. They must survive house-to-house fighting and charges by bellowing humanoids of one persuasion or another ... or perhaps they will have the opportunity to tip the balance of power by aiding one particular side.

B8. COLISEUM ANNEX

This solid, well-built structure is a technically a part of the great wall which separates the Humanoid District from the Entertainment District to the east. It is constructed of the same thick stone, and has the same sense of implacability as the remainder of the wall. The gated entrances are oversized, as if to accommodate larger species, and the bare stone walls above them give lend a sense of indomitable will.

Inside, the complex is similarly oversized, with rooms and corridors big enough to accommodate a giant if need be. The lower levels are comprised of pits and cages, holding both reluctant gladiators and the savage beasts they will fight. The upper levels hold more austere quarters, designed for more willing combatants. The rest is storage, containing everything from spare weapons for the fighters, to huge props such as siege towers and chariots. Everything the Coliseum may require is stored here for possible use; there's even a set of boats and water tanks, which can be used to simulate naval battles.

The annex to the Coliseum is run as a part of the Humanoid District. Indeed, it is even administered by humanoids, falling under the unofficial domain of a rapacious ogre mage and a family of his mundane ogre followers. The City Guard allows them to run the Annex because it keeps their own members out of harm's way. The Annex contains everything necessary to stage gladiatorial spectacles, all kept safely within the district. There is no way to escape through the Annex; all of the tunnels either lead back to the district or to the field of the Coliseum (location C1) itself.

This arrangement stems from the fact that the Coliseum straddles the Humanoid District and the Entertainment District. It served as a bulwark for the defenses against the initial humanoid invasion, and as the siege continued, the wall naturally grew up around it. That left the Annex in the Humanoid District, however, and while it was initially administered by "normal" humans, the number of monsters and prisoners who entered the games necessitated that new management step in. For all their crudity, however, they have kept the Annex in excellent shape. It contains weapons, armor, and accouterments of all varieties, enabling the Coliseum to put on whatever spectacle the crowd demands. It's all stored neatly in one of the building's immense rooms, or else ordered from a variety of merchants throughout the city.

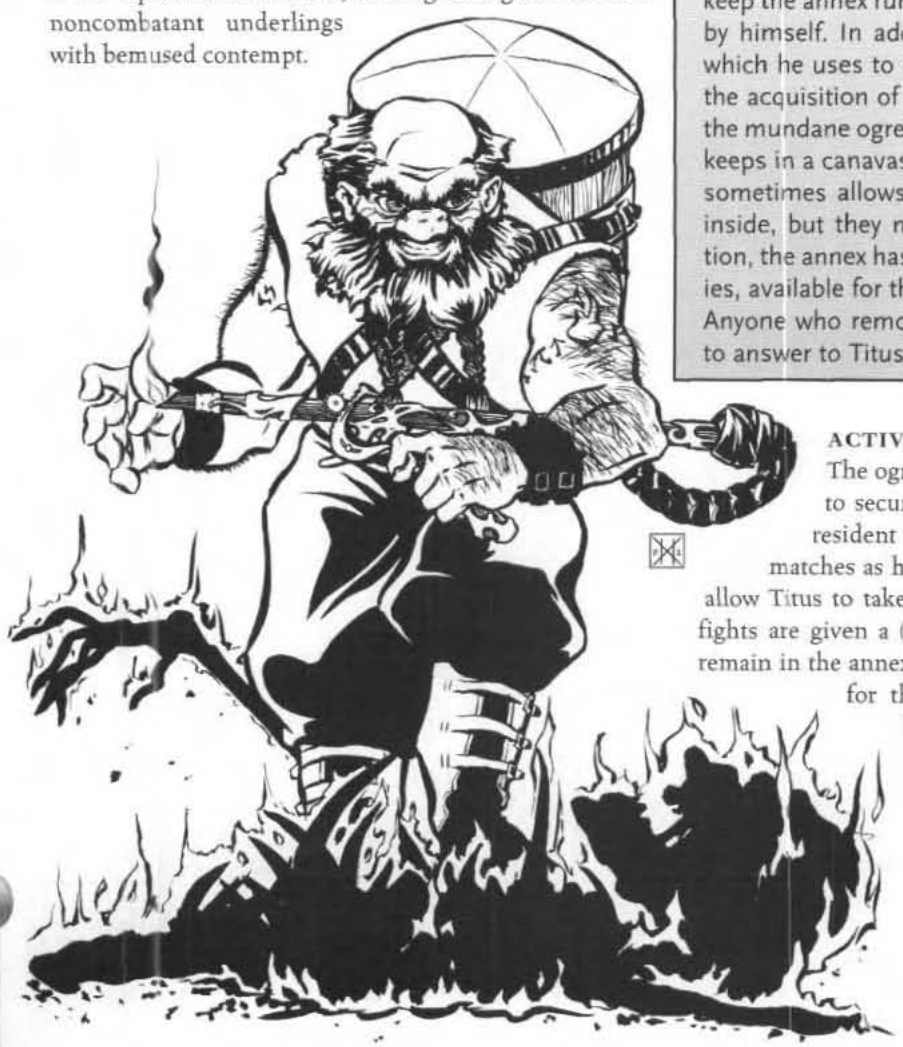


B

RESIDENTS

The supreme overlord of the Coliseum Annex is Titus Rapax, an ogre mage of indeterminate age who arrived one morning and offered his services to the Coliseum owners. He would groom gladiators and provide exotic beasts for them to fight if only they would allow him to run the annex as he saw fit. They agreed and for the last century, he has been the master of the Coliseum's "prep work." He's a capricious and somewhat whimsical overlord, given to strange flights of fancy when it comes to acquiring new gladiators. He might dress a slavering half-orc in fine armor or put a stodgy dwarf on the back of a miniature chariot. But he takes his job seriously, and the cruelty and sadism which mark all of his species is never far from sight.

His assistants are a family of mundane ogres, who have served him willingly for generations now. Their matriarch, Takeena the Pungent, is a shameless sycophant who regards her master with a mixture of horror and awe. Her loutish brother and three ugly sons do most of the physical labor in the annex: building cages, moving heavy equipment or keeping the gladiators in line. They snap to obey any of the Titus' orders, but otherwise revel in their place at the top of the food chain, treating both gladiators and noncombatant underlings with bemused contempt.



Any number of gladiators and creatures may be found here as well, preparing to fight in the games. Training facilities are quite adequate, and many fighters come here in their off-hours to keep their skills in top form. In addition to the usual routine of performers, humanoids come here to test their mettle in the games, and prisoners will submit themselves in an effort to buy their freedom. Lone monsters can often make quite a name for themselves in the Coliseum, earning the security and riches which they could never achieve on their own, while prisoners see the games as one of the few ways they have of escaping the district.

Titus Rapax: Ogre mage, as per the *Monster Manual*.

Takeena the Pungent and Family (5): Ogres, as per the *Monster Manual*.

Gladiators (varies): Ftr2.

Titus keeps his earnings in a *portable hole*, which he carries in his back pocket. It holds 2,500 gp in gems and platinum pieces, which he uses both to keep the annex running and to gloat over when he's by himself. In addition, he carries a *cube of force* which he uses to keep himself safe while directing the acquisition of dangerous animals. Takeena has the mundane ogres' fortune — 500 gp — which she keeps in a canavas sack worn around her neck. She sometimes allows her sons to look at the shinies inside, but they must never touch them. In addition, the annex has weapons and armor of all varieties, available for the exclusive use of the gladiators. Anyone who removes anything, however, will have to answer to Titus.

ACTIVITY

The ogres run active recruitment in an effort to secure more gladiators for the arena. Any resident of the district may fight in as many matches as he wishes. He need only show up and allow Titus to take stock of him. Those who win their fights are given a (small) piece of the profits, and may remain in the annex to sleep and train. It's quite enticing for the district's outcasts or loners, who know they won't survive long on their own. At least in the arena they can see their foe.

The same principles hold true for prisoners willing to fight and train. While they earn no money, Titus gives them a roof over their heads and a modicum of security. The standing rule is that any prisoner who survives 30 bouts in the ring will be granted his freedom, provided he leaves the city and never returns. To date, only a small handful of prisoners have ever managed to reach that prize. More often, they die in the pits while the howls of the mob cascade around them. Still, many see that as preferable to a life of constant fear in the district.

In addition, Titus and the ogres periodically conduct hunting expeditions, to capture exotic creatures and return them to the arena. They have special passes allowing them to leave the district for these purposes, and are very good at procuring strange new beasts for the appetites of the crowd. Owlbears and umber hulks are regular combatants, as are even stranger beasts such as otyughs. Those that survive are kept in cages beneath the annex, where the ogres keep them poorly fed and tormented to maximize their rage. Contests often pit teams of gladiators against such beasts, which Titus claims is gladiatorial combat in its purest essence.

HOOKS

- A group of prisoners plans an audacious escape, first by setting the caged monsters in the annex loose, and then bolting through the arena while the ogres are engaged. The PCs are on watch in the nearby tower and must decide between containing the monsters or re-capturing the prisoners.
- An enemy of the PCs pays the ogres to kidnap them and place them in the games. They find themselves cages beneath the annex, where they must either escape, or be thrust into lethal combat.
- The city decides they need to inspect the Annex to ensure that the ogres aren't unduly exploiting their charges. The PCs are asked to make regular inspections of the premises and to keep the ogres on their toes.

B9. THE HANGING TREE

This huge, decrepit oak dominates the surrounding landscape, its skeletal branches spreading out in what seems like a thousand different directions. The bodies of nearly a hundred humanoids hang from different branches. The oldest are little more than skeletons, while the newest have been hanging for just a few days. Crows and buzzards flock here by the dozens, their feathered bodies forming a gruesome foliage for the tree. Before the current turf squabble (see location B10), the tree was used to display the bodies of traitors to various tribes. After being killed, his corpse would be displayed here, as a warning to others. The gesture was established by one of the district's early warlords, and was intended to stress the need for unity among the tribes. Only traitors were thus displayed; to do so with those killed in inter-tribe tussles was considered unduly inflammatory.

The practice remained until the recent troubles between the Bladed Smile and the Bowstring Breakers. In an effort to establish dominance, both sides began displaying their kills on the Hanging Tree, and the lower branches soon became festooned with gnoll and hobgoblin corpses. Each side would cut down their dead, only to have them replaced with fresh bodies after the next skirmish. The practice is inflaming the tensions between them, and may be the match head that goads them to open war.

The forces of King Weed do not make use of the Hanging Tree.

B10. MAIN STREET

This large thoroughfare is the widest in the city, and saw regular parades by the City Guard before the humanoid invasion. Now, it houses a variety of dwellings and crude businesses, all populated by humanoids (and a few prisoners) and built in the remains of the shops which once lined the street. The thoroughfare itself is filled with boulders and debris, providing easy cover for those attempting to traverse it. The boulevard is currently claimed by three factions — the Bowstring Breakers (see location B6), the Bladed Smile (see location B22), and King Weed's minions (see location B5). Weed keeps his soldiers in close hand, venturing only into the westernmost stretch of the street, but the other two tribes are engaged in near-constant skirmishes over it. Small-unit battles are a daily occurrence, and residents must pay protection money to both groups if they wish to stay healthy.

B11. WATCHTOWERS

These tall wooden towers have been placed near the two main entrances to the district, and they afford a clear view of most of the wall. The humanoids erected them in a rare display of unity — carefully negotiated by Osgood Antarax (location B3) — and nearby tribes continue to staff them with regular shifts of watchmen. They have orders to keep an eye on all human activities along the wall and to sound a warning if any threat to the district appears. Each tower contains a contingent of five humanoids (orcs, bugbears, or hobgoblins) armed with longswords and bows. The leader of each shift has a loud ram's horn, with orders to sound it at the first sign of danger. The towers themselves are nearly four stories tall, with a hardness of 5 and 90 hit points. The humanoids are typical members of their species, as described in the *Monster Manual*.

B12. RUINED AMPHITHEATER

This large stone structure was clearly once an amphitheater, where plays were performed and athletic contests took place. Stone seats ring a large central arena big enough for dozens of combatants. Its diameter is only slightly smaller than the grand Coliseum nearby, though the Coliseum is not nearly as shopworn as this structure. Portions of the seating have been broken, as if by huge stones, and the ramparts atop the amphitheater have shattered and fallen to the ground far below. Pedestals which once held statues of men and women in athletic poses have been broken off, the art claimed by some slavering humanoid tribe or another for purposes better left unconsidered. The tops of the entrances have been broken off, raising the height of the empty doorways considerably. Similar alterations have been made to the entryways in the arena itself, which lead to a series of rooms beneath the stands. Strangely enough, there is no grafitti anywhere here — most unusual for the Humanoid District. The grounds surrounding the amphitheater are littered with boulders, fallen trees, and collapsed buildings.

The amphitheater is home to one of the few benign residents of the Humanoid District — a stone giant named Sheercliff who works in the docks.

RESIDENTS

Exiled by his fellows for some unknown reason, Sheervliff was unable to find comfortable quarters within the city proper, and so headed here, where he could live a life of quiet solitude and enjoy what comforts he could. He was living here when the humanoid army invaded. Not wishing to be identified with the horde, but neither feeling inclined to risk his life on behalf of the city, he simply holed up and waited for the fighting to end. Any humanoids which approached had their bells rung for them, and the rest were too busy with the city to pay much attention.

He rises before dawn each morning and travels to the docks, where he works loading cargo and moving articles of heavy freight. He sometimes travels through the main gate in the Bazaar District, though mostly he simply clambers over the northern wall and travels on his way. The city guards know about him and leave him alone; his presence as a productive citizen of the city has been on record for longer than any of them have been alive. In the evenings, he comes home and spends hours hurling rocks at the nearby buildings. He's reduced all of them to dust, but still takes delight in bashing the rubble into new and interesting configurations. Once in a blue moon he hires a scribe to come and read philosophy to him, which he debates in the low rumbling voice typical of his kind. But mostly, he just keeps to himself, content to ignore and be ignored by the remainder of the district.

Sheercliff: Stone giant, as per the *Monster Manual*.

Sheercliff spends most of his wages on the large amounts of food required to sutain him, and upon subtle indulgences like the visits from the scribes. He has six perfect emeralds — his only possessions from before his exile — which he keeps in his quarters mounted in a smooth stone holder. They are worth 400 gp apiece. He never allows anyone into his lair, so he believes them quite safe. Should they ever be stolen, his wrath will know no bounds.

ACTIVITY

Sheercliff dislikes uninvited visitors; those who approach the amphitheater will receive a bellowing verbal challenge. Those who do not respond or whose answers are not to his liking will be given a warning in the form of a boulder flung across their path. Those who persist will receive the full brunt of his wrath; Sheercliffe has no shortage of rocks and will go to any length to protect his privacy. Humanoids often receive no warning at all. Those not wishing to be shelled into oblivion must approach under a flag of truce.

Assuming that you can gain entrance to the amphitheater, you will find him a curt but not unpleasant host. He will answer their questions as best he can, provided they don't involve anything that can be directly used against his neighbors (such as defenses, patrol schedules, and the like). He is always interested in news about his fellow giants, and will debate philosophy for hours with anyone who lets him.

The kobolds have never been able to tunnel underneath the amphitheater; Sheercliff is too well-versed in their ways to let them.

HOOKS

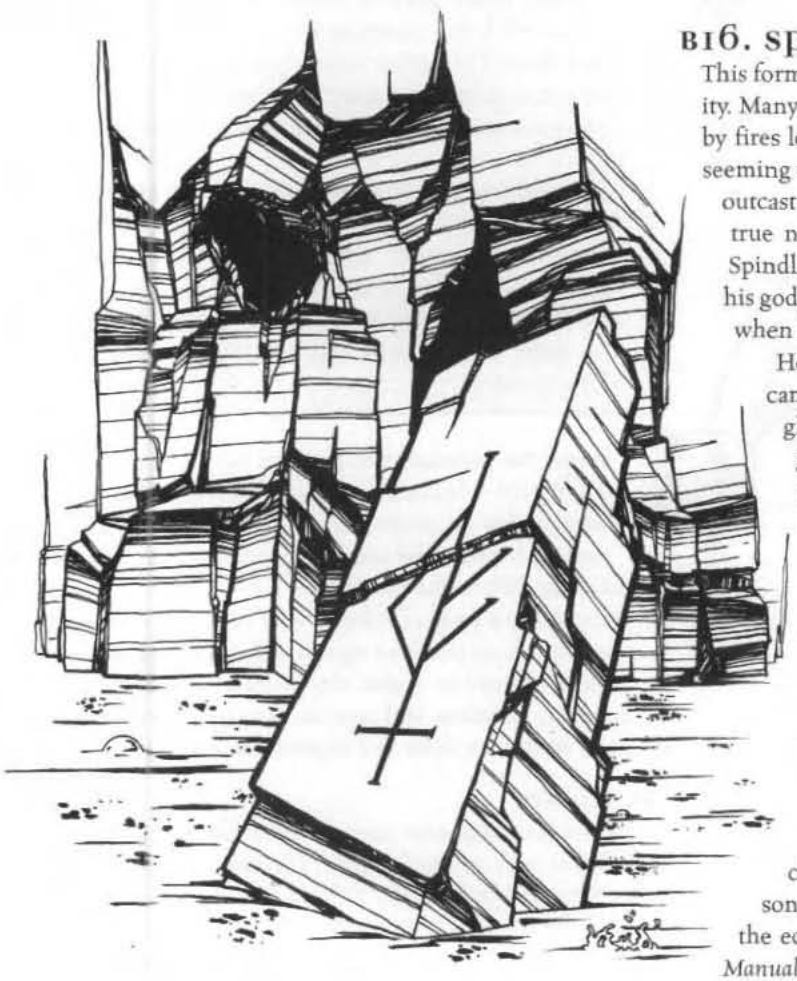
- The PCs encounter a band of Sheercliff's kinsmen in search of him. They make no indication of their intentions towards the stone giant, but are quite keen to find him. Even if they wish him well, he will likely appreciate being informed before they arrive on his doorstep.
- Sheercliff's gems have been stolen! The PCs purchase one or two of them in the Bazaar District at a considerable discount from their market value. That's before the angry stone giant catches up with them and threatens to mash them into paste. Giving them back will placate him somewhat, but they must help him hunt down the remaining gems and the thieves who took them if they wish to stay off his bad side.
- The nearby humanoids plan to ambush Sheercliff on his way to work. The PCs spot the attack as it begins. Unless they come to the stone giant's aid, he will be overwhelmed by sheer numbers and taken down.

B13. ABORTED TUNNEL

This man-sized hole bores straight into the wall, traveling about a third of the distance before finally collapsing into rubble. It marks the spot where a prisoner — a wizard of some infamy — attempted a breakout, along with three or four compatriots. They underestimated the weight above them, however, and didn't think to shore up their tunnel. The collapse killed them all in an instant. The tunnel lies near an angle of the wall and is hidden in shadow — easy to miss unless you're looking for it (successful DC 25 Spot check to notice). A prisoner or a humanoid with proper engineering skills (or perhaps the help of Reinhold's Engineers; location B18) may be able to shore it up and keep digging.

B14. WALL RUPTURES

These areas were the target of various humanoid attacks over the years, and were never properly repaired due to safety concerns. They are unseemly clefts in the architecture, gouged out by inhuman hands or long destroyed siege engines. The City Guard keeps a close eye on them, but because they don't significantly weaken the defenses, no other action is taken. Occasionally, a humanoid will bury something of value within their confines; their proximity to the guards means that none of his compatriots will come near.This can be anything from a priceless ring to the skull of the humanoid's grandfather. The guards occasionally spot such interlopers, but usually leave them alone.



B15. RUINED WALLS

The crumbling masonry here once represented a low, low, wall, which ran for several blocks and formed a boundary of the modest park to the southwest. Now, the greenery in the park has withered and died, and the wall is nothing but a few scattered lines of masonry. It was here that the city defenders made a heroic stand during the humanoid invasion, holding the monsters at bay while the defenders at the wall evacuated the last few residents into the Dwarven District. Eventually, however, they were overrun, and their bodies mangled beyond recognition. Their blood and bones intermingled with the soil here, leaving a trace of their essence behind that remains even after so many generations have past.

Anyone standing in the area — between the large tree to the north, the parkland to the south, the buildings to the east and the wall to the Dwarven District to the west — facing a humanoid or evil-aligned opponent gains a +1 circumstance bonus to any Will saves, and any Intimidation checks made against them automatically fail.

B16. SPINDLELEGS' WOODS

This former parkland has taken on an eerie, desolate quality. Many of the trees are dead, having been burned black by fires long ago. Those which survive are strangely sick, seeming almost feverish in their growth. It is here that an outcast drider arrived long ago to make his home. His true name is unknown, but the humanoids call him Spindlelegs; it is rumored that he undertook the test to his goddess in some hidden antechamber of the city, and when he failed, he had nowhere to go but here.

He makes his home in the treetops, fashioning camouflage out of leaves and mud to disguise his glossy black body. He feeds mostly on lone stragglers, whom he brings down with a bow and poisoned arrow before wrapping them in his threads. Human prisoners form the bulk of his diet, but lately he's been dining on Rook's Skull orcs from nearby (see location B25). The orcs have made several efforts to burn him out (hence the charred trees), but he has always survived, and invariably claims a sentry or two in retribution. The orcs keep a watch on the far eastern rooftops of their territory and try to lob a shot at him when they spot him.

Spindlelegs' camouflages gives him a +2 competence bonus to Hide and Move Silently checks. His arrows are tipped with his own poison, causing damage as per his bite. Otherwise, he is the equivalent of a standard drider, as per the *Monster Manual*.

B17. LAIR OF LOTHOS THE MINOTAUR

This former residential block has been transformed into a minotaur's labyrinth by first knocking out the houses' dividing walls, then constructing new ones through the use of rubble and shabby carpentry. Visitors must weave in and out of several buildings that are accessible through holes torn in their exterior walls as much as their intended entrances. The labyrinth periodically ends in blind alleys, crudely dug pits and cunning reversals which destroy all sense of direction. The generic nature of the shanties, and the fact that the labyrinth runs through both intact buildings and open-air ruins, makes it extremely confusing.

The maze eventually leads to the central courtyard, where a minotaur named Lothos makes his home. Originally numbering in the dozens, the minotaur population in the district has slowly declined so that Lothos is now the only one left. Lonely and bitter at having no kin, he takes his frustrations out on the other humanoids, often hiring himself as a mercenary to lead one tribe against another. He is positively suicidal in these attacks, wading in with his bare hands and crushing limbs and skulls with reckless abandon. Some say he's seeking an honorable death, if so, he's certainly taking his time about it. When not fighting for one tribe or another, he stays in his maze; his lonely bellows often echo across the district in the dead of night.



He has a standing agreement with the Iron Claws (see location B27) to protect their west flank, which he does by tricking interlopers into his labyrinth, before killing them one by one and devouring their carcasses. Someday, he may leave the district for good, in search of a mate or more of his own kind. But until then, he remains one of the district's most fearsome inhabitants.

Lothos is a standard minotaur, as per the *Monster Manual*. He has collected 350 gp worth of valuables in his lair.

B18. REINHOLD'S MUNICIPAL ENGINEERS

This large whitewashed building apparently used to have two stories, but the roof seems to have collapsed onto the upper level, leaving it a dangerous-looking pile of rubble. The lower floor has been heavily fortified, with steel plates haphazardly riveted over the windows and a vault door replacing the wooden one which originally graced the front of the building. A tattered sign once hung above the door. It has since fallen, but has been nailed to the wall next to the door using great iron spikes. The sign reads, "Reinhold's Municipal Engineers."

Inside, small piles of rubble and a fallen beam or two mark the complex maze of rooms on the lower floor. The center rooms are filled with smelly nests composed of ripped cloth and other far less savory items. A larger room towards the back contains a shrine to a strange draconic god, complete with smoking braziers and a circular altar on the floor. An armory contains a series of short bladed weapons and javelins, while a large chamber in the back holds a series of smooth stone boards which are filled with chalked formulae written in Draconic. The sense of being watched pervades every corner of the building.

Before the invasion, this location held a group of civic architects — led by one Gephart Reinhold — who were responsible for maintaining the keep in location B5, the north wall to the south, and various other important buildings. When the humanoids came, it was sacked and occupied by a band of kobolds who came to be known by the moniker on the front sign: Reinhold's Engineers. They have reinforced it, sealed the doors and windows from potential intruders, and now use it as their base of operations while they delve and expand into the sewers below.

RESIDENTS

Reinhold's Engineers consists of some 100 adult male kobolds, with an equal number of females and young. Few of them can be found here, however, save when sleeping or in the face of a serious threat. Most are either down in the sewers building and repairing tunnels, or conducting

various bits of thieving and spying against the remainder of the district. They use secret entrances to move around, never emerging for more than short periods of time and then only under cover of dark. For many generations, they lived in considerable fear of the other tribes, paying tribute to the orcs in the nearby keep (location B7) in exchange for being allowed to live. That changed when King Weed came to power (see location B5). The goblin showed them how to use the underground tunnels to strike back at their foes, while providing protection against any potential attacks.

Officially, the kobolds are beholden to Weed. They set traps, dig tunnels, and otherwise turn the underground areas of the district into giant death traps — all at his behest. In reality, he pays *them* for their services, doling out an (admittedly) small portion of his take in exchange for keeping the traps up and running. This suits the kobolds just fine. They have no interest in ruling and don't want to present themselves as a target for the other tribes. King Weed can appear to call the shots, and take the subsequent risk. In the meantime, they're free to pursue their mining activities and further secure their tribe against any potential threats (see location B30 for more options).

The tribe is led by a pair of clerics, Urkbak and Gekalt, who lead in the worship of their patron god. Ten elder males, the wiliest of the remainder, form a rough council which helps in the decision making process. Turnover in leadership used to be quite high, but it has slowed since they struck their deal with King Weed. The occasional digging accident and the rare unfortunate caught stealing from the other humanoids are the only casualties they suffer these days. The clerics cite it as evidence that their god is pleased.

Urbak and Gekalt: Kobold Clr3.

Other kobolds (200): As per the *Monster Manual*.

The kobolds have approximately 500 gp in hidden swag buried beneath their altar. The elders use it to buy food and other essentials when they can't steal any for themselves.

ACTIVITY

As with any kobold lair, the entire building is rigged with traps, designed to be triggered should any intruders enter. There are 3–5 spiked pit traps (dumping the victim into the basement, which is lined with rusty blades) and 2–4 falling block traps (heavy debris dropping from the ceiling) scattered throughout the building. Treat them as standard hazards of their type as described in the *Dungeon Master's Guide*.

The building's upper story is filled with hiding places, and the kobolds will scatter up here at the first sign of intrusion. It is extremely difficult to spot them up there (successful DC 30 Spot check to notice), and if anyone larger than Small size attempts to climb up after, he runs the risk of bringing the entire roof down: 15% chance each round, which doubles to 30% if two or more Medium sized or larger creatures climb up. Treat the results as a cave-in as described in the *Dungeon Master's Guide*. Kobolds in the roof are immune to such damage.

A secret door in the basement leads to a tunnel between the kobolds' lair and King Weed's keep across the street; from there, they can spread out to anywhere within their underground warrens; see location B30 for more information.

HOOKS

- A descendent of Gephart Reinhold believes that his ancestor's notebook — containing priceless information on engineering and architecture — was hidden within the walls of his shop. He tasks the PCs to bring it back.
- The kobolds decide that King Weed is a threat and plot to eliminate him. Their scheme involves destroying his keep and arranging to that the City Guard will take the blame; the results could unit the monster tribes and launch a fresh attack against the city. The PCs get wind of the plot and must decide what to do about it, if anything.

B19. HUMANOID PAWNSHOP

This dusty warehouse is located near Monsters' Gate, right next to the humanoid "embassy" run by Osgood Antarax (location B3). The outside is battered, but still serviceable and marked with the usual array of humanoid graffiti on the northern side. The word "pawnshop" is written in red paint in several languages above the door.

Inside, the shop holds an array of bizarre objects, some nearly worthless, some without price. They are stacked in piles or else loosely organized by type, with weapons and armor taking up most of the western third of the shop. A craggy old human sits in a large cage by the front door. A strongbox full of money sits next to him, and a curious walking staff is clutched in his right hand. Beside the cage squats a huge green troll, with a sour expression on its face. It is bound by a collar at its neck, which is attached to a chain and runs into the cage, where it is connected by a plug to the wall.

The pawnshop has been set up as a strange buffer between the residence of Osgood Antarax and the remainder of the district. He doesn't wish any humanoid tribe to lay claim to the building, which lies just across the street from his keep and which could make life uncomfortable if a group of any strength decided to claim it. So instead, he arranged for this merchant to set up shop, an arrangement that suits both parties quite well.

RESIDENTS

The pawnshop's owner is Angus Fell, an unscrupulous fence who has worked with unsavory sorts in the past. Unwilling to cut the Thieves Guild in on his action, he relocated here, where he exchanges stolen and looted goods for money. He's the only reliable way for the humanoids to quickly divest themselves of the spoils from their raids, and as such is used by every major tribe in the district. The troll, known only as Skrunt, is his bodyguard and insurance policy. He keeps the creature in line through a *staff of fire*, disguised as a walking stick, which he threatens to incinerate the creature with if it ever misbehaves. This is largely a bluff — the *staff* would likely burn down the shop and everything in it as well as the troll but Scrunt is too dim to pick up on it. He's a miserable, bad tempered beast who takes every opportunity he can to lash out at easy targets.

Angus Fell: Exp8.

Skrunt: Troll, as per the Monster Manual.

In addition to the *staff of fire*, Angus keeps 800 gp locked in his strongbox (DC 20 Open Lock check to unlock), for use as payment for pawned goods. The corners of his shop can contain any number of treasures as well, the details of which are up to the DM. Weapons, armor, and all manner of equipment — most in shoddy shape but still usable — can be purchased here, at twice the price listed in the *Player's Handbook*.

ACTION

Angus bilks his customers terribly, as any good fence does, by paying rock bottom prices for clearly superior goods. The truly worthy materials he smuggles out into the city at large, where associates of his sell them at a staggering profit. He justifies the practice by giving out money for junk too, which he keeps in the store and tries to sell to the humanoids in the district. They prefer him to the Trading Post (location B4) because he has cash, and because he'll make a deal for anything the humanoids may have. Basically, he seems more in tune with the humanoids' attitude than do the other merchants at the Trading Post.

At the first sign of trouble, he sends Skrunt into action. The troll is too big to squeeze out of the pawnshop's door (Angus cut him into pieces to bring him in), but he'll happily disembowel anyone his master allows him to, using his great claws to rend miscreants apart. A simple insult or snide remark can be fatal when dealing with Skrunt, and most customers mind their Ps and Qs when browsing here.

Angus's cage is locked and unlocked from the inside; it is intended to provide him with protection should any customers get out of hand.

HOOKS

- Skrunt breaks loose from captivity and launches rampages through the nearby area. Osgood Antarax asks the PCs to hunt him down for the good of the district.
- A tribe of backstabbing humanoids helps free Skrunt from his master. The troll now resides with them... threatening to shift the balance of power in their favor. The PCs must ensure that the troll is either killed or breaks away from his new friends.
- Angus acquires a piece of the PCs' property, which was stolen a few days previous. He refuses to divulge the seller; the PCs will need to get past Skrunt somehow if they wish to convince the old man to help them locate the thieves.
- A thief manages to slip in and steal the money in the strong box... while it and Angus are locked in the cage! The pawnshop owner enlists the PCs' aid to solve this mystery.



B20. RUINED CHURCH

This sad-looking structure was once a satellite temple set up by Children of the Creator, the city's largest largest human religious sect. It fell during the invasion and has since been turned into a catch-all shrine for the district's various denizens, few of whom are lucky enough to travel to the larger Humanoids Temple in the Spire District (location J6). Though each tribe worships its own deity in whatever fashion is appropriate, they come here to pay homage to the Spire. The walls and roof have been repaired everywhere but on the western end, where a simple altar looks out onto a brilliant view of the Spire towering over the nearby buildings. Even the Monsters' Gate is overshadowed by the inspiring edifice; the denizens of the Humanoid District take great comfort in the view, knowing that their god (whoever he is) will come some day and deliver the entire city unto them.

In periods where the district was unified, the chapel was open to all; humanoids could come and pay homage to whichever god they followed, while praising his/her eventual return to the Spire. During periods where the district was divided, the church became a hotly-contested piece of real estate, as different tribes battled to claim it (much of its damage has come from such conflicts). At this moment, the Rotten Jaw (see location B7) claims ownership. They had initially taxed any other humanoids who came to worship there, but with the death of their leader, enforcement has slacked off. It is difficult say what will happen if they try to reinforce their ownership more strictly.

B21. LAIR OF THE BASHERS

The entrance to this disheveled building is dark and smells strongly of rotten meat. Fungus and moss grow along the stones and the ground surrounding the building has a wet, unpleasant consistency. The sound of snuffling growls can be heard within.

Inside, a group of 40 or so huge goblinoid creatures is gathered around a series of cooking pits. They are roasting foul-smelling meat of uncertain origin in a series of colossal stewpots, and the stench from them is almost unbearable. Some of the creatures are perched on rock piles or ledges formed from collapsed sections of the roof. They seem to have a hard time waiting for the meat to finish; several of them keep reaching into the stew pot to pull bubbling pieces of flesh out whether they are cooked through or not.

These are the Bashers — "dems what bashes stuff" — a tribe of bugbears who have become anathema to the remainder of the district. They gather here to cook whatever they have found to eat. Unlike other humanoid lairs, there is little here in the way of defense, and the bugbears haven't even bothered to set a watch. The fire pits are the center of attention, as well as whatever evil stuff is brewing in those pots.

RESIDENTS

The Bashers are typical bugbears in that they rapidly consume everything edible in the area. This has led to multiple clashes with other humanoid tribes who have no wish to either lose their own food supply or become part of the menu themselves. Consequently, the Bashers wander around the district with little rhyme or reason, taking space by force and stripping the area of everything useful. In their tenure here, they have already killed all the game in the nearby woodlands and driven off or eaten every resident for blocks. They have no formal leader, though a large specimen named Basher Bob seems to carry the most authority.

The Bashers are amazingly adept at climbing, and can clamber up the sides of walls and across piles of rubble with remarkable dexterity. Their vertical movement rate is the equivalent of walking so long as their hands are empty, and they gain a +2 competence bonus to any attacks launched from above their opponent, in which the opponent is caught flat-footed.

Bashers (40): Bugbears, as per the *Monster Manual*, +2 competence bonus to attacks from above when opponent is flat-footed.

The Bashers have accumulated very little treasure in their constant wanderings. Individuals have 2-5 gp worth of stuff and a few worthless bits of shiny metal, but the tribe as a whole has almost nothing of value.

ACTIVITY

The Bashers' regular diet currently comes from the nearby corpse pit in location B28, which they routinely mine for scraps. They much prefer fresh meat, however, and anyone who enters the area qualifies as lunch. They will ambush any likely targets, striking from above as well as from around and behind. They are unaware of the prison gang in location B36, but would no doubt smoke them out at the earliest opportunity if they were. The Bashers occasionally go on raids outside of the district, but because they are inherently lazy creatures (and because King Weed hates dealing with them), they prefer to wait and ambush returning raiders rather than go through all the trouble of leaving the district themselves.

HOOKS

- One of the bugbears gets trapped in the corpse pit while trying to fish out a body or two. His companions have left him there, unwilling to find a rope strong enough to haul him up. If the PCs were to help him out of the pit, he would be very grateful... though his gratitude would be short-lived at best.

- The Bashers launch a raid on location B5, intending to usurp King Weed and take control of the tunnel leading out of the district. They act with stealth and cunning, and their attack catches the goblins by surprise. King Weed begs the PCs for help before his "kingdom" is overthrown.
- The City Guard asks the PCs to eliminate or drive the bugbears out — they're disrupting the district's "ecology." Taking on 40 bugbears at once, however, is a tall order, and the characters may need to adopt indirect methods to achieve their goals.

B22. NEST OF THE BLADED SMILE

This cleared stretch of former residences is now the central gathering place for one of the district's most powerful factions. The Bladed Smile, a loosely organized gang consisting of some 300 gnolls (as per the *Monster Manual*), lays claim to most of the surrounding territory. The accommodations here resemble a filthy kennel, with clusters of moss and lichen growing along the walls.

The tribal leader, Gg'rugg Hav'chk, divides those beneath him into individual packs, each led by an underling. Each pack has free rein but all must answer to Gg'rugg if they wish to remain in the tribe. The Bladed Smile has made plenty of enemies, so those outcast from the collective are invariably hunted down and destroyed. The remainder have realized that with their large numbers, they wield a great deal of power, and have sought to dominate as many of their fellow humanoids as they can.

Their efforts have brought them into conflict with the Bowstring Breakers (see location B6), who squabble with them over the main thoroughfare (location B10). The Breakers use superiors tactics, but the Smiles' numbers and animal cunning help even the odds. So enraptured are the Smile in this conflict that they pay little attention to their northern borders, where other gangs have begun to quietly establish their presence.

The Bladed Smile have a collected hoard of 700 gp, which Gg'rugg keeps in a dug-out hole under a mattress in their headquarters.

B23. HEADQUARTERS OF THE NAILED BOOTS

This odd hobgoblin tribe of about 100 has taken up residence in a former pottery factory. The Boots believe that as long as humanoids remain within the district, they will never enjoy the respect they deserve. They must instead seek dominance within the city itself... which means integrating with it. They teach their children Common and even Elven, and practice etiquette (such as using utensils) which other humanoids would scoff at. They use the factory to make crude but usable clay pots, which they then seek to sell in the Bazaar District and elsewhere. Some train as mercenaries, but when they leave the district, they try to mimic codes of conduct picked up from observing the most respected proper military organizations, such as the City Guard. A few have considered a career in politics. All of this is intended to let the Nailed Boots blend in with human society, becoming another part of the great mosaic that is the city. The factory brings them income, which they hope to use to purchase new quarters elsewhere some day. A few have even left the district for good and have begun preparing the way for their brethren to join them. In the meantime, the Boots still squabble with their neighbors, fight over territory, and oppress those beneath them, just like any other humanoids would.

Treat the Nailed Boots as hobgoblins as per the *Monster Manual*, but with Knowledge (Human Culture) +3. The tribe has collected the rather considerable sum of 1,100 gp, which their commander, Kraxus Dominar, jealously guards.

B24. SECRET LAIR OF CRUELTY

In the wake of the Rotten Jaw's (see location B7) loss of its leader, this small group of 50 gnolls has crept into the shadow of their fortress and lies in wait. Their presence has largely gone undetected by the orcs, and they intend for it to remain so... at least until their plans are complete. The band, calling itself simply "Cruelty" consists largely of religious fanatics, who worship a demon associated with the moon. They have been hounded away by their fellows in the Bladed Smile (location B22), but have clung together through their combined fervor. They remain very quiet and watchful, emerging only rarely to hunt, and then only in small packs. They don't even light a fire out of concern for alerting the orcs.

When the time is right — when a full moon rises on a particular date — they will steal forth and seize the Humanoids Temple (location J6) from its current wardens. They will then begin their unspeakable rite, sacrificing one member of every major race within the city in order to summon their demon. They believe he is tied in to the Spire and, once present, will purge the city of all life, leaving a scavenger's wonderland for the gnolls to loot at their leisure.

Only time will tell if they succeed.

The members of Cruelty possess unnatural zeal, rendering them immune to fear effects, Intimidate effects, and mind-altering spells. Otherwise, they are standard gnolls as per the *Monster Manual*. They have no treasure.

B25. HEADQUARTERS OF THE ROOK'S SKULL

This former inn is now headquarters for some 100 orcs, the largest such body after the Rotten Jaw. They have seized control of the surrounding block, but unlike other tribes have shown no urge to expand past those borders. They collect tariffs from a few small groups of goblins and hobgoblins in the region, deriving most of their sustenance from slave-tilled mushroom farms, or from hunting in the nearby woods. They are aware of both Sheercliff the stone

giant (location B12) and Spindlelegs the drider (location B16), but give the two creatures a wide berth. Their biggest beef is with the nearby Valhalla's Fallen (see location B37), who occasionally raid their territory in search of slaves to free. The only thing which keeps them from wiping the humans out is insufficient numbers.

The Rook's Skull uses the rooftops of their territory to move around, refusing to appear on the streets unless it is absolutely necessary. Consequently, most of the buildings there have crudely fashioned skylights or other forms of entry, with ladders to allow easy entrance. They will harry attackers on the streets with bow and arrow fire, using the roofs to their best advantage and only attempting melee combat if absolutely necessary.

The Rook's Skull is very used to operating in the sunlight, and do not suffer from light sensitivity like other orcs. Otherwise, they are identical to normal orcs, as per the *Monster Manual*.

B26. PUPPET THEATER

This vacant lot forms a natural semi-circle with the surrounding buildings. At the apex is a large wooden stage built for what appear to be hand puppets and marionettes. A wide variety of miniature scenery has been intricately details on the stage's various backdrops, while a sign reading "backstage" points to a narrow alleyway just to the left. The area in front of the stage holds row after row of flat wooden benches, carved from logs and stretching all the way back to the nearby street. The benches can hold approximately 100 Medium size creatures. A sign on a post behind the rearmost bench lists weekly show times in various languages.

This open-air theater houses the Slap and Zuzu show, a demonstration of puppeteering which constitutes one of the few forms of recreation in the district.

RESIDENTS

When Albert St. Claire was planning the murder of his wife, he never thought he'd get caught. A successful actor and puppeteer, he coveted the enormous fortune his noble-born spouse stood to inherit. Unfortunately for him, the Mirror Guard had their eye on her for very different reasons, and they were there when St. Clair emerged from her chambers, bloody knife in hand. He was unceremoniously exiled to the Humanoid District.

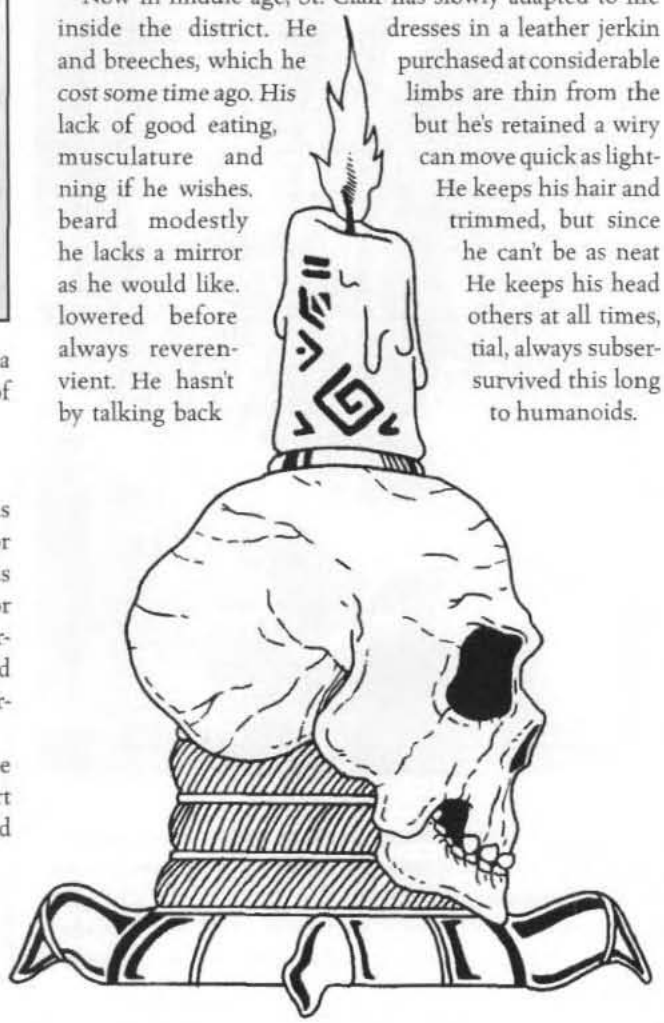
He survived for a few years by toadying to the orc tribe which originally occupied location B5, serving as a court jester to be humiliated for their amusement. He recited doggerel verse and bits and pieces of different plays, trying desperately to find something that would connect with his captors before they tired of his antics and ate him. His recitations were terrible disasters, but he found the orcs responded to his puppet shows — the marionettes, the hand puppets, and particularly a routine called Slap and Zuzu that consisted mainly for various figures whacking each other with sticks. Repeated renditions of the performance kept him alive among the orcs for several years.

When King Weed launched his coup, St. Clair wisely stood by and did nothing, content to wait until the dust settled. The results were something of a mixed blessing. Weed had no interest in keeping him captive, but neither was he interested in the Slap and Zuzu shows... leaving St. Clair without any protection from the District's other denizens. Rather than wait to be abducted or killed, however, he made a desperate gamble. Feigning protection from King Weed, he set up shop in a nearby lot and began performing Slap and Zuzu for the general public.

Needless to say, it was a hit.

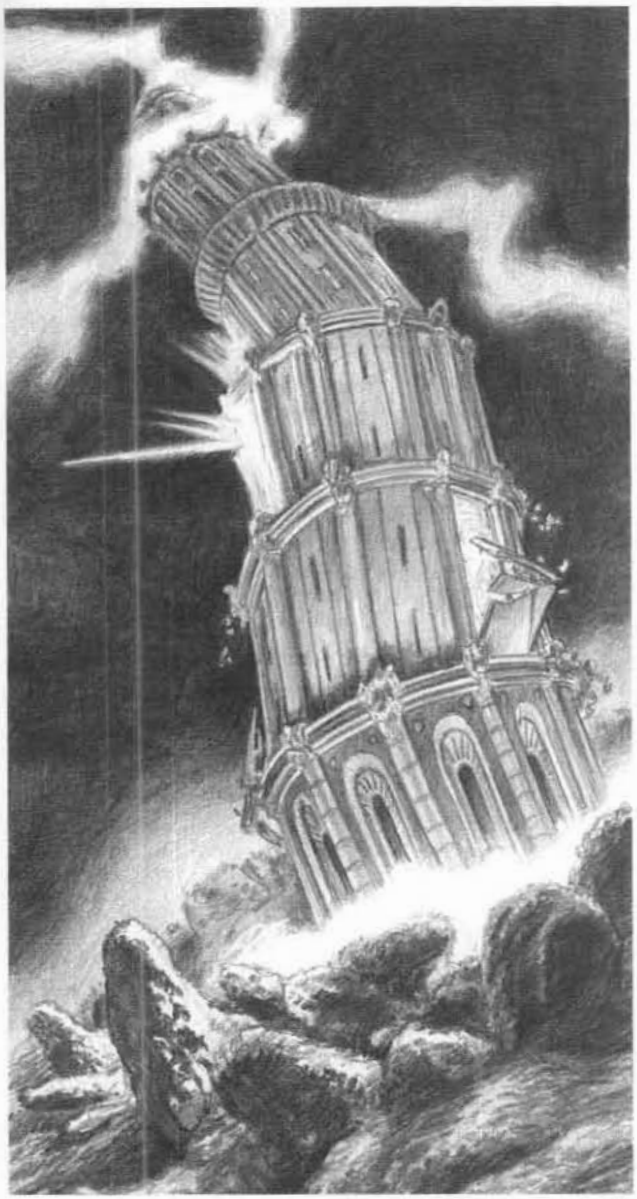
Today, life for St. Clair is far from good, but it could be worse. He performs his show nightly, putting his puppets through the wringer to the delight of the hooting crowds. In exchange, he gets to live, and earns enough food to support himself. The humanoids now know him and generally leave him be; they don't want the funny puppets to stop. Even so, St. Clair takes nothing for granted, and always keeps an eye out for potential trouble.

Now in middle age, St. Clair has slowly adapted to life inside the district. He dresses in a leather jerkin and breeches, which he purchased at considerable cost some time ago. His limbs are thin from the lack of good eating, but he's retained a wiry musculature and can move quick as lightning if he wishes. He keeps his hair and beard modestly trimmed, but since he lacks a mirror he can't be as neat as he would like. He keeps his head lowered before others at all times, always reverential. He hasn't survived this long by talking back to humanoids.



Albert St. Claire: Exp5.

Albert St. Clair has no treasure, but his puppets are surprisingly well-crafted, having been stolen from a traveling carnival by his former orcish masters. They are are a dozen different puppets, all kept in a large mahogany trunk which he keeps with him at all times — he even sleeps on it. If sold on the open market the puppets would fetch somewhere in the neighborhood of 150 gp.



ACTIVITY

St. Clair's performances draw a motley assortment of humanoids from across the district. The theater is unofficially neutral territory, but that doesn't stop fights from breaking out on a recurring basis. Audience members think nothing of knifing each other in the aisles, and the presence of copious amounts of vile liquors (mostly from the brewmeisters in location B34) only feeds the fire. External histrionics cease however, when the show begins. To a man, the humanoids are enraptured by St. Clair's expert displays of puppetry, howling with laughter whenever one of his creations smacks another one around. Though the gags are rough and simplistic, the sheer variety of torments his little hand puppets inflict on each other is enough to keep the monsters in stitches. Interrupting a performance is a good way to get killed.

HOOKS

- St. Clair has disappeared, and the humanoids kidnap the PCs to serve in his stead. Unless they want to be stuck running a Slap and Zuzu show for the rest of their lives, they'll need to find the puppeteer and restore him to his former position.
- St. Clair's puppets have been taken and he begs the PCs to help him recover them. They'll find the humanoids of the district surprisingly helpful, as they want the show to go on more than anyone.
- While the PCs are attending a performance of Slap and Zuzu, one of the humanoids in attendance causes trouble. The incident quickly interrupts enjoyment of the show, which sparks a full-bore monster riot. In the melee, the PCs are mistakenly identified as the perpetrators and targeted for a serious pounding.

B27. TOWER OF THE IRON CLAWS

This three-story building sports barred windows from all four walls, from which matted and torn coverings flap in the breeze. Doors in the center of each side are banded with iron, and the sloped rook opens into a small courtyard in the center of the building. A series of rope ladders allow the denizens to clamber up to the top of the building without traveling outside. As with many buildings of this sort in the district, guard posts can be spotted along the rope, where troops can scan the area for signs of activity. The third story here gives them an excellent view to the east and south.

Inside, it is apparent that the building once served as a prison. Long corridors evenly spaced iron bars, cordoning each floor off into a series of stone cells. The cells have been converted into living quarters and storage areas; the barred doors have been wrenched off, and hammocks or leather mats have been hung in the cells. The cell blocks closest to the center of the building open up onto a large open-air courtyard now filled with cooking pits and racks of nasty-looking weapons. Humanoids of all varieties can be spotted here, from orcs to gnolls to bugbears. It takes a moment to realize than a large number of them are female.

This is the headquarters of the Iron Claws, another of the humanoid tribes within the district.

RESIDENTS

The Claws' leader and namesake is Veka Ironclaw, born to an orcish father and a human barbarian mother. Abandoned by her kin because of her mixed blood, she learned to fight to survive, and used her orcish heritage to great advantage when battling for scraps of food and clothing. She began entering the gladiatorial contests in the Coliseum (see location C1) at an early age, where she defeated a number of opponents who were ostensibly stronger and more competent than she. Encouraged by her success, she entered the Humanoid District, intending to join the Rotten Jaw tribe (location B7). To her outrage, the tribe's leader declared her his property and attempted to add her to his harem. She killed the orc with his own blade in front of the entire tribe, and then fought her way clear along with several other females. She quickly realized she would need to form a gang of her own if she wished to survive.

Over the next few months, she abducted females from a number of other tribes and began drilling them as warriors. Initially terrified of her, they slowly found a new sense of liberation in the fighting technique she imparted to them, and soon embraced her beliefs in female quality. Since then, the Iron Claws have collected new recruits from all of the District — those tired of living under the boots of their male counterparts as well as those (like the gnolls) who already lived in coequal societies and simply saw the half-orc as a better proposition than they had. In addition, they gathered a handful of desperate male humanoids, outcast from their tribes and eager to find a new source of protection.

Today, the Iron Claws number almost 200, three-quarters of whom are "liberated" females. They preach a doctrine of ruthless empowerment — of females taking from males what will not be given for themselves. Each of them is at least equal to any male in the district, and their canny choice of headquarters has allowed them to survive numerous incursions. Veka's tough leadership has endeared her to most of the tribe, and there is nothing they wouldn't do for her.

Veka Ironclaw: Half-orc Ftr6.

Iron Claws (200): orcs, gnolls, bugbears, and hobgoblins, as per the *Monster Manual*.

Veka carries a +1 *longsword*, which she scrounged from some long-forgotten battlefield. In addition, the Claws keep 800 gp in gems and coins in the topmost cell of the tower — the only cell which still has its door intact. The other gang members have squirreled away a few silver pieces here and there, but Veka is adamant in insisting that everything they procure goes towards the betterment of the tribe — and of course, *she* is the only one who decides what that betterment will be.

ACTIVITY

The Iron Claws engage in just as much violence and uncouth behavior as their male counterparts. Though casual bravado is much less in evidence, they are still ferocious fighters, and show little mercy to those they engage. Veka is the unquestioned leader of the gang; no one even thinks of speaking against her. The control she exhibits over the Claws — male and female alike — is akin to a cult of personality, and were she to perish, it is unlikely that the tribe would hold together for longer than a few weeks.

The other humanoids — especially the orcs — hate the Iron Claws with a blind fury, both for their success and for their perceived defiance of the "natural order." The Rotten Jaw (see location B7) is particularly keen to wipe them out, in retaliation for the death of their leader. They have launched several attacks against the Iron Claws' stronghold, but each time they have been repelled. Veka is aware that she is surrounded by enemies, however, and keeps a careful eye on impending strikes. She pays Lothos the minotaur (location B17) to bellow a warning should any large groups be found moving through his territory. In the meantime, the Claws engage in the usual assortment of raids and pillaging strikes.

HOOKS

- The Claws abduct a female PC (preferably a barbarian) and attempt to induct her into their ranks. The other PCs will need to rescue her... although if they play their cards right, they could end up in charge of the Claws themselves.
- Veka Ironclaw has decided that her time in the city is done. She departs one evening, taking the Iron Claws' treasure with her. The other gang members ask the PCs to help find her and return the gold to them, which they will happily split with the party. The money will help them escape the city and allow them to start again, rather than risk remaining in the district without a leader.

B28. CORPSE PITS

Life in the Humanoid District isn't pleasant, and the attrition rate is high. Whenever a resident dies, the body — assuming it isn't used for food by one of the other residents — is taken to one of these open pits and cast in. The pits are quite deep, extending beneath the underground levels in some cases, and hold hundreds or bodies in various states of decomposition. The Wall Guard periodically dispatches a heavily-armed contingent to add a layer of lime to the compost; it helps with decomposition, and curtails the spread of disease (to which the humanoids are immune, but which could cause considerable problems to the rest of the city).

The edge of the pits are quite slick. Those who approach within 5 feet must make a successful DC 10 Reflex save or else lose their footing and slide into the pit. It's 30 feet to the bottom, though the mass of offal at the bottom renders all damage as subdual damage only. Getting out — and more importantly, securing oneself from the plethora of diseases incubating down there — is another story. The sicknesses include blinding sickness, filth fever, and the shakes, and must be resisted as per the rules in the *Dungeon Master's Guide*.

B29. WALL OF FORCE

The northern boundary of the Humanoid District is bound by an enormous *wall of force* which contains both the monsters and the prisoners within. It begins at the edge of the eastern wall (which was breached during the invasion) and extends all the way to the bluffs of the Dwarven District. It was created immediately after the war by a consortium of wizards led by Magnus Valkenbane, who was later ennobled for his efforts. Many weeks were spend in determining the ideal location, and the strain of making the effects permanent left several of the casters invalid.

The wall itself stretches 25 feet high, and extends the length of a former thoroughfare. A series of rune-encrusted stones, buried beneath the cobblestone street, maintains the spell and ensures that it will never fail. The stones were buried through magical means; the street itself is still largely paved, making it too tough to dig through without magical means. An all-dwarf contingent of the Wall Guard, led by an officer from Commander of the Walls General Kothrad Granite's staff (see location F3) is routinely dispatched to make sure the wall is still functioning, and that none of the Humanoid District's various denizens have tried to break through it.

B30. TUNNEL ENTRANCES

Each of these locations is a secret door leading into the extensive series of warrens and sewer tunnels which stretch beneath the Humanoid District. The entrances are practically invisible to the naked eye, requiring a successful DC 25 Spot check to notice. In addition, they are very small, built by and intended for kobolds. Medium size creatures attempting to pass through them must make a successful DC 20 Escape Artist check, in order to wriggle through. Large size and larger characters cannot used these entrances under any circumstances. Small size and smaller characters can enter and exit without any problems.

Beyond these entryways is an extended series of corridors and passageways extending to every corner of the district. There are few rooms; just a series of antechambers and storage areas where the kobolds keep supplies. The remainder is tunnels, dug with little intent other than allowing passage from here to there in relative safety.

RESIDENTS

At any time, the kobolds of Reinhold's Engineers (location B18) maintain a presence down here. They will rarely engage interlopers personally, but will rely on the area's numerous deadly traps to dispatch their enemies for them. In addition, there may be an odd ooze or fungus down here, at the DMs' discretion.

Unless a kobold is caught entering or leaving, there are no NPCs at the entrances themselves.

Kobolds (varies): As per the *Monster Manual*.

Gray Ooze (varies): As per the *Monster Manual*.

Violet Fungus (varies): As per the *Monster Manual*.

> The only loot to be had here is the kobolds' supplies, stored in periodic antechambers beneath the streets. Supplies consist of mangy waterskins filled with brackish liquid, strings of dried rat meat, and a few stands of cast iron spears for defense. The kobolds' real valuables are in their lair at location B18.

ACTIVITY

The sewers were not especially large at the time of the humanoid invasion. They were mainly used for runoff from the other areas of the city, consisting only of a few wide sluiceways and access tunnels. During the siege, the city's defenders sealed these areas off at the northern wall, preventing the humanoids from infiltrating the city through the underground. They have since fortified the barricades to ensure that no resident of the Humanoid District can possibly break through. With little to interest them in these lower levels, most of the humanoids let the tunnels be, concentrating their efforts on the areas above ground.

The one exception was Reinhold's Engineers. The kobolds often used the tunnels to hide from the other tribes, and over the years expanded them to an impressive series of warrens. They opened secret entrances throughout the district, allowing them to travel anywhere they wished without being spotted, and extended the main

drainage line out past the *wall of force* bordering the district to the north. If they wished, they could even engineer the collapse of buildings above; all they needed was a target and a few weeks preparation time.

Today, the tunnels give the kobolds (and their goblin allies) the edge they need to survive in the Humanoid District. They can move about in peace, spy on their neighbors, and retaliate against attacks by arranging for an architectural mishap to befall their foes. Every square inch of the tunnels is filled with a variety of nasty traps, which spring when anyone except the kobolds passes through. King Weed (location B5) charges a toll to let raiding parties pass through the main drainage passage — the only time outsiders enter the area at all. The rest of the time, it's left alone. The other humanoids have lost enough of their number in the tunnels to convince them to respect the kobolds' sovereignty.

Traps can be of any variety found in the *Dungeon Master's Guide*. Assume that 2-5 lie between any given entry point and any other entry point, of a challenge rating appropriate to the party. The kobolds know enough to avoid the traps themselves; they may, however, spring an ambush on any interlopers who find themselves ensnared on a pit or trapped beneath a falling block.

HOOKS

- The Wall Guard discovers one of the entrances, and needs to know how extensive the kobolds' tunnel network is. They dispatch the PCs to take a look.
- In an effort to bargain for his life, a kobold reveals the tunnels and the location of all the traps to another tribe, which intends to use them to eliminate their rivals. The PCs must decide whether to let the attack proceed as normal, or protect the kobolds' secret by eliminating the interloping humanoids before they can exploit the tunnels.
- The kobolds have broken through the walls separating their warrens from the city sewers. Eventually, they will convince the other tribes to start quietly ferrying troops there. The PCs get word of this, facing them with the challenge of beating back the incursion and repairing the wall.

B31. ESCAPE TUNNEL

This broad tunnel (20 feet wide, 10 feet tall) extends from King Weed's keep at location B5 all the way past the *wall of force* at location B29 before terminating just above a stagnant pool a half-mile north of the city walls. The opening is hidden by a copse of trees, making it an ideal place to sneak in and out. The tunnel was originally used as the city's primary sewer line before the humanoid invasion. The exit was collapsed during the fighting and the rest of the city forgot about it. Since then, the kobolds of Reinhold's Engineers (see location B18) have dug it out and stabilized it, giving the humanoids a secretive way of entering and leaving the city.

Entrance to the tunnel is accessible only through King Weed's castle (location B5), which he uses to extort tolls from those wishing to use it. Other entrances have been heavily trapped or outright collapsed by the kobolds, to prevent interlopers from venturing further into the tunnels. Humanoid raiding parties use it on a regular basis, traveling to and from the district to outlying farms and caravan tracks, where they prey on whatever targets look tempting. Most raiding parties number 15–20 humanoids of various sorts (one species per party), and know better than to reveal the tunnel location to anyone who may be following them. No prisoner has yet made use of the



tunnel; King Weed refuses to grant them access, and the kobolds' traps have claimed any others who have tried to reach it through the district's other tunnels.

B32. CARL AND STUNTY'S RAT-CATCHERS' UNION AND FOODSTUFFS

This faded storefront is decorated with the skulls of dead rats, which line the front wall like tiles. The windows have been boarded up, but the door is unlocked and decorated with the crude painting of a dead rat. Black smoke rises from a rusty chimney in the building's roof.

Inside, the walls are decorated with an appalling collection of expired rodents, hanging from the walls on a number of large skewers. The rats have been burned beyond recognition and are crammed up against each other like shish kebobs. A smoking barbeque pit lies in the center of the chamber, with more rats slowly roasting on spits. A pair of goblins rotate the corpses, burning the flesh until it is seared black. A third goblin with a brace of throwing knives strapped across his chest watches them work.

In addition to the carcasses, the area contains a plethora of traps and snares, a variety of baits, lances for jabbing into small holes, and six hand-pulled carts for carrying all of that equipment.



RESIDENTS

Escarl and Weez "Stunty" Earbiter are goblin brothers whose father ran afoul of King Weed (location B5), resulting in the family's exile. While the senior Earbiter succumbed to the district's merciless pecking order, his sons refused to give up so easily. They allied themselves to the Bowstring Breakers (location B6), promising them steady supplies of food in exchange for protection from the other tribes. They made good on their promise by setting traps for the district's enormous rat population. As the only pest control service in the area, they were hugely successful, and they soon filled the Breakers' storehouses with piles of dried rat meat. Their initial endeavors successful, they soon moved to other forms of vermin, such as snails or giant cockroaches — selling their kills to other humanoids as foodstuffs.

But it wasn't until they ventured outside of the district that their business really took off. Realizing that the city's more civilized residents would pay them even more to get rid of vermin, they began selling their services to the humans and dwarves elsewhere in the city. With the money that came in, they could afford to hire more workers. Today, they are a thriving business, collecting vermin from all corners of the city to be deposited here and transformed into delicacies for the district's humanoids. Carl and Stunty do quite well for themselves, even after the Breakers take their (substantial) cut of the profits.

The brothers charge 2 cp for a kebob of barbequed rat, and 1 cp for fried giant cockroach. Actually *eating* what they serve may result in cramps and mild food poisoning (a loss of 2 Con points for 1d6 days) for any non-humanoid race.

Carl and Stunty: Goblins, as per the *Monster Manual.*

Other Employees (10): Goblins, as per the *Monster Manual.*

The goblins have hoarded about 300 gp in loose coins, which they keep stashed in the most repulsive carcasses about their establishment. The rest goes to operating expenses and to keep the Breakers from withdrawing their protection.

ACTIVITY

In addition to other goblins on the payroll, Carl and Stunty pay a number of humans to conduct operations for them elsewhere in the city. Employees have instructions to bring all vermin carcasses here, to be added to the menu; this results in a steady stream of carts containing all manner of traps, snares and *corpus rodentia* moving to and from Monsters' Gate. The goblins themselves still catch rats within the district itself, but only leave the area under special circumstances. The humans who work for

them are mostly unreliable sorts from the city's underclass, who take calls only in the seediest parts of town (i.e., their customers are those who can't afford to hire a more respectable operation).

The Bowstring Breakers keep a careful eye on the business — which has become quite a cash cow for them — and occasionally rough up the employees if they feel it warranted. Thus far, however, they have inflicted nothing worse than a few black eyes, and while Carl and Stunty diligently skim off the top of the profits, they have not yet amassed enough to draw any real ire.

The Bladed Smile (location B22), the gnoll tribe currently skirmishing with the Breakers, has smashed up the business several times in an effort to disrupt their operations. But the goblins are very good at hiding, and rebuilding is often as easy as building a new set of snares.

King Weed (location B5) has a standing death sentence against the brothers, which he retroactively announced when he realized that they were exiles from his "kingdom." He refuses to back it up with any kind of reward, however, and most denizens won't anger the Breakers by slaying their cash cows... not unless there were real money on the table. Even so, Carl and Stunty are cautious when dealing with other goblins, who may take a shot at them in an effort to gain favor with Weed.

HOOKS

- Carl and Stunty have agreed to smuggle out a district prisoner, hidden in one of their carts beneath the rat traps. When the hue and cry goes up, the City Guard enlists the PCs' help to track the missing prisoner down. The Rat-Catcher's Union is a good place to start.
- A hit has been called in on the brothers, courtesy of King Weed. If successful, it will spark an open war between Weed and the Breakers, disrupting the balance of power in the district. The PCs have been asked to stop the assassination.
- One of the brothers' human employees has disturbed something large and nasty in the bowels of the city (such as a bulette, or some other appropriately destructive monster). The PCs must stop it; on the way, they are joined by an unusual group of allies — humanoids from the district! They claim that if word leaks back that the Rat Catchers caused this, it could spark a new war between the Humanoid District and the rest of the city... a war which they believe the humanoids cannot win.

B33. WALL GUARD TOWER

This fortified outpost commands a view of the district from the east, and is used by the Wall Guard to monitor the activities of the Coliseum (location C1) below it. It is accessible through a large gate on the Entertainment District side and is absolutely off limits to all but the Wall Guard. Some 100 troops are stationed her at all times, with orders both to patrol the eastern wall, and to maintain order at the nearby Coliseum. They keep a particularly close eye on the Morkkurt family (see location B8), whom they view as the area's biggest potential threat. The top of the tower is quipped with a small catapult for defensive purposes, and a ballista which fires glass globes containing a crude form of tear gas. The gas was concocted by no less a personage than Oberheim Wetzel, the Dean of Conjuration at the Arcane Academy (location K2); quantities are limited and it is to be used only in the case of rioting at the Coliseum or attacks from the humanoids.

The guards here are standard Wall Guardsmen (Ftr1-7), commanded by a captain (Ftr11). The tear gas they use has the following stats: Type: Inhaled, DC 15. Initial Damage: 1 Con, Secondary Damage: 1d6 Con.

B34. HAIR OF THE DOG BREWMEISTERS

This large hall is where most of the district's alcohol. The owners, a twisted gnome prisoner named Aug Sverinsen (Gnome Exp7) and his six dimwitted human partners (FeralPrisoner3-5), brew an absolutely vile variation on basic grog. A series of great vats arranged along the main chamber are full of alcohol, which they transfer to barrels and sell to whoever comes along. The product is nearly undrinkable — prisoners who sample the oily yellow liquid swear they used real dog hair in the brewing but it carries a powerful kick, and the humanoids don't mind the taste. Barrels of the stuff sell for 5 sp each, and every monster in the district has a wineskin or two socked away. Aug and his partners pay protection money to both the Bowstring Breakers (location B6) and the Bladed Smile (location B22), as the other business in the area do. The Smile usually takes their payment in product.

Aug has scraped together some 100 gp in savings, which he keeps in an old sack in his office. Aside from the inventory of grog, this is the only treasure on the premises.

B35. COTTAGE OF EDITH XELWILLA

In the midst of the near-ruins that constitute this area of the district stands a decidedly odd phenomenon: a neat cottage: sunny, white — washed and kept in excellent repair. The presence of numerous magical runes, etched on the structure itself and a series of large stones surrounding it. A small flower garden grows in one corner of the plot and a bored-looking cat can be spotted on the inside sill of one window.

Inside, the trappings closely match the outside. Several cozy rooms contain comfortable furniture while a blazing fire roars in the hearth. The smell of baking bread permeates every corner of the structure, and on sunny days the light streaming in seems to vanquish the district's overall gloom. A small shrine to the local deity of longevity fills one corner of the main room.

The house is protected by a dozen blast *glyphs of warding* which are targeted against humanoid beasts and those of evil alignment. The cottage belongs to Edith Xelwilla, a true eccentric who has lived here for over 30 years.

RESIDENTS

Edith Xelwilla was once a cleric of the local god of time and endurance. She won this house in a card game with a group of her fellow priests. It originally belonged to a powerful wizard who didn't feel like moving when the humanoids invaded and set up the wards which remain in effect today. Here, Edith has made a lovely home for herself amid the horrors of the Humanoid District, praying to her god and relying on *create food and water* spells to keep her supplied. She usually summons base items like flour and butter, then cooks what she needs herself. Strangers who get past the wards are welcome to stay for a meal, though at the moment, she doesn't have the room to take on extended guests.

He spare bedroom is being occupied by a husband-and-wife academic team, Jek and Votergi Kasslos. The two wizards have launched upon an ambitious programs to catalogue the behaviors of various humanoid races, and are using the cottage as their base of operations.

Edith Xelwilla: Clr6.

Jek and Votergi Kasslos: Wiz8.

Edith has no treasure, though the objects in her house will fetch a total of 75 gp if sold. Jek and Vortegi each have a *ring of invisibility* and Jek carries a *carpet of flying*, which he will use in an emergency.

ACTIVITY

Each day, the two wizards don their *rings of invisibility* and venture forth to study the nearby tribes, bands of prisoners, and even Sheercliff the stone giant (location B12). They return to make copious notes of their discovery, and are hoping to publish a book sometime in the near future. Their strict vow of noninterference means they do not intervene in any conflicts, though they can provide a wealth of information on the district's denizens if anyone thinks to ask them. Over time, they have grown somewhat protective of the districts and dislike efforts to disrupt "their" monsters from any established routines. Those looking to embark on a mission of slaughter will receive a cold shoulder from the pair.

Edith mainly tends her garden, prays to her god, and cooks. She never leaves the confines of the cottage, even under duress. Her deity seems to want her there and those attempting to remove her from her home may experience ill favor or curses, at the DM's discretion.

HOOKS

- The two wizards have been stranded out in the field, without their magic items to protect them. Their colleagues hire the PCs to rescue them.
- Edith's cat has gone missing. She pleads with the PCs to find it for her.
- Suspicious of Edith, the monsters have decided to wipe the cottage off the map, wards or no wards. They can breach the walls, they can fire missiles and the like at it… or throw torches upon the thatched roof (although Edith can use her *create water* spells to put them out). The PCs take shelter there in time to aid with the defense.
- The City Guard wishes to make use of Edith's home as an outpost in the Humanoid District, and are prepared to remove her by force. She asks the PCs for help; they may play a role on either side of the conflict, or perhaps resolve it by offering an alternative solution.

B36. PRISON GANG HEADQUARTERS

This shabbily-maintained building has become the home for a band of 30 human prisoners (FeralPrisoner2-6). They have come here following a devastating attack by the Iron Claws (location B27) to lick their wounds and recover. The wrecked two-story house has had its entrances barricaded and its windows boarded up. The prisoners are all hardy survivors — many are convicted murderers — armed with a variety of scavenged weapons. They have enough food to last several weeks, which they cached here earlier in case of emergency. They believe they can hold out here long enough to decide what to do next.

Unfortunately, none of their plans included the Nailed Boots bugbears (see location B23), who have moved into the area and stripped it of anything usable. There is no more game in the sparse woodlands to the west and while the bugbears never discovered their carefully-hidden stores, there is now no way of replenishing them. The prisoners have talked about ambushing the bugbears and driving them away, but that may reduce their numbers even further. Others have suggested making an escape attempt over the walls into the Dwarven District, but that offers its own share of problems. Either way, the band is in fairly desperate straits, and will need to do something drastic if they hope to survive.

B37. HALL OF VALHALLA'S FALLEN

This wall building as once a storage warehouse, which was built and rebuilt several times during the course of the humanoid occupation. Its long oaken sides are tall and imposing, lit by torches spaced periodically along the front. There are no windows or other apparent entrances; a set of sliding wooden doors has been installed on the eastern side in a narrow alleyway. Guards stand watch on the corners, carrying battered weapons and alert for any signs of activity.

Inside, the building consists of a huge common room partitioned by screens into different areas. Sleeping chambers are on the eastern side, while the western areas holds storerooms and a central chamber dominated by a huge table. The furnishings all look scrounged, some hastily repaired from near-junk. Sputtering torches provide illumination for the building.

This building currently serves as the headquarters for Valhalla's Fallen, a band of prisoners who represent the last, best hope for survival within the district.

RESIDENTS

The Fallen started out as another prisoner band, clinging together for survival and facing bleak odds in the unforgiving atmosphere of the district. Several of their number were ex-Guardsmen, however, and as time went on, they began emulating military discipline as a survival tool. They soon began launching raids on other tribes, aimed at freeing fellow prisoners and thus increasing their numbers. This strategy proved quite successful, and now they almost rank as a tribe themselves, complete with territory to control and enmity of nearby rivals. They number 75, and a few dwarves and elves can be found sprinkled in their number. Their leader is "Sir" Slate Ruttness, an ex-Wall Guard sergeant who believes that discipline is the key to survival.

Among their number are a few wizards, and Ruttness has filched a some low-level spell scrolls over the years, including *shield*, *magic missile*, and *protection from evil*.

Slate Ruttness: Ftr5.

Wizards (3): Wiz3.

Valhalla's Fallen (72): FeralPrisoner3-4.

What little treasure the Fallen can get their hands on, they usually trade for supplies right away. Slate carries a purse with 150 gp in it. It never leaves his side.

ACTIVITY

Survival and upkeep are the principle goals of the Fallen. They respond to direct threats to their territory, and launch attack aimed more at increasing their numbers than inflicting harm. Their strategy thus far has been very successful. Those who cannot join them still flock to the for protection and though the area they control is sparsely populated, the prisoners and scattered humanoids who dwell there have a better chance of survival than average.

The group has no status with Osgood Antarax, and isn't even recognized as residents by the city. But Ruttness figures that if his group gets big enough, they'll have to recognize him... and perhaps even deal with him as a genuine personage of the district. Membership in the Fallen is very strict and those who join are expected to obey orders without question. This causes problems with the more independent-minded prisoners, but as far as Ruttness is concerned, those who don't like it are free to take their chances on their own.



HOOKS

- PCs unfortunate enough to be sentenced to imprisonment within the district would do well to seek out the Fallen, though joining would inevitably require a test of prowess and/or loyalty.
- Slate Ruttness launches a scheme to assassinate Osgood Antarax (location B3) and usurp his position as chief diplomat for the district. The PCs can either assist him in this endeavor or try to prevent it.
- The Fallen intend to kidnap King Weed (location B5) and force him to let them use the tunnel to out of the city to escape. Osgood Antarax asks the PCs to either prevent the kidnapping or stop the Fallen from escaping their confines.

B38. DARKTREE'S BARBER AND LEECHERY

This eerily clean establishment houses the district's only real doctor... if that's the right word for it. Mystic, evil-looking sigils decorate the walls, while the shelves contain all manner of bubbling potions and the like. Several "operating theaters" contain cots for patients and a gruesome-looking set of surgical tools.

The surgery is run by an elven prisoner named Zinderos Darktree (Elf Exp7), who was convicted of murder after one of his treatments killed a patient. He had an evil reputation of working black magic and conducting unwholesome experiments, which led the other denizens of the district to give him a wide berth. In truth, he wasn't evil, just incompetent; he used his reputation to stave off unwanted attention. Eventually, he returned to practicing medicine, believing that no one would seek him out. To his surprise found the monsters more than willing to engage his services, eager to gain the "blessings" of a dark necromancer such as he. He plays the role to the hilt, using highly questionable methods to cure injuries, pull teeth, and the like. He's just skilled enough to keep his patients from dying, though the cures are often painful and always couched in pseudo-mystical gobbledygook. Any wizard or sorcerer can spot him for a fraud instantly, but others may take longer; he's very good at what he does (give him a +10 competence bonus to Bluff checks for purposes of passing himself off as an "evil necromancer"). He charges 2 sp for a visit and has 320 gp in profits buried under the floorboards of his shop.

B39. GAMBLING DEN

This unnamed establishment is actually nothing more than ruins in the upper stories. Faint lighting coming from what used to be the cellar door speaks to its real purpose. Beneath is a long, low room dedicated to various forms of gambling... but gambling with a humanoid twist. The games are harsh and brutal, consisting mainly of bets based on how long it will take someone to scream, how many rats can be killed on a single knife throw and the like. Clusters of humanoids are grouped around various pits and tables, exchanging money and hooting excitedly. Fights are not uncommon, but the establishment has an



ogre named Grentok (Ogre, as per the *Monster Manual*) on staff who is charged with breaking up such disturbances (usually by pounding every participant unconscious). The owner, a half-orc rogue calling himself Crassius Horriblis (Half-orc Rog7), spends his time dreaming up newer and more exciting tortures for his customers to bet on. He charges an entry fee of 5 cp to enter, and customers are welcome to bet with each other, as well as the house. Grog from the Hair of the Dog Brewmeisters (location B34) is available on tap, as are a few vile foodstuffs. The place is extremely popular, and the raucous calls from the crowds can be heard for blocks around.

QUESTS

Quests within the Humanoid District differ from quests in other districts in that the PCs cannot just come and go as they please. The district is easily the most dangerous in the entire city, and as such makes it difficult to simply drop by and check up on a plot point. PCs will need special permission to enter, and then are expected to conduct their business as quickly as possible. The City Guard operates here as if it were a combat zone, using well-hidden scouts or heavily armed units when they dare to venture there at all. Those who linger too long (even powerful and confident PCs) risk their continued safety and even if they have the ability to remain, why on earth would they want to?

The only exception to this rule is if the PCs are prisoners themselves, having been consigned to the district for heinous crimes, real or imagined. Such characters are much more capable of conducting quests here, and indeed an entire campaign can be established covering their adventures within the district as prisoners. Those trapped within the district naturally have a much greater stake in what goes on there, as they can't run away from their problems by simply retreating back through Monsters' Gate. Regardless of the PCs' background, the quests below are set up to assume that they have a vested interest in the outcome... and that they either won't or can't simply abandon the district to its fate.

TURF WAR

The constant squabbles between various humanoid tribes always threaten to erupt in open war, which could tip the balance of power in the district forever. If one side earns a quick victory, it can swallow up the losers' territory, claiming more "subjects" and resources, and generally raising its standing in the district. On the other hand, if they battle each other to a standstill, rival gangs may fall on them when they are at their weakest and absorb their territory. New players are entering the field all the time, as smaller bands of humanoids grow in size and become big enough to challenge those whom they ostensibly serve. And every now and then, the entire district becomes united under a single leader, who can then direct the entire district to follow his whim.

Such struggles often start out small, but can quickly spiral out of control. The catalyst can be any number of conflicts outlined in the location sections. Some of the more obvious examples are outlined below;

- The Iron Claws (location B27) and the Rotten Jaw (location B7) are ripe for a blood feud. The Claws have killed the Jaw's leader, and their generally pro-feminist slant is considered an affront to the orcs who run the Jaw. Other humanoids could quickly gather to strike out against Velda Ironclaw for what she represents, aiding in her upstart tribe's destruction. Similarly a lot of groups would love to take the Jaw down a notch, especially since the loss of their leader has left them without firm direction.
- The Bowstring Breakers (location B6) and Bladed Smile (location B22) could easily decide to wipe each other out once and for all. The winner gains the valuable turf of the main thoroughfare... which might in turn prove a tasty target to other tribes as well. Striking against either the Breakers or the Smile just after a costly victory could lead to a quick increase in territory at minimal risk to themselves.
- The Nailed Boot (location B23) could move *en masse* to another district of the city, leaving a vacuum in their little corner of the district. The scramble to fill it could ignite any number of turf wars.
- King Weed (location B5) and his kobold allies sit upon one of the most vital secrets in the district — a reliable way out. Should another tribe decide that the little bastard is too big for his britches, they might launch an attack to take his fortress (and the entrance to the tunnel out of the district). Other tribes might easily go to war as well, just to prevent their rival from seizing control of the exit.
- Similarly, the kobolds of Reinhold's Engineers (location B18) — possibly the most powerful group in the district due to their unseen nature and ability to launch devastating sabotage attacks — may decide that one of the other tribes is too dangerous to live. Their attack — collapsing an entire fortress and decimating the tribe in question — could prompt a scramble to fill the void.

Regardless of how the conflict begins, it has devastating repercussions for anyone traveling in the district. Parts or all of the area become an active war zone, as roaming bands of humanoids take shots at one another, set up ambushes, or engage in flat-out wall-to-wall battles to the death. Neutrals, such as Sheercliff the stone giant (location B12) and Spindlelegs the drider (location B16) will either attempt to remain above the fray, or sell their services to one side or the other. Other individuals caught up in the conflict will likely be killed, or else enslaved as a part of the war effort. Smaller tribes and individuals — especially prisoners — won't have an easy go of it, though groups like Valhalla's Fallen (location B37) will give at least as good as they get to anyone who tries to destroy them.

PCs engaged in such a battle have the opportunity to control the outcome. By focusing their attention on one group or another, they can decide who's left standing when the dust clears... or make sure that the balance of power is maintained. Decimating a given tribe may be difficult — 200 gnolls is a tall order to defeat, even for powerful groups — but cunning strategies and carefully-chosen engagements could succeed in killing an important leader or convincing them to back off of a strategically important locale. The characters could also use the opportunity for other purposes: to free enslaved prisoners, for example, or to grab control of a building whose former occupants are otherwise engaged.

Uniting the district under a single ruler is difficult, but it has been done in the past. Such a ruler would need to choose his battles carefully, must be prepared to forge alliances with disparate groups, and requires a force of personality sufficient to keep old enmities from flaring up. He will also have to deal with Osgood Antarax, who prefers to keep the humanoids divided since it bolsters his position as their mouthpiece. Antarax will generally stay out of any extended conflict, but should it look like his leadership standing may be threatened, he will come out swinging, using his shield guardians to ensure that whoever is angling for his seat doesn't get it.

Regardless of the final outcome, however, a struggle of this size will affect the district permanently. Buildings may be destroyed, new defenses erected, and movers and shakers who once commanded great respect could be reduced to little more than serfs. The DM should be prepared to change his encounters here accordingly and to keep the new power dynamics in mind for the *next* time the humanoids decide to take a serious swipe at each other.

CRUELTY'S DEMON

The gnoll cult calling itself Cruelty (see location B24) intends to summon a demon from the Humanoids Temple (location J6), and use it to wreak havoc throughout the city. While it is unlikely that any summoned outsider will succeed in perpetrating quite the sort of widespread carnage Cruelty is hoping for, it could still cause considerable damage and threaten many innocent lives. Numerous people would want such a plot thwarted, and not just for the welfare of the city. Osgood Antarax doesn't want a demon loose in his district, and even the other humanoids might balk at such an overwhelming evil.

A quest based around stopping Cruelty's plan (or stopping the demon should that fail) can span the entire district, and involve a lengthy duel of wills between the PCs and the gnolls. In the first place, the gnolls should be portrayed as infinitely more cunning than typical gnolls. These are no mere scavengers who see nothing beyond their immediate needs. They are quiet, patient, and have the wherewithal to plan their moves extremely carefully. As fanatics they believe fervently in their cause, and won't jeopardize it by making stupid mistakes.

The first step in involving the PCs in their scheme is to leak word of their activities. The most obvious source for this is Osgood Antarax, who has plenty of contacts outside the district and who keeps a close eye on "his" territory. He may have noted their arrival in the Rotten Jaw's territory and become concerned at the unnatural quiet with which they went about their activities. Alternately, he (or the PCs) may have heard disturbing rumors from one of Reinhold's Engineers, who spied on the gnolls before suddenly disappearing. It could just be enough that one of the spellcasting PCs sees dark signs and portents, and can pinpoint the Humanoid District as the center of the disturbance.

In order to complete their plan, the gnolls first need to gather certain items to them. The ritual may require specific artifacts, which must be taken from their owners elsewhere in the city. The PCs must learn what the gnolls are after and how they intend to reach it, possibly by spying on them, possibly by consulting scholars or otherwise deducing what they require to enact their horrid summoning. The city's sheer size may work against the PCs in this instance: if they stop Cruelty from seizing one artifact, another one can be found fairly easily.

Once the gnolls have what they need, they must abduct victims for sacrifice. For the summoning to work, they must take one member of each of the city's major races. What constitutes "major" is ultimately up to the DM, but it should include at least one elf, one dwarf, and one human. It might possibly include other races as well, such as gnomes or orcs. The list shouldn't become too large — no more than seven or eight sacrifices at most — but it should provide a variety of targets for Cruelty to abduct, thus creating more opportunities for the PCs to thwart them. Again, the teeming multitudes within the city will make the PCs' job difficult, but the very act of countering Cruelty's moves may be enough to throw off their time table, and DMs wishing to make things interesting may require a rare or unusual race to be among the necessary sacrifices.

Assuming that Cruelty eventually achieves its goals (despite the PCs' best efforts to delay them), the next stage comes in summoning the demon itself. They will need to seize the Humanoids Temple (location J6) and hold it without garnering attention, and then conduct their ritual, which lasts about two hours. It climaxes with the sacrifice of their assembled victims (who were likely kept bound and gagged in the hours and days leading up to the event). The PCs can certainly ride to the rescue, but first they will need to determine when and where the sacrifice is to take place. If an arcane or divine spellcaster in the party has been experiencing visions, he may be able to ascertain the exact moment of the sacrifice. Someone with a knowledge of astronomy and/or the demon the gnolls worship could also pinpoint the night of the sacrifice.

If all else fails and the demon appears, the characters can always stop it before it wreaks too much havoc. The creature can be any of the types described in the *Monster Manual* but it must definitely be 1) powerful and 2) perfectly willing to raze the city to the ground. As it is linked to the moon, it should probably have a lunar motif to its appearance, with moon sigils on its armor or perhaps a pale luminescent glow. The City Guard will be called in to stop it, but they should be hopelessly outmatched, and the futility of their efforts may cause the populace to flee in a panic. The size and strength of the demon should be adjusted to provide a fitting challenge for the PCs, though it must also have enough power to knock the City Guard and similar opponents aside with ease. If the PCs need a hand, a powerful spellcaster can lend them some magic items with which to combat the creature. Of course, they'll first need to *find* such a figure, and with the entire city in an uproar, that won't be easy.

PRISON BREAK

The prisoners who call the Humanoid District home have it rough, to say the least. Their lives are brutal and short, often ending on the point of a humanoid's spear or toiling away as an abused slave. The only guarantee for long-term survival is escape... though of course, that's easier said than done. Prisoners have no equipment or valuables, and both the humanoids and the human merchants in the district are forbidden from selling them any. Their distinctive branding marks them as outcasts from the get-go, and the City Guards will go to considerable lengths to prevent a prisoner from leaving the area. If you want to break someone out, you'll need to put a surprising amount of thought into it.

The PCs could plan and execute a break-out either because they are prisoners themselves, or because they require the help of one of the prisoners within the district. Either way, the most obvious exit — Monsters' Gate (location B1) — is simply not an option. The guards inspect all travelers carefully and are on strict watch for any prisoner making a bid for freedom. The sheer size of the Gate and the number of guards on duty makes it a practical impossibility for a poorly-armed group of prisoners to slip through. Similarly, the Coliseum annex (location B8) is a veritable dead end, with a wily ogre mage controlling the keys, and a tower full of guards to cut you down even if you make it out to the Coliseum itself.

That leaves two deceptively difficult options for anyone planning an escape. The first is breaching the wall somehow, either by climbing over it or tunneling under it. Both ways present problems. In the first place, a constant rotation of guards is on the watch for just such an occasion, and in the second, the number of magic items that can help facilitate such an escape is extremely small in the Humanoid District. Smuggling in a *carpet of flying* or the like is possible, but it will require careful planning and a willingness for someone to take the risk of slipping the



item past the guards. (Outside characters caught with such an item will likely be imprisoned themselves unless they announce its presence to the guards beforehand.) A diversion to draw away the guards' attention is also possible, but it must be rigorously timed, and the characters will still need some way to either scale over or tunnel under the wall quickly.

The other means of escape is perhaps the easiest — the large tunnel that runs from King Weed's fortress (location B5) to an entrance far from the district (location B31). King Weed dislikes non-goblins, and he has given strict orders not to let anybody through, but he may be convinced otherwise if a small group of prisoners is willing to perform certain services for him. The nature and difficulty of such a service may vary, but it will doubtless be unpleasant, and should provide a strong challenge to even the most stalwart group of PCs. And there's always the chance that King Weed will double-cross them, hoping they will die in one of the tunnel's many hidden traps...

King Weed, however, isn't the final arbiter of the tunnels. Reinhold's Engineers (location B18) are, and their motives — while coinciding with Weed's — are not entirely the same. They care about survival first and foremost, and they might be willing to exchange a one-time use of the tunnels if the PCs can provide something which increases their security (a powerful magic item, for example). Alternately, the PCs can try threatening the kobolds, but those who have tried it in the past have invariably come to very sticky ends. Of course, one might be able to procure a map drawn by another prisoner detailing all the traps and thus enabling the owner to bypass any danger. But finding such a map could prove difficult, and it still means having to breach King Weed's fortress in order to reach the entrance (to say nothing of Reinhold's Engineers, who may be waiting in ambush within the tunnels themselves). And there's always the chance that the PCs could enter the tunnel blind, hoping for luck and their own dungeoneering skills to reach the other side, though that's a faint hope at best. The more prep work they can do — and the greater number of steps they can take to improve their chances — the more likely they will be to successfully traverse the tunnel and make their way safely out of the city.

MECHANICS

FERAL PRISONER NPC CLASS

CLASS SKILLS

The feral prisoner's skills and key abilities are: Climb (Str), Hide (Dex), Intimidate (Str or Cha), Jump (Str), Move Silently (Dex), Survival (Wis).

CLASS FEATURES

All of the following are class features of the feral prisoner.

Weapon and Armor proficiency: Feral prisoners learn to use whatever weapons they have handy. All feral prisoners are proficient with the club, dagger, heavy mace, javelin, light hammer, light mace, morningstar, quarterstaff, spear, and warhammer. Feral prisoners are not proficient with armor of any sort.

Toughness: At 1st level, the feral prisoner receives the Toughness feat.

Specialty: At 2nd level, the feral prisoner's Survival skill is increasedby 3 ranks.

Bonus Feat: At 4th level, the feral prisoner receives any one unarmed combat "basics" feat. He receives another such feat at 8th level.

Rough Living: At 10th level, the feral prisoner gains a +2 natural armor bonus to his AC. The feral prisoner also gains a +2 competence bonus with all saves made against environmental hazards.

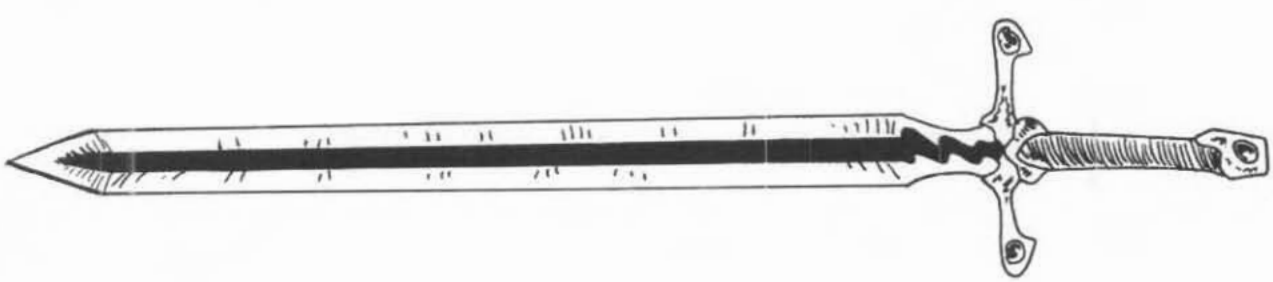
Starting Gear: 5d4 gp worth of equipment.Class Features

Table B.1: The Feral Prisoner

Lvl	Att	Base Bonus	Fort Save	Ref Save	Will Save	Def Bonus	Init Bonus	Special
1		+0	+2	+1	+1	+0	+1	Toughness
2		+1	+3	+2	+2	+1	+1	Specialty
3		+2	+3	+2	+2	+1	+2	
4		+3	+4	+2	+2	+2	+2	Bonus Feat
5		+3	+4	+3	+3	+2	+3	
6		+4	+5	+3	+3	+2	+4	
7		+5	+5	+4	+4	+3	+4	
8		+6	+6	+4	+4	+3	+5	Bonus Feat
9		+6	+6	+5	+5	+4	+5	
10		+7	+7	+5	+5	+4	+6	Rough Living

Table B.2: Humanoid District Random Encounters

d20	Encounter
1-2	Band of prisoners
3-5	Lone prisoner
6-7	Orcs
7-8	Bugbears
9-10	Gnolls
11-12	Goblins
13-14	Kobolds
15-16	Hobgoblins
17-18	Wall Guard scout
19	Wall Guard patrol
20	Mercenary captain



MAP SECTION C: ENTERTAINMENT DISTRICT

OVERVIEW

Not all of the settlers who came to live within sight of the Spire arrived at once. And of the latecomers, many could not afford to live within the increasingly regimented districts of the city. Originally home to the city's northernmost slums, the first incarnation of the Entertainment District grew out of those increasing numbers arriving to find a better life for themselves. Shut out of the best the city had to offer — at first economically and then physically with the construction of the city walls — this growing immigrant population had to find ways to amuse themselves, as well as make a living. The wide fields of this area proved ideal for all manner of sports brought from far-off lands, and regular wrestling matches, marathons, and even spear throwing contests were soon established.

The organized play, and the wagers which followed, set this area apart from the areas to the west and east. Once this drew the attention of more gentrified folks, all manner of businesses sprang up to accommodate the needs of the growing number of spectators. Soon everything was readily available, from food and drink vending at the games, to the courtesans who were waiting to help you celebrate your team's victory afterwards, for a price. No longer playing to just a local crowd, the sports contests evolved to encourage repeat viewing; some by toning up the violence and introducing bloodshed, others by relying on elaborate choreographed performances that showcased spectacular moves with little risk of injury. While still considered frivolous by many within the walls, the pastimes being developed here drew a new type of permanent resident to the district, those who longed to get into the action.



While gaining in popularity, the unofficial district was still regarded as unsavory by most of the rest of the city. While good for a thrill or a laugh or two over the course of a few hours, anyone wanting to spend more of their time there was considered either criminally insane or just plain criminal. Thefts and muggings were a way of life for some, though the district folk were beginning to see that anything that negatively affected their visitors was bad for all, and expanded the Court of Grins (see location C?) to oversee justice for their guests as well. The few nobles who willingly moved to the district — taking the games to heart — often found themselves cut off and shunned by their families.

One such was Sir Harald Bridger, who spurned the family winemaking business to become a regular contestant in the fighting matches. Though deprived of the family fortune he was to inherit, he made another by adventuring with a band of like-minded outcasts. Retiring to the city a wealthy and popular leader, Sir Harald never forgot his days in the games, and attributed much of his success to the informal training he received there. In recognition, he proposed, and fought for, the construction of a massive arena made of the same strong stone which encompassed the city itself. Though the existing wooden amphitheater was deemed sufficient by most, and had been in use for over a generation, he hoped the new structure would bring the status and legitimacy the still informal district lacked.

With the reluctant backing of the Council, work on "Harald's Folly" was well under way when the first humanoid raids began on the city, signaling the start of their war. The incomplete structure acted as a partial bulwark against the invading army, sparing the northern reaches the worst of the fighting at first. When it became clear that the enemy was entrenching itself along the northern wall and beginning to expand eastward along the northern ramparts, the extreme measure of setting the slums on fire was taken. As the area had been evacuated, major loss of life was prevented. However, the ramshackle buildings of wood, mud and thatch that had become the standard since the district had risen from its ignoble origins were no match for the flames. Soon a wide open swath stood at the west end of the district, gaping and without cover for an attacker to hide from the watchtowers. Though the old arena burned as well, the new stone "Folly" lived up to its name and thwarted the plan by providing enough of a firebreak that the humanoids were able to extinguish the flames before they were driven from the area.

Seeing the aftereffects of the fire, the Council decided to wall in the attackers using the raw materials intended to finish the stone arena. Many of the now-homeless district dwellers proved their civic mettle by heeding the call for extra workers to complete the work in record time. Their reward included use of the leftover stone to repair and replace their own dwellings, or the opportunity to resettle within the city walls themselves. To this day one can easily determine location in the district by the makeup of the surrounding buildings, from city stone to the west to the original wood and mud structures bordering the Bazaar District to the east.

THE ENTERTAINMENT DISTRICT HERE AND NOW

Out of this rebuilding came the roots of the modern Entertainment District. In addition to the first freestanding stone residences to be built here, the reduced population allowed for the construction of larger buildings, housing, real businesses and the roads to support them. Though the war years were lean times for the district, once the humanoid matter was settled the incomplete arena was pressed into service as venue for a variety of entertainments. The populace needed the release the district offered, making it more popular than ever. On the tenth anniversary of the humanoid truce, the city leaders acknowledged this fact by expanding on the newly christened Coliseum (location C1), making it more grand than even Sir Harald Bridger had hoped.

The new facilities brought in performers from far and wide. Traveling theatrical troupes, storytellers, jugglers and other buskers as well as professional gladiators found the new district a must-stop on any journey through the region. Its fare having expanded far beyond the ethnic sports matches of its early days, the Entertainment District was officially recognized by that name by the city leadership, and with the patronage of the noble families was beginning to develop into an almost respectable destination. For the most part that remains a surface impression masking the still-seedy nature necessary for the district's operation. In reality, this is a place where the usual class lines blur. An indispensable outlet for many behaviors considered unacceptable within the city walls, color and activity reign here at all hours of the day and night. Diversions are offered for every taste and purse. Here, too, the everyday person (or low-level PC) can find just enough adventure to get a thrill, knowing they can go home to a hot meal and a warm bed. For the more intrepid, inquisitive, or unfortunate, though, adventures found in some darker corners are not always so risk-free.

But for the typical visitor to the Entertainment District, what you see is what you get. During the day, if you stick to the main roads, the general family fare one might expect during a city festival is evident on every corner. Clowns and candy-stands abound, with trained animals here and there to beckon you into the lobby of a puppet theatre or to an impromptu duet between a bard and his raven familiar. Just around the corner, though, there are crowded, often narrow streets filled with the raucous behavior the unattached young citizenry looks to sample. Here topical parodies of the council and nobility can be found as a main course, with suggestions of ribald behavior between unlikely pairs of popular figures — bordering on the slanderous — for dessert.

KEEPING THE PEACE — OFFICIALLY AND UNOFFICIALLY

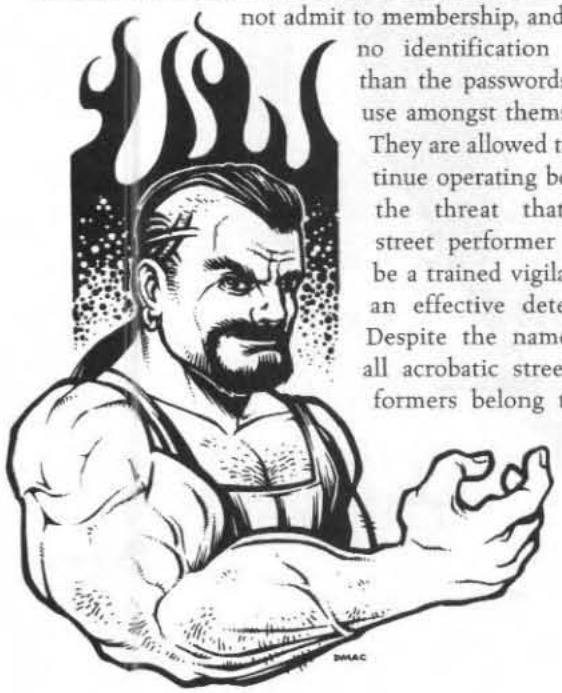
Authority in the district flows along two separate lines. There is the public face of the city leaders, as seen in the City Guard, which patrols the major thoroughfares day and night, as well as in a special Council representative appointed yearly, known as the Master of the Games. This Games Master acts as an ombudsman for the visiting citizens, as well as handing down proclamations governing the conduct of business within the district, either to enforce the will of the Council, or as a health measure to insure the safety of all. Most edicts are short-lived, such as forbidding the sale of pork snacks when a shipment of tainted meat is discovered. The ban would typically be lifted once all district vendors and carts were inspected, and the affected product destroyed. Similarly, when conflict appears imminent — whether of the local variety or from invaders — performances can be suspended district-wide at the Games Master's discretion to minimize the number of citizens at risk.

Some regulations become permanent, though, such as the ban on humanoids taking part in theatrical performances of any kind (with the exception of fighting in the Coliseum). This proscription has been on the books since shortly after the Coliseum was completed: A few startup performing companies at the time unwisely chose to incorporate gnolls and orcs into their produc-

tions. While initially popular for the realism of the battle scenes, several humanoids took their parts more seriously than the companies took their security measures. After a series of deaths among both the cast and the audience, a strict moratorium was imposed which lasts to this day. It is still the Games Master's responsibility to investigate productions which appear to be "too real," though with the populace becoming accustomed to the use of illusion magic, the complaints to the current Games Master are few and quickly dispensed with.

In addition to this public face, the district protects its own. The Guard can't be everywhere, nor do they patrol in numbers large enough to calm a riot. What remains is left to an informal security force recruited from the permanent populace and performers of the district by the Court of Grins. They are known as the Tumbler Troops after an incident in which a girl's kidnapping was thwarted by a remarkable display of acrobatics from twin street performers. That story ended, as most interventions by the Tumblers do, with the perpetrators being turned over to the Guard for punishment. Rumors persist that this is not always the case, such as if the crime was committed against a non-citizen and the suspect cannot be held accountable by law. Whispers suggest that such matters are handled by a vigilante shadow court, which operates outside of the normal city processes, and is answerable to no one but themselves.

The Guard welcomes the help of the Tumblers, but would frown on the activities of an extra-legal court, if it could find any evidence of one. Whenever a disreputable noble or tradesman turns up with a new grin cut in his throat, the Mirror Guard conducts operations to uncover any such organization, always with no results. And Tumblers are recognizable only when they act. They do not admit to membership, and carry no identification other than the passwords they use amongst themselves. They are allowed to continue operating because the threat that any street performer could be a trained vigilante is an effective deterrent. Despite the name, not all acrobatic street performers belong to the Tumblers, though they don't try to dissuade anyone from the misperception. It has become standard practice to tip any performer attempting acts of aerial finesse — no matter the quality— just in case. This has prompted most performers to add a few simple tumbling moves to their repertoires, which can carry them on the lean days.



LOCATIONS

C1. COLISEUM

Dwarfing everything in the district but the walls that abut it, this massive arch-shaped arena appears to be composed of a variety of shades of marble, from blue-gray near the bottom, to white, to blood-red near the top. This beautiful veneer is polished yearly before the opening match of the season, and masks the true strength of the stone used to build the skeleton of the structure beneath. Numerous alcoves dot the otherwise sheer exterior walls, some holding a wide variety of statuary proclaiming the specifics of the coming matches while others forming archways into the structure for ventilation. The enormous main gate is centered in the east wall, and stands open except for the turnstiles that stretch across it. Smaller service and trades entrances are found on the south face, near the city wall.

Threading the inside is a series of tunnels and stairs piercing the walls, allowing for hundreds of people to move about the twists and turns while minimizing bottlenecks. The wall-tunnel circling the structure at ground level holds dozens of well-marked one-way doors used to speed egress from the stadium at the end of a day's bouts, or locked open for free access events. Wide openings are cut evenly around the interior of the arch, accessing each of the five tiered levels above ground.

The first four tiers are filled with marble benches which stretch three-quarters of the way around the arena, while the topmost holds the densely packed wooden bleachers of standing room only, which brings the total capacity to roughly 75,000 Medium size creatures. Private balconies and benches are built into the City Wall section so that they seal off the horseshoe-shaped arena. These areas reserved for elite patrons and they are accessible only by (guarded) walkways from the fourth tier. All seats provide a good view of the center stage, which is sunk into the ground below the first tier and ringed by hidden elevators enabling access from the Underworld below. Adjustable shade is provided through an ingenious canvas and wood roof that can be extended or withdrawn by the concerted efforts of a few dozen workers stationed strategically in the exterior alcoves.

More than three dozen elevators are built into the walls of the arena pit, several large enough to raise up creatures the size of an elephant, and any of which can slide open in an instant to reveal their contents, thus adding variety and suspense to entrances onto the field of battle. In addition, multiple ramps are concealed throughout the center of the pit, fitted with counterweights to easily raise up even larger creatures with moderate effort. With no part of the pit more than 5 feet from a ramp, they are the preferred means to remove the fallen from sight, and the common image of the ground opening up to swallow a dead combatant unassisted gave the area below its name, the "Underworld."

The Underworld was built several years after the initial arena construction was finished. It includes the staging area beneath the stadium, used by both gladiators and animal handlers, as well as for the props brought forth from the storerooms. Several of the connecting tunnels from the Humanoid District end here, as do the pipes and conduits carrying water (and fire) from the storage tanks in the Coliseum Annex (location B8).

Before the storage basements were built, the stadium would often be flooded, and full-scale ships floated on the surface to reenact famous sea battles or pirate raids. These mock naval battles were temporarily halted when they flooded the Underworld as well as the stadium and rendered the underground service area useless. But public demand for their return grew too great to ignore. Now, a *wall of stone* is used to seal the stage floor before naval battles and while the cleanup is relatively easy, the magic producing the dispellable wall needs to be recharged after every use. As a result, these spectacles are grouped together in high summer and have become a highlight of the Coliseum's year. For three days before the commencement of ship warfare, the public is invited to swim in the filled arena, free of charge.

The turnstiles are operated by inserting a token of a specific size and weight into the handle, which unlocks the mechanism for a single individual to pass. Tokens are sold in booths placed in a semi-circle around the gate, as well as some of the larger businesses in the district, and at the Master's Mansion (location C5). A small room built into wall allows access to the turnstile mechanism, which reads out the total number of turns made by all stiles. A key (copies of which are held by the Guardian and the Games Master) can reset this number, as well as change the number of turns per token (such as on bring-a-friend night, or family day), tokens per turn (during costly events, to keep previously purchased tokens from providing a discount), or even unlock the mechanism for sponsored events such as the annual Monster's Ball, or the Sea Swim, when the ground-level one-way doors are propped open for easy access. Two aisles are large enough for humanoids of up to Huge size to pass through, and have turnstiles of adjustable height. Larger individuals cannot be accommodated within the Coliseum without magical intervention.

The array of statuary set up in the outer alcoves depend on the type of match, the current champions or public favorites, and the closest festival dates of particular deities favoring the arena. The pattern of the placement has been standardized over the decades such that it allows a knowledgeable fan to ascertain the current lineup at a brief glance, including such details as the past performances of the combatants.

Rumors have existed since the City Walls were extended that they held secret passages leading back from the arena and into the city. These hidden passages supposedly allow nobles and other wealthy citizens a last means of escape from the city should a siege ever succeed. While most consider these tales to be merely exaggerations inspired by the tunnels connecting to the Annex, some make assumptions based on the way the separate seating for nobles is handled, and how heavily guarded it is. The Guardian and the Council respond to the rumors by keeping silent, which only fuels the speculations. In reality, officials foster this rumor, hoping it will attract enemies of the city within the arena during open conflicts. Once confined to the narrow stadium, not only can the Guard strike at them from the nearby wall tower, but an army without room to maneuver would become trapped and easy prey for the ghosts of the dead gladiators summoned by the Guardian's horn (see below).



RESIDENTS

Though built with city funds, the Coliseum is a self-supporting institution, busy with attractions throughout the year which pay for its maintenance and operation. The Master of the Games oversees the trust set up to run the arena, though in practice all day-to-day operations are overseen by the Guardian of the Coliseum. In addition to managing a staff of 100, who are responsible for arena activities from cleaning the stands to repairing the statue of Harald, the Guardian runs the Combat Academy (see location C3) and acts as the liaison between the Annex, its gladiators, and the population of the district. Appointed by the Games Master, the Guardian is traditionally an ex-gladiator (though usually not one of the ex-prisoners) who has survived 30 or more to-the-death bouts in the stadium. Garrick Jeth has been the Guardian for nearly twenty years, surviving the terms of more than three Games Masters by keeping up the appearance of a well-run attraction at all times, and keeping word of any irregularities from reaching anyone outside of the walls. A nice profit every year, most of which ends up in the Master's coffers for "general use," hasn't hurt his tenure either.

He and his staff have rooms in the arena, ranging from cramped and spartan dormitories in the Underworld, to a spacious suite of three rooms built into the top tier of the stadium directly over the main gate. The suite includes the Guardian's office, a den, and a private bedroom. By tradition, a sentry team of two Wall Guardsmen is always on duty at the main gate. When the arena is in use, this number is supplemented by a varying deployment of Guard patrols — usually 5-10 two-guard sentry teams, a four-guard patrol protecting access to the private boxes, and a group of twenty off-duty guards who work the roof during inclement weather — and a single four-guard wall patrol. While assigned to the stadium, the Guard are technically under the command of the Guardian and routinely follow orders relating to the arena.

Master of the Games Geoffrey Beavers: see location C5.

Guardian of the Coliseum Garrick Jethk: Ftr12.

Coliseum Attendant (100): Ftr1.

Typical Gladiator (varies): Ftr2.

Wall Guard Sentries (varies): Ftr1-7.

Though the proceeds from the token sales are removed daily to the Master's Mansion, Garrick Jeth maintains the general fund for the Coliseum from a built-in lock box in his office (successful DC 25 Open Lock check to pick), which typically has 1,500-3,000 gp in it, and is refreshed by the Games Master monthly, after payroll and repair expenses have been levied. Jeth's private cache (1,700 gp) is held with a hidden chest of the same kind in the den, built into the stone walls. The Guardian keeps a small sum (3-60 gp) on himself in a small pouch at all times. He's not above rewarding a staff member on the spot for a good performance, and also prefers to buy his own meals.

He also carries a *figurine of wondrous power (ebon fly)*, which he uses to attend meetings of the Court of Grins (see location C?). Always slung around his neck is the Horn of the Coliseum, the symbol of his office. He only removes it while training, or to go to sleep. It acts as a special *horn of valhalla*, summoning 4d10 ghosts of dead gladiators who manifest to serve the Guardian and destroy or possess the city's enemies. It only functions when blown within the confines of the stadium; outside it is just a regular horn.

ACTIVITY

By and large the business of the Coliseum is gladiatorial contests. Every year sees the introduction of a new fighting style, or a new weapon that comes into vogue. A new champion is chosen by the people and all is fresh and exciting again... until the inevitable death and disappointment which occurs sometime before winter, that is. And then the cycle starts all over again; rebirth, joyous new life, and then death. All for the cost of a token, (typically 1-4 cp, depending on the contestants).

HOOKS

- A man believing there is a code to the statuary placement hires the PCs to do some legwork for him. He thinks the code either relates the times and routes used to transfer the box office receipts to the Games Master's mansion, or broadcasts the results of the fights beforehand (i.e., he assumes they are fixed). After days of wandering after the money shipments, and keeping scorecards of the bouts, the PCs discover no correlation to the statues. They may, however, find a code relating to the Court of Grin's meeting places.
- Someone has stolen the Guardian's Horn, and the PCs are hired to quickly find it and deliver the perpetrator to the Guardian.
- A strong-willed ghost possesses the Guardian, and attempts to use him to summon arena ghosts to possess the audience (including the PCs), and build an army to take over/destroy the city.

C2. HARALD, PEOPLE'S CHAMPION

At the entrance to the paved plaza before the Coliseum stands the enormous figure of a gladiator, his bare head gazing outward invitingly, but with sword and shield at ready. This colossal statue of the citizen most responsible for the Coliseum's existence greets its visitors, who must walk between the bronze sculpture's legs straddling the approach to the main gate, and it stands tall enough to "see" into the third tier alcoves of the arena. Constructed for the 50th anniversary gala commemorating the arena's completion, this landmark gave the Coliseum its present name as well as becoming a prime area for groups to meet before entering the stadium.

While most of the statue can be trusted to shine from its annual cleaning, the giant Harald's feet and lower legs are often tarnished or under repair. What started as long-discredited rumors of secret compartments holding treasure turned into a drunken ritual of striking the figure anywhere within arm's reach for good luck. Attempts to outlaw touching the statue were met by protests from the residents of the district, many whom had come to believe in the superstition. An understanding was reached with the Civic Guard, which stopped enforcing the ban if one was caught hitting the statue bare handed. Those using either weapons or tools, however, continue to be arrested unless they make a large contribution to the maintenance of the statue. The risk increases the potential reward in the eyes of some, so the statue continues to take damage in the dead of night.

C3. HARALD'S COMBAT ACADEMY

This complex consists of a sprawling two-story stone structure and an unattached square arena, the largest buildings between the Coliseum and the northern wall of the city. Unremarkable except for its size, the main building has no signage, few doors, and no windows, necessitating torchlight inside at all times. A single person guards each of the doors.

The arena is centered on a sunken pit, not unlike that of the Coliseum but less than a third its size. No below-ground structures are visible, nor any mechanical lifts such as those found at the Coliseum. Those who enter through one of the open gates in the center of each wall find themselves exiting through an arched tunnel onto the stadium floor. Those here to test their mettle proceed to the center, while the rest turn to the side to climb the wooden bleachers capable of accommodating up to a thousand Medium size spectators surrounding the pit. A permanent wooden roof-like structure is supported above by rafters and poles, though a gap lies between it and the walls, allowing for sunlight to enter the arena. Huge braziers stand in the corners of the pit providing for additional illumination and heat.

The best free fighters in the city train here, both as adventurers and to survive the Coliseum. Aside from a few connecting hallways, the ground floor of the main building consists of a series of long, wide rooms with dirt-covered floors and a wide square chamber in the rear. No matter the time, there are always practicing students scattered throughout the rooms, which are open enough to allow free movement, but whose walls are decked with all manner of weaponry and armors. Observant visitors will notice that the equipment found in each room follows a theme. One focuses on knife work and short bladed weapons, while another concentrates on interactions between spears and shields, and so on. Though the ground floor doors, and hallways and the stairway leading to the basement are wide enough for Large size creatures to pass, the upper floor and the stairs leading to it are not.

The upstairs is entirely filled with barracks for the use of the students, faculty, and any voluntary gladiators. It is able to accommodate up to two dozen individuals, though there are no kitchen facilities and limited storage. The utilitarian rooms hold little more than a small table, a lamp, and well-padded couch that doubles as a bed.

The basement area mostly consists of a number of large storage rooms. The material kept here is reserved solely for those training in the rooms above or sparring in the academy arena. It is also the starting point of the only tunnels leading to the Coliseum from within the district, allowing for unmolested transfers of graduates taking to the field of honor, regular training visits from the humanoids of the Annex, and weekly inspections by the Guardian.

RESIDENTS

While the Guardian of the Coliseum is nominally in charge of the academy, he is seldom present outside of the courses he teaches, and the few hours it takes for his weekly inspection of the grounds. He has appointed a faculty of three fighters teaching basic, advanced, and gladiatorial combat. They act as a triumvirate over the school when the Guardian is absent. The basic combat coach is Phius Nasuson, a middle-aged human particularly adept at close-in fighting with a shield and dagger. Another human, Olga Haraldson, serves as the advanced tutor, and as an illegitimate descendant of Sir Harald Bridger she keeps a hallowed family tradition alive. The gladiatorial coach is a dwarf named Har Doomseeker, a survivor of 32 bouts in the Coliseum, and an old adversary-turned-friend of the Guardian's.

An additional staff of five serve as guards, sparring partners, and all around handymen for any odd jobs that present themselves. Their duties include keeping an inventory of the weapons, making sure they are repaired or replaced, cleaning the blood from the exercise rooms, and raking and laying fresh each day dirt to cushion the falls.

Phius Nasuson: Ftr5.

Olga Haraldson: Ftr9.

Har Doomseeker: Dwarf Ftr5/Rog3.

Average Guards/Staff (5): Ftr2.

Average Students (varies): Ftr1.

The tuition supposedly goes to the Coliseum to help pay operating expenses, but the current Guardian allows the school to collect the fees and keep a modest amount (750 gp) in a locked chest (successful DC 22 Open Lock check to pick) in the basement. Of course, the real wealth of the Academy are the tools used in the training — its weapons. Though short in quality, the collection makes up for it in the quantity stored down in the storage rooms. There are between 2,000 to 4,000 gp worth of weapons, armor, and other supplies stored here.

Phius Nasuson carries a *+2 dagger* in a pouch on his belt. When outside the compound, he also wears his *+1 longsword*. Olga Haraldson wears a *belt of giant strength +4*, the better to surprise her students when teaching them not to pre-judge opponents. Har Doomseeker wears *boots of striding and springing* whenever he leaves the compound.

ACTIVITY

Those seeking admittance to the Academy are required to announce their intentions to the guard at the door. If there are slots available, the guard will check with one of the masters, and a time will be set for the initiation exam, which is an unarmed sparring match between the candidate and one of the three masters. Skill is not the only thing tested, but also how well the individual takes direction and learns from mistakes. Failing this test requires a year's wait before applying again.

If there are no slots available, the hopeful is told to try again in a few months. At that point the petitioner can call for a combat challenge, in which a master picks one of the existing student to fight the newcomer until the first one loses consciousness. If the challenger wins, he takes the student's place. The master will generally choose one of the slower students for the challenge, unless the challenger has made a nuisance of himself. In all of these test matches, the combatants attack to inflict subdual damage only, of course.

This is a gladiatorial school, but it is not just for those braving the arena. For a nominal fee, the arts of fighting will be taught to to any and all. The courses take three months, and the cost is 75 gp per week, with the cramped accommodations thrown in. Those willing put off their training by agreeing to help spar with incumbent students and gladiators can get a discount after three months, as can those who agree to extend their terms to nine months, with training sessions only held in the academy arena on off days, and observed by the public at the bargain price of 1 cp a day. In either case, the price drops to 40 gp a week, or 480 gp total.

In additional to the usual instructors, Titus Rapax (see location B8) comes in monthly to teach special classes to those seeking entrance to the arena. Those who impress him are allowed to join the humanoids and prisoners training in the Annex, and it is from this group that the highest percentage of survivors and crowd favorites hails from. During these monthly visits, Titus and the Guardian arrange for fans of the Annex gladiators to meet with them up close and personal, for a fee.



Neither the Academy nor the Guardian has applied to the Courtesans Guild to enlist their cadet fighters as members, with guild permission to carry on in that trade. However, neither the Games Master nor his guard have challenged it on this fact, and the Courtesans Guild cannot act on something about which they are ignorant. They set space aside in one of the basement storerooms for cots among, and separated by, boxes. An hour's entertainment with a favored gladiator costs 5-20 gp, depending on his status. The guard on the doors is doubled during this period, both to prevent any embarrassing discoveries, and to keep any humanoids or prisoners from escaping out into the district. Any gladiator or student living here can be requisitioned in the same manner. Refusal could mean expulsion from the school, but as free fighters, at least they get to keep half of the fee.

HOOKS

- A friend of one of the PCs goes to the academy, and is killed in the street one night, though he isn't robbed. The PCs discover that a small-time crook assassinated the friend in order to open a slot for his little brother to get off of the streets.
- One of the students is killed by a practice weapon that turns out to be poisoned. The Academy instructors hire the PCs to find out who did it. They discover that the weapon in question was misrouted — it should have gone to the gladiator games in a day's time, to be used by a long-shot challenger against a medium-level fighter. Sounds like the fix may be in!

C4. OANA'S SCHOOL OF SMILES

This complex of buildings lies immediately east of the Combat Academy, and consists of two small stables, a three-story black-and-white checkered dormitory, a single-story whitewashed stone classroom building, and a two-story red brick residence for the teachers. The courtyard between the buildings holds a small grove of trees with a clearing in the center, which is used by the advanced classes. The fountain just to the north of the complex also sees use by the students. More precisely, the citizens frequenting the fountain serve as a test audience, and there is always a student or two there making their first attempts to ply their chosen trade.

Founded by a noble who renounced her birthright for her true calling and became famous as a clown, this trade school attempts to teach the art of entertainment. While a few bards have come out of its curriculum, it remains oriented toward more visual forms of entertainment. Originally the school specialized in the various forms of physical comedy: pratfalls, juggling, mime and mimicry. Over time the needs of the students and the popularity of other forms of entertainment waxed and waned, necessitating a broader curriculum. The school now features courses ranging from the forms of dance and singing to geekery such as sword swallowing and fire-eating. If it gets a laugh, or a tear, or can otherwise stir the emotions, they teach it here.

The dormitory was designed to hold 30 students, giving each their own 20'x15' room. Since there are generally twice as many in attendance, the students must double up (or triple up, in some cases, since status and money can still wrangle a single room for those fortunate enough to have it). The curriculum is divided into three year-long increments. For those students who can pay, the cost is 1,200 gp per year; over half of the students at any given time are first-years, as the return rate drops after each term.

RESIDENTS

The school keeps its staff of seven quite busy. The Headmistress is Zanada Bravesinger, an elf, who has been in charge for the past seven years. Her recent appointment has raised the profile of the school dramatically, and she hopes to capitalize on its new-found prominence by pushing for the construction of a real school theater. While her specialty is dance and dramatic recitation, she and her peers share duties for the general classes equally. The rest of the teachers include a bardic dwarf (named Rkod Grayfighter), an elven thespian (Naranet of Tharken), and three humans (Erick, Georges, and Muriel) specializing in slapstick, juggling, and song. The seventh staff member, Dennis, is an aging ex-Civic Guardsman who acts as the handyman/cook for the school, though all take turns at keeping the place in good repair. Having been saved by a Tumbler while still in the Guard, Dennis became the group's contact at the school when he retired.



Zanada Bravesinger: Elf Rog6.

Rkod Grayfighter: Dwarf Brd5.

Naranet of Tharken: Elf Brd4.

Erick: Ftr3/Exp2.

Georges: Brd5.

Muriel: Rog4.

Dennis: Ftr5.

Students (60): Com2.

The majority of the school's money is kept in a trust to pay its bills, though a locked chest (successful DC 15 Open Lock check to pick) in the teacher's residence holds an emergency fund of 75 gp. Besides whatever the noble students brought with them to the dorms (successful DC 12 Open Lock check to pick the door locks), the most valuable items are the musical instruments in the classroom building. These range in value from 150-750 gp. Given the nature of the school, the building itself is left open for students to practice in at all hours, though the instruments are locked up in a metal cabinet (successful DC 18 Open Lock check to pick) when not in use.

Zanada Bravesinger wears *bracers of armor +2* at all times. Rkod Grayfighter generally tries to sing for his supper and has a *harp of charming* to help with this goal. Naranet keeps a *potion of glibness* in his pockets at all times. Erick has a *+1 flame tongue longsword*, which he likes to use in his routines to set things alight. Georges has a *potion of charisma*, and a *potion of darkvision* secreted on his person. Muriel wears an *amulet of natural armor +3*. Dennis keeps his personal money (50 gp) in a locked box (successful DC 25 Open Lock check to pick) under his dresser. When away from the school he carries his old Guard primary weapon, a masterwork longsword.

ACTIVITY

A number of students come from noble birth and are here to pursue a different type of life. A few come from merchant or guild families, and a few hail from the tradesmen class, having shown enough talent to gain sponsorship from a noble family. Generally these scholarships are investments, so that the entertainer's skills are at that family's call for not less than ten years after graduation. The majority of the students, however, have their fees waived on the understanding they will provide the school with a percentage of their lifetime earnings after graduation. This percentage varies depending on the number of years attended, with a one year graduate owing 50% of their earnings, a second year graduate 40%, and those making it all three years forfeiting 30%.

However, these so-called "Future Earners" (or "Furnitures," as the other students call them), are subject to an entrance exam before they can pass on to next year's class. The faculty wants to be sure the school's investment has a decent chance of paying off, so all are involved in the initial exam, which covers all aspects of entertainment. While this tests for general competence, the second-year exams concentrate on the student's chosen specialty. The entire faculty makes the decision, so the penalty for subtle mistakes can be lessened by the general vote. For the third year, however, only the teacher of that specialty administers the exam, and that instructor's decision is final. For those attending under this option, they must tender back all of all earnings to the school (to defray costs) as long as they are studying there. And if the yearly amount is less than 10% of the tuition fee then the student is dropped regardless of the exams result. Performers who can't promote themselves and their talents can't live off them, and they offer no more return on the academy's investment than those who have nothing to promote in the first place.

In addition to the classes, the fee covers room and board. Also, the fees help sponsor a yearly feast in the fall commemorating the founding of the school (which, to everyone's relief, is catered). The remainder of the school's funds come from a parade of all students and faculty in attendance, current and former, starting from the Fountain of the Three Worthies in the Nobles District (location E18) and working its way around the Bazaar and back to the school, taking up to four hours and generating a huge appetite in even the smallest participant. During the exhaustion after the feast, the faculty determines if any of their former pupils have been lax in tithing back to the school, using the peer pressure generated in the gathering to elicit compliance. Concerned teachers track down those who miss the yearly party, to make sure all is well.

The school takes its mission seriously, and besides its scholarship activities, it works closely with other institutions in the district. Three times a year the school brings in experienced teachers and gladiators from the Combat Academy (location C3) to train a select number of students in the arts of self defense and survival. While most will never have need for these skills, certain artistic specialties can rile the crowd as well as pacify it, and there are few beasts as dangerous as an enraged audience. There is, however, a yearly fourth visit which is passed off as a refresher course for past graduates. In reality, this extended training period is for the benefit of the Court of Grins (see location C?) during which the gladiators secretly train the Tumbler Troops.

Other collaborations include monthly internships at the local theaters, which let the students familiarize themselves with potential employers, as well providing the

school with another (small) source of revenue. So does a week's work at the Opera House (location F20), which gets the entire school exposure to more potential patrons. And working with the Commons (location C12) to provide remedial acting training for their volunteer workforce isn't just a point of civic pride. It also increases the pool of potential students, as does the good will the school gets from providing a royalty-free scholarship to the winner of that theater's yearly talent competition.

HOOKS

- A desperate first-year Furniture student with some talent but little luck, is behind the curve in producing coin for the school. After an unsuccessful (and slightly flat) attempt at soliciting a donation while serenading the PCs, he targets the most affluent-looking PC with a pickpocket attempt. If caught, he tries to make a deal with them, offering to act as a distraction whenever they need one, no questions asked, in exchange for forgetting the incident.



- Headmistress Bravesinger hires the PCs to locate a number of former students who missed the latest anniversary feast. Not all of them were particularly late on their tithes, and their last known locations have turned up empty. Most turn up after a little digging, but four seem to have genuinely vanished. When the bodies start turning up, the PCs find themselves tracking a former student who washed out of the school during the first-year entrance exam, and has decided to take revenge on those who made it in that year.

C5. THE MASTER'S MANSION

Though by no means the largest building in the vicinity, the position of this single-story two-winged house signifies its importance. Situated adjacent to the western edge of Tumbler's Square on the road leading to the Coliseum, all traffic heading to the arena passes right in front of it. Apparently made from a black lacquered wood, the whole building has an eerie sheen to it that draws your attention as you walk by. A separate private stable painted a matching black lies just to the west. A sign posted at the corner of the road announces the Games Master's work hours for the current day, and points the way to an iron reinforced door on the eastern face of the building.

During the specified hours, the door is unlocked, and opens to a wide carpeted entry room furnished with comfortable stuffed chairs lining the outer walls. Across from the entrance, and in front of two doors leading further into the house, are three scribes seated behind massive desks labeled "Fees/Fines," "Forms," and "Appointments/Info." A fireplace sits in the southwest corner of the room. A number of paintings dot the walls (including a portrait of the current Master of the Games just above the Info desk) and a stylized map of the Entertainment District stands on the northern wall. Rounding out the decor of the room are a series of stuffed animals, some complete (such as a pair of wolves flanking the fireplace and the squirrel on its mantle), others just heads mounted on the wall, including several stag and a moose.

This is the official dwelling of the district's representative on the Council. There are private offices in the central portion of the building, which are furnished along the same lines as the waiting room. Storerooms, filing cabinets and staff quarters round out the contents of the mid-building. The western wing holds the Games Master's private apartments. They consist of the master suite, a number of guest rooms, a formal dining room and its accompanying well-stocked kitchen, and a library/lounge where the guests who frequent dinner parties are entertained, before and after the meal.

RESIDENTS

The current Master of the Games, Geoffrey Beavers, lives here with his wife of twenty years, Amanda Archer. A short, middle-aged man with thinning gray hair, Geoffrey has an infectious grin and a well-practiced speaking manner that puts people at ease. Born into a tradesman's household, Geoffrey left in his teens to find his fortune outside the city, returning after twenty years a made man with all of the skills of a politician. Now able to live among the

nobility (even if he wasn't one of them himself) Geoffrey ingratiated himself to more than one Council member, and eagerly accepted his appointment here as a reward. Neither his speech, manner, nor dress betrays his origin these days, though he doesn't take pains to hide it. He stays in touch with his family to this day, and he displays the fruits of their labor at their tanning and taxidermy business (located in the Artisan District) with relish in his home.

The four scribes, the cook, and the coachman/valet are all employees of the city, and hold their positions regardless of the current Master. A Civic Guard patrol unit (use the standard Civic Guard patrol configuration of 2 Ftr1, 1 Ftr2-4 and 1 Ftr4-7) also uses the mansion as a base, but in practice they are entirely at the disposal of the Master and wind up doing as he sees fit. The scribes control the money, the bulk of which is sent to the City Treasury (location 13) each night under guard. The Games Master must formally request specific amounts for any special projects being funded, but it is extremely rare for him to be denied any.

Geoffrey Beavers: Rog11.

Amanda Archer: Ari5.

Scribes (4): Exp3.

Valet: Com2.

Civic Guard Patrol (4): Ftr1-7.

200 sp is kept in an open cashbox at the Fees desk, to make change or for petty cash during the day. Any surplus funds are removed hourly to a large safe in the central rooms (successful DC 25 Open Lock check to pick), which is emptied at night of all but 500 gp. This safe also contains an additional 300 gp of the Master's personal monies. Gate receipts from the Coliseum also come here, fetched at the end of the day under escort by two of the Civic Guard.

Geoffrey Beavers also keeps 150 gp in a locked metal chest (successful DC 22 Open Lock check to pick) in the master suite's office, along with Amanda's jewelry (500 gp), his copies of the district's finances, and other important papers. He also keeps the *hat of disguise* and *winged boots* from his second-story days in the chest.

ACTIVITY

The district's formal business is conducted daily between the hours of 10 a.m. and 3 p.m. Here one can acquire the various permits for operating in the district, as well as pay for license fees, purchase tokens for the Coliseum, and ask questions on activities. Typical fees include 1 sp per week for a license to perform on the streets within the district, or 100 gp per month for a brothel license (of which he pays 50% to the Courtesan's Guild, so that they countenance his restraint on their trade). If the scribes cannot help, or if a petitioner insists, an appointment can be set up with the Master of the Games. Such meetings are conducted in the Master's private office in the central wing of the building.

HOOKS

- It's a heist! And an inside job, at that. One of the scribes has decided to take the money and run. He arranged to be the one handling the nightly Treasury deposit, and plans to empty the safe entirely and make off with the lot. Either he hires the PCs to help him, supplying them with the route and makeup of the patrol guarding the transfer, or they are innocent bystanders, caught up in the activity when another group attacks the guards. Regardless, the Mirror Guard has caught wind of these plans, and has sent another double patrol of eight Civic Guard to shadow the transfer. They will be on hand to surprise any attackers. Innocent PCs may end up having to track down escaping thieves to clear their own names.
- It turns out that the Games Master didn't leave town to achieve his fortune — he made it in town as a cat burglar, stealing from the very nobles with whim he would later hobnob. Certain members of the Council are aware of this — having used his talents in the past — and hire the PCs when an old associate returns to town after years of lying low. The PCs must keep the associate from revealing the past. To complicate matters, neither thief was a member of the Thieves Guild at that time, upping the stakes should the secret get out.

C6. TUMBLERS SQUARE

Taking up a nearly a quarter of the district, this wide open space is actually more of an oval than a square. It includes several ponds brimming with stocked goldfish, and a number of wooded groves. Paved areas reach into this greenery, and the largest forms the "square" of the name around the Grand Fountain at the northern edge of the oval. Psychologically, if not physically, the Square divides the district in two: the buildings to the west are primarily stone structures built since the humanoid invasion, and those to the east are the mud and wood buildings of the original slum.

Tumblers Square takes its name from the number of poles, ropes, and uneven bars set up around the oval. In all but the most inclement weather visitors will see two or three aerial acts no matter their path through the square. On pleasant summer days, whole families come to picnic or otherwise enjoy the grass under shady trees, as well as the

impromptu shows put on by the large number of performers that gather here each day. On inclement days, these very same performers huddle under the trees for shelter, hoping enough visitors brave the weather for them to earn enough to eat that day.

In a clearing in the center of the square stands a tall iron post rising over 30 feet high. It continually emits a bright light from the top. This light provides sufficient illumination at night for a human to see for roughly a third of the square surrounding it. Even more amazing is the leather strap attached through a hole at the top. The strap reaches all the way down the pole where it coils around a bar sticking out at the 4-foot level. The strap ends 150 feet later at an attached leather harness with adjustable catches. Anyone wearing the harness can, with a little practice, fly.

Average Passerby (Varies): Com1.

Average Performer (Varies): Brd2.

There is no treasure here, save what performers and passersby carry with them.

ACTIVITY

When the district's more mobile distractions come to rest, they concentrate here. Musicians, acrobats, dancers, animal acts, and borderline vagrants all take up semi-permanent residence as the weather allows. The open field near the pool on the southern end of the square becomes a veritable tent city during the summer. The Civic Guard allows this, since the adjacent guard tower can easily keep an observant eye on things, and visitors seldom wander into that area. However, no open fires are allowed.

The Flying Pole is one of the showcase attractions of the district. It costs 1 gp per five minute interval to ride, with a maximum of six consecutive "turns." The magic invested in the harness allows the wearer to defy gravity as per the *fly* spell, as long as the straps remain closed. The length of the leather rope attached to the harness restricts the wearer to the boundaries of the square, just shy of the watch tower to the south but enough to overfly the Grand Fountain (location C7) to the north, and a couple of warehouses on the eastern edge of the square.

Safety features include a contingency *feather fall* spell, should the harness' magic ever fail, and an activation stone, which must be carried on the wearer's person while in flight (otherwise the *fly* spell expires and a second *feather fall* spell is cast as above). Once in flight, the clasps of the harness are held as by an *arcane lock* from a 6th level caster, though if the wearer can break that spell effect, it is then possible to slip out of the harness, toss away the activation stone, and fall.

The Flying Pole is open during daylight hours on dry days only, after which the activation stone is locked up in the Master's Mansion (see location C5). The harness is always left in place overnight, since removing it would mean pulling the seams out at the top of the pole, dispelling the magic and ruining the effect. The rolled up strap and harness are covered with an oiled cloth for the night, or during rainy weather.

HOOKS

- Unwritten but understood rules keep the competition friendly and the audiences safe. But when a rivalry between two groups of performers turns hostile, breaking those unwritten rules, not even the Tumbler Troops can guarantee safety. The PCs are hired by the Games Master to help restore order in the square.
- A death occurs when a boy slips out of the Flying Pole's harness. When the official City's Eyes investigation concludes it was all an accident, the boy's father hires the PCs to look into the matter. Someone has been manipulating the harness to smuggle goods past the city walls, but how?

C7. GRAND FOUNTAIN

Spraying a 30-foot high jet of water straight up into the air, this decorative landmark on the northern edge of Tumblers Square has a central basin and four smaller pools connected at the compass points. The main spout emanates under pressure from a representation of the Spire in the middle of the basin. A catch basin in the form of a miniature replica of the city itself is built halfway up the 20-foot spike, the miniature city walls holding onto the captured water, which drains through the tiny city gates and over a series of tiered waterfalls into the basin below. A low wall surrounds the central bowl, built with a wide step to sit on.

Each of the four secondary pools has a slightly taller seatless wall decorated with statuary along the top. These statues face inward, and release smaller water jets aimed towards the pool's center. Each set depicts scenes from the history of the city. The west pool displays the discovery of the Spire and first settlements in the area, The north pool shows the establishment of the city proper with the construction of the great walls. The east pool consists of a memorial to the humanoid invasion that cost this district dearly. The south pool is designed to be changed out every so often, allowing the fountain's decor to be updated, and therefore timeless. The current arrangement commemorates the annual parade of guildsmen on the Day of Ease holiday.

Built over a century ago in the name of civic improvement, the money for construction and the political will to finish it, came from a coalition of two noble families, the Hawkins and the Rotburns. Heavily involved in the arts, the two houses were friendly rivals, sponsoring

opposing shows in the district annually. Despite this they eagerly collaborated on the project that would enshrine their devotion to the district permanently. However, the Hawkins family suffered a series of misfortunes before the fountain was completed, and was subsumed into the Rotburn clan by marriage, leaving control of the fountain's well-being in their hands (for more on the Rotburns — now the Rotburn-Seivers — see location E15).

The statuary of the southern pool is removed every one to five years, depending on the whims and fortunes of the Rotburn-Seivers family. Sir Dain (now that he has left the family business to his children) and Lady Accala devote much time to screening proposals, but are not always particularly fussy about which ones they accept, and they will often grant a commission based on their like or dislike of the artist's personal qualities. Their children, on the other hand, would prefer to turn their discretionary authority into a money-maker, allowing anyone to buy the right to put on their own display for a period of six months — perhaps even to auction off that right. New statuary is commissioned months in advance, and the old fountains are removed to storage when they are retired. Occasionally old statuary is brought out of retirement for a special occasion, such as the gladiator figures for the celebration of the Coliseum's founding every 50 years.

Average Passerby (Varies): Com1.

Average Performer (Varies): Brd2.

Water Wizards (2): Brd4.

There is no treasure here, save what performers and passersby carry with them.

ACTIVITY

The fountain is a natural staging area for the many entertainers performing for money and attention. Of particular note are the Water Wizards, a pair of bardic brothers who spend the afternoon (or all day in the heat of summer) serenading the crowds and using minor magic to manipulate the fountain flows. In addition to the entertainers, the fountain is home to a number of the district's indigent, who spend the day begging, sleeping on the great step around the center, or even bathing in the central basin. This last is illegal, so the Civic Guard puts a stop to it, usually with a warning, if observed. The vagrants presence is tolerated here more than in other areas due to the fact that the fountain was built on the site of a natural spring that used to supply the only potable water in this area for those without wells. There are other sources these days, but it's now accepted behavior.

HOOKS

- Even before construction on the fountain was completed, a legend began of a treasure buried under the foundations, guarded by the ghosts of workmen buried alongside it. While neither ghost nor treasure exist, a skeleton lies here, of a long-lost scion of the Hawkins family. If this body is discovered and identified, the circumstances of his demise could upset the continued existence of, and current succession in, the Rotburn-Seivers clan.
- The Water Wizards' magic gets out of control and a water spout drowns a citizen watching their act. The Wizards proclaim their innocence and hire the PCs to discover the truth. In fact, a water elemental has taken up residence in the spring that feeds the Fountain. If the characters investigate the origins of the water elemental, they uncover the experiments of a wizard — a professor of conjuration at the Arcane Academy (location K2) — attempting to turn the Fountain into his own *bowl of commanding water elementals.*



C8. FAIRGROUND (SQUATTER'S FIELD)

The makeup of this open field on the northeastern edge of the district is split between trampled pasture, packed dirt and a surprising number of hardy and exotic trees, bushes and flowering weeds. Surrounding the bare patches are old posts and iron stakes sticking in the ground, some with bits of rope still attached. In some areas the soil has worn away after years of travelers setting up and moving out, exposing the granite beneath. Indeed, a few low, rocky hills have sprung up towards the northern edge of the field; it provides a natural cul-de-sac, in which the other detritus left by past visitors accumulates, either by the fortune of the winds or deliberate dumping on the way out.

The northeastern corner of the district is a camping ground used by traveling shows and carnivals. Even in the days after the Entertainment District was formalized, this area remained a slum. The fairgrounds were considered the dregs, home to only the worst of the city's displaced and indigent. When the city expanded outward the Council decided to push the squatters dwelling here further out, and give the area over to the marginally more respectable (and more transient) foreigners. There is still a small settlement of the poorest descendants of those unfortunates past the northern hills. As in those early days, the incoming shows will hire day laborers from their number, and some living there have develop generational bonds with the repeat acts.

The relationship is symbiotic in a sense, as the repeated visits over centuries by beings, their wagons, and their belongings from all over the world have left a curious mark on the immediate flora. They form a sort of natural botanical garden — a wide variety of foreign plants growing from the seeds carried and dropped during shows here. Some of the vegetation that has flourished is quite unusual by local standards. The local indigents — learning the patterns of growth and the varieties that have generated over several generations — use their knowledge to support themselves in between day work by selling cuttings of the prettiest or rarest flowers in town.

Average Indigent (Varies): Com1/Rog1.

Average Performer (Varies): Brd3.

ACTIVITY

Mingled respect and distrust draws a line between the district's denizens and the "foreign" showfolk of the traveling carnivals. Though the fairground is technically open at all times — anyone may camp there for a small fee paid at the Master's Mansion (location C5) — custom dictates that all shows register beforehand, and reserve a spot on the yearly schedule. For the last eight years there have been three returning shows of note: a carnival which sets up huge tents for traditional flying acrobatics and clowns in the early spring; a highly trained "wild" animal act in the fall; and a troupe of acrobats, bards, mimes and clowns who perform all of the traditional circus acts to new highly specialized theme each summer, complete with new costumes, music, and jokes.

HOOKS

- The PCs are approached by a cook from the Lost Lagoon Inn (location G12) seeking rare, foreign herbs to complete a dish being prepared for a very important guest tomorrow. If the meal goes well, it might positively affect the eatery's prestige. The cook knows of the botanical diversity of the northern fairgrounds, but cannot be seen searching there by rivals, lest the secret ingredient be revealed. Armed with a description of the requested plants, the PCs have a very difficult search in order to make the deadline... unless they choose to cut one of the locals in on the action.
- The PCs are hired to follow a recently departed traveling show to find and return to his family a noble's son who disappeared in the district the day the show left. They discover the son has not left voluntarily as suspected, but is being held disguised as a caged animal by the owlbear tamer, whom the boy saw killing another man and feeding the remains to his creatures.



C9. CAVERNS OF THE FORGOTTEN

The hills on the northern borders of the fairgrounds are rocky and uneven, and hold the entrances to a series of natural caves under the district. These hidden entrances are just large enough for human children or Small size creatures to squeeze through.

The cramped tunnels are home to a colony of abandoned children, halflings and half-breed demi-humans. They are outcasts and runaways with nowhere else to go. The original forgotten child was named Calen, and he was the offspring of a noble of the city who had a tryst with an elven midget starring in one of the yearly carnivals. When that carnival returned several years later, the mother attempted present the child to his father's family, only to be rebuffed and ridiculed when the boy's short stature became apparent. Through contacts the now married noble got the carnival's permit revoked, and saw to it that this particular traveling show was never allowed to work here again. It a fit of rage, the mother abandoned the five-year-old boy at the fairgrounds, where he would have died of exposure that first night if he hadn't stumbled upon the cave entrance.

RESIDENTS

The caverns can hold between 20 and 30 human-sized children, roughly half of which are present on any given night. Besides Calen, there are two halflings, and the rest are human.

Calen: Half-elf Rog8.

Halflings (2): Halfling Rog3.

Human Children (21–28): Rog1

Calen keeps a leather bag hidden behind a loose stone in the wall of his personal cave, containing 40 cp, 20 sp, and 10 gp, as well as three gems worth a total of 20 gp. Personal items lie scattered about the caverns, filched from various marks over time.

ACTIVITY

Young Calen's survival instincts were strong, and begging came to him naturally. His first marks were the slum dwellers to the north of the fairgrounds, and he was always able to find food among them. After an unfortunate run-in with an older boy, he learned to always retreat to the safety of the caves to rest. He also learned that the world isn't a safe place for the weak. Venturing further into the district, he soon found friends like himself: kids without parents or a proper home. Some, he directed to the Blessed Saints Orphanage (see location G11). Others — those he felt could not make it in such an institution — he brought back to the caverns with him. Soon, he had others living with him underground, with whom he felt the need to protect. Recruitment into "The Forgotten," as they style themselves, has continued along similar lines ever since.

Begging didn't always work to keep them fed, especially when their numbers grew. With no other way open to them, the children turned to stealing. Many found they had a knack for it. They work the crowds at Tumblers Square (location C6) or the Grand Fountain (location C7), depending on their unobtrusive size to avoid the attention of the City Guard. They must also take care to stay clear of the Thieves Guild, which mostly works the western side of the district, but would not be pleased at any rivals — even pint-sized ones — in the area.

Those who survive the lifestyle for a few years usually grow too big for the caverns. When forced to leave, the now middle-aged Calen sees to it that these graduates of his school of hard knocks are set up topside in a variety of menial professions. Over the years a number of children have survived to become stable hands, cooks, coachmen and even successful tradesmen and entrepreneurs. Not only have they become invaluable resources for a surprisingly large spy/blackmail network that Calen has developed, but also they continue to look out for their subterranean brethren. Whether that means getting jobs for the older ones, or funneling part of their pay back down into the caves, most never forget their roots.

HOOKS

- After participating in shady activity, the PCs are approached by a lad of no more than eight. He tells them they've been spotted performing their nefarious deeds, and it'll cost them. Two more of the Forgotten wait near by to run interference if the PCs decide to get violent. They ask for a minimum of 10 gp to go away and hold their peace.
- An unexplored passage in the cavern leads to a water-filled grotto. It is used as a well in the Spire District (exact location left to the DM's discretion), and the cave gives entry into the city proper. The Forgotten intend to use it to expand their operations, never realizing that is will bring the Thieves Guild crashing down on their heads.
- One of the Forgotten witnesses a murder, and the guilty party grabs him. The Forgotten contact the PCs for help, hiring them to recover their brother, who is being held in order to keep the organization from informing the Civic Guard.

C10. THE HORN THEATRE

This theater is named for the shape of the ingenious architecture. It lends the impression of a cathedral, with a high, warm brown, two-story entry hall in the front. Three pairs of double-doors open into the hall, which then blossoms into a multi-story dome shape rising to a sharp off-center metallic point that stretches up and back towards the front. This impression is reinforced by the stained glass windows decorating the front hall, and the carved images of mythological figures on the doors and corner posts.

Inside, two crystal chandeliers provide light over the open foyer, which is large enough to hold a few hundred patrons. With its marble accents and gilded frames, the decor reeks of opulence. It is opulence on a budget, however, since the materials supporting the glitz are sturdy and unremarkable. This expensive veneer is an illusion that takes constant attention, and cracks appear here, behind the potted plant in the corner, and there, on the other side of the propped-open door. Two side rooms stand near the entrance: a box office to the left, and a coatroom to the right, both of which also grant access to the backstage area. At the far end of the hall, opposite the doors, gilded double stairways wind up the sides of the hall: one ending in a gallery overlooking the entry hall, the other over the main entrance to the auditorium.

The gallery stretches out in both directions into a dark green carpeted corridor running around the outside of the main chamber itself, with six equally spaced entrances to the chamber's balcony seats. The corridor ends in additional stairways two-thirds of the way around either side of the dome, leading up to a smaller corridor servicing the two entrances to the second balcony, and down to four private boxes near the stage. There is a door on the outside center of the highest corridor, but it leads to the outer skin of the dome, and is kept locked.

The stage itself is a combination proscenium arch and thrust stage, so accompanying musicians must be placed on a special section in the center of the first balcony. A special lighting system built into the dome uses a few lanterns operated by stage hands to produce a radiance close to half that of full daylight from the reflections off the inner surface. The seats on the main floor form a semi-circle around the thrust stage, leaving standing room space for up to a hundred in the sunken area between. All told, the theater can hold an audience equivalent to 1,250 Medium size creatures.

The Horn is the largest private theater in the Entertainment District. Its unusual architecture was created with superior acoustics in mind; it allows even hushed utterances on stage to be clearly heard in the highest balcony seats. The decor has been seen as an attempt by the architects to attract the interest and goodwill of potential patrons, but that misses the point a bit. While the Horn regularly sees nobles in attendance, the mock opulence isn't for their benefit. They could have the real thing by staying in their mansions and villas. The design is meant to give the ordinary district dweller a taste of what their betters take for granted. Visitors marvel at the ingenious design of the dome and its acoustics, and some incorrectly suspect it to be magical. Few understand that the illusion making isn't limited to what's on stage but actually stretches into the lobby every time a tradesmen momentarily forgets his station and finds himself in a different world.

RESIDENTS

All told, there are 30 members in the Horn's theatrical family. Of those, twenty are regular performers, while the other ten see to the box office, ushering, and the other duties required to set the stage each night. They are a very egalitarian group: all are involved in the set building, moving, and strike, as well as the minor repairs around the theater. And when a show requires a smaller cast, those not performing share the burden of the stagehands out in the lobby.

Of course, every company has its star, which in this case is the half-elven Sir Kirby Pummell. His title comes from a far-off land, as he is happy to relate, in honor of a magnificent performance in his youth. His expression of opinion as if it were fact infuriates most people just meeting him. However, his experience is real, and his talent not in question; after discovering the wisdom in his words (as they regard to performing anyway), many people are willing to overlook the way he says it.

One person to whom he is not endeared is the spokesperson for the company, responsible for the publicity, raising sponsors, and coordinating special events at the theater. Currently this duty falls to Deandra Falten, who has been with the Horn for over twenty years. Though she once dabbled in performance, she's strictly behind the scenes these days. While respectful of Sir Kirby's experience, she doesn't appreciate the fact that he never takes finances into account, and doesn't seem to realize that he's not in charge.

Sir Kirby Pummell: Half-elf Exp7.

Deandra Falten: Exp4.

Performer (19): Exp4.

Crew (9): Com3.



Attendants with hooded lanterns powered by *continual flame* spells direct people to their seats. Between them and those operating the dome lights, there are twenty *continual flame* lanterns here, kept on a shelf in the coatroom when not in use. The box office holds the proceeds of each performance in the safe (successful DC 25 Open Lock check to crack), which is typically 300 gp. The safe is emptied after the week's last performance, and all but 75 gp is taken off site for deposit.

Sir Kirby always wears a thick black *cloak of arachnida* outdoors and carries a rapier.

ACTIVITY

The Horn employs a standing company of players solidly versed in the standard theatrical repertoire. They mount their own productions as well as providing support for touring stars coming in for single performances and short stays. For a typical performance, 1 gp gets you a seat in the second balcony, 2 gp puts you on the mezzanine, and 8 gp sees you on the main floor. Should the performance have a touring star, the costs go up by 2 gp. When standing room seating is allowed for the performance, the troupe typically charges 5 cp.

HOOKS

- The theater has a very good festival week, and hires the PCs to provide extra security during the transfer of 3,000 gp to the City Treasury (location 13).
- A disgruntled fan has taken Sir Kirby's name literally, and given him a good pummeling. Unfortunately, the show must go on even though Sir Kirby's in no condition to perform. Without an understudy on the fully cast show, a desperate Deandra grabs one of the PCs off the street (someone the same size as Sir Kirby, who can fit into the right outfits). The PC is fed lines via a *message* spell, and is ready to go on when a stage mishap almost crushes him. It turns out that Sir Kirby has a price on his head, and assassins from the far-off land of his origin are here to kill any nobility associated with their deposed ruler — the one who knighted Sir Kirby all those years ago. And now they have the PC marked as well.

C11. LORD MUSHROOMBREECHES

Though no longer legible, the indistinct stone statue that stands at the southeastern corner of the Horn has a name: that of a minor noble (Sir Erick Rossum) who helped finance the theater's construction. But if people used it, he wouldn't be nearly as useful a landmark. The name lovingly provided to him by his public invokes the overly fleshy appearance of the statue's legs, stuffed into overflowing boots that push the rolls of fat back up his thighs.

Though commissioned to appear in his upscale best, Lord 'shrooms' attire is not always visible. When a new show opens at the Horn, articles of clothing similar to those worn by the principal actors find their way onto the statue, advertising the upcoming performance. Worse for the statue, it has become common for rival theaters to commit a little mischief by painting the gray stone with bright, shiny colors announcing their own productions. The Horn no longer complains to the Civic Guard when this occurs, as the perpetrators have learned to clean up their own messes after a week or two. The repeated painting and scouring has worn away the once chiseled lines of his Lordship, leaving him (if anything) even doughier and more smooth-featured than he originally was.

C12. THE COMMONS

The artificial mound into which this open-air amphitheater is built is only 8 feet tall, and irregular due to rooms sunk into its structure. The depth to which the stage was dug leaves room for a few hundred patrons to circle the action from their stone-bench seats, set into the sides of the earthen wall. Two passages lead into the side of the hill from opposite ends of the stage, disappearing into the darkness of the storage areas. Entry to the arena is gained

by climbing the gentle slope of the hill and then stepping down into the bowl on the stair-like benches. The stage gives the productions held here a close, intimate quality since the audience can be sitting on its very edge. The proximity of the Commons to the open fields of Tumblers Square (location C6) makes it an ideal location to stretch out, lay back, and watch the fireworks put on by the More Than Real outfit (see location C28) during the summer.

This theater in the round was created as venue for traveling stage productions. The results are only partially successful, as the minimal setup is sometimes overwhelmed by the grandiose plans of some companies, while shows of the appropriate size often forego dragging their set through town, and instead set up a makeshift theater more cheaply in the Fairgrounds (location C8).

The management, which consists of a few civic-minded volunteers such as Ellis Ragone (Com3), puts on local productions during the off weeks. Without a regular company, these local productions pull from whomever is available, with varying quality. In addition to the productions, public contests are periodically held to find the best new singer/dancer/entertainer in the city. The winner gets to perform as a warm-up act for the next traveling show production. All local productions take place free of charge, though the traveling shows may charge their own rates.

Amateur performers may take special adjunct courses at Oana's School (see location C4) three nights a month. Run in the Common's arena by several advanced students from the school and overseen by an instructor, these sessions are offered free of charge, and are a real opportunity for some. The yearly Founder's Talent Competition gets all of the individual winners back to compete for a full scholarship to Oana's.

C13. EYE OF THE BEHOLDER

This high, square brownstone building has decorative white cornerstones inset at the top with carvings of a giant eye painted alternately green and red. The three metal-clad doors on the east side range in size, with a medium-sized one to the left, a small door in the center, and a door for Large size creatures to the right. Small shuttered windows ring the top, just below the roof.

The entry hall doubles as the backstage area, with rooms to either side acting as prop storage rooms, dressing rooms, box office, and whatever else the company requires. This hall is kept dark before performances, but afterwards is brightly lit while the actors greet the audience as they leave. The walls are covered with the playbills of past performances, and portraits of stars from years gone by.

The seats are reached by walking through the open curtain from the hall and across the stage, which stands at ground level. The stadium arrangement of seats extends upward around three-quarters of the stage, holding up to 500 viewers of varying sizes. Mimicking the door arrangement, the chairs are proportioned for Medium size creatures to stage left, Small size creatures out in front, and Large size patrons to stage right.



Since the founding of the city, formalized theater had generally been solely a pastime of humans and elves. The Eye was constructed to change that. Owned and operated exclusively by demi-humans, this theater caters to actors whose opportunities have traditionally been limited in other venues. Pioneering the use of tactics such as casting *polymorph* or *enlarge* on halflings to fill the roles of humans, and of green-face pantomime for humanoids, the Eye has come to be known as a supporter of experimental forms and ideas. They see themselves on a mission to educate the theatergoing public and therefore above the competition, though they maintain a friendly rivalry with the human-centric Horn.

RESIDENTS

The staff, which consists of the regular company of ten players plus the manager, a stagehand, and an in-house special effects wizard, lives in the three single-story dwellings adjacent to the theater. In good weather, most of them gather for one meal a day outdoors in the courtyard between the theater and their stable. On the weekends, all companies in the district are welcome to join them, though generally no more than a half-dozen individuals show up. Slen, the stage/stablehand, is an amateur chef as well.

The manager of the Eye is Rolof Goodfeast, a halfling graduate of the Oana's School of Smiles (location C4). After spending ten years as a street performer, Rolof was discovered by the then-manager of the Eye and recruited into the standing company. Cutting his teeth on halfling roles, his easy manner with "biggies" made the transition to magically-assisted human parts a natural one. As the hand-picked successor to his mentor, Rolof has been running the theater for the past three years now and works to put his own stamp on it by being more human-friendly.

Working closely on cross-promotions for other shows in the district, Rolof spends a great deal of time at dinner parties in the city, drumming up interest in new areas and from new audiences. The latest season has seen fewer new works, and more traditional fare, which some have criticized as selling out the theater's principles to gain a wider audience.

Muro Chesner, a gnome wizard, is the theater's resident special effects operator. In addition to casting his own spells, Muro is responsible for activating scrolls purchased from More than Real (see location C28), and for keeping track and using the theater's magic items (such as the five bags of *dust of illusion* currently on hand).

Humanoids are outlawed from the stage by the Laws of the Revel, which means that actors of other races here often don green-faced makeup to act humanoid parts. The greatest actor of these painted caricatures is Otus, who some say brings real pathos to the roles he plays, rather than the usual greenie comic slapstick. Now in his tenth year of residence at the Eye, he regularly performs at private parties throughout the city. The secret to his success? Otus is actually a full-blood orc passing for a half-orc, a secret he must maintain to pursue the life he loves.

Rolof Goodfeast: Halfling Exp4/Rog3.

Muro Chesner: Gnome Wiz6.

Otus: Orc, as per the Monster Manual.

Slen: Com3.

Eye of the Beholder Performers (10): Com2.

Rolof keeps the bulk of the theater's money — 750 gp — in a false bottom in his dresser (successful DC 20 Spot check to notice). He also keeps a locked chest (successful DC 14 Open Lock check to pick) with 100 gp in it as a decoy. Rolof wears the theater's *hat of disguise*, which has been in his possession since he graduated to the bigger roles, such as a position on the Court of Grins (see C?). Rolof also arms himself with two daggers and a short sword, masking them with the *hat of disguise*, and wears a *ring of protection +3*. Muro carries a *wand of enlarge* and a *potion of alter self*.

ACTIVITY

While the Eye often performs plays, musicals, and variety shows written specifically to appeal to the halflings, gnomes, and dwarves who make up their regular audience, it rotates these with classics shared with the human-dominated theaters as well. No matter the show, all seats are always 1 gp.

HOOKS

- During a performance, a carefully positioned *dispel magic* causes problems on stage. Some injuries result, but luckily no deaths. Rolof asks the PCs to help investigate whether this was just a prank, or a more serious effort to undermine the theater.
- Humanoids wanting access to some of the more sensitive areas of the city (perhaps the Cruelty gnolls; location B24) have threatened to reveal Otus' secret unless he agrees to help their plans during his next command performance. Other humanoids want to out him to show the ridiculous nature of the Laws of the Revel, and push for its repeal. If the secret gets out, it could cause the Eye of the Beholder to be closed permanently. Otus hires the PCs to get him out of this situation without destroying anyone's careers.

C14. THE SILVER THROAT MUSIC HALL

This simple whitewashed hall is marked by a painted yellow birdie with musical notes flying from its mouth next to the double-doors near the building's northeastern corner. The interior consists of one long room open to the

rafters, with a simple raised stage at one end near the door. The rest of the room is filled with four foot square tables and chairs. On the other end of the room, to one side, is an attached kitchen and bar.

Just because the denizens of the Entertainment District are not generally welcome in the nobles' exclusive Opera House doesn't mean they can't enjoying the efforts of that institution. That was the thought that brought a second son of a noble family named Guy Eastlands (Ari3) together with a commoner bard named Tameka Gloria (Brd10) to create the Silver Throat, which was designed to produce shamelessly ribald — and wickedly accurate — parodies of those very shows (just ask the nobles who frequent both venues). Their repertoire has expanded in the decades since its founding, and now includes original song and dance variety acts as well as comedy improvisation. The format has evolved as well, for when the Throats were renting space at the Horn Theater (location C10) their monthly shows used that stage's setup in straightforward parallel to that of the opera.

After purchasing their current performing space, the Throats broke down the normally rigid separation between performer and audience, and nightly performances in an informal dinner theater atmosphere became the norm. Shows cost the price of the meal plus 5 sp, and start promptly. Those coming in late have to walk past the stage. Not only are these latecomers heckled, but they are often grabbed or pulled onstage and incorporated in to the latest number. Built for fun, rather than profit, the hall's meager earnings are collected by Eastland's accountant each morning, with most of the proceeds being reinvested into the productions.

C15. RUBY'S REST BOARDINGHOUSE

Made of cast brick and cheaper masonry than other buildings nearby, this three-story structure shows signs of age and wear. One of the few buildings in the southwest section of the district to survive the flames of the humanoid invasion, Ruby's has been a fixture here since the area's earliest freewheeling days. Reasonable rates of 1 sp per week for a spare but clean bed and breakfast keeps Ruby's perpetually near its twenty-boarder capacity. The current proprietor, a retired human acrobat named Rudy (Exp3) — his name causes confusion sometimes — also provides informal referrals to help boarders land jobs, or match fresh arrivals with seasoned mentors. Rudy keeps a lockbox (successful DC 12 Open Lock check to pick) under his kitchen cupboard, but it never contains more than 10 gp.

C16. CATS' ALLEY

This area has one of the most apt names in the entire city. Cats (as per the *Monster Manual*) everywhere congregate in the narrow alley behind Ruby's Rest (location C15) — drawn by the distribution of scraps from the kitchen — to fight, serenade, and make little cats. They do so in significant enough numbers to nearly qualify as their own show. Unfortunately, at the sound of a human voice in song, long years of begging outside of Ruby's kicks in, and the cats expect to be fed scraps from any passerby while the song continues. If they are not fed, they begin their own serenade of sharp hisses and the painfully loud yelps of a cat on the prowl. A few down-on-their-luck citizens occasionally go a little stir crazy and come here to sit and stare at the cats. Their presence is probably the origin of a local story, concerning a cat lover ghost who doesn't take kindly to anyone messing with her cats. This confluence of people lends the area to clandestine meetings, at least some of which may be of some interest to the Mirror Guard.

C17. CLOAK AND GOWN COSTUME SHOP

The storefront here is a colorfully painted mural depicting a parade of fools and harlequins. Inside, a pair of tailors wait to fit each customer exactly, while long rows of coats, cloaks, pantaloons and footwear lie just beyond the main foyer. Six apprentice tailors scurry through the forest of costumes, following a complicated routine to select the right costume for their patrons.

The Cloak and Gown provides appropriate clothes for theatrical performances, as well as a wide variety of non-theatrical events. The staggering number of religions in the city means that any number of festivals, parades, and celebrations might be going on at any time. Nobles routinely hold masquerade balls, and the number of theater companies operating in the city numbers in the dozens. The Cloak and Gown is here for all of the, providing outfits of every sort for nearly every conceivable occasion.

RESIDENTS

The shop's particular specialty is masks: the owner, Exiart Riverbottom, can transform a simple piece of *papier mâche* into stunning visages of rooks, demons, and wild animals. Each is a one-of-a-kind creation, and most are worn only once before being set aside forever. Riverbottom has even consulted illusionists for his most expensive pieces, imbuing them with magic that allows them to vanish in a shower of gold at the moment of unmasking. Costume jewelry is another favorite of his, and many of the shop's pieces are practically indistinguishable from the real thing.

Exiart Riverbottom: Exp6.

Apprentice Tailors (6): Exp2.

The premises has a few genuine magic items amid its false grandeur, including two *cloaks of charisma +2* and a *cloak of arachnida*. These may be rented as normal, but cost 2 gp each per night and are intended for frivolous (i.e., low-risk) use. The costume jewelry is worthless, but can appear quite valuable. It takes an successful DC 15 Appraise check to spot their actual worth; failure indicates that the viewer has been fooled into thinking each given item to be worth anywhere from 100 to 1,000 gp.

ACTIVITY

So effective are the shop's masquerades that they are often used by those with less frivolous goals. Spies and thieves hoping to disguise their origins have been known to frequent the Cloak and Gown, purchasing outfits which allow them to blend in to their targets' household or entourage. They are difficult to separate from the normal patrons, however, and Riverbottom and his employees rarely think to ask questions.

Costume rental costs anywhere from 5 cp to 1 gp per night, depending on how much preparation is entailed. Masks are for sale only; 2 sp is the price for most, though the most expensive can cost upwards of 50 gp. Any custom jobs (i.e., those requiring a very specific look) must be made several days in advance so that Riverbottom and his tailors can prepare it.

HOOKS

- A piece of jewelry from the shop has been swapped in place of a similar item worth many hundreds of gold pieces. Riverbottom has been indicted in the crime. He begs the PCs to find the stolen jewelry and clear his name.
- The trail of an assassin leads to the shop on the eve of an important holy day. He purchased a costume in order to blend in with the worshippers at a large public ritual and get closer to his target. Riverbottom remembers the assassin, but states that six other people rented nearly identical costumes (depicting a famous icon of the religion). The PCs will need to track down all seven if they hope to uncover the killer before he strikes.
- A Sir Xavier Dudgeon (location E5) is throwing a masquerade ball, with a valuable prize to be given to the most daring costume in attendance. The PCs need the prize for reasons of their own (perhaps it is the vital clue to an important treasure); once they have come up with costume ideas, they must turn to the Cloak and Gown to deliver them.
- The PCs need the services of the Cloak and Gown (possibly for the adventure hook directly above), but Riverbottom is overwhelmed with requests. He's willing to give the PCs priority... if they help him out with a little task first. There's a particularly rare style of cloth, which some say has magical properties. If the PCs were to find a bolt for him, he would return the favor.

C18. THE FORGOTTEN PACK

A downscale competitor to the venerable Cloak and Gown (location C17), the Pack specializes in exotic odds and ends left behind by traveling shows, carnivals and visitors to the district. After every performance in the Fairgrounds (see location C8), several children scour the area looking for possible gold among the dross. Items such as broken bow shafts, knives with the point missing, or stained cloaks and other clothing are brought before the leader of the Pack, Janina Spar (Rog2), who examines each item carefully before paying a fair price or rejecting it. She keeps a reserve of 35 gp in a locked cabinet (successful DC 18 Open Lock check to pick) to finance these deals. Having had to do repairs on many of the items so salvaged (some of them previously magical, for those who want a leg up on item creation), Janina has recently branched out to doing item repairs and alterations. For this task, she has hired on two new employees, Dewitt (Exp2) and Claudio (Exp1). For those who inquire, the Pack also serves as a pawn shop of last resort, with the understanding that any items that can be sold, will be.

C19. PORTALS OF PERIL

Despite the melodramatic name, this establishment — still in development — promises "magical gates" that lead to adventures safe enough for city-bred thrill-seekers who want to sleep warm in their own beds tonight. This warehouse has had dozens of doors recently added all the way around, but there's nothing magical about them. They simply lead into subdivided areas of the warehouse.



Some locales are still being built, but from those already completed, this business looks to provide cheap and safe thrills by replicating dungeons or other wilderness environment. When completed, it will pit the customers against mock challenges, including sparing with actors and attacking and destroying stuffed monsters. The stuffed monsters tip the hand of the operation's secret bankroller — Roal's Genuine Monsters (location C20) — and clearly Roal has found another use for his old, worn out stock. While Roal is happy to pawn off his leftovers as challenging opponents for ersatz dungeoneers, the man he's hired to run the attraction has loftier goals. Aldo Sladek (War2) plans to add a variety of encounters building on the dungeon settings, such as an artificial mountain cliff to climb to reach the dungeon, and puzzles within a trapped lair to out-think rather than to fight. His goal is to provide low-level adventurers with opportunities for training or potential employment, either as mock opponents or to restock the various encounters with non-lethal (and non-stuffed) creatures.

C20. ROAL'S GENUINE MONSTERS

This ramshackle wooden building would appear to be in severe disrepair and possibly abandoned, were it not for the sign proclaiming, "Here There be Monsters!", the formidable-looking bars on all windows, and the iron clad door that remains closed except when customers step up to take a look. The gloomy interior offers a shadowy glimpse of the figures lurking within, though a tantalizing paw of a giant cat or the furry beak of a hybrid beast are strategically placed in the limited light to entice the hesitant viewer.

Roal's bills itself as the safe way to view the wild... stuffed and mounted in a poor facsimile of its environment. Set up like a good old-fashioned haunted house, this attraction uses stuffed animals and monsters of all descriptions. The bars are for show only, as none of the exhibits are alive to break out, and the bars themselves are simply wooden rods painted a glossy black. Other than the light streaming through the door when open, there does not appear to be much illumination inside. The windows are boarded up, and the torches and candlelight used throughout the interior gives an eerie quality to the stuffed creatures: the flickering flame gives the illusion of movement where there should be none. The creatures on display here range from mundane bears and wolves, to more ferocious creatures such as umber hulks and rust monsters. The *piece de resistance* is a small hydra, its six snapping beaks frozen in a moment of attack. The management has been experimenting with sound-producing spells to make the creatures seem more lifelike.

RESIDENTS

The proprietor, a dwarf named Roal Hammerhand, is a retired hunter who likes to stay current on the habits and populations of the great beasts, so that he can get their poses and their diorama environments just right. He works constantly to update the collection with the new and the exotic; the shop is closed regularly for a day on the weekend as a handful of exhibits are returned to the warehouse across the street, and the new attractions (or not-so-recently-recycled ones) are wheeled in.

Since retiring from adventuring fifteen years ago, Hammerhand has relied on friends and contacts to supply him with new creatures, as well as replacements for those to whom the years have been unkind. He used to treat, gut and stuff all of his own trophies in a workshop at the warehouse, with varying degrees of success. Six years ago he hired an assistant, a taxidermist named Pratt Beavers, who improved the quality of the exhibits greatly.

The fact that Pratt Beavers is the nephew of the current Games Master, Geoffrey Beavers (location C5), may have had nothing to do with his hiring, but it has helped Hammerhand get out of a few predicaments. Never a cheerful fellow, Hammerhand didn't react kindly when a gang of kids started harassing him a few years back. Suspecting they would try to damage his collection, he



booby-trapped an open entrance with lethal force, which maimed one of the ruffians caught sneaking in for a peek. Hammerhand was forced to remove the traps, but suffered no other punishment. Without the quiet support of the Games Master, the stunt likely would have landed him in the arms of the Civic Guard.

Roal Hammerhand: Dwarf Ftr7/Rog5.

Pratt Beavers: Exp4.

Hammerhand keeps his wealth in a *portable hole* stuffed in the bottom of his left boot. It holds 4,000 gp and gems worth an additional 5,000 gp. It also holds his plate armor, and a *dwarven thrower* from his adventuring days. He wears an *amulet of natural armor* +2 and keeps 7 gp in a money belt as a decoy for potential thieves.

ACTIVITY

For 5 sp, an individual is allowed in to walk around, read the brief placards near each figure, and even touch exhibits (lightly) to experience the real textures of the creatures personally. After feeling the downy texture of the feathers of an owlbear, or the rough scales of a harpy's taloned feet, customers who have never left the city often feel a connection to the wild that draws them back when the next exhibit is ready. For an additional 3 gp per person, Hammerhand will take them on a guided tour of the exhibits, relating personal recollections and anecdotes about the animals. While the creature facts are accurate, the stories are a trifle stretched.

HOOKS

- The PCs hear that Hammerhand is looking to expand his collection to display examples of the undead. If they can get their hands on any... *dead* undead, Hammerhand will make them a good offer. He'll purchase other creatures, too, though on the cheap.
- A source of controversy is the fact that Hammerhand stuffs and mounts intelligent, social monsters as well as the brainless type. That choice returns to bite him when an angry lizardfolk comes looking for his clutchmate. Hammerhand hires the PCs for protection from an unspecified enemy.
- Matusiel's Menagerie (location K6) loses animals to neglect, sickness or even age from time to time, which would seem to provide an ample resource for Hammerhand to exploit. However, Matusiel can't stand him and refuses to have anything to do with him. He wants the PCs to masquerade as buyers for him. In addition to bankrolling the purchases, Roal will pay the characters between 1-10 gp for each animal, depending on the type. He tries to keep secret the fact he is starting a side venture selling the leftovers to wizards, alchemists, and even restaurants.

C21. THE BARDIC HALL

This huge complex composed of several different edifices built next to one another dominates this area of the district. Each part of the building merges together with at least one other, forming a strange looking, yet elegant landmark. In front of this impressive structure lies a wide garden of small evergreen trees. A wide basin filled with water stands in the midst of them, and in the middle of it is a wide stone sign that reads, "The Bardic Hall."

Once a small and very simple tavern, this place gradually grew to its present size over the course of several generations. It now doubles as the guildhouse for the city's Entertainers Guild. A wide variety of entertainers come here to pass time, swap information, and trade materials with each other.

RESIDENTS

The Bardic Hall attracts all sorts of artists and entertainers, not just bards. The Treevheim family (see location L17) owns 50% of the tavern and the real estate, while three other rich noble families own the other half. They leave the institution in the care of a trusted manager named Boratios, who spent several years working for the Treevheim before being offered his current job. Known for his good humor, Boratios likes to keep himself informed of what goes on in the city's art scene. Because many performers come to the Bardic Hall to meet others of their kind — and on occasion begin to perform on a whim — Boratios knows many young promising talents. He has a side deal with the Oana's School of Smiles (location C4), which pays him a good sum of money for each new talent he brings to the organization. Boratios also has contacts with a number of expert barkeeps, serving maids, and innkeepers, who can help those who gather here find work. The Hall itself still serves as an tavern of sorts, and wine and spirits are available for those who ask. A quartet of bouncers provide security, though they are rarely needed.

Boratios: Exp11.

Bouncer (4): War4.

Entertainer/"Student" (15): Exp1.

Aside from a great selection of ale and wines, and a locked safe with approximately 300 gp in it, there is little of value at the Bardic Hall, save for what the patrons of the place carry.

ACTION

The Bardic Hall attracts many sorts of people, and thus is one of the best places in the city to meet adventurers, artists, and artisans. Bards abound at the Hall, and performers begin to play, sing, dance, or act on a whim many times during a single evening. Thus entertainment fills the place, even though none of these men and women are actually hired (or paid) to do so. Anyone who wishes to impress his peers with his performance or knowledge would do well to visit the Bardic Hall.

HOOKS

- A bard with a twisted sense of humor heard about the PCs' deeds and decided to write a song about them. The song, however, is a satire that makes the PCs look like buffoons who were fortunate enough to escape their adventures with their heads still attached to their necks. The chantey quickly became a popular song at the Bardic Hall, and the PCs are the unwilling laughing stock of the place. How will they correct this problem and restore their reputation? Will they play along? Will they confront the song's composer? Will they challenge those who sing it?

C22. THE DANCING BONES

The main entrance to this tavern and fortune hall opens into the public wagering area. Innocuous games of chance are in public view, with card and dice games preeminently situated, forcing visitors to pass several tables before reaching the bar at the far end. The entrance to a private gaming room is visible past the bar. This passage to the other wing is guarded by a large brute of a man known only as Leopold (War4). Leopold's job is to protect the owners' office and the strongbox full of proceeds (successful DC 15 Open Lock check to pick) therein.

Originally called the Lucky Break, this establishment's current name derives from a skull and pair of arm bones on a shelf over the bar. Whenever a customer (or the house) cheats, the bones start bobbing up and down for several minutes, the teeth chattering as the jaw falls open and slams shut. The bones belonged to a partner of the original owners, and his surviving partners had them installed here as a deterrent when they first discovered this strange habit. The current owners, a pair of halflings named Ferd and Jam (Halfling Rog5 and Halfling Ftr6, respectively), removed the grisly ornaments when they arrived on the scene. The bones were brought back to their permanent resting spot when tests showed that as long as the house followed their own posted rules and ran honest games, the bones remained silent for them. And it always caught the customers.

C23. HOUSE OF FULFILLMENT

This edifice looks out of place in the district, being built of the same materials and with the same craft and sensibilities as one might find in the more expensive areas in the city, such as the Nobles or Spire Districts. A fine slate-tiled roof protects the three-story wood structure, and the two story-tall double-doors lend the impression of a meeting hall, temple or some other public place. On a sign attached to the wall near the front door are a number of holy symbols from a variety of deities, all of which fall under the heading of personal relations (love, sex, friendship, etc.). All of which belies the fact that it sits in the heart of the city's red light district.

Within the doors is an enormous foyer setup like a chapel. Rows of seats begin a few yards into the room, facing the gigantic hearth on the opposite wall which is itself surrounded by a number of equidistant altars. The side walls are covered with deep red drapes that can be pulled back to reveal a number of windows. Over the hearth, and covering the stone facade of the wall all the way up, are a series of paintings representing the deities worshiped here. Some are actual portraits, while others are merely symbolic of the powers involved.

Two hallways on either side of the hearth lead further into the house. The left is brightly lit and obviously leading to a number of smaller chambers, and the right is only dimly so with only a few of the nearby doors visible. These worship chambers are little larger than a closet, holding a simple bed, a plain altar, and a donation box on the wall. The two corridors are joined by a third, connected to a series of richly-appointed larger chambers, with wider silk-covered beds filled with the softest down, carpeted floors, and gilded altars. A wide staircase leads up to the living quarters on the second floor, and the meeting rooms and common areas such as the kitchen on the third.

This unique institution is run by priests of the love deities of the various races, as well as the cults of other deities with similar spheres of influence. Both a practical bordello and an active temple, the rules of both are dictated by the tenets of the various gods involved; while not segregated by race, the priests' practices vary by the exact deity worshipped. While this can be complicated, the participants long ago agreed to err on the side of tolerance when it came to the consensual beliefs involved. In that spirit, the priests here form an informal council to govern the House themselves, since no one priesthood receives preference or privilege.

RESIDENTS

Leadership of the House passes yearly from sect to sect; the current Head of House is Aronus Fadi, a human priest of the goddess of love. His lieutenants on the House Council are Telinta Rinain, an half-elven priestess of the god of pain, and Hikara Valade, a halfling priestess of the goddess of fertility. It is their responsibility to set the agenda and schedules for worship throughout the year. Since not all of the priests here have the support of their greater congregations, the House Council also has the duty to see to the well-being of all those practicing within these halls. It does this by promoting a camaraderie among all the sects, so that inside this building they are all members of the same family. At the same time, it puts a strain on the House's relations to their parent churches, which limits the amount of financial support they receive as well.

Of the twenty priests running the House, nearly a third came here not because of the accepted practices of their church, but because they felt an inner calling from their deity to do this kind of work. The priesthoods losing them to the House do not always agree with this calling, and challenge the right of the House to accept them. When this happens, a trial takes place, wherein the Council hears arguments from the renegade priest, and their home sect, and uses magical means to determine if the priest is truly on a path set by their god. Since the Council has turned down applications to join in the past, most sects grudgingly accept its outcome. If the priest is accepted, the former sect may demand a portion of the money he or she brings in as recompense.

While this further limits the prosperity of the House, in practice it does not impact the operation at all. There is never a lack of worshippers willing to contribute donations, and the priesthood here lives quite well.

Aronus Fadi: Clr5.

Telinta Rinain: Half-elf Clr6.

Hikara Valade: Halfling Clr3.

Typical Priest (20): Clr2.

Every week, a group of five priests takes the proceeds (700-1,000 gp) to deposit within the City Treasury (location 13), as well as tithing to the individual temples to which the priests of the House belong. An amount of 1,000 gp is kept on hand, in a locked chest built into the Council table on the third floor (successful DC 12 Search check to discover, successful DC 20 Open Lock check to pick and protected by a *glyph of warding* which strikes anyone not saying the passphrase with the blinding sickness, as per the *Dungeon Master's Guide*. In addition, a cache of healing magic is kept in the chest: Five *potions of healing*, a scroll of three *cure serious wounds* spells, and another of three *remove disease* spells.



ACTIVITY

Traditional worship takes place in the front hall on most holy days and regularly throughout the week. A schedule posted inside gives specifics for the current month. The brothel is open at all hours, and simply involves checking in at the desk to the left of the rows of seats in the front hall. The priests and priestesses participate in both activities. Worshippers of a particular deity can wait here until a priest of their denomination is available. Otherwise, if the worshipper doesn't have a preference as to which denomination is involved, the attendant at the desk will offer up those priests then available, explaining some of the differences in styles and tastes. Not all priesthoods will accept worshippers of a different (or no) faith, but many will.

Assuming a choice can be made, a fee is collected up front (always 20 gp), and the worshipper is escorted to the priest's room. Once introductions have been made, the priest negotiates with the worshipper for the second part of the fee, which remains the priest's (or is tithed away, in part). Typically this can range from 5 gp to over 50 gp, and is deposited in the donations box on the wall.

HOOKS

- A city vestal/cleric of a virgin goddess is defecting to new a priesthood and is joining the House. The old sect hires the PCs to bring her back before a trial is called, because they are sure they will lose.
- A pair of betrothed priests split when one goes to join the House. But just as suddenly as he left, he returns to his home congregation again. The House hires the PCs to find out why. Did he change his mind voluntarily? He didn't; he is actually under the influence of a spell. But was it placed by the old church, or by his betrothed?

C24. THE MASQUER'S REVEL

Most brothels offer a measure of discretion to their clientele, but this two-story brick business adds a new dimension by mandating that every face in the house — patron and staff alike — be disguised. Expert assistance — magical or mundane, sophistication commensurate with price — is provided to any client who arrives in his natural face. The brothel has a standing order with the Cloak and Gown (location C17) to provide any spare masks which they may need. The result is a continual masquerade ball, with patrons dancing and drinking in the foyer, the first floor parlors, the wrought iron balconies, and the private rooms above. The courtesans constantly flit in and out of the party, recognizable in the multi-colored, skin-tight, full face masks which they never remove, even outside of the brothel.

A customer enjoys the party until the escort of his choice is available, and the two go up to the rooms above. The visit costs the customer 15 gp per ten minutes of time, and there is no rush. The party is always waiting, and the drinks, while expensive, are never watered down. Some clients come just for the party, which is why the Revel mandates a cover charge of 10 gp, (the first ten minutes of escort time are discounted to 5 gp).

Behind the party lies one of the district's darkest secrets: The original staff were indentured or outright slaves, who long ago turned the tables on the establishment's owners. The owners are now trapped in the guises of the harlots and gigolos they mistreated. Their masks cannot be removed; it contains their souls and facilitates the magic which now forces them to act as the slaves they once mistreated. Most of the slaves went back to their former lives, but a few remained to continue the business, including the foreign sorcerer, Rico Dubyk (Sor8) who learned the secret of the masks and led the quiet revolt. They keep a low profile, but there are a few leftover masks — mixed in among the mundane creations of the Cloak and Gown —which embody programmed *polymorph*, mind-altering, and suggestion magics. For the right price, the Revel will wreak similar justice on an unsuspecting client.

C25. HEART'S DESIRE

The shape of this house is said to vary according to the mood of its owner and the expectations of a big client. In all guises it is a large, three-story building filled with the sounds of activity. Typically reminiscent of the big, expansive mansions of a type most commonly found in the Nobles District, the marble columns in front are part of a façade that opens up into a large white room with a fireplace to the right, a woman at a desk to the left, and a wide spiraling staircase up to a hallway balcony on the next floor, and the spacious, luxurious rooms beyond.

As its name suggests, Heart's Desire is an upscale brothel. Its proprietress uses magic to satisfy its clients' desires.



RESIDENTS

This house of ill repute actually has a very high reputation, due to the skills of proprietress, an elf wizard named Nehanra Coppershine. Heart's Desire makes no secret that they use illusions, glamours, polymorph and other magics. In reality, the jobs of the dozens of apparent staff are actually filled by only five women and a few magical constructs. Coppershine's personal quarters and lab are located on a penthouse built onto the roof. It is here that she creates the wonders that bring her business to life, such as a pair of unique flesh golems which can *polymorph self* at her command.

Nehanra Coppershine: Elf Wiz16.

Courtesans (5): Com3.

Flesh Golems (2): As per the Monster Manual, plus the polymorph self ability at 16th level 1/day.

Typical Similacrum: Rog3.

Nehanra Coppershine uses *Leomund's secret chest* to hold the Desire's profits, amounting to 8,000 gp, as well as copies of her spellbooks, and a similacrum of the Guardian of the Coliseum, her fellow member of the Court of Grins (location C?), who guards this treasure. Nehanra keeps 30 gp secreted among her robes, as well as the tiny replica chest (50 gp) needed to summon her *secret chest*. She wears a *ring of wizardry IV*, and a *cape of the mountebank*.

ACTIVITY

It is said any request can be made and delivered on here. The staff asks clients a series of pointed questions as to the specifics of their fantasies, and are then treated to the sight of several escorts matching these desires lining up and down the staircase for inspection and the final choice. The costs vary depending on the level of reality chosen. Simple glamours can cost as little as 75 gp an hour, with the more elaborate illusions and spells raising this into the hundreds.

A non-advertised service — only available to repeat clients who are generous with their spending — involves making their ultimate desire as real as possible. For a significant price (dependent on the difficulty involved), Nehanra will create similacrum of a famous individual to serve as a personal escort for the customer. Since this is meant to be a private service, the customer must agree to refrain from openly parading this new purchase out in the open, and special *contingency* spells are placed on the construct to insure his compliance. Fees are nonrefundable if the copy is destroyed as a consequence of disregarding these warnings, of course.

HOOKS

- Nehanra Coppershine hires the PCs to covertly gather materials to create a custom-ordered simulacrum, though she does not tell them why.
- A noble hires the PCs to discover why his wife has been seen in two places at once. The trail leads to a rival who purchased a similacrum of the noble's wife. If found out, the rival bribes the PCs to keep his secret.
- Coppershine hires the PCs to track down a missing similacrum. It was ordered under false pretenses, modeled on the client's husband, rather than the hunk down the street whom she claimed was the object of her desire. The client killed her husband, planning to replace him with a more pliant version. The new husband copy awoke early, and left before the commands of obedience were given. He plans to seek revenge on his "wife" and resume his old life.

C26. THE DRYADS' DEN

One of the more fanciful structures in the district, the building itself looks like the hull of an old sailing ship, cut in half and flipped upside down. This nautical theme extends to the interior, from the wooden anchors set into either side of the main doors, to the chandeliers made from rudder wheels. With no proper windows in the main hall, all light comes from those wheels. A bar sits off to the right as you enter, with the kitchen just past it. Booths are built into the bulkheads around the room, with tables scattered throughout the open area. A large flatboat, flipped upside down, serves as a small stage at the stern. A stairway leads up to private rooms above.

The Dryad's Den is a fancy-sounding name for a moderately-priced (though colorful) feasthall and "resthouse." Here one can be served a fine meal, and catch a song or dance routine, waited on by servers dressed as those immortal ladies of the forest (in silk scarves and stitched leaves and sometimes as mermaids, in tune with maritime feast days and major turning points in the yearly tide). There are escorts for later (ranging for 10-50 gp per hour), each working out of a mythologically themed room.

The Den was built by a retired sea captain, Wilburn Sharpe (Ftr3), partly with money from a friendly noble. He followed his partner's advice with regards to the name of the establishment, but otherwise stayed with his own vision of the decor. The partnership did not last long, but fortunately Sharpe hired an excellent chef, and his own connections secured the freshest and choicest seafood. It has become traditional for some noble families to rent out the hall for an all-night party when their newest member comes of age.

C27. RENEW YOU

The bubbling pool near the entrance to this establishment seems to be filled day and night with folks relaxing in the steaming waters. Surrounded by carved columns and statues displaying stylized representations of hands and well-proportioned human bodies, the pool is shaded by a cloth roof stretched between the upraised arms of the largest. Attendants dressed in yellow silk robes stand by with towels and cool drinks, while others escort patrons into the thatch-roofed building apparently made from mud and bamboo.

The open area immediately inside has an immense open fire pit at the center, vented through a hanging chimney, and surrounded by a number of low tables and seat-pillows made from silks in one of the primary colors. To the left as you enter is the welcome desk, staffed by exceptionally attractive specimens of the three main races in green robes. To the right are a series of locker rooms in which guests store their clothing and change into the red silk robes provided for them. To the back of the room is the bar, tended by another group of the yellow-silked employees, who take turns moving throughout the room to serve those patrons not otherwise indulging the facilities.

A 7-foot silver statue of an open palmed hand stands by the only other exit, a door just to the left of the bar. The flames from the fire cause the light to dance over the hand, which also flashes with light at regular intervals. Upon a flash, one of the green-silked greeters gathers up a waiting guest and escorts him or her into one of the many small rooms behind the door.

Renew bills itself as the ultimate relaxation destination for citizens of the city. Essentially, it is a massage parlor paired with soothing mineral springs baths and a bar serving specially created patent tonics as well as the usual alcoholic fare. Massage is the extent of the services they offer in the back rooms, though, as the establishment does not have the necessary licenses to operate a brothel. They do have reciprocal agreements and cross-promotions with the Heart's Desire (see location C25), and can shuttle a patron there after their massage for an additional 1gp. Their stables outside have two shuttered coaches for that purpose, or if a customer wishes to be picked up and dropped off somewhere else. Such delivery service costs a minimum of 5 gp, and total cost depends on the destination.

RESIDENTS

A staff of twenty sees to the comfort of the guests and two bouncers see to their safety. The staff are rotated through the various positions of masseuse, bartender, waiter and lifeguard/towel attendant by the whims of the owner, Ela Poxon. Renew You was her brainchild; a way to turn away from the harshness of her early life as a harlot and yet still make money off of the hedonistic ways of her clients. Poxon trains her employees in massage, using relaxation techniques that she learned in foreign lands. She knew the effect she wanted to achieve, and if what she needed didn't exist, she had it built.

Ela Poxon: Rog4.

Typical Masseuse (20): Com1.

Bouncer (2): War3.

An office strongbox (successful DC 28 Open Lock check to pick) in the back holds 230 gp, the rest being deposited weekly with the accountants Ela has employed since her courtesan days. She wears a *ring of warmth* at all times.

ACTIVITY

Clients register at the welcome desk, and choose what "rejuvenations" they wish to enjoy. For those just wishing to lounge about the fire, a 1 gp cover charge will suffice, and waitresses takes their orders to the bar. A dip in the hot springs out front goes for 5 gp per hour, with a 5 sp charge for towel and another 1 gp for robe rental. Those wishing a masseuse get to choose among those available, and what services to partake. Face and shoulder massages run 1 gp for each fifteen minutes, while full body massages cost 1 gp for the same time and requires robe rental as above. Adding warm mineral oil to the mix costs an additional 1 gp. Additional services include manicures (5 sp), pedicures (1 gp), and warm, smooth, oil-scented stones (5 sp) to place between the fingers and toes during the massage. For those who can't decide, a three hour pass is available, giving the purchaser free access to all of these services for 20 gp.

The bartender can mix a variety of house specials, which are supposed to boost your strength or your immune system while decreasing your spleen. These additives can be added to any drink for a cost of 1 gp per booster. Ela Poxon got the recipes from herbalists in her acquaintance, so these special house blends may actually have a short-term positive benefit (healing, attribute bonus, etc.). But they also inflict a penalty to another complimentary stats/abilities at the DM's discretion.

HOOKS

- After repeated offers, one of the masseuses gives in to the money and prostitutes herself to a regular client during a session. The client is now blackmailing the masseuse for continued sexual favors with the threat of getting her fired or even shutting the business down. The PCs are hired to help while keeping it quiet.

- Renew You advertises that real mineral hot springs supply their pool. A disgruntled former employee knows that it is really an ingenious steam heat exchange built under the ground level, with minerals added by hand. Ela Poxon hires the PCs to prevent him from exposing this secret.

C28. MORE THAN REAL

This is one of the few towers in the district; the stone construction sets it apart from other buildings nearby, as its individual blocks are fitted so well as to be virtually seamless. Multiple windows and three balconies dot the sides but no ground entrances to the 50-foot tower can be seen; one must enter via the wooden double-doors set in the single story building attached to its southwestern corner. The view into each of the twenty windows is different from that of its neighbors. Even windows that appear to connect to the same room invariably show different activities being performed by a varying number of inhabitants. The vistas are generally quite dynamic: a sword fight between a swashbuckling swordsman and a dozen skeletal undead, or a water elemental which interrupts its search of the room to mimic the shape of the viewer, and so on. A similar spectacle awaits those who open the doors, up until they step over the threshold.

Once past the doors, the visions subside into an entirely different, and rather mundane scene. The first room is set up as a storefront, with shelves along the walls holding representative paintings of past effects, testimonials, and awards from the theater community for the last 55 years. Behind the counter across from the door sits a young elf in blue-white robes, scribbling away in a large leather-bound book.

The tower belongs to Rayeron the wizard, who specializes in theatrical wonders.

RESIDENTS

Run by the human illusionist Rayeron along with three apprentices (the elven Pangal, and humans Olin and Brenton), this building serves as a special effects shop for the various theaters in the district. All of the companies in the city know that Rayreon's tower is the place to get that spectacular finale for your latest show. And they do not play favorites among the businesses that hire them. Rayeron doesn't accept commissions to "do a better explosion than so-and-so had." His apprentices work with the buyers to detail a specific effect, so that each new show has something unique, rather than just flashier versions of something else.

Rayeron: Elf Wiz13.

Pangal: Elf Wiz8.

Olin: Wiz5.

Brenton: Wiz2.

Rayeron keeps the bulk of his money (5,000 gp), as well as his spellbooks and magic item formulae in a locked vault (successful DC 30 Open Lock check to crack) secured with *arcane lock* and *explosive runes* spells in the basement of his tower. He keeps a lesser amount (200 gp) in a wall safe (successful DC 22 Open Lock check to crack) in the annex, which his apprentices can access for petty cash. Also in the safe are four scrolls containing minor illusions, two doses each of the potions *enlarge* and *alter self*, and four bags of *dust of illusion*.

Rayeron keeps the sum of 30 gp in his robes, as well as a *hat of disguise*, and a *pearl of power (4th)*. Pangal carries scrolls of *major image x4*, and *alter self x2*. Olin keeps a pinch of *dust of illusion* on his person at all times.

ACTIVITY

The first-floor annex to the tower acts as a showroom for the wizards' services, with regularly refreshed *programmed images* on all of the portals. An apprentice helps patrons figure out what it is they wish to purchase, performing additional examples if requested, and sets up an appoint-



ment with Rayeron should the effect warrant it. The tower's services are available to all, and the wizards may offer a small discount if it involves activities already in use by the theaters. However, only established theater companies may ask the wizards to be on hand personally to cast illusions at a performance. Not all of the theaters have individuals capable of casting even minor scroll magics, so the tower offers this service free of charge to them.

Since they specialize in illusion-based magic, the wizards sell scrolls of the minor illusions (1-4th level), and the potions *enlarge*, *alter self*, and various illusion spells at the standard market rate. Other scrolls or higher-level illusions are possible, but must be custom written, and cost thrice the standard rate. No other potion types are available here, though a few miscellaneous magics, such as bags of *dust of illusion* or a *hat of disguise*, can also be purchased at the higher rate. For a flat fee of 3,000 gp, Rayeron will cast a *programmed illusion* anywhere within the city, as long as doing so isn't prohibited by law.



In addition to creating minor magic effects and items for performers, the wizards of the tower produce the nightly sky light shows during festivals, holidays, and private events. In fact, the Gestia family (location E6) and the Lione family (location E7) have developed a small feud over which of them can get the better light show for the Founding ceremony each year. Every year they up the bids to the tower to secure exclusive contracts, but so far without success. Rayeron is happy to accommodate their celebration plans, but only if it doesn't exclude other business as a requirement.

In addition, More Than Real has been experimenting with scrolls containing very specific programmed illusions. One spell records live performances as a complex formula, and they are attempting to create a second spell to encode these into standard scroll format. The noble bankrolling this isn't counting on the furor that will erupt among the entertainment workers and their guild if this plan comes to light. In addition, one of the apprentices, Pangal, has been toying with combining the two steps into a single master spell, hoping to cash in on the side. Unfortunately his botched attempt has trapped a touring group inside a scroll, a fact he is trying to keep secret.

C29. PLAYERS' LIVERY

The smell as you approach this wide, low wooden red and white building leaves no doubt as to its purpose. These stables are set up along a wide, open corridor in the center ending on either side in two tall doors that swing outward. Along the corridor on both side are dozens of stalls, ranging from spacious enough to contain a harnessed carriage on the ends, to barely large enough to hold a colt in the center. Three wagons and a carriage are currently stored in the stalls at the western end, while a nearby desk and stool serve as the office, and a half-dozen of the smaller central stalls are used to hold the feed. Of the rest of the stalls, a few are empty, and the remainder are filled with horses of various breeds, two donkeys and five mules, with a small kennel of dogs thrown into the mix on the eastern end of the stable.

As its name suggests, this establishment specializes in keeping transport animals and beasts of burden needed by entertainers. Surplus food and supplies are kept in the loft above the stalls in the main stable, reached via a ladder behind the coach, or one in the center stall on the south side. There is also a storage area holding a pair of heavy crossbows and bolts for emergencies.

RESIDENTS

The livery currently belongs to a pair of human brothers, Elijah and Barret Chen. Both are excellent horsemen, as are their five stable hands — three humans, a half-elf, and a halfling who takes care of the kennel. The brothers have a room on the second floor of the stable, and all but one of the stable hands (who is married and lives off-site), sleep in the stalls near their charges. Barret has the best business sense, and handles any special requests the customers make.

Elijah and Barret Chen: Com5.

Stablehands (5): Com2.

Barret keeps a small sum (20 gp) in a locked drawer of the office desk (successful DC 18 Open Lock check to pick). The bulk of the profits are deposited once a week, with nightly sums (50–150 gp) kept in a locked chest (successful DC 20 Open Lock check to pick) in the brothers' rooms.

ACTIVITY

While a full service stable, the Livery primarily serves the needs of the plays and spectacles, providing that sense of realism on stage or the horsepower needed to move sets. Coaches or wagons may also be hired (1 gp/half-day per horse with a deposit required, four times that amount with drivers included) by private citizens who want to arrive at their chosen attraction in style. The stable offers discount rates for traveling outside the city walls (i.e., within the Entertainment or Bazaar Districts), which avoids certain regulatory fees within the city walls. The boarding of animals is a profitable sideline, as is the sale of dogs to nobles and adventurers alike. A few riding dogs are available as well, though they cost half again as much as the standard prices (the Livery keeps them for use in the shows and for their best halfling clients). Their reputation for taking exemplary care of every animal under their roof ensures that no stall stays vacant for long.

HOOKS

- The Chen brothers recruit PCs with riding skills to drive additional coaches hired to fill the demand on a festival day. The noble passengers make a point of being condescending... until they are attacked by an armed gang while between the districts, outside the walls.

C30. THE DANCING NEEDLE

This building is little more than a bright blue shack with a wooden door whose top half swings open independently of the bottom. When left open, a countertop is revealed inside on the same level as the lower half of the door. Within is a narrow room, well lit from the many open windows and filled with a dozen seamstresses, ranging in age from girls to over old crones, sewing while sitting amid piles of cloth pieces and discards. In addition, shelves crowd into even the tiniest space, lined with the raw materials of dress making such as bolts of cloth, and thread spools and needles in various shapes, sizes and colors. A doorway in the far wall leads to a darkened back room. From here, the sounds of hammering and the slicing of cloth can be heard. The area behind the shack been cleared out around the back door, and surrounded by large wooden barrels. Though their markings indicate they once held wine, beer, or even water, the traces of color spotting them and the spaces around them suggests they are now used to create the colors of the cloth sewn within.

The Dancing Needle is a seamstress' shop known for offering unbeatable value for the price.

RESIDENTS

The owner/organizer of this endeavor is a spry octogenarian known as Mother Jasper. She has run the place for over 40 years, having previously worked for a defunct theatre company, and (briefly) for Cloak and Gown (location C17). Pressured by Exiart Riverbottom to share some of the dyeing techniques she'd developed over the years, Mother Jasper decided to strike off on her own. She started the Dancing Needle to compete directly with the Cloak and Gown, as well as make dresses for middling-highborn ladies looking for top quality at a reasonable price. But over the years a new mission has developed: to provide an alternative way of life for starry-eyed girls who don't make it on the stage. While Mother Jasper is the only person living here on a regular basis, it isn't uncommon for a stray girl or two to stay on the cots in the backroom, whether they accept her offer of training in a new profession or not. By offering them shelter and work, Mother Jasper keeps them from the clutches of far less savory professions.

Mother Jasper charges less than what her work could bring on the open market, but she does what she does for the love of the work. And while her body has begun to betray her, at her age she's still nimble enough to continue her work with dyes and colors. As a result, there is seldom more than a pittance on hand, though her work has gar-

nered open accounts at many of her suppliers, which are sometimes paid by bartering new clothing or repairs.

One of the ways she keeps costs down is to allow her patrons to supply the raw materials, while she keeps any leftover to apply to other projects. The back workroom is packed with as many shelves as the front, all bursting with cloth gathered over the past four decades.

Mother Jasper: Exp7.

Typical Seamstress (12): Exp2.

The sole treasure in this place is 20 gp, kept in a wrapped bolt of cloth on the shelves. The rest goes to operating expenses and to pay the girls. In addition, a pair of matched scimitars hanging in their sheathes in the back room. They were a gift from a satisfied customer from a traveling show many years ago; Mother Jasper has found nothing better with which to cut delicate silks than their clean edge.

ACTIVITY

The shop is open from dawn to dusk, and many girls work late into the evening as well. Mother Jasper tries not to overburden them, but most have come to adore her and will do anything to help the shop out as they can.

HOOKS

- Mother Jasper's habit of reusing material, and her own faulty memory, has gotten her into trouble. A noble matron has purchased a gown for her daughter's cotillion. Unfortunately the lace involved in its construction is the same as that used two decades ago for a dress commissioned by the matron's rival, who will take great pleasure in revealing her own daughter in that dress at the ball to embarrass the matron. At a loss for how to remedy the situation without damaging her business' reputation, a coalition of Mother Jasper's suppliers hire the PCs to keep this from happening, and to keep it quiet. Whether this involves switching out the new dress, switching out the old one, or just preventing the rival's daughter from reaching the party, the situation is complicated by the fact that both daughters have a thing for bad boys... as personified by one of the PCs.
- A foreigner approaches the PCs for help. He is seeking to recover the scimitars hanging in the shop. They are symbol of his royal family and stolen property — the thief who gave them to Mother Jasper pilfered them from a cousin to the Caliph of his land. He has unsuccessfully bargained for their return, and was warned by the Civic Guard when he negotiated too aggressively. He has obtained a pair of similar scimitars and needs the PCs to make the exchange while he affords himself an alibi. His story checks out, but the scimitars he seeks to recover are actually magical, with the scabbards working like the spell *keen edge* cast at 6th level. The effect only works on these blades; other blades placed in the scabbard receive no benefit.

C?. COURT OF GRINS

Children are always the first to find the Court of Grins. If you seek it, just follow the peals of laughter. Every day a different area in the district is targeted by the Court, which is not a single location but rather a floating institution. If there is a set pattern to its wanderings, none understand it save the entertainers who sit on it.

This district-wide show involves puppets, acrobats, storytellers, mimes... and of course, clowns. As it varies its location from day to day, the Court is constantly reinventing itself and can be the highlight of any child's visit to the district. No matter its current form, it can always be distinguished from the random groupings of street performers by the master of ceremonies, a head clown with distinctive make-up (yellow half-happy, blue half-sad) and wearing a black-and-white checkered jumpsuit.

The Court concentrates its attention on entertaining the children, since this also guarantees a bigger audience in general. That is not to say the performers neglect the adults, especially the parents, as silliness involving them is one good way to keep the kids giggling. The gags often come at the expense of the adults, leaving them with an itching powder-filled shirt or boots tied together. When interacting directly with the children, it is the performer himself, or one of his cohorts, who gets the pie in the face.

RESIDENTS

The head clown, known only as the Serene Smile, orchestrates every performance, calling up acts with a wave of a hand, and reaching into the audience to select a volunteer when needed. Repeat (or possibly observant) viewers will note that under the makeup, the person playing the Serene Smile changes from day to day. So does the makeup of the Court itself, as some acts fall out of the fold and new ones spring up to take their place. One day the Smile could be a human male, the next an elf, while on a third a female halfling is playing the role. No matter the person playing it, the persona remains the same: playing up the emotion depicted on whichever side of the face is directed at the audience. And regardless of who it is, the rest of performers take their cue from him or her.

The Serene Smile directs the show solely by gestures, without making a sound. That description doesn't apply to the others, however, as they tumble around making cartwheels or producing Coliseum tokens from behind a child's ear. Some never seem to shut up. Those are the storytellers, spinning yarns spanning from ancient myths to the discovery of the Spire to current urban legends.

That is all commonly known, and believed... but there is another, darker side to the Court. This twisted version actually came first, and now performs in parallel to its lighthearted cousin. This primordial incarnation is the seat of the district's underground justice system, conducted as far from the eyes of city law as the crimes it punishes. This judicial Court of Grins doesn't necessarily meet daily, as the other does. Rather it is called into being when events warrant it, and the Tumbler Troops have a criminal in custody.

The Court's make up varies each time it convenes: it is compos ed of five randomly selected Tumbler Troops and a permanent body of four prominent district individuals. Magic is used to notify those selected of when and where to meet, and they are expected to make time for it unless doing so would compromise the group's secrecy. When a selected Court member, even a standing member, cannot appear, another Tumbler is summoned as a replacement.



The permanent standing members serve until they resign, save for the Commander of the Mirror Guard, who automatically passes the position on if replaced. Selected by the other permanent members whenever a gap in their numbers appears, a new Court member is thoroughly screened to make sure no philosophical difficulties will arise while sentencing offenders. In addition to the Commander of Masks, the standing members currently include the owner of the Heart's Desire, Nehanra Coppershine (see location C25), the Guardian of the Coliseum, Garrick Jeth (see location C1), and manager of the Eye of the Beholder theater, Rolof Goodfeast (see location C13). All standing members of the Court are expected to use their positions, powers, and abilities to uphold the strict ideals of justice that the Court espouses, and to maintain its secrecy above all.

Typical Tumbler Troop (5): Rog2/Exp1.

The Serene Smile: As appropriate.

Tumbler Troops are always on the lookout for injustice, but when they are "on duty" they wear padded armor, and carry saps, as well as any other weapons they might normally carry. One member of the team carries masterwork manacles, while two others have tanglefoot bags. They also carry a supply of 10 gp apiece to bribe onlookers, or pay for accidental damages.

ACTIVITY

Those brought before the hidden Court have a chance to explain themselves, though the circumstances of their capture generally weighs heavily against them. When guilt is in doubt, or in cases where death is a possible punishment, the Court uses magical means to determine the truth. If found guilty by a majority of the Court, the defendant receives an appropriate punishment, decided upon and enforced through a variety of means such as the spells *mark of judgment*, *hypnosis*, or even a *geas/quest*. If the sentence is not lethal, *modify memory* is used to remove specific knowledge of the Court and trial, leaving just the aftereffects of the judgment. On a capital sentence, one of the Court is tasked with delivering the fatal cut: a characteristic sliced throat from ear to ear.

First performed in conjunction with the vigilante version, the floating Court of entertainment doesn't always play at the same venue as the other, more lethal court, but has always been used as a diversion to prevent discovery of its darker cousin. Even with no memories of the trials, those punished are sometimes indelibly marked with their judgment, both physically and in the new behaviors they exhibit. Rumors of the Court of Grins have yet to make a connection between these incidents, the secret trials, and the bodies of the punished, but the combined effect is powerful enough so that the stories remain a constant part of life in the Entertainment District.

HOOKS

- A PC with the appropriate skills and moxie is approached to join street-player security force, the Tumbler Troops, but only after an elaborate test spanning the district to check trustworthiness and character.
- A small-time burglar friend of one of the PCs goes missing, last seen in the company of several folks who turn out to be Tumblers. He's been taken before the Court — but is he innocent or guilty? And will digging for the truth of the matter only get the PCs into more hot water?

QUESTS

The Entertainment District is a vast carnival, a world unto itself within the city, and it offers opportunities for PCs to rise and fall without ever having to leave its borders.

DUELING FOR DOLLARS, OR GRAPPLING FOR GOLD

The Coliseum (location C1) offers melee combat-oriented PCs an excellent chance to experience excitement and build fame and fortune doing what they do best. It also offers those who have been consigned as prisoners to the Humanoid District as good an opportunity as any to redeem themselves and gain their freedom.

For convicts, the best way to the Coliseum is to see Titus Rapax, the ogre mage who runs the Coliseum Annex (location B8). He's cruel and whimsical, but he also enjoys his position as a gatekeeper to the games, and he knows that his livelihood depends on supplying an endless stream of combatants. A PC with even minimal qualifications to become a gladiator should have little trouble convincing Titus to give him a chance. A free gladiator will need to go through Harald's Combat Academy (location B3) first — a less harrowing experience than dealing with the Coliseum Annex right off the bat, but such are the advantages of not running afoul of the law. Conversely, Titus sneers at those who have not been toughened by life in the Humanoid District, and he only takes the very best that the Academy can offer.

Success in the arena (which consists of little more than surviving) eventually brings freedom for convict gladiators, and celebrity. The most celebrated gladiators can become the toast of the Entertainment District, recognized and cheered at local taverns. They can then use their experience to either embark on an adventuring or mercenary career, a cushy life as a gladiator instructor, or even a term of service in the City Guard.

AN ACTOR'S LIFE FOR ME

The Entertainment District also offers bardic PCs a chance to have a quiet career without the rigors of adventuring — perhaps a welcome break from the trials of the road, an opportunity for a comfortable retirement, or even a chance to start one's career slowly. A low-level PC with performing ability could enroll in Oana's School of Smiles (location C4), gaining experience at the DM's discretion for his or her studies, and perhaps performing as a street entertainer on the side. If coursework at Oona's isn't in the fates, then the PC could just plunk down in a public place and start entertaining the passersby for pocket change and XP. This would also put the PC in an excellent position to meet others, whose friendship could prove valuable down the road.

Serving an apprenticeship as an entertainer could lead to opportunities to perform at more prestigious venues, like the Horn (location C10) or the Opera House (location F20). It could also lead to noble patronage, or engagements at clubs such as the Ruby Barge (location E20), which offers entertainment along with gambling and refreshments.

TROUBLE? LIFE IS TROUBLE

And of course, the Entertainment District offers opportunities to get into trouble. It's an excellent feeding ground for pickpockets (some of whom could Calen's street urchins of "the Forgotten;" location C9), so if the PCs need to have a valuable item taken from them to get them into an adventure, this is one the best parts of the city in which to have that happen. The concentration of brothels in this district also allows the PCs plenty of opportunities to come into contact with the less reputable elements of the city's social order. If you want to put the PCs in a position where they may be defrauded by sharps, the traveling carnivals that set up in the Fairground (location C8) attract plenty of experts in that sort of thing.

A classic adventure template — that in which the heroes are falsely accused of a crime, or are simply in the wrong place at the wrong time — can also take place here because of the prevalence of petty crime and fraud. Suppose a PC were to catch a pickpocket — particularly one of Calen's kids — and the Civic Guard and passersby did not see the theft attempt, but only the PCs roughing up an apparently helpless stranger? Suppose a carny set up at the Fairground were to cheat the PCs? How would they handle it?

Trouble? Life is full of trouble.

TABLE C.1: ENTERTAINMENT DISTRICT RANDOM ENCOUNTERS

d20	Encounter
1-2	Tumbler Troops
3-4	Civic Guard patrol
6-8	Street entertainer
7-8	Messenger
9	Craftsman/Tradesman
10-11	Pickpocket
12	Performing arts student
13	Fairgrounds (see location C8) indigent
14-16	Spectator from outside the district
17	Gladiator
18	Courtesan
19	"The Forgotten" urchin (see location C9)
20	Court of Grins (see location C?)

MAP SECTION D: BAZAAR DISTRICT

OVERVIEW

Initially, the city's three races kept their businesses separate. Dwarves produced their own food or bought it from dwarven merchants, and elves and humans did the same. They quickly realized how foolish this was, however, particularly when one trader sold the same goods to each race at different prices. After that, the races traded with each other, and delegations comprised of all three negotiated with outside merchants for goods and materials to be sold city-wide.

As more traders and merchants arrived, the City Council set aside space for them in what is now the Artisans and Travelers Districts. But the city's fame spread and soon the designated areas were so full that prospective buyers could barely squeeze through the congested aisles toward the overrun stalls. The merchants — and many of the fledgling guilds as well — went to the Council and half-requested, half-demanded more space. They pointed out how necessary their goods were to the city and its occupants, and how difficult it was for them to sell or trade under the current cramped conditions. The Council agreed but could not offer them more room because the city was already full.

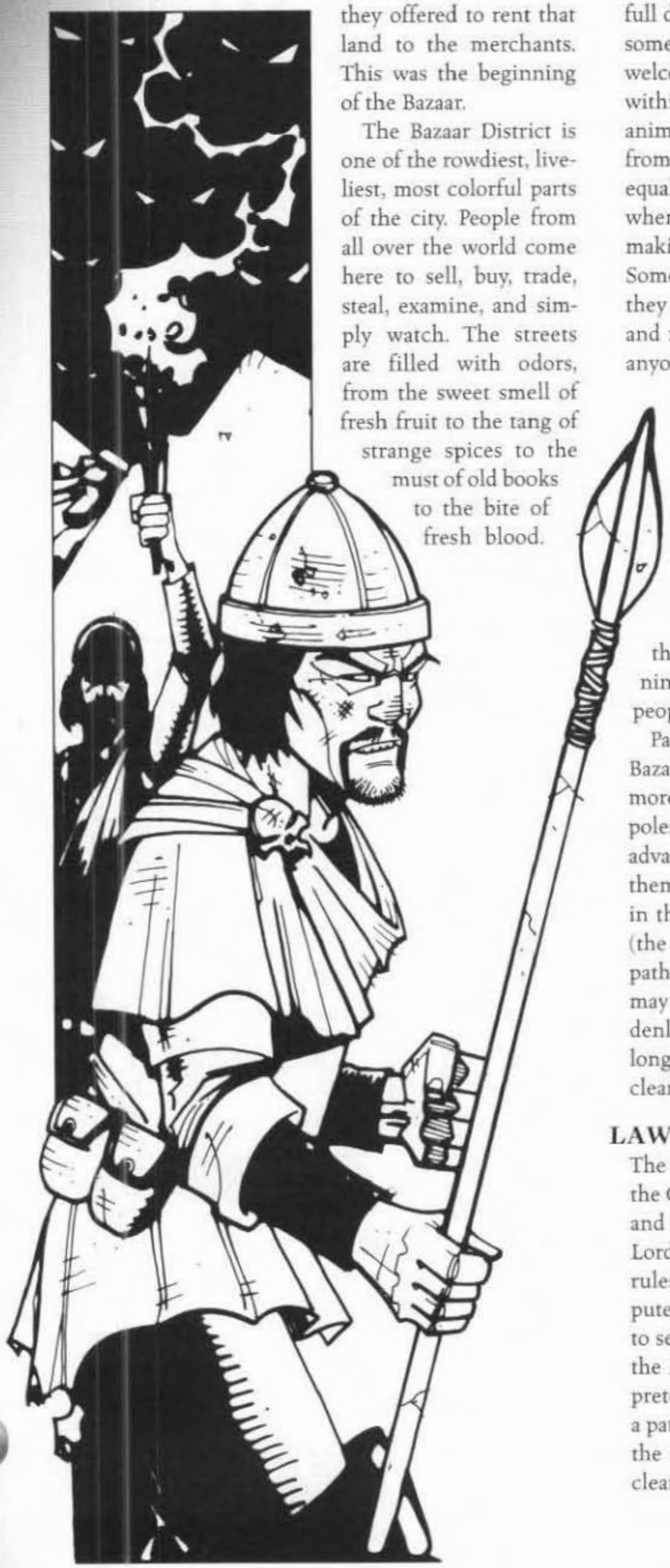
Then one merchant, a man named Rundor, had an idea. Rather than bring it to the Council directly, he decided to test it personally. He gave up his tiny stall in the crowded merchant square and set up a large tent just outside the city's Main Gate. Travelers encountered him before even entering the city, and were able to examine his wares and purchase them without going out of their path. News of Rundor's tent spread, and soon city residents were venturing out through the gates to shop at his stall. The other merchants were furious but only because they had not thought of the idea first. They quickly relinquished their crowded stalls, and moved their goods outside the city walls.

The space immediately beside the gates and the main road had been kept empty to avoid any risk of foes approaching unseen, but beyond that most of the land had been tilled and divided into farms. The merchants descended on them like locusts, squatting on their lands, crushing their crops, and interfering with their harvests. The farmers finally went into the city to appeal to the Council. Though technically outside the city, they lived in the shadow of the Spire, which made them citizens. Their farms also supplied most of the city's fresh food.

The Council agreed that the merchants could not use the farmers' lands without compensation. To avoid problems, the Council itself set a fair price and offered to buy everything within a quarter-mile of the Main Gate. They also offered to sell the farmers more land beyond that boundary for a significantly lower price.



All but one farm jumped at the opportunity, and soon the Council owned most of the land near the Main Gate. Then they offered to rent that land to the merchants. This was the beginning of the Bazaar.



The Bazaar District is one of the rowdiest, liveliest, most colorful parts of the city. People from all over the world come here to sell, buy, trade, steal, examine, and simply watch. The streets are filled with odors, from the sweet smell of fresh fruit to the tang of strange spices to the must of old books to the bite of fresh blood. Colorful costumes abound, as do languages — it is said that a person can stand in a single spot in the Bazaar for a full day and hear every language still spoken, and maybe some that are not. Its casual atmosphere and sense of welcome make the Bazaar truly special. Most humanoids within the city walls are reviled and treated like criminals, animals, or both. The Bazaar is different. It hosts visitors from every land and every race, and so all races are treated equally. It is difficult to hurl insults at an orc or a goblin when a man walks by wearing nothing but blue ink and making sounds as if he has swallowed an angry chicken. Some district residents have prejudices, of course, but they are just as likely to be the target of other prejudices, and no one group has enough power to pose a threat to anyone else.

The Bazaar is perhaps the most energetic district in the city. Other areas, like the Entertainment District, may be more focused in terms of what they offer, but the Bazaar is a place of constant motion and has an excitement all its own. Its marketplace never actually closes, and though many merchants close up shop at nightfall, others stay open throughout the night. Still others wait until darkness to set up their wares, usually taking over the stall of some merchant who goes home in the evenings. Thus the place is always shifting, and at any hour people can find places to sit and talk and buy.

Part of its charm lies in the fact that sections of the Bazaar have no fixed form. Many of its shops are little more than cloth stalls supported by a handful of wooden poles which can be moved in minutes. Merchants take advantage of absences to expand their booths or shift them to a better location, so a particular shop may not be in the same place twice in a given week. The Surveyors (the district's peacekeepers; see location D17) make sure paths remain open, but straight is not a concern — a path may run straight and clear for two rows and then suddenly turn left because a merchant's stall sits astride it. As long as patrons can still move around and make their way cleanly through the area, the Surveyors do not object.

LAW AND ORDER IN THE BAZAAR

The Bazaar is part of the city, and has representation on the Council. In addition, the more established merchants and traders have their own council, which they call the Lords of the Bazaar. These men and women decide basic rules of behavior for the district and also arbitrate disputes. They do not set prices, since everyone is entitled to sell their own goods at whatever price they see fit, but the Lords will not permit the sale of goods under false pretenses, nor will they allow sellers to deliberately cheat a patron. The Lords meet once each week in the center of the Marketplace (location D5), which is otherwise kept clear as a thoroughfare. The membership of the Lords

changes over time, since the table they use can only fit twenty. Thus a man can be a Lord of the Bazaar but not sit at the table for a year because he was not one of the twenty selected to serve that function for that term. Once appointed a Lord of the Bazaar, an individual retains that title unless he engages in behavior that demeans him and the entire district. The Lords of the Bazaar do not receive special treatment other than the respect of their peers. They appoint one of their number each year to serve as the district's representative on the City Council. The current representative, a tall elven woman named Mirielle, owns an apothecary shop (see location D24).

The district technically has the City Guard to keep the peace, though most soldiers despair when assigned here. Its constant chaos is more than a trained warrior can handle, particularly with the shifting buildings and constantly changing populace. Fortunately the merchants realized long ago that they would need to provide for their own protection. Each of the major merchants tasked a handful of their most trusted private guards to watch the Bazaar as a whole, and they then trained others to the task. Now these Surveyors see to the security of the district, the safety of its occupants, and the ease of its streets. The City Guard recognized that they could not handle these tasks effectively, and happily granted them to the Surveyors instead. The Guardsmen stay focused upon the Main Gate, and protect that portal and the city walls around it from attack. They rarely venture more than a dozen paces from the gates when on duty, and coordinate with the Surveyors to make sure no one troublesome slips past them in either direction.

SOMETHING FOR EVERY TASTE

Not every aspect of the Bazaar is pleasant, of course. The city has laws forbidding the sale or purchase of certain goods and services, but Bazaar residents find ways around these restrictions. For example, slavery is illegal in the city and its environs. Yet the Bazaar has indentured servants — legally free men and women who have voluntarily sold their service to pay off debts. The Bazaar also has a flourishing black market where other proscribed items can be purchased or sold. Though they do not openly encourage it, the Lords of the Bazaar recognize this source of income for their district and do not actively prevent such sales unless the seller draws attention to himself. The golden rule of the Bazaar is, "Your business is your business," and every resident follows that guideline diligently.

For some visitors, the Bazaar is an inconvenience, an obstruction on their way to serious business within the city. For others, it is an amusement, something to distract them from their weariness and provide a chance to recover from their travels before passing through the Main Gates. But for many, the Bazaar is a destination in and of itself. Almost any item that can be bought or sold is here somewhere. So too are experts on these items, including those who can identify, explain, work, and appraise rarities. It is a place to gain money when desperately needed, a place to find strange and unfamiliar foods and trinkets, a place to equip for any occupation, and a place to dispose of anything unwanted. More established merchant's shops in the Travelers and Artisans Districts may provide reliable service, but the sheer bewildering variety of goods and services available here simply can't be beat.

The Bazaar is an excellent place to hear about events in the world beyond the city. It also gives visitors a chance to learn more about the city before entering its walls. In some ways the Bazaar is a microcosm of the whole city — it has all the races, travelers, artisans, entertainers, guards, nobles, and even prisoners, all mingling together into one strange, laughing mass. During the day the Bazaar is an exuberant place full of energy and enthusiasm. At night it grows more furtive but retains an air of playful mischief. For some it can be a place of despair, but those who make their homes here wouldn't dream of living anywhere else.

LOCATIONS

D1. MAIN GATE

These enormous double doors are visible from anywhere in the Bazaar. Their massive door frame rears up into a mighty stone arch capped with a gigantic bronze brazier like a stylized sun cresting the horizon. The doors are flung wide and you can see their heavy hinges, each as tall as a man and shaped from heavy iron. Sentries stand to either side, relaxed but fully armed, and you feel their eyes upon you as you step closer.

This massive gate is the primary city entrance, allowing access through the walls and separating the Bazaar from the city proper. The Gate was part of the original wall design and has not changed since, though the timbers of the doors have been replaced more than once. The doors are never shut except during an attack, but guards stand here at all hours, examining everyone who enters the city and often asking to see their belongings or their name and business. The great brazier above the doors holds coal and wood and oil to fuel a beacon fire that guides travelers to the entrance to the city each and every night.

RESIDENTS

The Wall Guard garrison here is the largest of any of the strongpoints on the City Walls — as well it should be, since the Main Gate is the only large overland entry point into the city. 800 Wall Guard officers and soldiers — 250 of which are on duty at any given time — keep watch here over the flow of traffic. The remaining 50 soldiers act as a reserve, and pass their time in the Gatehouse (location D2).

They are led by Colonel Wallis Waterford, a dedicated and competent officer who has nonetheless been made twitchy by the long years of peace that the city has enjoyed. In his entire career in the Wall Guard, he has never been in a serious fight, and he would welcome the chance to show off his military prowess. Colonel Waterford gazes out from the battlements on the roof of the Gate, toward the far horizon, dreaming of a fight with a band of brigands or the chance to defeat the city's enemies on the field of battle. In his heart, though, he knows that that chance is unlikely to come, and that he will probably play out his Guard career either here, breaking up travelers' quarrels and watching out for smugglers, or in a staff job at the Wall Guard headquarters (location F3). Without meaning to, he tends to take out his frustration by going hard on those unfortunate enough to be detained by his men.

Colonel Waterford is assisted in his duties by eight captains and sixteen lieutenants. Unfortunately for him, one of those lieutenants is Sir Varus Sinjint, the effete young head of a noble family with a distinguished history of Guard service (see location E14). Lieutenant Sir Varus is weak and ineffectual and, in Colonel Waterford's eyes, anything but officer material. He would like to be rid of him, but believes that, because of the Varus family history, the Wall Guard high command will not remove him unless Lieutenant Sir Varus makes such an obvious botch of things that it cannot be ignored.

50 sentries stand on each side of the door at all times. Ten more are stationed along the archway above. The Main Gate is always open and usually very busy. Even at night people will be passing into and out of the city. During the day it is a steady stream. They can have almost any origin, occupation, and business inside. Humanoids are not allowed through the Main Gate without special permission.

Colonel Wallis Waterford: Ftr10/Rgr3.

Lieutenant Sir Varus Sinjint: See location E14.

Wall Guard Officers (24): Ftr7-11.

Wall Guardsmen (725): Ftr1-7.

Passers-by (Varies): Com1.

The Guardsmen here carry standard Wall Guard arms and armor: longsword, longbow or crossbow as their primary weapon, and chainmail armor augmented by a small steel shield. Sergeants (Ftr4-7) carry a masterwork halberd. The officers of the garrison have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each. Lieutenant Sir Varus Sinjint carries the arms and armor of his illustrious ancestor General Gratian Sinjint (see location E14). Colonel Waterford carries a *+2 thundering longsword* and wears *mithral full plate of speed.*

ACTIVITY

The sentries by the doors are cordial and often slightly bored. They study each approaching person and look for anything suspicious or potentially dangerous. If a sentry sees something that could be a problem, he pulls the individual in question aside to speak with him. Then he asks the person's name, place of origin, destination inside the city, and intentions, and asks to see any weapons and other items. More experienced Guardsmen can perform these interrogations so easily and casually that their subjects don't even notice — it is merely a City Guard being polite, saying hello, and asking various pleasant questions. PCs can make a DC 15 Sense Motive or Innuendo check to realize the purpose of the questions. If a PC manages a successful DC 20 Charisma or DC 16 Diplomacy check, he can bribe the guards to overlook anything supicious he is carrying. The sentries posted above have crossbows and longbows and are ready to shoot if anyone causes trouble, though they will not fire unless one of the door guards signals or is attacked. In case of attack the archway guards will also sound the alarm, which signals the men in the gatehouse to close the gate and aid their comrades.

HOOKS

- The sentries stop a man and woman heading back into the city. The man is heavyset and clearly wealthy, with fine clothes and expensive boots, but the woman is wearing a worn dress and a frayed shawl, and her thin face shows lines from fatigue. The sentries are suspicious and ask the PCs to escort the woman back to her home in the Bazaar while they speak to the gentleman.
- The sentries pull one of the PCs aside and ask him to open his belt pouch. He does so, and a ring falls out. It's not his, and he didn't put it there. But who did? The PCs have to find out before the sentries arrest them for the theft.
- One of the sentries waves a man through even though he is carrying a massive blade and tugging a wild dog on a rope. Then he waves through another man, someone

the PCs recognize as a criminal who has been exiled from the city. What is going on here? Has the sentry been bribed? Neither of those two men handed him money. The PCs have to figure out what's happening before one of these two ne'er-do-wells causes trouble.

- Colonel Waterford has concocted a scheme to rid himself of Lieutenant Sir Varus Sinjint, whom he considers the weakest officer in the garrison. The colonel hires the PCs to produce a situation that would disgrace Lieutenant Sir Varus, forcing the Wall Guard high command to transfer him. This could take a variety of forms, such as getting the young noble drunk so that he either misses his shift or shows up drunk. Another possibility would have the PCs engineering a violent incident just outside the Main Gate while Lieutenant Sir Varus commands the sentries there. His superior officers will all be mysteriously unavailable to give advice, leaving sole command responsibility to him. Colonel Waterford predicts that he will waver and botch the situation (but with no harm done in the end, since the PCs will presumably not let the incident get out of hand).

D2. GATEHOUSE

Just east of the Main Gate stands a door of rough wood with a small grated window at eye level. Behind it is a large room, with Wall Guardsmen sitting and standing about. None of them wear full armor and a few hold tankards or platters.

Built into the city walls themselves, this stone structure houses the guards assigned to the Main Gate garrison (location D1), but who are not part of the duty rotation. It is carved from the stone of the city wall and has two entrances, a door leading out into the Bazaar District and a door opening onto the city proper. The Gatehouse has only two rooms. The first is the mess hall, where the guards can eat and drink or just sit and relax. Past that, and accessible by a door in the mess hall's side wall, are the barracks. This long room contains numerous rows of bunks, with a small table beside each and a chest at each foot. The Guardsmen sleep here, hanging armor and weapons on hooks in the wall. Privies have been carved into the far end. The Guardsmen have food delivered from the Farmer's Market.

RESIDENTS

The Gatehouse typically holds 50 men, but can house over 100. They serve as a small reserve force that can reinforce the Main Gate in time of crisis, or dispatched into the city if something happens that the Civic Guard can't quite handle. Non-Guardsmen are rarely allowed into the mess hall, and usually only for interrogations or extremely important and very private conversations. No one except Guardsmen is allowed into the barracks.

Wall Guardsmen (50): Ftr1-7.

The Guardsmen here carry standard Wall Guard arms and armor: longsword, longbow or crossbow as their primary weapon, and chainmail augmented by a small steel shield.

ACTIVITY

Here, the Guardsmen live, eat, relax, and prepare for their shift. They spend most of their off-duty time either in the mess hall or wandering in the Bazaar itself. The Guardsmen often drink and play cards or dice here as well. They talk about recent events, trade stories, and gripe about their job and their living conditions.

HOOKS

- The PCs see a small figure slip through the front door into the Gatehouse. It is clearly not someone affiliated with the Wall Guard. Should they tell someone? What could the person be doing in there? Or did they use the gatehouse as a way to sneak into the city without passing through the Main Gate?
- The PCs observe a man stepping up to the Gatehouse and, after a moment's conversation through the grate, the Guardsman at the door lets him in. Who is he and what was so important that the Guards let him in?



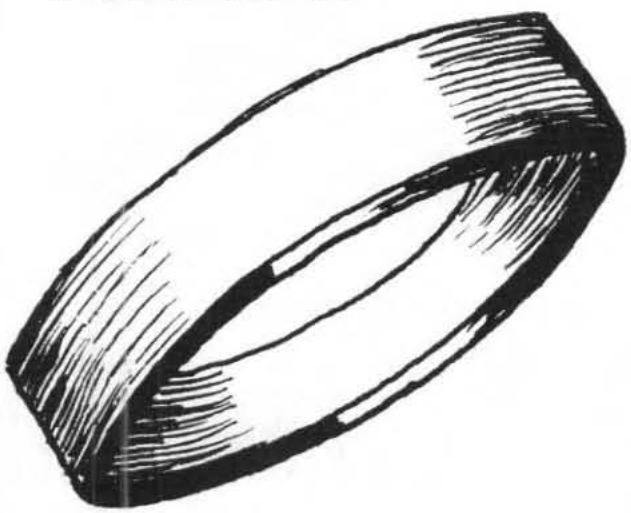
D3. MAIN ROAD

As its popular name suggests, this is the largest and most important road in the entire city, its primary artery, its main thoroughfare. At this point, it is also the principal route into the city. The road here is easily wide enough for several large wagons to pass abreast. The ground has been packed down tight, and very little dust rises, despite the steady flow of men and beasts along it. Though not perfectly flat, it is reasonably level, and leads with minor twists and turns through the stalls and tents to the gates beyond.

It is impossible (nor even desirable) to keep the road clear, but the local authorities do their best to make sure that traffic doesn't stop, and that everyone moves along. Both the City Guard and the Surveyors will stop anyone from lingering; by law nothing may be built within ten feet of the road in the Bazaar District, so there is no reason to dawdle. No one is rushed or pushed aside (unless a foreign noble arrives and cannot pass through) so long as they make progress in either direction. The edges of the road are kept very clear; otherwise, the district's merchants would be more than happy to leap in and claim the road as their own private showplace.

HOOKS

- A man dragging a small but overloaded cart collapses on the main road. His cart overturns, dumping its goods everywhere and completely blocking the road. The PCs come to his aid, but what really happened? Was it an accident or something deliberate?
- One of the PCs finds a ring along the side of the road. It is heavy gold set with a large ruby — clearly a thing of value — yet it has no insignia or writing. Whose is it? And how do the PCs get the ring back to its owner before it's missed?
- A man demands to see the Lords of the Bazaar. He claims that he can pave the entire Main Road for them, coating it in stone and making it stronger and impervious to harm. The Lords ask the PCs to investigate this man and his audacious claim.



D4. MARKETPLACE

An enormous tent, easily big enough to hold the Main Gate within its confines, rises a full three stories high at its peak, tapering down to about 10 feet tall at the edges, where thick wooden poles support it around the sides. In many places the heavy fabric has been tied back, creating openings and walkways; from here you can see the mass of people, tables, dividers, and items that fill the interior. A steady din rises from within as if insects were buzzing nearby — the sound of constant activity as hundreds of people roam the tent's narrow corridors, buying, selling, and browsing.

This enormous tent, known simply as the Marketplace, is the heart and soul of the Bazaar and houses most of its shops.

RESIDENTS

When merchants first moved their wares here from inside the city many wanted to erect permanent buildings. The Council said no. This was city land and the merchants were merely renting space. Anyone who set up a permanent structure of their own could then lay claim to that location indefinitely, and eventually the Council would lose control. So they decreed that only temporary structures could be used. The merchants set up their tents and stalls and left space between each one, but as more traders arrived those spaces narrowed until the stalls formed solid rows. Then, after a massive storm, one fur trader spoke to his neighbors and suggested they buy and erect a tent over their three stalls. Several nearby merchants asked to be included, and soon a large tent covered their area. Others followed their example, and before long the marketplace was a profusion of tents, jostling each other for space. To defuse the fights this caused, the Council taxed everyone in the Bazaar and used the money to erect a single massive pavilion over all the stalls together, which became known as the Marketplace.

The merchants and traders of the Marketplace vary as widely by race and station as they do in the types of goods that they offer. Any district merchant or trader who wishes to sell his wares and does not have an established shop comes to the Marketplace. Over time the Council relaxed its edict and allowed more prosperous merchants to build permanent shops outside the Marketplace, but this tent is still the center of its trade. It is divided into four quadrants, each with a particular focus. The northeast quadrant, called the Blood Zone, focuses on armor, weapons, and other ways to cause or prevent bodily harm. The southeast quadrant, the Garment District, concentrates on apparel and accessories. Local farmers sell their fresh food in the Marketplace's northwest quadrant, appropriately called the Farmer's Market. The Jumble, the market's

southwest quadrant, is for miscellaneous wares that do not fit in the other three areas. Each quadrant includes a Stakepost, a booth set up by one of the major pillars supporting the great tent. Bazaar officials sit here with a chart of their quadrant and its occupants. They can rent unoccupied space to those in need, and also direct patrons to the appropriate stalls. The quadrants do not have any visible boundaries, so newcomers often wander through without realizing they have entered a new area. Those who visit the Marketplace frequently soon learn their way around, based upon poles and other landmarks.



The Marketplace is a busy, noisy place. In warm weather all the flaps are pinned back and a cool breeze blows through, while the tent shields everyone from the sun. When it's cold out, the flaps are lowered and the tent retains all the heat from its occupants, staying cozy even in the dead of winter. The tent is strong enough to withstand heavy rainstorms and snowstorms, and its solid poles keep it upright even against powerful winds. The interior has a strange but not unpleasant odor: the combination of sweat, spices, fruits, oils, and metal.

The City Guard never sets foot in the Marketplace, at least not on official business. Instead they leave the tent's security to the Surveyors, who are specially trained to handle that environment. The Surveyors mete out their own justice, but anyone who commits a serious crime is turned over to the City Guard afterward to face official sentencing and punishment.

Traders (Varies): Exp1-6.

Customers (Varies): Com1.

Surveyors (Varies): War3.

Surveyors use a variety of small melee weapons, including hand axes, clubs, short swords, and maces. Most people carry at least at least a little bit of coin on them, but some have a great deal more. Magic is not uncommon in the Marketplace, and some stalls have minor magic items for sale.

ACTIVITY

Almost anything that can be carried by hand is bought and sold in the Marketplace. Each quadrant has its own specialties, and each contains its own stalls. Each stall has a different proprietor with a different level of experience and honesty. Some are outright crooks, others are craftsmen, others are shrewd appraisers and bargainers. PCs should be able to find almost any non-magical item they can imagine or want here. The rarer the item, the more difficult it will be to find and the more expensive it will be, unless it is hidden in one of the Jumble stalls. Characters can get their own items appraised here, and sell them for at least half their stated value — how large a percentage they get depends upon which merchant they meet.

The Marketplace is also an excellent place to conduct clandestine business, because the constant motion and incessant noise make it easy to meet people and discuss matters unnoticed. Cutpurses and pickpockets abound here, enjoying the unlimited opportunities for theft. The Thieves Guild is always well represented here, but the Surveyors do their best to prevent larceny and violence.

HOOKS

- The Merchant Prince (see location D16) swaggers by, his thugs harassing each merchant in turn for their "rent." He sees the PCs and, apparently impressed, offers them jobs.
- A stranger wanders through the Marketplace, talking to many of the local merchants. He seems interested in booths based solely on their locations, and several times he pulls out small pouches and hands them to the merchants. What is he up to? Does it bode ill for the Marketplace? Some of the sellers hire the PCs to find out.
- A wiry young man grabs a necklace from a passing patron, but she notices and screams for help. The PCs are standing nearby as the thief darts into the crowd.
- A man by one of the Stakepoles claims someone has thrown him out of his own booth. The Surveyors are nowhere in sight, so he grabs the PCs and offers them money to help him.
- The air grows heavy with moisture and turns an unhealthy green: a major storm is coming. The Surveyors ask the PCs to help them untie the flaps and lower them in place to protect the Marketplace.

D5. THE CROSSING

At the very center of the tent stand four massive poles, each one easily 10 feet around and grouped together in a square. These are the pavilion's central supports and stretch high overhead, to the very peak of the tent. The space between these poles has no booths and no furniture, save a single long wooden table with chairs set on one side.

The Crossing is the heart of the Marketplace, both geographically and socially. The Lords of the Bazaar meet here each week to discuss matters concerning not only the Marketplace but the entire district.

RESIDENTS

The Lords of the Bazaar are the district's ruling council. Any successful merchant or trader who stays here at least one year can be nominated for membership and must be approved by a majority vote. From the members, twenty are selected each year to sit at the table, run meetings, and hear disputes. The twenty chosen Lords of the Bazaar, including the district's current Council representative, sit at the long table, all facing into the square. Two Surveyors stand in front of the table to make sure no one approaches. More Surveyors stand on the outside of the square, keeping watch from every side. When not in her shop, the district's current City Council representative, Mirielle (see location D24) can be found here, arguing and debating with her fellow Lords.

Mirielle: See location D24.

Surveyors (Varies): War3.

Lords of the Bazaar (20): Exp6.



Surveyors wear leather or studded leather armor and carry one-handed melee weapons. Short swords are a favorite. They also carry saps and daggers. Lords of the Bazaar wear robes or other fine clothing to demonstrate their wealth. Many go unarmed but some carry ornate swords and daggers. Every Lord has at least a small knife hidden somewhere. Surveyors do not have magic items, but many of the Lords possess minor magic — *amulets of protection* and *of natural armor* are popular, as are a variety of magical rings. Details are up to the DM.

ACTIVITY

During meetings the Lords discuss recent events, Bazaar business, and any new concerns. Those at the table lead the discussions. The other Lords assemble alongside the table to contribute their thoughts and to vote on matters. Surveyors stand by each pole and keep non-Lords from approaching during meetings. Once the Lords are ready to hear disputes, the Surveyors allow others into the square to state their concerns. Everyone else waits their turn outside. Anyone can ask to present a problem for the Lords' consideration, though doing so means the speaker is bound by their decision.

When the Lords are not meeting, the Surveyors use the square as a convenient place to coordinate their own activities. They will chase off anyone else who enters the square without permission.

HOOKS

- A stranger has been lurking around the Crossing, examining the poles, the table, and the chairs closely. The Surveyors apparently haven't noticed him, but the PCs have and his behavior is definitely suspicious.
- While the Lords meet at the Crossing, a crisis near the edge of the Jumble pulls away all the Surveyors. They ask the PCs to take their place and keep the Crossing secure and the supplicants orderly.
- The Lords are meeting tonight but their table is missing! The Surveyors ask the PCs to help find it and return it in time.

D6. FLEETFOOT STATION

This large, solidly built booth faces the Main Road. A sign overhead reads, "Fleetfoot Station — we carry for you." The booth has sturdy wooden walls in back and on the sides, and a solid wooden counter in front beneath the sign — it is even has a tented roof. A bizarrely clean and neatly-dressed half-orc stands behind the counter, nodding to passers-by. "Need us to carry something for you?" he asks. He has a quill in one hand and a sheet of parchment on the counter before him.

A wealthy but lazy noble once left the city to carry a package to some kin in the north. He was only halfway through the Bazaar when he grew weary and thought of turning back. Seeing a half-orc sitting by the side of the road, the noble tossed the package and a handful of gold at him and said, "Here, carry this for me." The half-orc, whose name was Grahl, decided to accept the commission. After he came back, having delivered the package successfully, Grahl found that news of his task had spread among the nobles. Several more sought him out and paid him as a package bearer. Before long, Grahl hired an assistant, then several new bearers. Then he built his booth and had the sign put up. Fleetfoot Station is well-known throughout the city now, and accepts commissions from people of any class or occupation.

RESIDENTS

Grahl still owns and operates the station, though he no longer does any heavy lifting himself. He has four full-time employees and several more he can call if needed. Grahl can usually be found at the booth — when not there he is either home (a very nice house elsewhere in the district), in the Marketplace, or in one of the numerous taverns of the Travelers District (he's particularly fond of the Painted Target, location G5). His assistant Cedina is usually in the booth with him. The bearers lounge on comfortable benches in back.

Fleetfoot is a popular business and often has several customers waiting for their turn at the counter.

Grahl: Half-orc Brb2/Rgr3.

Cedina: Half-elf Exp1/Rog1.

Bearers (4): Com2.

Grahl carries a *+1 short sword* and wears an elven chain shirt beneath a well-made suit. He carries 39 gp and a ruby worth 25 gp in a pouch. Cedina wears leather armor and carries a short sword and a dagger. She has a *+1 amulet of protection*. The bearers each have a set of *gauntlets of ogre power*, which Grahl supplies and which they have to return if they ever quit.

ACTIVITY

Fleetfoot will carry anything from the city to another location or fetch anything back, within certain guidelines. The objects must be small enough for one person to carry by hand, must not be illegal either in the city or at the destination, and cannot pose a danger to the individual or require special care during transport. Grahl will accept jobs involving plants, animals, and even people, provided they meet those guidelines. The cost depends upon the size and delicacy of the object, the distance it has to travel, and how quickly it has to be there. To carry a full backpack to a city three weeks away costs 10 gp.

HOOKS

- Someone approached Fleetfoot with a large, unwieldy sack, and while negotiating a price the sack starts writhing and moaning. The stranger runs off and Cedina opens the sack to discover a starved, feverish young woman. Grahl refuses to carry slaves, since they are illegal in the city, and asks the PCs to find out who the woman is and who abducted her.
- The Vasilakos Brothers (see location E21) announce that they will begin ferrying packages and heavy boxes as well as messages throughout the city. Grahl is annoyed and challenges this new rival to a competition. Whoever can deliver the most packages the farthest in one week gets to stay; the other has to fold their business into the victor's operations. Grahl hires the PCs to make sure the centaurs don't try to cheat.
- One of Grahl's runners has disappeared during a job — she picked up a package from someone in the city and has not been seen since. Grahl asks the PCs to find her and make sure she's okay.
- Grahl is looking for more pack bearers, and offers jobs to the PCs. He will pay them 10% of all fees collected for their labor, with a minimum of 1 gp per week, and will provide them with food and lodging when in the city. He also loans *gauntlets of ogre power* to each of them for the duration of the job.

D7. DENNY'S DEALS

This shop looks large enough from the outside, but when you pass through the rough wooden front door you find yourself in a narrow aisle squeezed between overflowing shelves. All manner of items surround you, from weapons to armor to ornate boxes to farm implements. You do not see any organization to these items, which are stacked and piled upon one another. At the far end of the shop a desk has been crammed into the corner, and a tiny wizened figure sits behind it, watching you intently.

This pawnshop offers a motley assortment of mundane goods, but is popular in the district because almost anything can be pawned here.

RESIDENTS

Denny arrived in the Bazaar several years ago. At first he had a booth in the Marketplace and sold random items of dubious quality — many said his goods looked like they had been looted from corpses or stolen from inattentive travelers. Denny also put out word that he willing to buy almost anything, and that he would buy items and sell them back to the owner later at only a slight mark-up. Soon his tables groaned beneath the weight of the items they held, since Denny never turned away an item and always had money to buy them. When a bankrupt spice

merchant asked how much he could get for his shop, Denny bought it and transferred his wares to the new location. Denny's Deals has been there ever since. Everyone in the Bazaar knows exactly where it is and how to find it, and many of the same people who insult his business during the day show up on his doorstep at night, hoping to pawn their goods for some much-needed cash.

Denny is a gnome of middling years, though his wrinkled brow, thinning hair and long beard make him look older. He owns and runs the pawnshop and lives upstairs. He is obsessed with money but fascinated by items with strange stories and colorful histories. He also loves secrets, gossip, and dirt, and knows far more about his neighbors than they might like. Sometimes a fellow named Ball helps him, though Ball never works inside the store.

Denny: Gnome Rog11.

Ball: Ftr4/Rog4.

Denny carries a *+3 keen short sword* and a masterwork silver dagger. He wears a *+3 amulet of natural armor* under his shirt, and has a *ring of invisibility* tied to a loop on his belt. The safe behind his desk (successful DC 25 Open Lock check to crack it) has 400 gp and five emeralds, each worth 100 gp. The shop contains many masterwork items and a few magical items, though the latter are all kept in back and only brought out when specifically requested (or when Denny knows he can sell them). Upstairs in his apartment he has another 500 gp, three rubies worth 200 gp each, and one diamond worth 400 gp. Ball wears *+3 studded leather armor* and carries a *+1 keen short sword* and a masterwork sap. He keeps thieving tools, flint and tinder, a whetstone, and a piece of chalk on his person at all times.

ACTIVITY

People often duck into Denny's Deals to see what new items he has procured or to sell him some of their own belongings. Most customers do so when the shop is otherwise empty, since they consider it embarrassing to have to pawn their possessions or to covet the cast-offs of others. Denny is always willing to talk to prospective customers but will not talk to someone who does not arrive either with an item to sell or looking to buy. His first question when someone enters is a curt, "Buying or selling?" Any answer other than one of those two alternatives is met with a loud harrumph.

He will happily appraise any item and will always point out faults that could lower the value. Then he will offer a very low price, almost but not quite insulting. Denny loves to haggle, and will actually go higher than intended if the customer is good at bargaining (less because he was beaten than because he enjoyed himself). He will never offer full value, even on a brand-new item in flawless condition. When he buys something, Denny reminds the customer that he cannot guarantee the item will not be sold before they return. Denny will happily sell items as well — usually at about 25% higher than its average price. Again, he's willing to go lower if the customer haggles with him well enough, though he always mutters about how he's practically cutting his own throat and what a great value the customer is getting. If someone comes in to buy back their own item Denny will sell it to them at 10% more than he paid for it, citing his operating costs.

Ball almost always visits under the cover of night, and only then when he is confident that no one will spot him. As his possessions suggest, he is a burglar who supplements Denny's inventory with ill-gotten goods in return for a commission on the sale.

HOOKS

- A resident claims she saw a stranger ducking into Denny's Deals with the necklace stolen from the Marketplace. Denny denies this, and the Lords of the Bazaar authorize the PCs to search his store, though they are warned not to damage anything or remove anything else. If the PCs do their job properly, the trail may lead back to Ball — or to one of Denny's customers, fencing stolen goods of his own.
- Denny hires the PCs to protect his shop for several days — and then disappears. No one knows where he's gone or why.
- The Lords of the Bazaar have noticed that Denny always seems to have plenty of gold around, far more than one would expect given his business activities. They commission the PCs to watch him and his store and figure out where he's getting all that money.
- One of the PCs browses through Denny's Deals and later realizes he's missing one of his own items. Could he have left it at Denny's store? And, if so, how will he get it back without Denny claiming it and trying to "sell" it to him?

D8. ESMERILDA'S

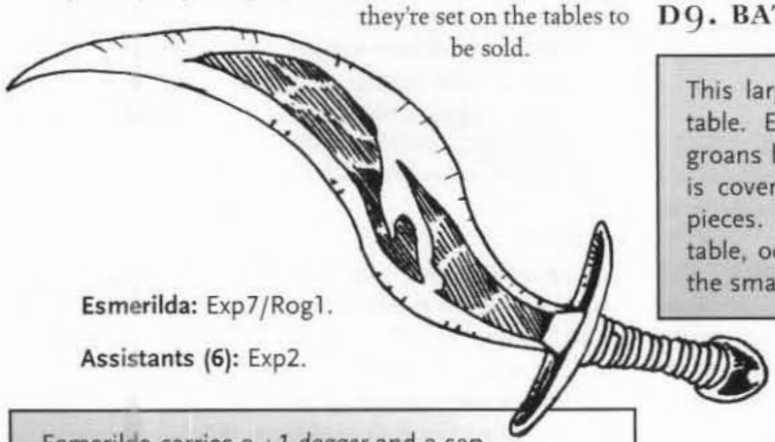
Ahead lies a booth consisting of four long tables arranged in a large square with space at the center. Each table is piled high with clothes, and more hang from racks stationed in the center and facing outward. People crowd around the tables, plucking at various garments and holding them up for examination. An enormous woman, clad in a strange mishmash of clothes as if she had randomly raided her own stock, stands in the center directing the chaos.

Esmerilda's is one of the district's most popular (and improbably successful) clothing merchants.

RESIDENTS

Esmerilda is a large woman with a surprisingly pleasant face, and an easy-going manner. She has loved clothes all her life and always wanted to be a seamstress. Unfortunately, while she inherited her mother's talent she got her father's physique, which made finding clothes difficult, and his massive hands, which made delicate needlework impossible. Esmerilda persevered and as soon as she was old enough, she set up her own stall in the Marketplace. It began fairly modestly with the handful of garments she had managed to sew. A few desperate patrons bought her clothes, including one man who purchased a poorly assembled but handsomely dyed blue shirt. He returned a short time later and demanded his money back. A foreigner happened to be nearby and, seeing the shirt, desired it for its bright color. He offered to buy it from the other man, who refused — but Esmerilda bought the shirt back and then sold it to the second man for almost the same amount. He decided to wear it immediately, and gave her his old shirt in the process. A passerby then offered to buy that shirt, and Esmerilda suddenly had a new business.

Esmerilda is friendly and very outgoing, and loves to chat with customers. Esmerilda can tell a person's clothing sizes and even shoe sizes at a glance and knows exactly which colors and styles will look best on anyone. She employs several assistants, all of them deft with needle and thread, and can thus spend all of her time haggling, examining, and suggesting attire. She has an excellent eye for size, coloring, and fashion, and she need never worry about the more delicate aspects of her craft again. Her employees are all young women of varying races, who she keeps busy repairing and altering the garments before they're set on the tables to be sold.



Esmerilda: Exp7/Rog1.

Assistants (6): Exp2.

Esmerilda carries a *+1 dagger* and a sap at her belt. She has a *ring of charisma* on her right hand and 45 gp in her belt pouch. Her assistants carry daggers and sewing implements. Behind the table, tucked into her sewing box, is a pouch containing another 100 gp and a pearl worth 50 gp.

ACTIVITY

Esmerilda's is always crowded. She is a favorite among the merchants, and the Surveyors always stop to chat, as do other Marketplace regulars. Esmerilda will happily buy any clothing provided it is decent quality and in reasonable shape — tears are not an issue, since her assistants are expert seamstresses, but frayed or worn material cannot be repaired. Each type of clothing belongs on its own table — pants, shirts, cloaks, and jackets — or on one of the racks. Customers can browse the goods and even hold them up to examine them. Outerwear can also be tried on, though only under Esmerilda's watchful eye. She is a fair person and offers a reasonable price for used but still serviceable clothing. Esmerilda has an excellent eye for details when it comes to clothes, and can identify anyone's garments once she's seen them.

HOOKS

- Esmerilda calls over one of the Surveyors and shows him a shirt she just bought. It belonged to the Merchant Prince (see location D16). The Surveyors ask her for a description of the seller, and ask the PCs to help them search for the man.
- The PCs are asked to retrieve an important message that was sent to the Lords of the Bazaar by a spy in the Marketplace. The spy said the message would be inside the red vest at Esmerilda's. But which red vest? And what if someone else buys that vest before they do?
- Esmerilda has brokered a deal between a cloth trader and a tailor. She asks the PCs to go get the bolts of cloth and bring them to the tailor, but when they arrive the trader and his wares are missing. Was it a trick or did something happen to them?

D9. BATTERED BLADES

This large booth has only one heavily reinforced table. Even with the added supports the table groans beneath the weight of so much metal — it is covered with a variety of weapons and armor pieces. A small, stocky man stands behind the table, occasionally hammering at a helmet set on the small forge before him.

Tighe Restin is a weaponsmith and armorer. Unfortunately, he's not a very good one. His weapons and armor are serviceable but not particularly good quality and he knows it. Fortunately there's always someone looking to buy cheap equipment, and so Tighe always finds customers for his wares. He also buys used armor and weapons, and most of the items on his table did not come from his forge.

RESIDENTS

Tighe Restin is often mistaken for a dwarf due to his short stature and broad build. He is fully human, however, and gruffly proud of the fact, just as he asserts that he is a solid smith for someone with no magic and no dwarvish blood. Tighe is a taciturn man but becomes talkative on three subjects: weapons, armor, and fishing. Though not a very good smith he is a good judge of metals, and offers low but fair money for usable armor and weapons. He has an apprentice, a young half-elf named Worhain who shows great promise with metals but is hopeless with haggling.

Tighe Restin: Exp4/Ftr1.

Worhain: Half-elf Exp1.

Tighe carries a masterwork warhammer and his leather aprons are the equivalent of leather armor. He keeps 130 gp tucked into a small box mounted under the table on his side.

ACTIVITY

Battered Blades is a busy place and always has a few old warriors hanging around trading stories with Tighe. Tighe can examine any weapon or piece of armor and tell the owner what it is, where it came from, what quality it has, and how much it is worth. His estimates on worth are based upon how much he will pay for it, of course, so they are usually about 60% of the actual market value. He repairs armor and weapons, even those not bought in his shop, for a small fee (1 sp for minor repairs to armor, 2 sp for major repairs; 5 cp for minor repairs to a weapon and 1 sp for major repairs) and will also sharpen blades for 2 cp each. Tighe knows more about armor than most of the city's residents, and can show someone how to put on or adjust almost any variety.

HOOKS

- Tighe has several new suits of armor on his table. They're in good shape except for obvious signs of combat, and in a style not seen here before. He tells the PCs who sold him the armor but insists that he bought it fairly.
- Tighe mentions to the Surveyors that a stranger had his sword sharpened recently and was asking questions about the Merchant Prince (see location D16) all the while. The Surveyors know they would be immediately noticed so they ask the PCs to stay near Tighe and follow or capture the man he points out.
- Someone offers Tighe a very good deal on several suits of armor and several weapons, but insists that he retrieve the items from a nearby location. Tighe hires the PCs to fetch the goods for him.
- One of the blades on Tighe's table, though covered in grime, is clearly a quality weapon, far better than his usual wares. Once cleaned, the masterwork longsword is lovely, the work of true expert. Who would sell such a sword and why?

D10. THE YARD

This unoccupied space sits smack in the middle of the Blood Zone. At first, it appears that a merchant must have folded up his tent and gone home, but that wouldn't account for the thick ropes strung through heavy corner posts, which cordon off the square. Two men circle each other within the square, each with swords drawn. A third man, wielding an axe, is venting his rage upon a human-sized post near the far corner. Several Surveyors stand near the ropes, watching.

When the first weaponsmiths set up shop in the Marketplace they quickly realized they would need some place for customers to test their wares. They petitioned the Lords of the Bazaar, who agreed to set aside space for the purpose within the Blood Zone. This became the Yard, a square bounded by waist-high ropes where weapons can be tested safely and without incident. Several large wooden posts stand about the Yard, as do mannequins made from wood, cloth, and hay.

RESIDENTS

No one runs the Yard — it is available for anyone in the Blood Zone to use. It is rarely empty, and usually has at least three people testing armor or weapons within. At least one Surveyor keeps watch here at all times, to prevent accidents.

Weaponsmiths (Varies): Exp1/War1.

Surveyors (Varies): War 3.

Smiths here will have weapons of various sorts. The Surveyors were leather or studded leather armor, and carry saps or short swords. They may have a minor magic item if the DM wills it.

ACTIVITY

Those using the Yard may have any melee weapon and any type of armor or shield. Ranged weapons are not allowed here, however — those must be taken to one of the archery ranges along the Bazaar's outer edge. Ostensibly the Yard is only for testing the armor and weapons from a Blood Zone smith or merchant. People often use it to blow off steam, however, entering the square and facing one another in mock-combat. The Surveyors make sure no one gets seriously hurt.

HOOKS

- Two men face off in the Yard, each wielding a longsword. Before the Surveyors can step in, one of the men kills the other and then flees. The Surveyors ask the PCs to help locate the man and deliver him for interrogation.

- A man enters the Yard with a battle axe, intent on testing its edge against one of the mannequins. Before he can complete his first stroke, however, he drops dead. The Surveyors ask the PCs to help determine what killed him.
- A stranger is seen over near the Yard for several days in a row. He watches the various fights and demonstrations and speaks with several of those involved. The Surveyors want to know his identity, and why does it look like he's recruiting fighters?
- One day, a sign appears on one of the Yard's boundary posts. It says, "Yard entry: 4 cp per person plus 1 cp per additional weapon." The Yard has always been free for use before. Why have the Lords of the Bazaar changed that policy — or is this someone else's work? Curious Marketplace sellers ask the PCs to find out what's going on.

D11. THE STANDS

A flat canopy covers this area, supported by stout poles at the corners. A low platform sits at the far end, stretching corner to corner, and a heavy wooden podium stands at its center. Just beyond the canopy and the platform is a small, solidly built wooden shed.

This open-air auction house stands just past the Marketplace near the Jumbles. It sells bulk lots and smaller items of higher value. Most people sell their own items in the Bazaar, whether they buy a booth or find an interested merchant. But some prefer to let others do the work for them. Those patrons head to the Stands. The auctioneers will sell anything that is not illegal and is worth at least 2 gp. The Stands got its name because it has no chairs for bidders — they must stand before the platform throughout the auction.

RESIDENTS

A grizzled old human named Silas Link owns and runs the Stands. Silas was a thief in his youth — and a very good one at that — but age has caught up with him. He initially created the Stands as a way to fence stolen goods but those days are behind him; he now enjoys the business because it gives him a chance to handle other folks' valuable and take their money legally. It also keeps the Thieves Guild out of his affairs; he received no small number of ominous warnings during his days as a fence. He has several assistants and half a dozen security guards to help him with his work.

Silas Link: Rog12/Exp4.

Silas's Assistants (5): Exp1/Rog1.

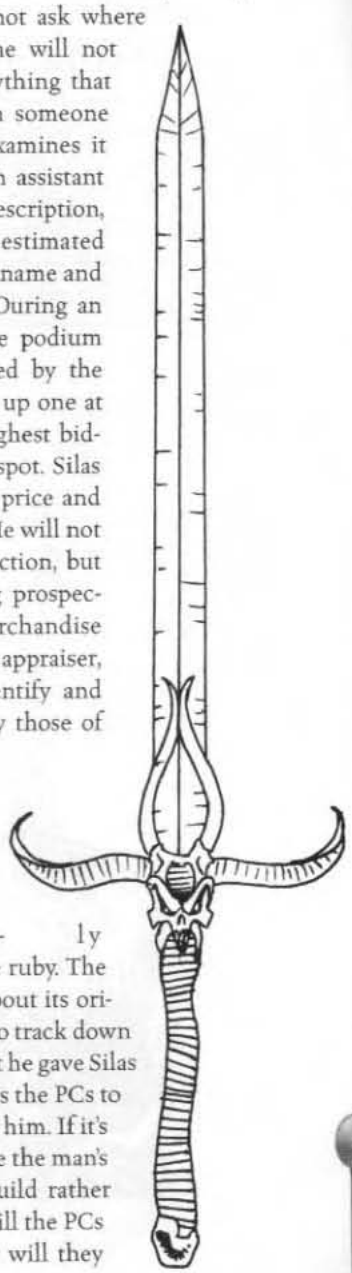
Stands Guards (6): Ftr5.

Customers (Varies): Com1.

Silas Link wears masterwork leather armor, a *ring of protection +2*, *boots of elvenkind* and *cloak of elvenkind*, and a *+2 keen short sword*. He carries 20 gp and a sapphire worth 30 gp. His assistants do not wear armor but they each carry a dagger or a short sword. The guards wear breastplates and carry longswords or battleaxes and large steel shields.

ACTIVITY

Between auctions the only people to visit the Stands are those to list their items with Silas. During auctions, the Stands are packed with both locals and foreigners. Silas is very careful about his auctions and very up-front about his rules. He does not ask where an item came from but he will not sell anything illegal or anything that he knows is stolen. When someone brings him an item, he examines it and estimates its value. An assistant writes down the item's description, quantity, condition, and estimated value, as well as the seller's name and a minimum price, if any. During an auction Silas stands at the podium as his assistants — flanked by the guards — bring each item up one at a time. Items go to the highest bidder, who must pay on the spot. Silas takes 15% of the final sale price and the rest goes to the seller. He will not sell anything before an auction, but can be bribed into letting prospective buyers examine merchandise privately. Silas is an expert appraiser, and is often asked to identify and evaluate items, particularly those of dubious origin.



HOOKS

- Silas holds his latest auction, which includes a very unusual ring, beautifully carved gold with a large ruby. The Surveyors are curious about its origins, but when they try to track down the seller it turns out that he gave Silas a false identity. Silas hires the PCs to track down the seller for him. If it's a thief, he intends to give the man's name to the Thieves Guild rather than risk their wrath. Will the PCs allow him to do so? Or will they

claim ignorance, sparing the thief's life rather than turning him over to the Guild and its thugs?

- A nobleman accuses Silas of cheating him by switching his antique hunting horn for a replica. Silas denies this, but is shocked to discover that the horn has been replaced since he took possession of it. He hires the PCs to find out who did this switch, how they got into his shed, and what they want for the real horn's return.
- Silas announces that the Stands will be closing down in two weeks. But why? He clearly enjoys his work, the business is thriving, and everyone knows him. Why would he stop? A seller hoping to list a large number of items with Silas hires the PCs to find out what's really going on.
- Three of Silas' guards have disappeared, along with several small but valuable items from his shed. He hires the PCs to go after them.

D12. CREMATORIUM

This foul-smelling stone building has a dour and uninviting look to it. A trio of chimneys rises from the far end and the walls are in serious need of a scrubbing. In front of the establishment is a stone urn perched upon a tombstone with the word "Crematorium" carved onto it.

Because of the lack of space for cemeteries in the city, all but the most wealthy are cremated when they die. This rundown-looking building fulfills that need for those who cannot afford more elaborate funerary rites. Bodies are unloaded on the ground floor via wagon. There they are sorted and separated before being unceremoniously placed in one of three incinerator ovens below ground. The ashes of the bereaved are typically scattered on top of the mount above the Dwarven District, or else in one of two locations to the north of the city. The crematorium has commissioned race- and denomination-neutral plaques at all three locations to commemorate all those whose earthly remains have been entrusted to their care.



RESIDENTS

The undertaker, Otwender Siles, runs this place with a mixture of detachment and ennui. He realizes how necessary his job is to the smooth functioning of the city, and knows that he'll always have customers no matter how poorly he works. He and his assistants operate on the barely-competent level, and never go out of their way to comfort the bereaved who pour through their doors. All they care about are the fees that their services generate.

Otwender Siles: Exp5.

Assistants (3): Exp2.

There's nothing that really qualifies as treasure inherent to this place. However, worthwhile items that arrive on the persons of the recently departed are quickly found and snatched up by the crematorium's employees. At the DM's discretion, they may have any number of filched objects in their possession.

ACTIVITY

The crematorium will prepare urns for those who wish it and who can pay the modest 2 sp charge. This has earned them the gratitude of many members of the city's underclass, who otherwise would not be able to afford such services. The undertaker, Otwender Siles, takes care of each case personally, and even holds up the cremation of other bodies so that the ashes can be properly gathered for the bereaved. This practice stands in stark contrast to the nonchalant way the crematorium conducts its other business, and many people consider it the saving grace of an otherwise poorly-run service.

They'd change their tune, however, if they knew what Siles' *real* business was. The crematorium is more of a convenient front than an actual profession; it helps dispose of the evidence while providing plenty of fresh supplies for a very profitable body snatching enterprise. Siles sells cadavers, pickled organs, and similarly gruesome objects to those interested. His clientele are mostly academics: physicians and scholars studying anatomy (including those in the Physicians' Hall, location O23). Occasionally, however,

his customers include far less savory individuals, whose motives are anything but benevolent. What they do with the bodies matters not a whit to Siles; he cares only that they pay. All evidence of wrong-doing disappears in the incinerators, and even those who ask for the loved ones' remains have no real way of knowing whose ashes they receive, short of divining magics. As galling as it may be, the city's intellectual community has made some huge leaps forward thanks to the cadavers Siles supplies, and in his less mercenary moments, he likes to think of himself as a patron for higher learning. He's not stupid enough to reveal what he does to anyone he doesn't trust, however, and his customers — his *real* customers — can always be relied upon to keep their mouths shut.

HOOKS

- A vengeful spectre has begun haunting the crematorium, causing all manner of disruption. It won't rest until Siles returns a valuable ring which he stole from the spectre's mortal body. Siles hires the PCs to dispose of the spectre, but won't admit that he has the ring.
- Someone has decided to get even with Siles. They stuff the pockets and underclothes of a recently deceased body full of an alchemical explosive, and then wait for his underlings to pick it up. When it hits the incinerators, it will level most of the block. The PCs get wind of the plot and must decide if they want to prevent a calamity.

D13. SCRIBNER'S

This small stall is little more than an open space framed by cloth hanging from wooden uprights. The cloth in front has been draped up and past it waits an older man sitting on a small wooden stool, patiently watching the crowd. A second stool, this one larger and more cushioned, sits beside him; before him on a low table is a blank scroll of parchment and several quills and ink vials.

RESIDENTS

Many of the city's inhabitants do not know how to read, particularly among the poor and the humamoids. Yet some situations require writing or reading. Scribner's provides the solution to that dilemma. Harrigon is a professional scribe and once worked for Tirakon Karilyn of the City Council (see location G22). But he grew older and his limbs became stiff until he could no longer pace the long halls taking his master's dictation, or run up the stairs to fetch a scroll. Finally Harrigon was released from his duties. He wandered aimlessly, not sure what to do with his life, until he wound up in the Bazaar. While Harrigon was sitting in a tavern drinking he noticed a man nearby writing a letter, and corrected his spelling. Although annoyed at first the man recovered enough to ask Harrigon's help at finishing the letter, and soon he was reading and writing letters for several bar patrons. Since he clearly had plenty of potential customers, Harrigon decided to rent a stall in the Marketplace. Scribner's has been a fixture ever since.

Harrigon is an old man with sharp features and long, delicate hands. He is not very talkative but is an excellent listener and he has a great deal of experience convincing people to open up to him. He runs his shop all by himself.

Harrigon: Exp10/Brd1/Wiz1.

Harrigon carries a *+1 dagger*, a *wand of magic missiles* and a *+1 keen knife*. He does not wear armor but does have a *amulet of natural armor* +2. His treasures are his vials of ink and his ink pens, plus his spellbook.

ACTIVITY

Harrigon will read or write anything for a fee. He will not agree to do anything clearly illegal or anything for which he can be tried, prosecuted, or punished, like affixing his name to a document encouraging treason. He has written recipes, battle plans, personal love letters, and a variety of other items, and read just as many. Harrigon can read and write over twenty languages fluently and can decipher at least three more. He charges 1 sp per page he writes, double that if written in a dead or obscure language (DM's discretion). Reading costs half the price (5 cp per page). Harrigon can recognize almost any written language and can either translate it cleanly or puzzle it out. By accepting a job, he guarantees that anything he reads or writes for the client will remain confidential. Most of his customers want privacy, so when Harrigon is working he lowers the front cloth to close off his stall completely.

HOOKS

- A stranger asks Harrigon to translate a scroll for him, but Harrigon does not recognize the language. What he can piece together makes him very uneasy, and he hires the PCs to protect him against any fallout from refusing the job.
- Someone hires Harrigon to attend the next Lords of the Bazaar meeting and copy down every word they say. Why would anyone want a transcript of the Lords meeting? What do they hope to gain from it? Uneasy about the commission, he hires the PCs to discreetly investigate his client.
- Someone delivers a message to one of the PCs, supposedly from a noble they've met before, and though the letterhead looks similar it is not authentic. They take the false message to Harrigon to see what he can tell them about its origins and who wrote it.

D14. THE COMPASS POINT

This stone house is unremarkable except for the large wooden sign, shaped like a compass, hanging over the front door. The place is well-maintained, clean, and comfortable, though not particularly fancy. The front door opens onto an enormous, airy room that takes up most of the first floor. Small tables and comfortable chairs are grouped together all around, and a wide hearth occupies much of the room's far wall, not far from a small door.

Most Bazaar District residents know their way around, but strangers are constantly getting lost amid the narrow streets, tiny shops, and changing pathways. The Compass Point offers an easy solution: selling directions for a surprisingly reasonable amount. The place also sells tea, biscuits, and similar fare, and some locals come here just for the food and the friendly atmosphere.

RESIDENTS

Madame owns and runs the Compass Point. Originally this house belonged to a successful fur trader, but when his business collapsed, several moneylenders put it up for auction. Madame acquired it, renovated it, and opened it as the Compass Point. She lives on the second floor, which is large enough to have several guest rooms though she does not rent them out. She bakes all of her own goods each morning in the kitchen behind the main room. She is a small, rail-thin woman with a pinched face and white-streaked black hair pulled back in a tight bun. Despite her appearance, she is very friendly and is always willing to chat with both strangers and locals.

The Compass Point is a popular location and everyone knows it. This is exactly what Madame and her silent partners wanted. The shop is really a front for the Thieves Guild and the thin profit it earns is more than offset by the wealth of information it provides. Madame is the district's Wolf (see location G3 for details). Not only does she collect the ill-gotten gains of the thieves beneath her, but she reports every afternoon and every evening on who is going where, who is doing what, and which wealthy travelers have wandered through. Various thieves beneath her then act on that information, returning any gains to the back of her shop for dispersal. As a front, her operation is perfect; no one suspects that she belongs to the Guild and even the ne'er-do-wells spotted slinking out of the back of her shop are presumably only there for the pastries. When asked about them, she only smiles and says that everyone is welcome here as long as their money is good.

Madame: Rog10/Exp3.

Madame carries a +2 *whip* when she's expecting trouble (it would interfere with her disguise otherwise) and wears a *ring of charm person*. She keeps 200 gp and three rubies worth 100 gp each in a safe (successful DC 25 Open Lock check to crack) hidden in her room (successful DC 15 Search or Spot check to find).

ACTIVITY

Madame personally approaches everyone who enters. She says hello, asks what they would like, and is generally pleasant. Although not pushy, Madame is very good at extracting information and can quickly find out each customer's business, current activities, plans for the day, and general level of wealth. Her food is good, particularly the pastries, and her tea ranges from mildly fruity to strong and spiked.

The thieves under Madame are under strict orders not to approach unless the shop is empty. Their mistress has gone to great lengths to erect this harmless façade, and she won't have some cloddish underling ruin it just because they can't wait. Thieves in the district come only in the dead of night, and only remain long enough to drop off their good or receive new orders. Madame smuggles loot back to the Thieves Guild in barrels of flour or even (if the object is small and particularly valuable) baked in her pastries. Her operation is one of the most successful in the city: quiet, low-key, and raking in regular profits. Accordingly, the Thieves Guild has refrain from opening other illicit business, such as brothels or the like. Madame doesn't want such activity spoiling her "harmless old lady" persona.

HOOKS

- Madame mentions to the PCs that something has happened to the Merchant Prince (see location D16). No one has seen him for several days. She seems genuinely concerned, as the two of them get along well and he is one of her regular customers.
- The Compass Point is closed one morning! Madame does not answer the door and her hearth is cold. Upstairs, her bed is empty and does not look like it was slept in last night. Where is she, and is she all right? The Thieves Guild (among others) would dearly like to know.
- Madame seems frazzled one morning, and when asked she mentions rumors that people have been selling their shops and leaving the Bazaar. "I won't go," she insists, and if anyone asks whether someone's tried to make her she replies "They wouldn't dare!" Are her fears unfounded or is there something going on? And if Madame is so sure she'll be okay why does she seem so worried?

- The PCs see a man in the Compass Point one morning. He is a stranger and seems to be threatening Madame! He leaves a short while later. The next morning his body is discovered in the Squats (location D35). Did Madame kill him?

D15. INDENTURE HALL

One of the largest structures in the Bazaar, this house has been maintained better than many in the neighborhood. The walls are sound, the doors properly hung, and the exterior paint still fresh enough to make the place presentable. The windows all have heavy shutters locked in place and two burly guards stand just outside the door, inspecting everyone who approaches. Despite its tidy appearance, something about this place radiates despair — most likely the people who enter, heads hung low, and eventually leave again, trailing behind someone else.

Slavery is illegal in the city. But this doesn't necessarily mean that slavery does not exist here; it just goes by other names. The most popular is "indentured servitude," and the center for that is the Indenture Hall. Those who live in the Hall are indentured, meaning they have received money in exchange for a pledge to do whatever is required until their debt has been paid off. The Hall lets private citizens or businesses hire these indentured workers in exchange for a commission, and the buyer owns the servant in everything but name — until the debt is paid they can require anything of the servant and legally demand it.

Indenture Hall is run by a tall thin half-orc named Gast, though many think he is merely a figurehead. Whispers abound that the Thieves Guild pulls the strings on the place, and even that some indentured servants are kidnapped from foreign lands. Gast denies them, of course, but his protestations have done little to diminish his sinister reputation.

RESIDENTS

Gast is a cold, unfriendly fellow, fixated on business. He sees people as commodities, and can size up a potential worker's strengths and weaknesses after only a few moments. Gast uses this skill to place servants where they will be most useful, and many unscrupulous businessmen come to him whenever they need help — hiring an indentured servant is a larger up-front expense than hiring a new employee, but the servant's contract can be manipulated so that it extends for years or even decades, and that initial cost is more than repaid, especially since the employer can give the servant only enough food to survive and function. Gast has several guards around the Hall, inside and out, to make sure no one tries to escape and that no one is rescued. As he is quick to point out, if an indentured servant has concerned friends and family, they should pool their money and buy the servant's freedom.

Gast: Half-orc Exp5/Ftr2/Rog2.

Guards (4): Ftr4.

Indentured Servants (Varies): Com1.



Gast wears a *ring of protection* +3 and an *amulet of charm person*. He carries a +1 *dagger* and a cane that contains a +2 *keen rapier* within. He keeps 400 gp in a safe in his office (successful DC 15 Open Lock check to crack). His guards wear breastplates and carry longswords, spears, and daggers. Those entering indentured servitude are stripped of everything except their clothes, though most have long since pawned anything of value. Businessmen and private citizens enter here only to visit kin or to hire servants, and can be of any race, occupation, or status.

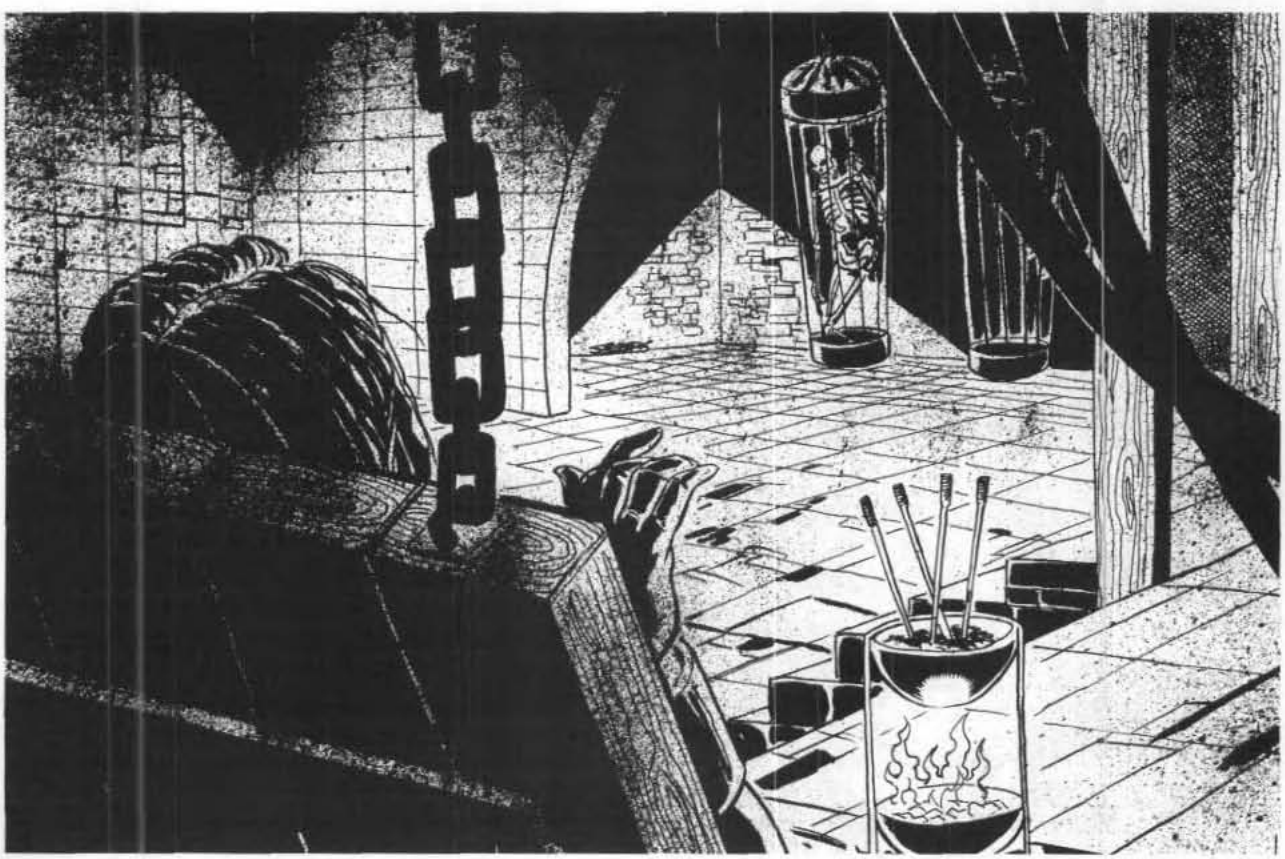
ACTIVITY

Most nobles and reputable businesses shy away from Gast's services, preferring less odious ways of procuring servants. But there's always plenty who have no scruples about using Gast and his thugs, as long as it will find them reliable help and save them money. Gast examines each potential servant and will turn away anyone in poor health or too frail to handle simple menial tasks. Everyone else is examined and interviewed, and Gast notes their name and skills on a list. Then he asks how much money they need and offers a term of servitude in return. For someone healthy but unskilled he will offer 1 gp per year of service. Those with moderate skills receive 2 gp per year and those with good craft skills or good combat skills receive 3 gp. Spellcasters rarely enter servitude but Gast is eager to get them and will offer as much as 6 gp per year for someone who can cast magic.

Once the terms have been fixed he presents the individual with a contract, which they must sign before witnesses — usually his guards. Then Gast gives them the money and one day to fulfill any obligations and set any other affairs in order. His guards will track down anyone who tries to run or hide. The servants are kept within the Hall until hired, and provided with simple beds, rough clothes, and plain but filling food. Gast does not hire servants out for less than one month's service. If a servant dies while working, Gast considers their debt paid in full, but if someone runs and escapes, he holds any other kin responsible for the remaining debt.

HOOKS

- Gast complains that his Hall is growing empty. No one is entering indentured servitude any more. This should be a cause for rejoicing, but what if those people are being pulled into something else instead — something even worse? Gast hires the PCs to find out what's going on.
- A new servant appears in the Hall. He looks a lot like the missing Merchant Prince (see location D16), but why would he be there? And if it is him, why doesn't he simply have his men pay for his release? The Knights hire the PCs to find out if that is their leader, and if so to help him leave by any means necessary.



- One of the PCs' friends has fallen on hard times and enters Indenture Hall. Then she disappears. Where did she go? Gast won't say, which is unusual since his business is technically legal. The PCs have to find their friend and help her get back on her feet and out of debt.
- Gast somehow runs afoul of the other half-orc in his business: Lucan of Lucan's Domestic Service Agency (location E19). Soon, Lucan's thugs (hobgoblins from the Nailed Boots tribe, see location B23) are attacking indentured servants all over the city, and scaring potential servants into staying away from Gast. The PCs are asked to find out what happened and resolve the conflict before anyone else gets hurt.

D16. TRADER FORTRESS

This building is not the largest in the Bazaar but it is one of the most impressive. The walls are stone instead of wood, rising two stories and ending in an imposing rampart. A pair of double doors — polished wood with heavy metal hinges — fills the curving archway in front and the windows are tall, narrow, and arched as well. The entire place resembles a fortress that's been shrunk down to the size of a large house. It even has a flag waving above it, depicting a full moneybag with a crown atop it over a blue background.

The Bazaar is part of the city and thus under the control of the City Council. The Lords of the Bazaar handle the district's daily concerns and only ask the Council for help with extreme situations. But the district has another ruler — or so he claims. This is the Merchant Prince, and he and his followers use this eccentric structure as their base of operations.

RESIDENTS

The Merchant Prince grew up as an urchin. He lived on the streets, surviving by his wits, his quick fingers, and his sharp knife. Over several years he gathered like-minded youths into a large street gang. They began terrorizing merchants, destroying their booths and wares and disappearing before the Surveyors could catch them. Then the gang leader notified the merchants that he would make sure their goods were safe — for a price. Some refused, but many paid the small amount because it was easier than worrying or replacing damaged property. With that money the gang bought a small house and began to live comfortably. The Thieves Guild came calling, but the gang happily paid the larger organization proper dues, avoiding trouble while allowing the Guild to focus more on pickpockets and burglaries than the protection racket.

Over the next few years, his easy situation went to the gang leader's head. He decided that the monthly fee most merchants paid him must be rent. Which meant that he owned the Bazaar. He began calling himself the Merchant Prince, and dubbed his gang the Merchant Knights. He even bought a larger house and had it rebuilt to resemble a military fortress.

The Merchant Prince thinks he runs the Bazaar. In reality, the Lords of the Bazaar tolerate him because he keeps the place relatively crime-free, and because getting rid of him would be a bigger hassle than simply leaving him be. The Thieves Guild allows him to operate unmolested as long as he pays his dues (the Merchant Prince considers it a "tax" on "his" property), and the rest of the Bazaar goes on as it always has.

The Merchant Prince is a slender, handsome man who looks far younger than his years thanks to his half-elven nature. He dresses extremely well and wears fine jewelry and ornate weapons, so that those who do not know him well might well think that he is a high-ranking nobleman. His manners are impeccable unless he loses his temper, at which point he reverts to street slang and the rough nature of a thug. The Merchant Knights are all thugs of varying races. Some have copied their leader and put on airs, while others still dress crudely and act worse.

The Merchant Prince is not as wealthy as he pretends, since much of his revenue goes toward his clothes, the house's upkeep, and the top-notch food and drink he and his men have. He keeps a household of several servants, but they cost him very little. The most important thing for him, however, is not money but respect, and that he definitely has... even from those who hate him.

Merchant Prince: Half-elf Rog10/Ftr3.

Merchant Knights (30): Ftr3/Rog2.

Indentured Servants (4): Com1.

The Merchant Prince wears an *elven chain shirt* beneath his velvet doublet, and a *ring of protection +2* on his left hand. He has *gloves of dexterity* tucked into his belt alongside his *+2 keen short sword* and silver dagger. He carries 24 gp and two sapphires worth 50 gp each in his belt pouch. His men wear chain shirts and carry longswords and daggers.

ACTIVITY

The Merchant Prince takes a tour of the Bazaar every day with at least two Knights at his side. He also spends at least one hour holding audience, when he conducts any business that cannot be handled out on the streets. Occasionally he summons merchants to his home to express his displeasure or revise their financial arrangements.

HOOKS

- Slaves have begun appearing in the Bazaar. The Merchant Prince is furious — no one informed him of this or asked his permission. He knows whoever it is will avoid his Knights, so he hires the PCs to find out who is behind it.
- The Merchant Knights are in disarray. Their Prince has disappeared! They beg the PCs to help them find him, and figure out what happened to him.
- A stranger approaches the Trader Fortress and spends several hours speaking privately with the Merchant Prince. After he leaves, the Merchant Prince summons the PCs. He tells them that this stranger proposed a very lucrative business deal, but he doesn't fully trust the man. He hires the PCs to follow the stranger and find out what he's really up to.
- The Merchant Prince decides that the dues he pays the Thieves Guild are no longer acceptable. The Guild responds with ominous rumblings and threats of violence. The Lords of the Bazaar ask the PCs to speak to the Prince, and get him to change his mind before an underworld war breaks out.

D17. SURVEY HOUSE

Perched just beyond the edge of the Marketplace tent, this barracks building tries very hard not call attention to itself as such. Its decor is more suited to a comfortable house than a police headquarters. Flowers trim the tidy front lawn, and vegetables and herbs grow in the garden in the back. At any given time, men wearing the badge of the Surveyors may be found lounging on the front steps, smoking pipes or more generally taking their ease.

This is the headquarters of the Surveyors, the Marketplace's private security force.

RESIDENTS

When the City Council created the Bazaar District, it naturally fell under the authority of the Civic Guard. But as more people arrived to trade here, and the district grew more crowded and less ruly, the the merchants began to lose confidence in the Guard's ability to keep the peace. Many of them assigned their best personal guards to watch the Bazaar as a whole. Over time these guards learned to work together, and formed a group responsible for the safety of the Bazaar and its inhabitants. These were the first Surveyors, called that both because they look out over the district and because they make sure walkways are kept clear and useable.

The Surveyors report to the Lords of the Bazaar, not the City Council. The Lords tax vendors in the district and that money pays for the Surveyors' lodging, clothing, weapons, food, and salary. The Surveyors handle their own recruitment and training, and will accept people of any race and occupation who have the right skills. The rank and file answer to the Chief Surveyor and his lieutenants, the Head Surveyors. The Surveyors are Bazaar residents themselves and are on friendly terms with most of the other citizens here. They know everyone and every place in the district, and will not interfere with private business unless it breaks a city law or threatens personal or property damage.

206 Surveyors live in the Survey House. The Chief has his own room, as do his five Heads, and each Head directs two squads of twenty Surveyors each. The regular Surveyors share rooms, four to a room.

Chief Surveyor: War10.

Head Surveyors (5): War7.

Surveyors (200): War3.

Surveyors wear leather or studded leather armor and carry one-handed melee weapons. Short swords are a favorite. They also carry saps and daggers.

ACTIVITY

The Surveyors know their job and any unusual instructions come from the Lords of the Bazaar, usually during one of the meetings at the Crossings (location D5). Criminals are handed over to the City Guard for punishment and incarceration — Survey House does not have a jail. With questions of conflicting authority, the City Guard always has jurisdiction.

Despite their casual appearance and attitude the Surveyors keep a very tight schedule. Each squad patrols a particular portion of the district, and they rotate every week. Patrols are run in pairs, who check in at set locations at particular times. Each squad also works either the daytime or the nighttime shift, and two shifts overlap. At least four off-duty Surveyors stay at the house at all times to guard the headquarters, though they usually sit outside and chat with passers-by. District residents can go to Survey House and request aid if they cannot find a Surveyor on patrol; someone will be dispatched to look into the matter.

PCs may join the Surveyors without much problem. Even low-level PCs will have skills and powers beyond those of most Surveyors. Supplanting one of the leaders will be a tricky matter, however, as they are a tight-knit bunch.

HOOKS

- Someone has attacked Survey House, killing or incapacitating the Surveyors there and setting fire to the building. Who would do such a thing? Many of the Surveyors are too injured to investigate and institutional pride prevents them from throwing themselves upon the good offices of the Civic Guard; they ask the PCs to help them instead.

- A prominent visiting merchant accuses the Surveyors of obstructing his business in order to aid a local rival. The Lords of the Bazaar hire the PCs to look into the matter to spare the Surveyors the obvious conflict of interest.
- One evening a Surveyor patrol does not reach part of the Bazaar. The next morning they still do not appear. The Surveyors are patrolling as normal, so they must be deliberately avoiding that area. But why? The Lords of the Bazaar ask the PCs to investigate, and to provide protection in the interim.

D18. THE SILKEN VEIL

This small stall is draped with silken scarves in several colors, forming a filmy but surprisingly effective blind. Inside is a single small round table, also draped, with a crystal ball at its center. Lady Anda (Elf Rog4) sits behind the table, waiting patiently for customers who wish to know their future. Anda is an elf, though that is impossible to see since she wears more silk scarves wrapped around her head and one over her face. She claims to see the future but most of her "visions" are shrewd guesses based upon her ability to read people. She keeps a silver dagger at her side for protection.



D19. LOVELORN

At first glance this stall looks very similar to the Silken Veil — it is roughly the same size, has colorful drapes hanging across the front and making up the back and side walls, and has a single table inside. There is no crystal ball, however, and Deeda (Exp4), the owner, does not claim mystic powers. What she does claim is the ability to figure out a person's potential soulmate in record time. Deeda is one of the Bazaar's nosiest people, though she is nice enough that other residents tolerate her or even like her. She knows everyone, which helps her determine whom her clients should meet. For additional money she will set up the meeting herself, either overtly or subtly. Deeda is a human of middling years, and she carries a masterwork mace which she swings with surprising skill. She also has a dagger and a *ring of empathy*.

D20. STOCKYARDS

You hear it before you smell it: a cacophony of moos and baas and oinks and grunts. Then your nose brings you the unmistakable odor of animals — many animals all together — mixed with hay and seed and dung. Finally you see it, a huge enclosure bordered by stout wooden fences high enough to obscure all but a flicker of ears, manes, and horns within.

This large open area holds the cattle, oxen, sheep and other livestock brought for sale at the Bazaar. Rather than scatter them throughout the district, the Lords of the Bazaar set aside an area right in front, just off the main road and facing the Main Gate. They fenced it and created the stockyards. All domesticated animals larger than knee-high or more numerous than twenty are placed here prior to sale. Smaller interior fences block off areas so that different species can be kept separate.

RESIDENTS

A grizzled old dwarf named Crain runs the stockyards. He does not care for animals much but he is good at logistics and is not bothered by the stench or the droppings or the noise. Crain has ten assistants of various races.

Crain: Dwarf Exp4/Brb3.

Crain's Assistants (10): Exp2.

Crain carries a masterwork whip and a *+1 short spear*. He wears *dwarven chainmail*. He keeps 100 gp in a locked strong box (successful DC 20 Open Lock check to pick) in his office — a small shack in the center of the Stockyards. His assistants each carry whips and short spears and daggers, and wear leather armor.

ACTIVITY

Crain examines any livestock brought in and writes down the owner, the livestock type, quantity and condition, and the date of arrival. Animals that have been tagged are placed in with other animals of the same type — those untagged or those that will not mix well are put in their own enclosures. Those who buy livestock present their receipts to Crain and can then retrieve their purchases. He allows people to store other animals in the Stockyards, for a fee of 1 gp per day per enclosure, but only if he does not need the space.

HOOKS

- The PCs stop by the Stockyard but Crain is not there. Instead they meet an officious little man named Marlin, who tells them he is now in charge there. Why would Crain have left and where did he go? Something isn't right, and it's up to the PCs to figure it out.
- A trader delivers a handful of cattle and then disappears. Crain hires the PCs to find out who he is, where he went, and why he would leave behind valuable cattle.
- Someone opens all the gates within the Stockyards and all the animals get loose inside. Crain hires the PCs to lend a hand putting everything back in order, then asks them to find out who did this and why.

D21. SLAUGHTERHOUSE

Right next to the Stockyards is a long, low building that reeks of blood. This is the slaughterhouse, where livestock is turned into meat and hide and horn. A large man named Handsome Harry (Brb3/Exp2) — so large and ugly many mistake him for a half-orc — runs the place. Harry is fully human, though extremely big and strong for his race, and he carries a masterwork hammer (treat as a warhammer) and a masterwork skinning knife (treat as a kukri and assume that Harry has the appropriate weapon proficiency) that can kill and flay people as easily as cattle and sheep. He and Crain are good friends and work closely together. Harry runs a tidy side business selling horns and other parts his customers don't bother to collect.

D22. EXOTIC DELIGHTS

This small shop's side walls are covered in cartons, each containing a different spice. Olien and Terrianda Fleuteren, the gnome pair who own and run the shop (both of them Gnome Exp6/Drd1) know every spice by name, appearance, scent, and property and can advise clients expertly on their purchases. Most of their spices are purely for flavor but some have mild medicinal purposes and a few can be poisonous if used in large measures. The Fleuterens are well-liked and treat most of their neighbors like favorite nieces and nephews — they often disappear for weeks on end, only to return with new spices and small toys and trinkets for the children. They sometimes require the protective services of adventurers for these journeys.







D23. BLESSED THINGS

This booth looks like a temple collided with a tinker's cart. Religious icons hang from hooks all around the walls, interspersed with paintings and scrolls, while statues, goblets, candlesticks, jewelry and even weapons completely cover the tables. A large box to one side holds chips of rock, with a sign proclaiming, "Spire Fragments!" tacked to the front.

This booth in the Jumbles sells divine artifacts — or so the owner claims. Because of its origins the city has an unusual tolerance toward foreign ideas and cultures. Blessed Things takes advantage of that fact and of people's fascination with the strange. The stall is filled with icons from every religion imaginable, and signs everywhere point to various holy relics. Whether the items are genuine is anyone's guess.

RESIDENTS

A pair of men run this shop, as mismatched as their wares. Brian Ash is a human explorer and relic hunter, while his partner Grif is a half-orc businessman. Brian is of average height, slender, and good-looking, but he has no manners and knows very little beyond antiquities. Grif, on the other hand, is powerfully built and hideously ugly but has an agile mind, a silver tongue, and a surprisingly charming smile. Brian handles obtaining the wares and Grif handles selling them.

Brian Ash: Exp7/Rog2.

Grif: Half-orc Exp5/Brd3/Rog1.

Brian wears an *amulet of natural armor +3* and a *ring of defense +2*. He carries a *keen short sword* and a masterwork dagger. Grif wears a *+1 chain shirt* and carries a *+2 mace* and a dagger. He has 40 gp and a ruby worth 50 gp in his belt pouch. An unlocked strong box hidden inside a small reliquary in the booth (successful DC 20 Spot check to notice) contains 250 gp and 300 gp in assorted gems.

ACTIVITY

Brian will enthusiastically examine any religious artifacts brought to their stall. Grif will do his best to sell anything and everything to anyone who approaches. Most of their wares are mundane religious items, and most of the relics are fakes — but a few are very real, and (at the DM's discretion) surprisingly powerful.

HOOKS

- One of the relics, allegedly the finger of a demigod, disappears. Brian admits that it was a fake — the case is old enough and from the right region but the finger is recent and mundane. So why would someone steal it? Brian and Grif hire the PCs to find out.
- Grif runs into the PCs and is clearly terrified. Brian is away on one of his gathering expeditions, and one of the items in their stall just started glowing. Grif has no idea what to do, and begs the PCs to help him.
- Half the stall's contents suddenly blacken and crumble one morning. Grif is both furious and frightened, and asks the PCs to find out what's going on.

D24. REMEDIES

This handsome little store has all the marks of a profitable, well-tended establishment — the walls are smooth and clean, the windows sparkle, the floor gleams, and everything rests neatly in its place. A small bell tinkles on the front door, announcing the presence of visitors, and the place smells of mint, jasmine, and a few other unidentified scents. The shop is pleasantly cool and just stepping inside invokes a feeling of relaxation, as does the welcoming smile of the woman behind the counter.

The Bazaar has several shops and stalls that sell herbs, flowers, chemicals, and remedies. Some are better than others. Remedies is one of the best. It is well-known in the district, and everyone agrees that Mirielle knows her craft and treats her customers fairly. Those who frequent other apothecaries do so for one of three reasons: they are more interested in saving money than in buying the best; they have angered Mirielle and have been banned from her store; or they owe her money for past purchases and wish to avoid her.

RESIDENTS

Mirielle owns and runs this shop. She has a calming presence and a friendly but reserved manner. She dresses in loose, flowing robes and carries with her a faint scent of flowers and herbs. Her cousin Ninevelle helps in the shop, and indeed often runs it completely: Mirielle is the Bazaar's current Council representative, and is regularly called away for long meetings at the Council Palace (location I1).

Mirielle: Elf Drd 8/Exp4.

Ninevelle: Elf Exp3/Drd2.

Mirielle has an *amulet of stoneskin* and a walking stick with a permanent *shillelagh* spell cast on it. She keeps 300 gp in the carved wooden box behind the counter. Ninevelle carries a longsword, a dagger, and a scroll of *entangle*.

ACTIVITY

Mirielle does not work magic in her shop, but she does not need to. Her herbs and other remedies can cure many illnesses, ease many pains, provide added strength and resilience, and solve other minor physical and mental problems. She stocks herbs, minerals, flowers, seeds, and even most organic spell components. She does not sell poisons, however, and will not sell dangerous remedies in quantities large enough to cause harm.

HOOKS

- Mirielle has been receiving threatening notes tacked to her shop door in the mornings. Sher hires the PCs to shadow her and protect her from harm.
- Someone breaks into Remedies and steals several powerful herbs that could be used to create poisons and other harmful concoctions. Mirielle is furious and hires the PCs to find and punish the thieves.
- News reaches Mirielle that a stranger claims to have several herbs she has heard of but never seen herself. She asks the PCs to check him out and, if everything seems safe, approach him about buying the herbs.

D25. LAND OF TONICS

This stall in the Jumbles (the proprietor wanted to set up shop in the Farmer's Market but was forbidden entry there) is the opposite of Remedies. The owner is a gnome named Transom (Gnome Exp5/Rog2). Once customers tell him their problems, he goes to his racks filled with bottles and vials of varying shapes and sizes, selects a bottle more or less at random and sells it to them, promising that, if they take it properly, it will help. The bottles all contain the same mixture of cheap wine, fish oil, and various herbs, which acts — if it acts at all — as a mild laxative. Whenever people return and complain, however, Transom replies that they must have used the tonic incorrectly.

Half the time he succeeds in selling a second tonic to the foolish customer, who later assumes that he or she simply cannot follow the tonic's instructions properly.

D26. INKS

Various parchments, vellums, and papers sit on shelves along one wall of this shop, with quills, nibs, and inks along the other. A heavy curtain covers the back wall, and when a man steps out from behind it, it reveals the shop to be longer than it appears. At least half the floor space is hidden behind that curtain.

Originally a modest shop selling inks and papers, this establishment now doubles as a place where one can get magical tattoos as well.

RESIDENTS

Nhalgren is a tall, slender young man who wears his long brown hair pulled back in a braid. He also wears a sleeveless shirt to show off the tattoos along his arms. As a boy, Nhalgren showed a flair for two things: art and magic. He became a wizard's apprentice at the Arcane Academy (location K2), but was kicked out for disobedience. He tried his hand at art next, but preferred ink to paint and found that there was not much market for ink drawings. Eventually he wound up in the Bazaar, where he was lucky enough to find work assisting an ink and paper seller named Myrtis. Nhalgren loved paper and ink and had a good eye for both, and with his help Myrtis' business flourished.

Then one day, a traveler appeared, his skin covered in strange blue traceries. It was the first time Nhalgren had ever seen a tattoo and he was fascinated. He left that night and was gone for two years, but when he returned he had mastered the art of tattooing. A new sign was then added to Myrtis' booth: "Tattoos Available Here." That proved popular, and soon Nhalgren and his mentor had purchased an actual shop, the front half for writing supplies and the back half a tattoo parlor. Both halves have done well, though with slightly different clientele.

Nhalgren is still a rebel — he hates being told what to do, and will argue with clients if he does not approve of their tattoo design. Myrtis is short and solidly built, with thinning white hair and a friendly smile. He likes to chat and sometimes forgets details but he never forgets a name, a face, or an ink. Both men's fingers are permanently ink-stained.

Nhalgren: Exp6/Sor 4.

Myrtis: Exp8.

Nhalgren has a *mage armor* tattoo on his left shoulder, a *cat's grace* tattoo on his left hand, a *daze* tattoo on his right shoulder, and a *shocking grasp* tattoo on his right hand. He carries a *+3 keen short sword* and a masterwork dagger, wears an *amulet of natural armor +4* and a *ring of protection +3*. He prizes his masterwork artisan's tools as much as any of his possessions, however.

Myrtis wears a *+2 amulet of natural armor* and carries a *+2 mace*. A small lock box under the counter, protected by an *arcane lock*, holds 300 gp. Their sleeping quarters are upstairs, and in the back of Nhalgren's room is a small vault with an *arcane lock* on it. It contains 1,000 gp and ten gems worth 500 gp each.

ACTIVITY

Inks carries every type of ink, writing implement, and paper or parchment imaginable (save truly horrific materials, like parchment made from human flesh). The quality of Myrtis' wares is excellent and his prices are fair. Anyone buying in bulk, or buying repeatedly, gets a 10% discount.

Nhalgren is a gifted tattoo artist, capable of creating masterwork tattoos and of imbuing these images with any sorcerer spell he knows. The bearer of the tattoo can then cast the spell as if he were a 4th level wizard or sorcerer. It can be cast as many times per day as the character's Intelligence bonus will allow — in other words, if someone with an Intelligence score of 12 gets one tattoo with a 1st-level spell, he can cast the spell once per day. Casting the spell does not require components. The total number of bonus spells available to a character is the maximum number of spell-imbued tattoos he can have — thus Nhalgren, who has an Intelligence score of 18, can have only four spell-tattoos. Treat each spell-tattoo as a magic item for purposes of detection and dispelling. The tattoo is destroyed if the image is removed or marred beyond recognition. Nhalgren charges 5 gp for a small mundane tattoo and 15 for a large one. Spell-tattoos are always large, and cost 500 gp for a 0-level spell, 1,000 gp for a 1st-level spell and 2,000 gp for a 2nd-level spell. Nhalgren is very picky about the customers to whom he will grant spell-tattoos. Ultimately, it is up to the DM whether or not he chooses to give one to a PC.

HOOKS

- A stranger enters Inks and demands a spell-tattoo. Nhalgren refuses and the man warns that he'll regret his decision. Nhalgren hires the PCs to find out who the stranger is, and protect him and Myrtis if necessary.
- Nhalgren hears of a strange new ink developed in a foreign land that possesses magical properties. He hires the PCs to fetch it for him if possible.

- Nhalgren has disappeared and Myrtis suspects foul play. He hires the PCs to locate and, if necessary, rescue his partner.

D27. MIDWAY

This strip along the main road has several stalls facing it. Each stall contains a game of chance or skill (or both), designed to entertain visitors and take their money. At one stall people pay 3 cp to throw three small darts at an apple bobbing in a water barrel. Another booth has people guessing which numbers a pair of dice will reveal — those who guess right win a prize. Another has several strange knots of string, and people pay for the chance to try unraveling them before an hourglass runs out. An so on. Some of these games are rigged to prevent the customers from winning, but many are good, (relatively) honest fun.

D28. PATCHWORKS

This shop looks as if it were pieced together by a dozen different builders, each using a different style, different tools and different materials. It contains bricks, wooden planks, rough logs, plaster, adobe, polished stone blocks, rough-hewn stone, and several other elements, and looks as if it would fall apart in an instant. The interior, however, is neat and organized, with items — hooks, wooden feet, glass eyes — hanging from hooks or resting on the lined and labeled shelves between. A figure sits on a stool by a long padded table in back; he looks as if the men who built the shop practiced on him first.

RESIDENTS

Ironjaw Lethair was a barbarian healer of some renown, as admired for his crafting skills as his combat prowess. Unfortunately he had a string of bad luck, and with each unlucky encounter he lost another piece of himself, the first and worst being his lower jaw. Each time, Lethair replaced that part with a prosthetic, and dove back into battle. When he lost his right leg below the knee, however, even he realized it was time to hang up his battleaxe. He came to the city and tried his hand as a woodworker but had trouble adapting to the quiet life of a craftsman. Then an old comrade stopped by for a visit. Lethair's friend had lost his left foot to a troll attack a few months before, and while visiting he complained about the clay ball his surgeon had given him as a replacement. Lethair carved him a new foot from hardwood, which fit in his old boot and was considerably more comfortable, more agile, and more attractive than the clay ball. Word got around, and soon Lethair found himself busy making a variety of prosthetics. He enjoyed the work — and the idea of helping those who had suffered as he had — so he found a new location and reopened his shop as Patchworks.

Lethair is a grizzled half-orc whose body is covered in scars. He has an iron lower jaw, a hardwood lower right leg and foot, a jade upper right ear, and a left pinky finger carved from a strange green wood. He likes people but doesn't know how to talk to anyone except other warriors, and gets particularly flustered around women and children. Ironjaw misses the thrill of combat but knows he's too old and too damaged to fight any more. Instead he spends his time figuring out ways to repair other maimed warriors so they can be as deadly as ever.

Ironjaw Lethair: Half-orc Brb7/Exp5.

Lethair no longer wears armor, though his suit of *+2 hide armor* still stands in the corner and his *+2 keen battleaxe* still hangs above his worktable. When he goes out he carries a *+1 light mace* fashioned to resemble a walking stick, and he has two daggers at his belt. He rarely carries more than 20 gp on him, though he has another 30 gp back in his shop, lying about as loose change.

ACTIVITY

Lethair is an excellent woodworker, stone carver, and metalsmith, and his particular forte lies in body parts. He has a variety of materials around his shop, from soft woods to hard metals to stones to silk, and selects the one that will be both most useful and most comfortable for the case at hand. He examines each customer's wounds carefully, then discusses options until they agree. Then he names his price, which is quite fair for the amount and quality of work. He will take detailed measurements of the prosthetic site, but will insist that the customer come back several times for fittings.

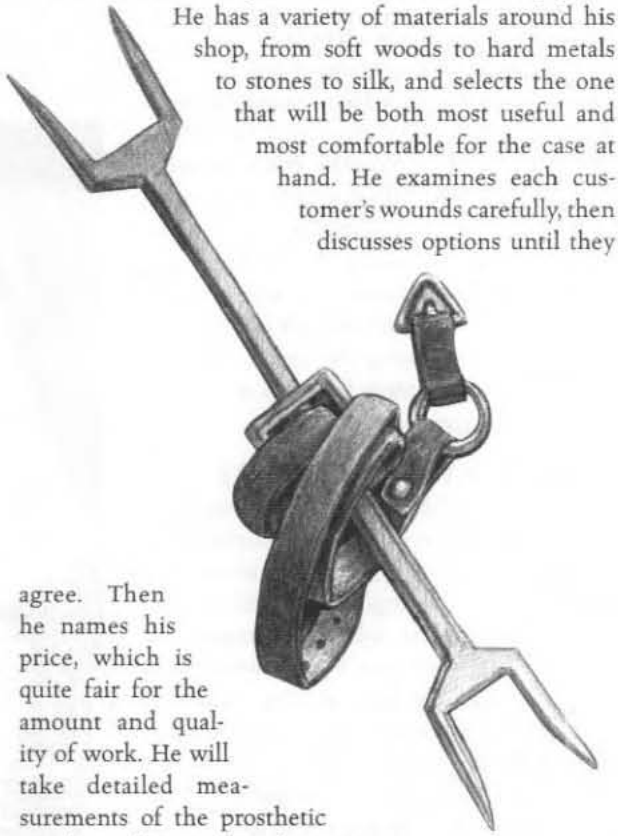


Table D.1: Ironjaw Lethair's Fees

Item	Cost
A replacement digit (finger or toe)	1gp
A replacement nose or ear (nonfunctional)	2gp
Replacing a section of flesh (with something like silk)	1gp
A simple shape (like a ball or a hook) for a hand or foot	2gp
A realistic but stationary hand or foot	4gp
A replacement foot that can flex like a real foot	6gp
A replacement hand that can open and close	10gp
A weapon to replace a hand (or foot)	10gp plus cost of weapon
A hand or foot with variants (can be swapped out)	cost of each part plus 5gp
A replacement hip, jaw, or other bone joint	10gp
Replacements in iron instead of wood	doubled cost
Replacements in stone (granite)	doubled cost
Replacements in semiprecious stone (marble, jade, etc.)	tripled cost
Replacements in precious metals	tripled cost plus the cost of the metal
Replacements in precious stones	tripled cost plus the cost of the stones
A perfect replica of the damaged/missing part	normal replacement cost plus 15gp

HOOKS

- Lethair has heard rumors of a strange new material with the density of stone, the flexibility of soft wood and the strength of hard metal. He could create amazing limbs with something like that, so he asks the PCs to travel to the land where the material was supposedly discovered, verify the rumors and bring back the material if possible.
- Lethair receives a message asking him to see a new customer but at a location that makes him uneasy. He agrees, but asks the PCs to shadow him and make sure nothing goes wrong.

D29. TEREN'S SURGERY

This large, solid building is near the Main Gate on the far side of the Marketplace. Teren, the man who runs it, has been trained as a healer and surgeon (Exp5/Drd2) and uses his skills to aid the wounded and diseased. He will use herbal remedies to reduce swelling and pain but generally resorts to his scalpels and needles to repair genuine damage. Teren is very good at surgery, and the locals will usually come to him rather than making the lengthy trip to Bonata's Hospice (location K15).

D30. COIN EXCHANGE

This building is not very large but it is well-built, with rough stones fitted tightly together and a neat tiled roof. A door stands along the side but in front is a narrow window with a wide wooden sill. Bars cover the window and a man sits behind them, counting something on a table off to one side. Two dwarven guards stand on either side of the door, with two more beside the window.

A dwarf named Crezig runs an exchange here, where he will accept foreign coin and exchange it for the city's own.

RESIDENTS

Crezig has always loved coins, counting, and organization. He studied with several merchants in his youth, learning how much different coins were worth, and then set up his business in a small stall near the front of the Marketplace. His success allowed him to build this shop a year later, and he has been a Bazaar fixture ever since.

Crezig is a dwarf, though he is taller and slighter than most of his kin. He is obsessed with money — less with possessing it than with knowing everything about it — and will jump at the chance to study an unfamiliar coin. He has several cousins — rugged veterans of the Dwarven



Militia and the City Guard, all of them — defending his shop at all hours, since he lives elsewhere in the Bazaar and does not bring the coins home with him. He does, however, have a private collection of rare coins in his bedroom.

Crezig: Dwarf Exp9.

Guards (4): Dwarf Ftr6.

Crezig wears a *mithral shirt* beneath his robes and carries a *dwarven thrower* warhammer. His shop contains over 8,000 gp worth of assorted coins, not all of them recognized as legal tender in the city. His guards wear full plate armor and carry *+1 warhammers* or *+1 battleaxes*.

ACTIVITY

Crezig can exchange any foreign coin for local currency. He can also appraise and exchange gems, bars of metal, carved bone, and almost anything handheld that is used as money somewhere. He charges a 5% fee for this exchange, and will pay the customer in their choice of coins, bars, or gems. Crezig is also the Bazaar's resident currency expert and will identify a currency's origin, name, content, and value for 1 sp per fact. None but he ever enters his shop, and the guards will stop anyone who tries to enter. The currency being exchanged is set on the outside of the window sill for Crezig to examine, and if the customer accepts his rate the currency is passed through the bars and the payment is slid back across. The Surveyors routinely walk past the Coin Exchange on their patrols. They are on good terms with Crezig's guards, and will willing help out if anything seems amiss.

HOOKS

- Will wonders never cease! Crezig receives a stack of coins he has never seen before and cannot identify. He hires the PCs to find out more about the man who brought them.
- Someone kills or incapacitates Crezig's guards and steals all the money from his shop. The Surveyors search for the culprit but Crezig hires the PCs to investigate as well.
- A stranger inquires whether Crezig will accept deeds and titles as currency, and suggests that he may have several soon — for right land here in the Bazaar. Crezig tells the Surveyors, who ask the PCs to follow the stranger without being noticed.

D31. TANDY'S TABLES

The Jumbles has several booths containing random items, but this one is definitely among the most downscale. The tables sag beneath the piles of old shoes, torn straps, handsome but stained clothes, broken gears and bent daggers scattered among the mishmash. The woman behind the tables beams and asks if she can help find anything in particular.

Every marketplace should have a junk shop — at least, that's what Tandy believes, and she is only too happy to oblige. Her booth sits in the center of the Jumble and is easily the most disorganized collection of worthless items in the entire city. But Tandy doesn't seem to care. And, despite the mess and the fact that most of her wares are broken and useless, she always has people browsing through the piles looking for unsuspected treasures.

RESIDENTS

Tandy is a large middle-aged woman with plain features but a warm smile. She comes from a wealthy family and has an apartment in one of the nicer buildings in the Bazaar, and more than enough money saved up to support herself. She loves people, however, and loves bargains, and loves hunting through piles and finding random objects. Thus her stall is perfect for her. She gets to talk to customers and dig through junk all day long.

Tandy: Exp3.

Tandy has 16 gp in her belt pouch and another 30 gp in a small pouch nailed under the inside edge of one table.

ACTIVITY

Tandy will buy anything that can fit on her tables. She isn't picky but doesn't offer much money in return and usually buys in bulk: 1 sp for a pouchful, 3 sp for a sackful. She prices her items randomly, at usually no more than 2 sp each, and will happily accept a few silver pieces for someone to fill up their pouch with as much as it can hold. Most of the items on her table have little value, but many are still usable and a few are actually worth money. Minor magic items show up in the pile as well, but Tandy rarely recognizes them as such.

HOOKS

- Tandy has a new pile on her table and it's all in unusually good condition: clothes, weapons, belts, belt pouches and even some jewelry. When asked, she says a stranger sold it to her at her usual prices. The Surveyors ask the PCs to help them track the seller down and find out where he got all these items.

- Tandy discovers a strange ring in her pile. It is old and heavy, and looks both valuable and possibly magical. She asks the PCs to find out more about it, and see if they can find a potential buyer.
- Someone robs Tandy one night but does not take her money. They take everything off her tables, however. Why would anyone want that much junk? She asks the PCs to investigate for her.
- One of the PCs has sold a pile of old clothes to Tandy, and realizes too late that a valuable possession was stuck in with them. The PCs go to Tandy's but the item is gone. Now they have to track it down and hope the new buyer will sell it back to them.

D32. THE STALLS

This row of stalls right on the edge of the Farmer's Market facing the Jumble contains a variety of foods, all ready to eat. One stall sells grilled sausages, another has roasted corn, another has hunks of grilled meat and fresh-baked bread, and so on. No two stalls have the same food and the owners cooperate more than compete, directing customers to whichever food they feel like that day. Both visitors and residents stop at the Stalls for their meals and eat while walking around, or find a quiet place to lean or sit.

D33. HAZARD STABLES

The Stockyards (location D20) occasionally holds horses, but only wild ones intended for purchase and breaking. This stables holds trained and broken horses people wish to trade or sell. The stables' name is actually from the first owner, a half-orc named Hazard. The current owner is a man named Van (Com4), who employs several younger men and boys (Com1) to help keep the stables clean and the animals well-fed and well-tended. Van will rent out stalls for a night or two, in case a traveler does not want to leave his horses in the Travelers District, but he prefers to keep only those animals intended for sale, and he helps arrange sales for a percentage of the final price.

D34. SQUATS

Just back from the main road on the opposite side from the Marketplace and behind Falden's Farm is an empty stretch with scattered tents. This is the Squats. Most visitors stay in the Travelers District, but some cannot afford those lodgings — or have been refused entrance. The Bazaar has several buildings where a visitor can rent a room for the night, but by far the cheapest alternative is the Squats. Here a visitor can pay 1 cp per night for enough space to pitch a two-person tent, or 3 cp to rent a tent that's already set up. The tents are clean and empty. Mardel (half-elf Com3), who runs the Squats, will accept anyone provided their money is good, and he will eject anyone who makes too much noise or starts a fight with other customers. The Lords of the Bazaar are not thrilled about the Squats but they recognize the need for cheap housing and so they allow it to remain. The Surveyors always swing past on their patrols, however, and stay alert for the slightest sign of trouble.

D35. FALDEN FARM

> The Bazaar is a busy place, packed with people and stalls and buildings — except in one place. Right across the main road from the Marketplace is an open field bounded by a tall, sturdy wooden fence. Through the fence slats you can see grass and wheat, and cows grazing off to one side. A pair of roofs peek up as well, large thatched expanses much bigger than most of the dwellings in this district.

The Falden Farm is an anomaly and a throwback — the last patch of farmland in a district otherwise overrun by commercial development, still farmed by the descendants of the family that refused to sell it.

RESIDENTS

When the city was first created this entire area was used for farming. But as the merchants grew too numerous to stay inside the city walls they migrated here, and finally the City Council bought up the land and rented it to the traders and merchants, creating the Bazaar. To speed up the process they offered the farmers an excellent deal: more money than the land was actually worth, plus as much or more land farther out at far below the going market price. Everyone jumped at the chance to make some money and increase their holdings — all for except one family. The Faldens had been one of the first to plant crops here, and they stubbornly refused to sell their land. The Council doubled their offer and halved the price they wanted for the land beyond, which angered the other farmers, but still the Faldens wouldn't sell. Several Council members advocated removing the stubborn family through force of law (or just plain force) but others pointed out that they owned the land legally and were valued citizens. Finally the Council decided to let the matter drop. They hoped that, once the Bazaar was in full swing, the Faldens would get tired of being surrounded by traders and would accept the offer and move. They even set up the Stockyards and the slaughterhouse right by the farm, hoping the smell would encourage the family to leave.

That never happened. Instead the Faldens formed alliances with their new neighbors and quickly became a fixture. Their descendants have been here for ages and they show no signs of giving up. The other residents have come to consider the Faldens as their own rebels, and as a symbol of their district's independence. Several years ago a wealthy noble decided he wanted the land and used threats and violence to bully the Faldens, but his hench-

men quickly found themselves surrounded by angry merchants and shopkeepers, and the City Guard had to rescue the thugs by arresting them. No one has threatened the Faldens since.

Hans Falden, the current patriarch, is in his nineties but still healthy and active. His wife Bridget is only a few years younger but, except for her snow-white hair, could easily be mistaken for someone less than half her age. Their two sons and three daughters still live on the farm as well, along with the sons and two elder daughters' spouses and children.

Hans Falden: Exp4/Drd1.

Bridget Falden: Drd2.

Other Faldens (17): Exp2.

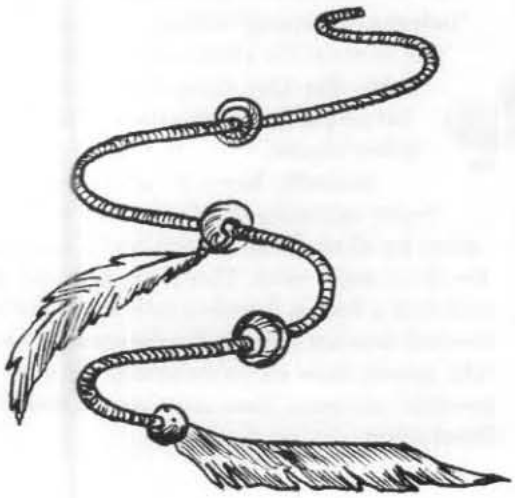
The Faldens carry knives (treat as daggers) and whips but no other weapons. Hans does have a *+1 dancing longsword* that belonged to an ancestor, which hangs above their mantle. He also has 40 gp and a sapphire worth 100 gp tucked away in a strong box (Successful DC 15 Open Lock check to pick) beneath a trap door in the family room.

ACTIVITY

Falden Farm is a working farmstead. They have plots for vegetables and grains and pens for cattle, sheep, pigs, chickens, and horses. The Faldens have a stall in the Farmer's Market and bring their meats and dairy and produce there every day.

HOOKS

- Johann Falden, Hans' eldest son, approaches the PCs. An anonymous Lord of the Bazaar has been pressuring them to move, and Johann wants the PCs to find out which Lord it is and make him or her back off — but without alerting his father or the Surveyors.



- The Faldens' livestock starts dying. Is this a normal disease or is someone targeting their animals to pressure the family into moving? No one in the Bazaar can help them figure it out, so they turn to the PCs in desperation.
- Hans' youngest daughter, Gerta, has disappeared. Hans thinks she's run off, since Gerta is unmarried and never really liked living on the farm. He asks the PCs to find her and bring her back, or at least bring him news of her.

D36. ROTBURN IMPORTS

A storefront dominates the first floor of this large two-story building. Wide panels, resembling oversized doors frequently used on barns, open up during the day to reveal a vast store filled with hundreds of different trinkets. Fine elven combs and brooches, well wrought necklaces and paintings, ebony and bronze statuettes, ancient maps and tapestries of intricate designs, foreign foods preserved in glass, carved scroll cases and dwarven walking canes, and a vast number of other items lie around the store. The many counters and tables filled with goods can be clearly seen, even from outside. A small signs that reads, "Rotburn Imports" hangs from a post in front of the building.

This store offers a wide variety of items for a vast array of prices. Although the cost of the items here are high, characters can find fine and rare treasures here which no other place in the city offers.

RESIDENTS

The store is owned by the aristocratic Rotburn-Seivers family (location E15), and has always been the cornerstone of their financial empire. It is currently managed by the heir to the family title, Edetha Rotburn-Seivers. A sharp businesswoman in her own right, Edetha turns a good profit every year, in the tradition of her ancestors. Fiss, an old collector who delights in buying and reselling merchandise on behalf of his noble patrons, assists her in overseeing day-to-day operations, and handles all of the scut work of running the company. Buyers working for the Rotburn-Seivers scour the civilized world in search of rare and wondrous items, which they always bring here for resale. Because of the nature of what he sells, and the wide berth his employers give him, Fiss often lets people bargain with him. Particularly skilled individuals can thus obtain better prices for the goods he sells, provided they are willing to bargain for a while. Fiss willingly welcomes characters wishing to barter goods, provided they have something interesting to offer (something old, rare, and reasonably valuable that Fiss believes he can resell for the Rotburn-Seivers).

Fiss himself collects ancient military memorabilia. He pays a good amount of money for such items, and keeps most of them in his private apartments on the second floor of the building. Characters with insignias, uniforms, or gear identified with a particular army or kingdom may take advantage of this, even if these items are relatively new (and still in use in the foreign lands they come from). Fiss is no fool, however, and never pays more for something than what he believes it is worth. Six young men, all residents of the district, help him run his store.

Edetha Rotburn-Seivers: See location E15.

Fiss the Collector: 11th level human rogue, 37 hp.

Helpers (6): 1st level human experts, 3 hp.

Edetha keeps 2,000 gp on hand in petty cash, in a strongbox in the back office. Fiss' private military memorabilia collection is worth over 500 gp, but most of the pieces by themselves are next to worthless (and thus the entire collection would need to be sold to an interested party in order to fetch such a price). Numerous items of worth lie around in the store, but these seldom stay in place for long; at least half of the inventory changes every month.

ACTIVITY

Rotburn Imports is open from dawn until dusk and Fiss happily entertains visitors with lectures on the various pieces for sale in the store. Once a month, he sits down with Edetha to go over the books in detail. Travelers sometimes stop by hoping to sell items gained on their journeys, but Fiss's favorite buyers are the petty nobles and bourgeois, who come here to find a items of cultural significance which they can add to their collection. Fiss permits open browsing of all his items, though his assistants keep a close eye on any potential thieves.

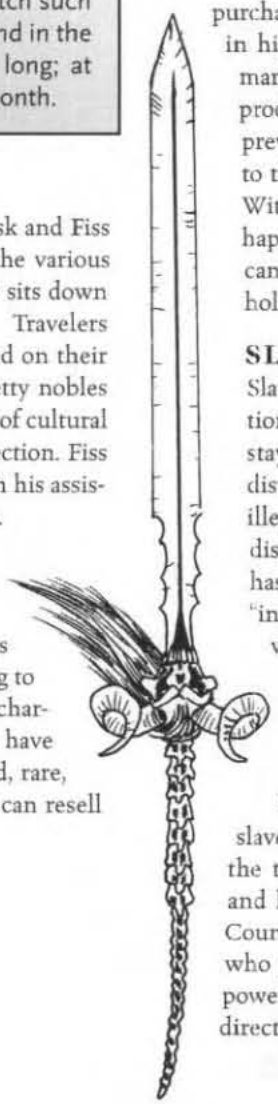
Because of the nature of what he sells, and the wide berth Edetha gives him, Fiss often lets people bargain with him. Particularly skilled individuals can thus obtain better prices for the goods he sells, provided they are willing to bargain for a while. Fiss willingly welcomes characters wishing to barter goods, provided they have something interesting to offer (something old, rare, and reasonably valuable that Fiss believes he can resell for the Rotburn-Seivers).

HOOKS

- A rare and highly valuable item was stolen from the store, and Edetha Rotburn-Seivers hires the PCs to recover it, claiming that the ancient trinket is a powerful artifact. The PCs investigation eventually leads them to a member of the Thieves Guild, who pocketed the item and was later murdered in a dark alley. Following blood prints, the PCs uncover the culprit: a cleric from the Priests of Calamity Temple (location J5), who had hired the thief to steal the item for him in the first place. Claiming that the trinket was handed down to his group by their god, the cleric seems willing to die to keep the item. The potent artifact actually holds power over those touching it, rendering them mad with greed to possess the thing. If the PCs recover the item and return it to Rotburn-Seivers Imports, what will Edetha and Fiss do with it?

QUESTS

Anything goes in the Bazaar District. Travelers from every corner of the world congregate here to meet, bargain, purchase goods, and enter and leave the greatest city in history. Customers push and jostle through the marketplace as merchants hawk every conceivable product from their stalls. A spirit of near-anarchy prevails, and even the City Guard have to give way to the dictates of the crowds more often than not. Within the Bazaar District, almost anything can happen. Any conceivable person, place, or thing can lie in one of its nooks and crannies... each one holding the potential for adventure.



SLAVE TRADE

Slavery is illegal inside city limits, though exceptions are made for travelers who do not intend to stay long and who bring slaves with them. In the districts outside the walls, slavery — though still illegal — does occasionally appear. However, it is disguised somehow, or some quasi-legal version has filled that niche. In the Bazaar, slaves are called "indentured servants," selling several years of service in return for a lump sum to pay off various debts. The City Council does not approve, but people are free to contract their services if they choose.

Recently, however, actual slaves have begun appearing inside the city walls. These slaves are all adults, all in good health, and all from the three major races. They wear rags and chains and have a beaten, hopeless look about them. The Council does not approve, but the men and women who possess these slaves are among the city's most powerful residents. Thus the Council cannot take direct action.

The best course is to stop this new slave trade at its source. And all evidence points to the Bazaar. The City Guardsmen who man the Main Gate (location D1) have seen these slaves entering with their new masters and mistresses, who subsequently exited the city alone. Thus the slaves are being bought or at least received somewhere in this district.

Why should the PCs get involved? Several possible reasons:

- Greed. The Council is willing to pay a handsome fee to anyone who can identify the slavers and put a stop to this new slave trade. Certain members will add hefty bonuses if the characters can also implicate those among the city's elite who bought slaves for personal use.
- Civic duty. Slavery is a vile institution, and it demeans not only the slaves but any place where such practices occur. By bringing slavery here, the slavers have stained the city's reputation, and the only way to remove that blemish is to catch and punish them.
- Moral indignation. Slavery is wrong — it steals the rights from an intelligent person and makes them little more than livestock. Such villainy cannot be allowed to exist, and its victims must be freed.



The slavery ring does indeed have its roots in the Bazaar. A stranger named Etian approached Gast, the half-orc who runs Indenture Hall (location D15). Etian suggested they form a partnership and start selling slaves. Gast would provide housing for the slaves, and access to potential buyers, plus local knowledge. Etian would provide the slaves themselves, and enough money to bribe guards and any other officials who might look their way. Gast, who has always wanted to get out from under Madame's control and wriggle free of the Thieves Guild, agreed.

Etian upheld his end of the bargain, returning the next day with a sack of gold coins and a few days after that with a wagonload of people. Gast didn't recognize the people, who were wearing cast-off clothing, so he wasn't worried that they might be recognized. He contacted his usual clients and hinted that, instead of "hiring" an indentured servant for a specific term, they could perhaps buy someone outright. Several of them jumped at the chance, and soon that first group of slaves were sold and gone.

Etian is a thief and a killer (half-elf Rog10). He has been waylaying travelers on their way to the city, stripping them, binding them, and tossing them into his wagon, then delivering them to Gast. Since he wants to get every coin he can from these transactions, Etian has also been selling his victims' armor and weapons to Battered Blades (location D9) and their clothes and other personal effects to Tandy (location D31). Once he captured a pair of brothers bringing a herd of cattle to sell, and tried selling the livestock at the Stockyards (location D20) but fled when he discovered that Crain needed his name in order to seal the deal. He has also bought a bundle of clothes from Esmerilda (location D8) to clothe his victims once they're back at Indenture Hall. He robbed the Coin Exchange (location D30) to get the money he needed, and has bribed the guards at the Main Gate to ignore any slaves they see, though he was too late to stop them from separating one customer and his new purchase.

Madame suspected Gast was up to something and, by spying on him, found out about the slave trade. She threatened to expose him if he did not cut her in for a percentage of the profits, and Gast agreed but told Etian, who subdued Madame. He wanted to kill her but Gast said no — the Thieves Guild would be after them if they did — so they tried using Fleetfoot Station (location D6) to send her far away instead. That plan failed, and Etian had to flee again and abandon Madame there.

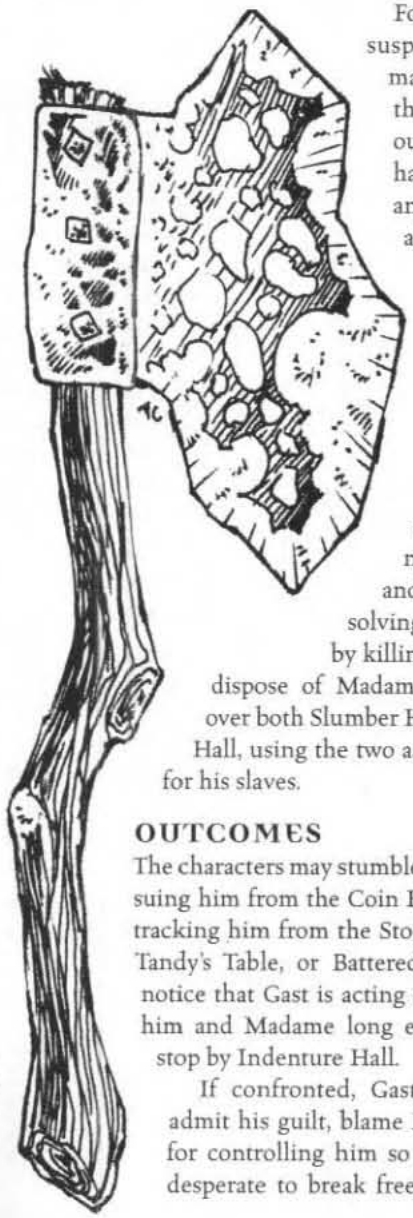
EVENTS

Etian has been watching the road, waiting for more likely victims. He finally sees a trio of adventurers and pounces on them. They are no match for him, and he quickly defeats them, strips them, and tosses them in his wagon along with their gear.

Gast calls his regular clients and tells them that he will be auctioning off the latest set of slaves tomorrow night. The clients should come to Indenture House at dusk and bring cash.

More weapons and armor appear at Battered Blades, and more clothes and small items appear at Tandy's.

Gast is growing frightened, both of the chance of exposure and of his new partner. Etian is proving to be utterly ruthless, and though Gast pretends to be tough he is actually a coward. He has been considering turning Etian in, but knows if something goes wrong the half-elf will kill him.



For his part, Etian suspects his partner may be having second thoughts. He sought out Gast because the half-orc knew the city and its people and already had clients in place. But now that they've sold several batches of slaves, Etian has a good handle on the Bazaar and knows most of Gast's best clients by sight. He no longer needs the half-orc, and is considering dissolving the partnership... by killing Gast. Then he will dispose of Madame as well and take over both Slumber House and Indenture Hall, using the two as recruiting grounds for his slaves.

OUTCOMES

The characters may stumble across Etian by pursuing him from the Coin Exchange robbery or tracking him from the Stockyards, Esmerilda's, Tandy's Table, or Battered Blades. They may notice that Gast is acting suspicious, or watch him and Madame long enough to see Etian stop by Indenture Hall.

If confronted, Gast will break down, admit his guilt, blame Etian (and Madame, for controlling him so tightly that he was desperate to break free), and offer to help capture the wily half-elf. If Etian is confronted in public he will act surprised and innocent, then create a distraction and disappear into the crowd. If confronted in private he will pretend ignorance and then attack, hoping to escape if the odds are clearly against him.

Etian has a list of the people he has bribed, and Gast keeps careful records of his slave sales just as he does of his indenture hires. Between the two the Council will be able to clean house, and will be very pleased with the characters for their assistance. So will the Lords of the Bazaar, especially if Etian (or Gast)'s death or punishment was grisly enough to dissuade others from ever considering slaving as a viable occupation.

SEARCH FOR ROYALTY

The Merchant Prince (see location D16) claims to run the Bazaar. In reality he is little more than a glorified thug, a gang leader who has put on airs. But he is allowed to continue, in part because he keeps the crime from getting out of control, and pays off the Thieves Guild. Now he has disappeared. The Lords of the Bazaar were not involved — they would rather have him there than some other, more vicious criminal. The Surveyors feel the same way, while the Civic Guard never involve themselves too deeply in the Bazaar's business. Most of the local residents tolerate the Merchant Prince and his Knights, and some even like him. So what happened?

Why should the PCs get involved?

- Friendship. The Merchant Prince is not a bad person — delusional, perhaps, but for a thug he is also surprisingly honorable. He is also intelligent and witty, and very loyal to his friends and employees. The characters may actually count him as a friend, in which case they'll certainly want to know what happened.
- Stability. Nothing criminal occurred in the district without the Merchant Prince's knowledge. With him gone, freelance criminals have free reign, particularly those inclined toward violence. It's actually in the Bazaar's best interests to have him returned.
- Personal Gain. The Merchant Prince has his fingers in most Bazaar activities. If he's in trouble, he would be very grateful to anyone who rescued him. He could show that gratitude in money or favors or even a job, whether with him or with some local business.
- Control. Whoever took the Merchant Prince must be very powerful to get to him through his Knights. Whoever gets him back would, by definition, be more powerful. The Merchant Prince would be grateful for the rescue. So would the Lords of the Bazaar. That would put them in the rescuer's debt, which would give him — or them — a great deal of power in the district.

The Merchant Prince's disappearance is a good example of an excellent plan gone horribly wrong. Denny, the gnome who owns Denny's Deals (location D7), is obsessed with both money and rare items. Transom, the gnome who owns and runs Land of Tonics (location D25), is a greedy

con artist. They are first cousins and know each other well, which is why Transom went to Denny when he first heard the rumor that the Merchant Prince owned a fabulous ruby statue worth a fortune.

The two gnomes quickly became obsessed and listened carefully for more information. They watched the Merchant Prince's house and his movements but could find no indication of this statue. He must have it hidden, they reasoned. So they decided to force him to tell them where it was. Transom had a recipe for a truth serum that would make the Merchant Prince tell them anything they wanted to know. All they had to do was grab him, get him to drink it, ask him about the statue, and take it for themselves. Blinded by his own greed, Denny agreed.

The pair broke into Remedies (location D24) to steal the necessary ingredients. Then they concocted their truth serum and set up the rest of their plan. On the night of the Lords of the Bazaar meeting, Transom paid a trio of street urchins to steal from a merchant and flaunt their theft. They overturned several other stalls while escaping, and this commotion drew the Surveyors from their posts at the Crossing (location D5). It also drew the Merchant Prince and his Knights, since neither they nor the Thieves Guild had authorized the theft.

While everyone was chasing the youngsters, Denny and Transom snuck up on the Merchant Prince. At the right moment Transom distracted the two accompanying Knights and Denny ambushed the Merchant Prince himself, knocking him unconscious. Then the two gnomes dragged their victim back to Denny's Deals, drugged him with the truth serum, and waited for him to wake up.

EVENTS

Unfortunately, Transom's truth serum recipe was as fake as the rest of his potions. Instead of making him tell the truth it wipes out the Merchant Prince's memory.

Denny and Transom panic. They had planned to find out the statue's location, claim it, and then put the Merchant Prince somewhere he'd be found. According to Transom the truth serum would prevent him from remembering what happened. Instead they've got an amnesiac thug on their hands, no money in sight, and his men probably tearing the district apart.

The Merchant Knights get a little worried when the Merchant Prince does not return that night. The next day they start looking for him. They grow more frantic as the day goes on.

Transom convinces Denny that they have to get rid of the Merchant Prince. Denny refuses to kill him — not from squeamishness but because he knows that killing their victim could be a death sentence for them as well. Instead the cousins devise a new plan.

Denny's hired hand Ball runs several errands for them. First he goes to Battered Blades (location D9) and gets his sword sharpened, muttering about the Merchant Prince all the while. Next, Ball sells the Merchant Prince into indentured servitude. Gast (location D15) knows something strange is going on but doesn't recognize the half-elf without his clothes and his swagger. Then Ball sells the Merchant Prince's clothes to Esmerilda (location D8) and his sword to Tighe (who doesn't recognize him from earlier that day). Denny, meanwhile, is wrestling with himself. The Merchant Prince's heavy gold ring, set with a large ruby, is a beautiful piece, and magical besides. But it's too recognizable. Finally he throws it away — it's found by a stranger, who sells it to Tandy (location D31). She eventually gives it to Silas Link to auction off at the Stands (location D11).

The Merchant Knights, desperate, go to the Lords of the Bazaar for help. Now everyone knows the Merchant Prince is missing, and everyone is looking for him.

Denny hires some locals to mind his shop and hides. Transom, however, continues to run his stall.

A noblewoman tries to buy the Merchant Prince from Gast, seeing only a pretty young man she can control.

OUTCOMES

The damage to the Merchant Prince is reversible. Mirielle (see location D24) needs a sample of the truth serum, or the recipe, and then she can create an antidote to restore the Merchant Prince's memory.

If confronted Denny admits his part in all this and swears he didn't mean to hurt the Merchant Prince. He also points out that he stopped Transom from killing the man. Transom, if confronted, denies everything, then hurls several foul-smelling potions (treat the vials as thrown splash weapons and their contents as burnt othur fumes poison, as per the *Dungeon Master's Guide*) at his accusers and tries to run.

If restored, the Merchant Prince is very grateful. He is also amused when he hears the rumor, and displays a small horse statue he recently purchased. The seller claimed it was carved from ruby but it's really garnet and not particularly valuable.

Tighe returns the Merchant Prince's sword, free of charge. Esmerilda returns his clothes as well. Silas will not return the ring, however, unless someone can verify that it belongs to the Merchant Prince.

RAISING THE RENT

The city owns all of the land in the Bazaar District except for the Falden Farm. The various merchants and traders rent space from the city, and even the oldest and steadiest tenants have year-to-year leases which the City Council could revoke at any time. They have no reason to do so, however, since the entire reason they own the land is to make sure all traders and merchants can use it fairly. Several times since the city's formation someone has tried to buy the land from the Council, and more than one aspiring landlord has used threats and force where money and politics failed. But each time the Council has held onto the property.

Lately, however, rumors have begun again, saying that someone has been buying up land in the district and is preparing to tear down all the shops and stalls and homes. The residents have heard these rumors before, of course. This time, however, the City Guardsmen aren't making eye contact and the Lords of the Bazaar seem unusually tense. Could the stories be true? Has someone found a way to take the land away from the Council? If so, the new owner would have total control over the Bazaar, since he or she could set any price on rental spaces, or forbid them entirely.

Why should the PCs get involved?

- Self-preservation. If the characters live and work in the Bazaar, their own livelihood is at risk. As long as the Council owns the land, everyone can rent space at a fair price. If someone else takes control that security vanishes.
- Greed. No one has been able to break the Council's hold on the land. If someone has finally figured out a way, they might be looking for partners. Even a tiny percentage of profits off the rent would be a fortune, and could establish the characters as major figures in the city.
- Loyalty. Even if the characters have no shops of their own and don't live in the Bazaar, they may have friends there. These friends could lose their homes and their businesses if the property changes hands.
- Independence. The Council has refused every offer on the Bazaar's lands, including those from long-standing tenants. If someone is about to buy the property, the Council must be willing to consider counter-offers. This could be the residents' chance to own their own homes and shops and no longer be beholden to anyone.

The City Council still wants to hold onto the district's lands. They do not want to sell them. But they may have no choice, because their own laws may prevent them from interfering.

The rumors are true. Someone is trying to buy the Bazaar lands. Someone clever and unscrupulous. And that someone is: the Faldens (location D36).

More precisely, it is Johann Falden, Hans' eldest son and heir. Hans, like his father before him, was content to work their small farm surrounded by the rest of the Bazaar. But Johann is more ambitious. He wants to expand their lands. He also wants to tear down the more annoying Bazaar businesses and erect more pleasant, less colorful establishments.

When the farmers bought their land beyond the city walls, back when the city was built, they each purchased a set acreage. But each contract contained a clause allowing the farmers to buy more land at the same price, provided that space did not encroach upon another farm. An addendum mentions that unclaimed land can be purchased directly from the city, but that any businesses or tenants already occupying that space must either sell their own claims to the land or agree to quit it before the sale. No one remembered that clause until last month, when Johann was showing the original contracts to his son and noticed the wording.

Since then, Johann has been gathering information and resources. He does not have the money to make these purchases himself, of course, so he recruited a partner: the Merchant Prince (location D16). The Merchant Prince wants respectability more than anything, and becoming a landowner would grant him that status. Between them they recruited a third partner: Denny, from Denny's Deals (location D7). Denny has the money they need, and has blackmail material on half the people in the district. Between them, Johann, Denny, and the Merchant Prince have the brains, the daring, the money, and the legal authority to buy out the entire Bazaar and make it their own.

Johann has been scouting out locations and areas. He has walked through the Marketplace, figuring out which booths he would need to buy to control the entire pavilion.

The Merchant Prince has spoken to the City Guardsmen at the Main Gate. He warned them that certain events might occur soon and that several residents might get upset, but that it was strictly Bazaar business and not to get involved.

The Lords of the Bazaar and the Surveyors are the biggest threats to the plan. To remove the Surveyors, Denny snuck into their barracks (location D17), killed several of them, and set the entire building ablaze. The Lords are next, and Ball has examined the Crossing (location D5) carefully and made certain plans for the next Lords meeting. Johann has been over to the Yard and has quietly hired several ruffians there to carry out any dirty work he might need.

Denny has proof that Silas Link (location D11) committed a major theft years ago —a theft that was never solved, and one that would earn him a one-way ticket to the Humanoid District. He is forcing Silas to close the Stands and move away. Denny also has blackmail on Crain (location D20), and forced him to sell the Stockyards to Marlin, who has already signed them over to Johann.

Johann wants to make sure he has the legal details right, so Denny has contacted a gnome who specializes in law. This other gnome has written back but in ancient gnomish. Denny sends Ball to Harrigon (location D13) to have the scroll translated. Then, realizing it might give away their plans, Denny breaks into Scribner's and steals back the scroll and Harrigon's notes.

Denny and the Merchant Prince agree that Mirielle (location D24) could be either a strong ally or a major threat. She is too honest to be bribed and too pure to have any dark secrets that would make her amenable to blackmail. They try threatening her, but when that fails they decide to kidnap her and hold her until the sales are final. They set up a supposed herb seller as a lure.

Ball is a greedy man and realizes that he might get more for turning Denny in than he will for aiding in this

scheme. He sends word to the Lords of the Bazaar that he might know something important, and says he'll sell them the information. They agree, and he leaves notes about the plan in a red vest at Esmerilda's (location D8). Denny finds out but thinks the vest is at Tandy's (location D31) instead, and steals her entire inventory to be safe.

Since Ball knows firsthand how dangerous Denny can be, he decides to get some protection. He tries to buy a spell-tattoo from Nhalgren (see location D26), but the tattoo artist won't sell him one. The Merchant Prince also speaks to Nhalgren, hoping for his aid, and when Nhalgren refuses the Merchant Knights abduct him.

Meanwhile, Hans Falden finds out what his son is doing and threatens to expose him. To prevent that, Denny seizes Johann's youngest sister Gerta and tells Hans she'll be returned unharmed as long as he doesn't interfere. After his sister's abduction Johann realizes that Denny is dangerous. He speaks to Crezig (location D30) about exchanging deeds for money, in case he needs to either buy Denny out or run for his life.

EVENTS

Johann appears at the next Lords of the Bazaar meeting. He announces his intention to buy all the land in the district, and says that he will buy out shops and stalls at a set price. Harrigon records the details. The City Council objects but Johann shows them the clause. His family has the right to purchase the land at an adjusted version of the rate they paid generations ago, because the land is still held by the city and not by individuals or businesses. Johann has Hans' proxy, stating that he can act on the behalf of their family.

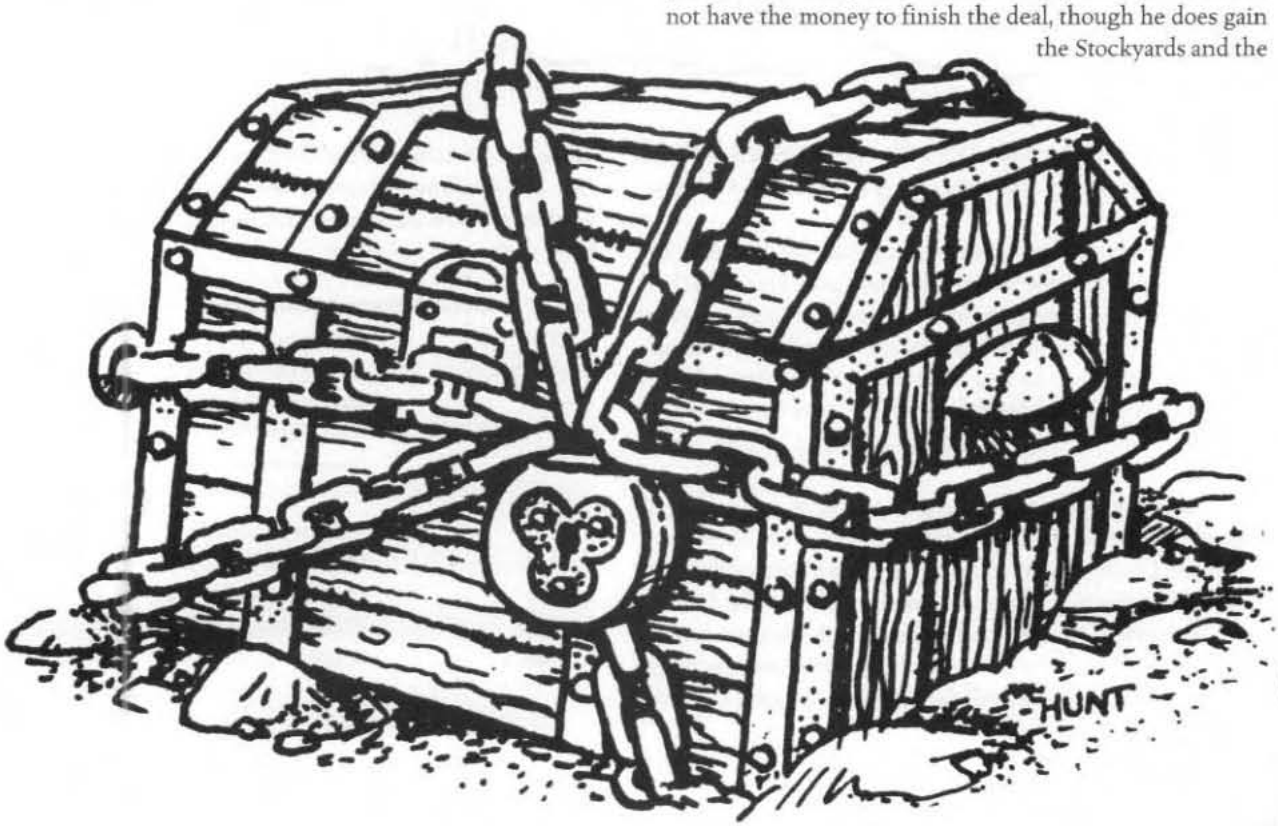
Enough merchants take the initial offer that the Bazaar depopulates overnight. The Lords of the Bazaar have no choice but to advocate selling. Denny, Ball, and the Merchant Prince lean on those who resist... while Ball waits for his chance to turn against Denny.

OUTCOMES

If Nhalgren is rescued he then helps Mirielle and Gerta escape as well. If Mirielle is rescued she tells the characters that Nhalgren and Gerta are also captives. If approached directly, the Merchant Prince admits that he's not sure about this scheme or his partners. He is willing to turn on them if it will help him, even if it just means gaining the Lords' gratitude.

If confronted, Ball reveals that he's working for the Lords of the Bazaar. He will help the characters defeat Denny, particularly if he can do so without implicating himself. If confronted, Johann will bluster and will fall back upon the fact that he is simply exercising his legal rights. Denny, if confronted, will pretend ignorance and then either run (if outmanned) or attack.

If Gerta gets home safely, Hans denounces Johann's actions. Denny wants to kill the old man and Johann refuses. The Merchant Prince fades back to let his two partners fight it out. Provided no one interferes, Denny and Johann wind up fighting over whether to kill Hans. Denny is about to kill Johann when Ball strikes, taking his employer by surprise. With Denny dead the deal falls apart — Johann does not have the money to finish the deal, though he does gain the Stockyards and the





Slaughterhouse (location D21). The City Council debates changing its policy and letting long-time Bazaar residents purchase land.

The Lords of the Bazaar reward Ball for his help by giving him Denny's Deals. The Merchant Prince makes it look as if he were only involved to keep Denny under control. Johann is disciplined by his father but did not do anything illegal so he receives no other punishment.

If the PCs helped foil Johann's plan, they are rewarded with money, favors, jobs, and even shops (if they want them).

If Gerta is still captive, the plan succeeds. Johann buys all of the district land and Denny buys all of the shops and homes. Johann triples the size of Falden Farm, covering the entire district east of the main road. He and Denny set new prices for rent on the rest. The Merchant Prince is given the Marketplace, and full control over security throughout the district. All three of them become Council delegates, switching off as the district's official representative. Ball swallows his resentment and stays loyal. The new landowners reward anyone who helped them accomplish their goals.

Table D.2: Bazaar District Random Encounters

d20	Encounter
1-3	Pickpocket/Thief
4	Merchant Prince
5	Civic Guard Patrol
6-7	Surveyor Patrol
8-11	Shoppers
12	Indentured Servant
13-14	Messenger
15-16	Craftsman/Tradesman
17-18	Bazaar merchant
19-20	Beggar

MAP SECTION E: NOBLES DISTRICT

OVERVIEW

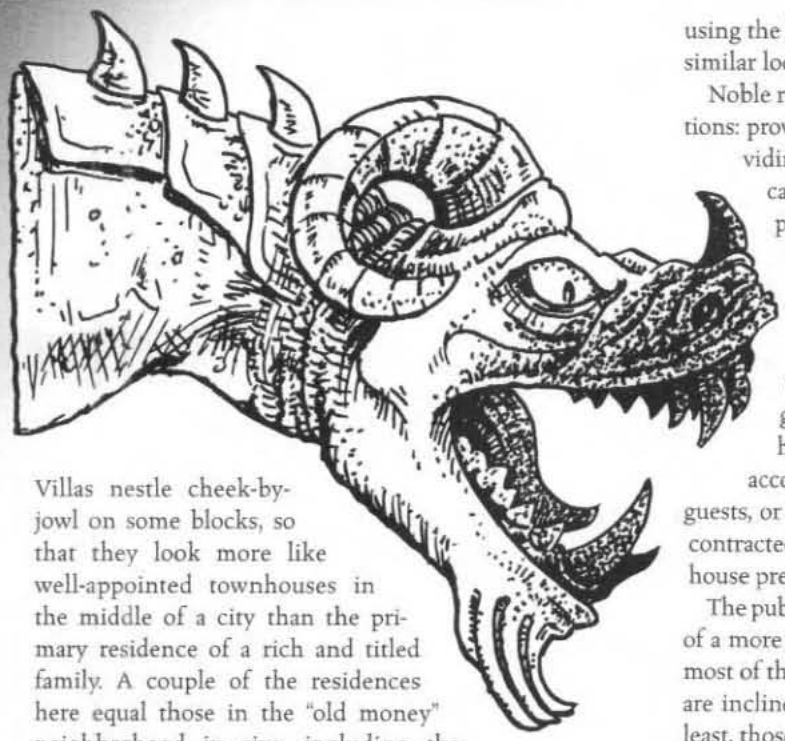
When the Council first decided to reward its most distinguished citizens with noble titles and grants of material wealth, it also set aside a swath of land just north of the Government District as an exclusive residential area where this new aristocracy would live. Tucked away in a quiet corner of the city, far from the bustle of the Docks and the Travelers District (and nestled against the sector of the city walls least likely to be attacked), they could enjoy their officially sanctioned reward in tranquility. Not every noble family dwells in this district, but those who don't still come here for parties, celebrations, and political meetings. It holds the highest concentration of aristocracy anywhere in the city, and any commoner who appears here is either a servant or a trespassing vagrant.

To add to the ambience, the city gave the area large patches of green space and dotted it with artificial ponds of varying size. These features give the Nobles District a scenic aspect, while simultaneously affording its residents more privacy than they could find elsewhere in the city. (However, at least one of the ponds is also the focus of mysterious rumors of an aquatic monster that somehow got in and now haunts its murky waters; see location E10 for more details).

The heart of the Nobles District, stretching from the city wall to the west, to the Hall of Heralds (location E17) and the Statue of the Three Worthies (location E18) to the east, is known informally as its "old money" neighborhood. The oldest and largest of the city's aristocratic residences— full-blown mansions, most of them — are located here. But not everyone who lives here comes from a venerable bloodline; some of the mansions once belonged to nobles who died without leaving an heir, leaving the house to be sold to a newly-created aristocrat, or to a noble clan of newer vintage looking to improve their accommodations. Most of the lots in this neighborhood include generous allotments of land besides the house, and their residents use this open space for gardens, for copses of trees that provide a woodsy retreat in the heart of the city, or grassy lawns that accommodate recreational riding or other such sport. However, there is no architectural conformity in terms of the district's visual style: all were built according to the whims and tastes of their original owners. The only common thread that holds them together is that one cannot find more luxurious or imposing residences anywhere else in the city.

Just south of the "old money" section of the district is the "new money" neighborhood, where more recent additions to the aristocracy have put down their stakes. With open land in the Nobles District beginning to run out, the lots here are much smaller than in the neighborhood to the north.





Villas nestle cheek-by-jowl on some blocks, so that they look more like well-appointed townhouses in the middle of a city than the primary residence of a rich and titled family. A couple of the residences here equal those in the "old money" neighborhood in size, including the Rotburn-Sievers House (see location E15), but they are outstanding exceptions. Naturally, the addresses from this part of the district have a bit less prestige attached to them than those just to the north.

Smaller residences and businesses that cater to the aristocracy dot the area east of the Statue of the Three Worthies. Here, the Nobles District begins to bleed over into the Guards District, but the wealth and tastes of the nobility still weigh heavily on those who live and work here. The houses belong to government officials and well-off commoners who are keenly interested in climbing the city's social ladder. The shops mostly sell luxury goods or provide services that are relatively expensive because of their thoroughness, quality or special appeal to the aristocracy. One of the most notable establishments is the nightclub known as the Ruby Barge (location E20), which admits members and their guests only, and allows no one to join who does not have an official noble rank.

A GUIDE TO NOBLES' RESIDENCES

This chapter samples the city's aristocratic class by describing twelve different noble families and the houses in which they live. Obviously, these houses are quite unlike the smaller, less ostentatious residences found elsewhere in the city. This is especially true of the mansions in the "old money" neighborhood. It would be laborious and not terribly useful to describe them all room-by-room. Each house is large enough so that there are rather a lot of them; some of them perform redundant functions; and some of them are used very little or not at all. Not everything that happens in every room of a house that large will be interesting. Instead, here are some general rules to keep in mind about how the city's nobles live when using the location descriptions in this chapter, or creating similar locations for your own campaign.

Noble residences are organized around three basic functions: providing private living quarters for the family; providing space that is more public, in which the family can entertain guests or entertain themselves; and providing living space for the servants and storage space for household goods. Rooms devoted to the first function are mostly bedrooms, along with an occasional private study, library or sitting room. In multi-story houses, they occupy the top floor or floors. Noble residences are generally large enough so that they may very well have more bedrooms than family members to accommodate, so that they have plenty of space for guests, or for future generations. Many families have also contracted in size, so that some rooms that were needed to house previous generations are not needed now.

The public rooms are similar in function to the living area of a more ordinary home. Family members tend to spend most of their waking hours here, doing whatever it is they are inclined to do. Mementos and relics of the family (at least, those they care to display) are set out in these rooms. They also entertain guests here, and noble families tend to do a lot of entertaining. Not only do they pass the time with fellow members of their class (whether out of a sense of genuine friendship, or simply to keep up appearances), but strangers seeking charity or backing for business proposals also come calling. The larger residences have a great hall, a long room with a high ceiling, ostentatiously decorated with the clan's most impressive relics— arms, armor and other expensive items that belonged to illustrious ancestors, sculpted busts, portraits, tapestries and the like. The dining area is also likely to be relatively large, so that it can accommodate guests without a problem.

More service-oriented rooms tend to cluster toward the back of the ground floor. They are less glamorous, and therefore kept largely out of public view. Servants live on the premises (since their employers' needs or potential needs don't shut off at a certain time of day), in modest rooms that are, nonetheless, much cleaner and more comfortable than what one would find in the poor parts of the city. You can also assume that every house has a large kitchen and spacious pantry, and a modest wine cellar is by no means out of the question.

The household staff should vary according to the size of the family it has to serve and the house it has to care for. The larger the family and/or house, the more servants are needed. As a general rule, each adult family member should have a personal servant — a valet for the men, a maid for the women — who also attends to household chores when there is nothing else to do. These are generally the senior members of the household staff, and they have the right to order around the others. These other servants include housemaids for cleaning and laundry duty, footmen to greet and announce guests (as well as attend

to menial chores), at least one cook, and scullery maids for scrubbing up after meals. The racial make-up of the city's household servants should vary according to population. While most dwarves and elves who enter domestic service do so in their home districts, it's not unknown for them to serve human nobles, especially if they are outcasts. Halflings, half-elves and other intelligent races that are not incompatible with civilized life may also be present.

A final note on noble villas: you may find the list of treasure for noble residences to be rather vague compared to other locations. Because very wealthy families live in these houses, you may assume that there are a lot of items here that have at least some measurable value. For that reason, however, listing every item in detail would prove painstaking and redundant for all concerned. So we focus instead on the most significant items: the family cash hoard, truly unusual personal possessions, and powerful magic items. You may assume that the ladies of any given house (and many men, as well) will have jewelry above and beyond what they wear on their person at any given time. Individual family members will have a little pocket money in their bedrooms or on their persons. Servants will have modest savings tucked away in their quarters. Finally, you may also assume that these households are wealthy enough to have on hand a modest supply of magical curatives, such as *Keoghtom's ointment*, *cure light wounds* potions, *cure disease* potions, and the like.

LOCATIONS

E1. WESTWARD TOWER

This circular stone tower rises 30 feet above the top of the city walls. It is lightly manned, as a general rule, and serves mainly as a point from which to observe seaward approaches to the city. The first two floors of the tower contain barracks for 100 soldiers plus their officers, as well as a small armory. Each floor above that is dotted with firing slits for archers, with a parapet running around the inside of the tower providing footing and a walkway. From the roof of the second floor, a staircase winds around the inside of the tower, connecting the barracks area with each parapet and, finally, the roof of the tower. A stone rampart rings the top of the tower, and there is a large brazier here for lighting signal fires.

The Westward Tower, like the stretch of wall on either side of it, is not a high priority when it comes to maintenance and repairs so its stones show a few chips and stains compared to other sections of the city wall. Its interior and exterior have a rugged feel. Nonetheless, it is still entirely serviceable for military purposes.

RESIDENTS

The Westward Tower is something of an afterthought these days. It is lightly garrisoned and the Wall Guard widely regard it as soft duty. No one in high command seriously expects an attack to come from that side of the wall, as it looks out over the sea. Any threat that comes from that direction is the Navy's responsibility, and there's a good chance that their patrols will learn of it, whatever it is, before the lookouts here can spot it. As a result, there are no siege engines here; Navy warships will provide all of the catapults needed to defend the city from this direction.

Even so, the Wall Guard insists that the Westward Tower is an important observation post for city defenses. They don't want to cede too much importance to the Navy, and so they maintain a garrison of 50 soldiers here, half of whom are on duty at any given time. Captain Vard Ternhelm, a dwarf, commands the garrison. He plans on retiring from Guard service soon, after a largely undistinguished career, and this posting was given to him as quiet assignment that would ease him into civilian life. His second-in-command is an elf, Lieutenant Elessa Sleet; she has boundless ambition and doesn't much like being posted to a backwater, but she accepts it as a necessary first step in her career. She would like nothing more than to prove herself by leading her soldiers in a fight, and she often finds herself dreaming of scenarios that would give her that opportunity here, however unlikely they may be.

Of the rank and file, all of them are equipped with longbows and longswords, and most of them are elves. Most of them are also inexperienced; the post makes an excellent place where they can get used routine life in the Wall Guard. There is also a Cadre Wizard (see location F8) on duty here at all times, to maintain the beacon fire, use ranged spells on the enemy and illuminate targets at night. In a genuine crisis, more wizards would augment the garrison, but in peacetime one per shift is plenty.

At any given interval, eight of the soldiers will man the ramparts on top of the tower, watching out over the sea, scanning the horizon for signs of activity. Fifteen stand ready by archery slits, while the remaining two are posted as sentries at the tower entrance. It's not very exciting, but it's their duty. The officers may be anywhere, inspecting the soldiers at their posts, on the roof sharing in observation duty, or attending to administrative chores in their rooms in the barracks. Off-duty soldiers can be found lounging in the barracks, or at the Drunken Fletcher tavern (see location E2).

Captain Vard Ternhelm: Dwarf Ftr9.

Lieutenant Elessa Sleet: Elf Ftr4/Sor3.

Wizard: Wiz6.

Wall Guardsmen (100): Ftr1-7.

Captain Ternhelm keeps 500 sp in his locker. None of the soldiers or wizards have any personal possessions of note. The Guardsmen here carry standard Wall Guard arms and armor: longsword, longbow or crossbow as their primary weapon, and chainmail armor augmented by a small steel shield. Captain Ternhelm carries a *+1 battleaxe*, a masterwork heavy crossbow and a *+1 small steel shield*, and wears a suit of *+1 mithral chainmail*. Lieutenant Sleet carries a *+1 longbow*, a masterwork longsword and wears a suit of *elven chain*. She also wears an amulet around her neck— a lapis lazuli set in silver, worth 75 gp. This is a family heirloom.

There are no magic or masterwork weapons in the armory. In fact, it is only half-full, mostly with arrows and replacement bowstrings.

ACTVITY

Unless you belong to the City Guard or have an official pass, the sentries will not let you into the tower. This may be a quiet post, but orders are orders. If you can convince them to let you speak to an officer, there is a chance that Captain Ternhelm will let you in (providing you are not obviously a menace), as he is past caring about very much. Lieutenant Sleet is a different matter. She still has a career to worry about, and she will not take kindly to anyone who tries to con their way past her.

If attacked, the sentries will cry out an alarm. This will raise the entire garrison (except for those soldiers at the Drunken Fletcher). All but two soldiers will leave the roof and rush to meet the attackers, and anyone in the barracks will don their arms and armor as quickly as possible.

HOOKS

- Lieutenant Sleet is convinced that smugglers are landing at night on the beach due west of the tower. Captain Ternhelm will not authorize her to take a patrol to investigate, however. So she wants to hire the PCs to spy on the beach for her and raise an alarm if they see anything.

E2. THE DRUNKEN FLETCHER

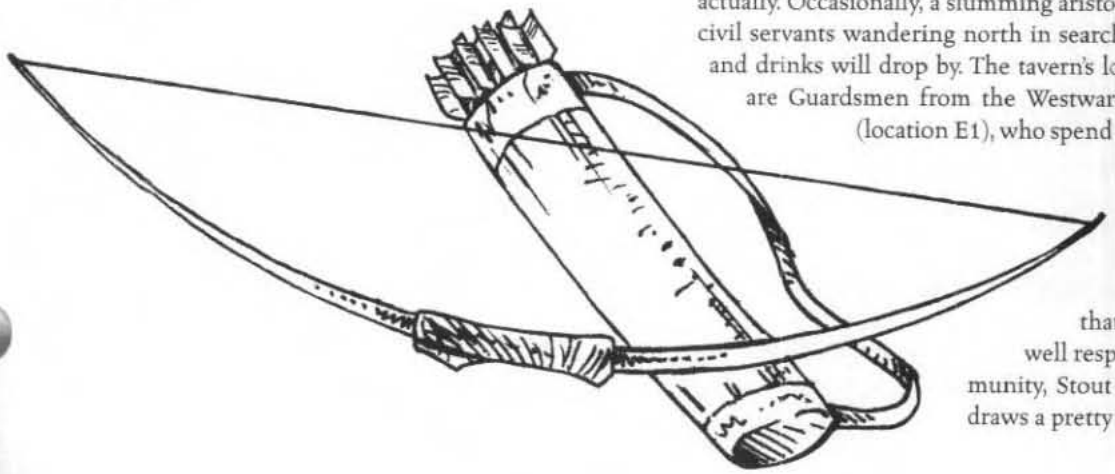
The Drunken Fletcher is located directly opposite the entrance to the Westward Tower. With the Government District directly to the south and the "new money" neighborhood of the Nobles District nearby northeast, it looks very much out of place with its surroundings. It is laid out much like any other small tavern: its largest room is the common area, where guests are served. There is a bar at the rear of the common area, and a few back rooms for food preparation, storage and office space. The innkeeper and his family live upstairs in a modest suite of rooms. The building could use some spackling and a new coat of paint, and the colors on the sign are fading.

This small, run-down tavern has seen better days. Its shabby appearance makes it an anomaly in the high-toned Nobles District, but it hangs on somehow and what customers it draws are an eclectic and occasionally surprising lot. The proprietor, Stout Fletcher, will try almost anything to generate interest in his establishment. Currently, he is paying an aging wrestler to hang out and allow patrons to take him on in hopes of winning free food and drink.

RESIDENTS

Halfling Stout Fletcher owns and runs the Drunken Fletcher, which his great-grandfather founded. The name is a bit of a pun, since the sign does indeed depict a drunken maker of arrows, but Fletcher has also been the family name of every single tavern owner. Stout's ancestor picked this location hoping to attract customers from the nearby Government District as well as the Nobles District, but this obscure corner of the city was simply too out of the way to draw much traffic.

As a consequence, the generations of Fletchers who followed have hung onto the business by their fingernails. But just because it's struggling and run-down doesn't mean that the Drunken Fletcher draws a bad crowd. Far from it, actually. Occasionally, a slumming aristocrat or a bunch of civil servants wandering north in search of a cheap meal and drinks will drop by. The tavern's lowliest customers are Guardsmen from the Westward Tower garrison (location E1), who spend many of their off-duty hours here because their posting is just too dull. Considering that Guardsmen are well respected in the community, Stout Fletcher actually draws a pretty classy crowd.



There just aren't enough of them to make him a prosperous halfling. Stout's latest stunt to draw in more customers is to employ an aging wrestler, a dwarf named Gern Hartgeld, to take on all guests with the promise that if the challenger can beat Gern, the house will cover his tab (up to a reasonable limit, of course). If he loses, however, he must buy a round of drinks for all of the patrons present. So far, he hasn't had much trouble handling the upper class fops and green elven soldiers who hang out here. Gern also doubles as the bouncer, though his services in that regard are rarely needed. He comes cheap as well; Stout gives him room and board and an occasional mug of ale, which suits him just fine.

Stout himself tends bar. His wife Daisy cooks and makes sure the pantry is always well stocked, and their daughter Edwina works as the serving wench.

Stout and Daisy Fletcher: Halfling Com5.

Gern Hartgeld: Dwarf War6/Exp2.

Edwina Fletcher: Halfling Com1.

Because the Drunken Fletcher is such a marginal business, Stout Fletcher doesn't have much coin on hand. He keeps a locked chest in one the back rooms (successful DC 20 Open Lock check to pick) containing 100 gp and 1,500 sp.

ACTIVITY

Gern sits by himself at a small table in the middle of the common area. The other tables are arranged so that his has a little separation from its neighbors, making it stand out. Gern generally minds his own business until someone challenges him. He will full-on grapple with his opponent or just arm wrestle, according to the challenger's choice (it's all the same to him; he's confident of winning either way).

In the latter case, resolve the match as a simple opposed Strength test. However, keep in mind that Gern, a wily fellow who has been around, knows various methods of cheating and will not hesitate to use them in a pinch. The DM should feel free to give him a +4 competence bonus when resolving the test. However, allow Gern's opponent a DC 20 Spot test to notice his cheating. Anyone within 5 feet may also make a DC 25 Spot test to notice.

If the challenger wishes to full-on wrestle, he must strip off any weapons and armor on his person. Stout will come out from behind the bar and clear away some tables so that there is a 10 x 10 foot space for the bout. Gern and the challenger will wrestle until one of them submits. Resolve this as unarmed combat between the two, dealing nonlethal damage. Every time Gern scores a hit (that is, catches his opponent in a hold), the challenger must make a Will save (DC 10 + the number of times Gern has already hit him). If he fails, he submits and loses the match. If he is staggered or rendered unconscious, he also loses the match. Gern will not submit until he has accumulated nonlethal damage equal to 75% of his total hit points. He also knows how to cheat at wrestling. At the DM's discretion, he may gain a +4 competence bonus to his attack roll. Each time he does so, however, there is the chance that he will be spotted; use the same checks as when he cheats at arm wrestling.

If the challenger is detected cheating (by whatever means the PC may choose), Stout declares that the challenger automatically loses the match.

HOOKS

- A soldier from the Westward Tower (see location E1) garrison is an immigrant from a foreign land. Stuck in a dull job on the edge of the city, he is bored and homesick and wishes to desert. He would never speak of this inside the tower, of course, but he might open himself to strangers in the Drunken Fletcher (such as the PCs) who look like they might be able to smuggle him out of the city.

E3. TORKAY MANOR (HOARLEG FAMILY)

Torkay Manor was built in a period when rustic fashion (or rather, an imitation of rustic fashion using better and more expensive materials) was all the rage in fashion and visual arts, as well as architecture. The Torkays wanted a simple, rectangular layout, a facade painted white and stained earth-brown, and a roof covered with shingles patched with straw (to make it look like thatch without having the actual disadvantages of a thatch roof). By the time the Hoarlegs bought it, it was an architectural curiosity regarded by other nobles with bemusement. But Sir Lothar Hoarleg overlooked the kitsch and ignored the stylistic irony. The house reminded him of the country gentry that he had known from living in outlying lands, and it lay right here in the Nobles District. Thus, it reminded him of importance and respectability. Otherwise, the house is not terribly exceptional for the neighborhood. It has small public rooms and servants' quarters downstairs. The entire second floor is the family's private apartment complex.

Torkay Manor houses the children of the late Sir Lothar Hoarleg, a halfling who was ennobled for service to the city.

RESIDENTS

Sir Lothar Hoarleg was not native to the city, but before he became one of its nobles, his thoughts often went there, drawn both by the reverence for the Spire that he shared with his fellow halflings, and also by sheer fascination with its glamour and wealth. Until events thrust great-

ness upon him, he was just a miller and grain trader in an outlying land, although a singularly ambitious one. When the worst drought that anyone had known for generations hit the region and rumors of impending food rationing circulated through the city, Lothar saw his chance. Marshaling all of the grain that he could find for leagues around, he arrived at the Main Gate one day at the head of an immense caravan laden with foodstuffs. His timing was fortuitous, as the Council was indeed set to debate a strict food ration measure, and had put the City Guard on alert in case of rioting.

Quite naturally, the entire city hailed Lothar Hoarleg as a hero. He turned a once-in-a-lifetime profit for his efforts, but the Council also offered him a noble title in gratitude. They didn't have to offer it twice. Now Sir Lothar, Hoarleg bought a villa in the Nobles District and moved his family to the city. For the remainder of his life, he reveled in his aristocratic surroundings, as well as the popular goodwill that seemed forever draped around him. Five years ago, just before his death, he sold what remained of his milling business so that his son Rafe and daughter Miranda might more fully enjoy the fruits of status that he had spent his adult life acquiring.

As they sorted through their father's papers, however, Sir Rafe and Lady Miranda discovered that Lothar wasn't quite the selfless rescuer depicted in his popular reputation. In fact, he had spent much of his pre-noble career mastering the art of manipulating the grain market, hoarding and then selling what he had when supply was short and prices were high. And although the drought that hit the city and the surrounding lands was indeed unusually severe, Lothar admitted in his private papers that he had aggravated the threat of famine by discreetly buying up crops and then withholding the grain from sale until the crisis became all but unbearable.

Since this discovery, the Hoarleg heirs have disagreed about what to do with their father's papers. Although both of them are deeply disillusioned with him, Sir Rafe favors keeping the family secret hidden. Legally speaking, he inherits his father's title, and he fears that the Council will strip the family of their noble status if the truth became public. He also worries that public opinion will turn on him more sharply than on his sister for the same reason. Lady Miranda is at least as adamant that the family come clean, as nothing could be worse than keeping a shameful secret for the rest of one's life. Their relationship has deteriorated over the matter, but Miranda has so far been reluctant to act without her brother's consent.

Sir Rafe and Lady Miranda are all that remain of the Hoarleg family; their father was a widower long before he passed away, and neither of them have yet married. They share Torkay Manor with their household staff: Sir Rafe's valet (formerly his father's), Lady Miranda's maid, two other housemaids, two footmen, a cook and a scullery maid. Both Hoarlegs spend most of their time here, as there is no longer a Hoarleg family business for them to attend to. However, their strained relationship has caused Sir Rafe and Lady Miranda to divide the house's private quarters between them, with each sibling more or less staking out his or her own territory.

Sir Rafe and Lady Miranda Hoarleg: Halfling Ari4.

Maid, Valet: Com3.

Other Servants (6): Com1.

Sir Lothar left his children a sum of coin befitting a noble family of middling fortune. Sir Rafe and Lady Miranda split it evenly between them, and presently they each keep 5,000 gp in a series of banks. The interest gained on their investments is more than enough to support their lifestyle. Sir Rafe has only a couple of personal items of notable value: a signet ring made of gold and inlaid with platinum (market value 500 gp) that his father had forged to celebrate his elevation to nobility, and a *stone of good luck*, which he also inherited from Sir Lothar. Lady Miranda has a variety of jewelry items worth 2.500 gp altogether that she inherited from her mother, and also an *amulet of natural armor +3*. She had the latter item made up for herself shortly after her falling out with her brother.

Sir Lothar also left behind some memorabilia and bits of this and that that have never been claimed by either of his children. As a result, they just seem to belong to the house now. Most noteworthy among these is a *+2 flaming burst bastard sword* that he had forged shortly after he was elevated to nobility. Sir Lothar had no practical purpose for it since he lacked any sort of combat training or experience and, as a halfling, he was too small to ever use it effectively. It was a vanity for him: a mere imitation of the arms and armor he had seen displayed at other noble houses. It now gathers dust in the great hall, in the grip of a human-sized suit of full plate armor mounted on a stand.

ACTIVITY

Visitors to Torkay Manor will not have much trouble getting to see one Hoarleg or the other — both lead lives of aristocratic ease and often have nothing more pressing to do — but they will not likely get to see both Hoarlegs at once. Such is the strained nature of the relationship these days. Both are distracted by the disagreements between them, and their response to other people's problems are likely to appear distant and vaguely uninterested. However, any hint that a visitor could be used to help resolve the disputes tearing apart the Hoarlegs will immediately seize their interest, as will any hint that perhaps, the family secret has gotten out without their knowing.

In case of an attack on the household, no one will put up much of a fight. Neither Hoarleg has any fighting experience. One of the servants may think to grab the +2 *flaming burst bastard sword* from the great hall and fight back with it, but that's about it.

HOOKS

- Relations between the Hoarleg heirs have deteriorated to the point where the unthinkable has become possible. Sir Rafe trembles with anxiety that his sister will reveal the truth about their father and ruin the family. He dares not harm her himself, but he hires the PCs to remove her as a worry.
- Conversely, Lady Miranda fears that her brother is crumbling under the weight of the family secret and may take their disagreement to unthinkable depths. She hires the PCs as bodyguards to protect her and/or investigate her brother's intentions.
- A possible threat from outside the family has brought the Hoarleg heirs together, though without erasing their differences. A vague, mysterious note left at their front door threatens that things now secret will become public unless the Hoarlegs pony up to the author. Sir Rafe and Lady Miranda hire the PCs to find out the identity of the blackmailer and how much he knows.

E4. VALKENBANE MANOR (VALKENBANE FAMILY)

Valkenbane Manor, also known as "The Castle" or "Castle Valkenbane" because of its size and forbidding aspect, sprawls across a plot of land that is large even by the standards of the Nobles District. It has only one story and organizes itself into a public area, a servants' wing and the private wing for the family itself. There are 24 rooms in all. The main house is nonetheless an imposing affair, with tall ceilings and a high roof ringed by ramparts.

The manor grounds also feature a large historical museum, about half the size of the main house, devoted to the war against the humanoids and, by-the-by, the dynastic greatness of the Valkenbanes. It sits apart from the main house, as do unused stables. Architecturally, the museum is a jumble, as successive generations of Valkenbanes have added on to it bit by bit, whether out of need for more space or for exercise of the ego. A high, sturdy wall interposes between the museum and the main house, to keep the general public at bay.

RESIDENTS

The Valkenbanes are one of the most venerable of the noble families, and although the design and sheer size of their home strikes some citizens (even some of their fellow nobles) as arrogant, no one has ever denied their claim to fame. They trace their history to the days of the humanoid invasion and the uneasy end to that terrible war. At that time, Magnus Valkenbane was a powerful wizard who served as the headmaster of the Veritan Arcane Academy (location K2). Magnus was a scholar by profession, but also a ferocious patriot, and during the siege he left his academic duties and went to the city walls on his own initiative, striking down as many of the enemy with his spells as he could before he gave in to exhaustion. The City Guard commanders were grateful for his help, but also viewed him as a bit of a freelancer, and therefore potentially dangerous to his own side.

Magnus' moment came after the siege had settled into a lengthy occupation. It was he who went before the Council with a plan to starve the enemy out by casting an enormous *wall of force* immediately to the north of their position; he who gathered his colleagues together to implement the plan; and he who led them in the casting. Overnight, Magnus Valkenbane went from being perceived as a well-meaning, but off-kilter zealot to a genuine hero of the city, every bit as much as the dashing Guard officer Zerkis Lione (see location E7). The Council promptly granted him a hereditary title, a plot of land in the "old money" neighborhood of the Nobles District, and an annuity of 5,000 gp.



The Valkenbane family line has continued unbroken since the days of Sir Magnus. His descendants have followed in his footsteps in one way or the other; by family tradition, the heir to the title has always either studied arcane magic or served in the Wall Guard (or even done one and then the other). Beginning with his great-grandson Sir Artis Valkenbane, the family added the large war museum to the manor grounds. The museum used family artifacts as the core of its collection at first, but since then they have added bits and pieces of historical value wherever they could, be they military, political or cultural in nature. Glorification of the Valkenbane family has always been the subtext of the museum's mission, however.

Over the generations, the Valkenbanes have acquired a complicated reputation that draws admiration from many, resentment and even fear from others and from some, both at the same time. On the one hand, they are stout patriots, and many a Valkenbane has set aside aristocratic leisure to serve and defend the city. No one denies them that. But on the other hand, they have a reputation as fire breathers, at times overly theatrical in their professed devotion to the city— and rather too full of themselves to boot.

A related part of their family character is their general loathing of humanoids, an attitude so constant throughout the generations that it seems part of their genetic inheritance. Sir Magnus seethed with hatred for them and how they had despoiled his beloved city. Since then, various Valkenbanes have been known to toss off alarming (though sometimes entertaining) diatribes against the humanoids, sometimes in front of the Council, and sometimes advocating their literal extermination. The clan is therefore troubling to those who would rather live with the humanoid presence than entertain the unrealistic prospect of getting rid of them altogether.

Lady Trina Valkenbane, the current head of the family, follows tradition by serving in the Wall Guard — specifically, she holds the rank of captain and commands the sub-garrison at the northern end of the Monsters' Gate (see Location B1). Captain Valkenbane — she will tear through anyone who calls her by her noble title while she is on duty — is a professional soldier through and through. Barely five feet tall (though sturdily built), she has nonetheless been known to stare down rabid gnolls almost twice her height. She prides herself in running the tightest company in the Wall Guard. And she has little sentimental regard for the humanoids who pass by her watch every day, tolerating no nonsense from them — although in that, her martial virtue may be the cause more than her Valkenbane blood.



Lady Trina hardly cuts a typical profile for a noblewoman of the city, but her husband, Sir Cairns Wentner-Valkenbane, is less eccentric. A younger son of another of the city's ancient noble families, Sir Cairns devotes himself to managing the Valkenbane museum. He and Lady Trina have a young son, Alexander, who will someday inherit the Valkenbane title and fortune, but their marriage is strained. It was an arranged match in the first place, driven by the Valkenbanes' need to continue the family line and the Wentners' need to find a suitable station for a son who would not inherit the family title. Having produced the required heir, Lady Trina now prefers the company of other soldiers to life at home. Sir Cairns, a timid and unassuming fellow by nature, has raised the subject of Trina retiring from the City Guard on account of the risk to her person. He also believes that she should devote more of herself to her family. But he does not argue these points very forcefully or for very long. It is fair to say that he is lonely, but as of yet he has not taken up interests outside of his marriage.

Lady Trina spends little time at home. She devotes much of her off-duty hours to drinking with her fellow officers in the Guards District, or simply gazing at the fires burning in the Humanoid District from the ramparts above her post. In truth, Valkenbane Manor feels empty without her, but Sir Cairns spends practically all of his time in either the museum or the main house. Young Alexander is always present as well, tended to by his nanny and at least one of four live-in tutors that the family employs to educate him. The household staff is headed by Sir Cairns' valet and Lady Trina's maid (the latter having very tle to do, as a general rule), and also consists of two footmen, two housemaids, two cooks and a scullery maid. In addition, the museum employs a staff of six workmen to keep the exhibits dusted and to move things around. In general, it is a small staff for such a large house, but it is also a small family that currently inhabits it.

Lady Trina Valkenbane: Ftr7/Ari2.

Sir Cairns Wentner-Valkenbane: Ari3.

Valet: Com5.

Maid, Nanny: Com3.

Tutors (4): Exp4.

Other Servants and Museum Staff (13): Com2.

The Valkenbanes keep 20,000 gp in a nondescript room in the family apartments. The door of this treasure chamber is guarded by a *greater blast glyph of warding*. The blast is electrical and causes 10d8 damage (Reflex save for half damage, as usual). The glyph yields only when the Valkenbane signet ring is pressed to it. Lady Trina possesses the ring, but generally leaves it with Sir Cairns when she is on duty with the City Guard.

Apart from the signet ring, the most important of the family's personal items are Lady Trina's arms and armor, all heirlooms of her family that were commissioned for his own use by General Odo Valkenberg, the first of Sir Magnus' descendants to attain high rank in the City Guard. There is a *Sun Blade*, a suit of *+1 full plate* and a *+1 bashing heavy steel shield*. Lady Trina doesn't typically carry that last item on the job, however, as her duties on a usual day involve administration and supervision more than actual fighting. She doesn't have any jewelry of note.

Sir Cairns doesn't have any valuable jewelry, either. But he does wear an *amulet of health +2* on a gold chain (add 30 gp to its market value) and he keeps a *helm of comprehend languages and read magic* in his office at the museum. Young Alexander also has a notable personal item, an *amulet of natural armor +3* that he wears on a child-sized chain around his neck.

The family museum contains items that are more noteworthy for their historical significance than their monetary or practical value. There are arms and armor that are, at best, masterwork or of slight magical power; uniforms and banners; and some commemorative art objects relating to the war against the humanoids. There is, however, a very valuable item associated with Sir Magnus here — a *rod of lordly might* that he carried with him during the siege. It is kept in a glass display case guarded by a *greater spell glyph of warding (flesh to stone)* keyed to the Valkenbane signet ring, like the *glyph* guarding the family coin hoard.

ACTIVITY

With the lady of the house so often away and the gentleman of the house spending much of his time puttering in the family museum, visitors to the Castle will usually be left hat in hand. Neither Valkenbane spouse is terribly used to taking callers, and on the rare occasions when one of them is available, he or she will be short with them.

In case of hostile action against the household, one of the servants will be sure to spirit Alexander to safety, but the rest will not put up much of a fight. Sir Cairns is not a fighter, either, and has never handled a sword except as a museum piece. If Lady Trina happens to be home, of course, that is another matter altogether. She will send one of the servants to fetch the City Guard, while she tries to rally anyone in sight to fight with her for the House of Valkenbane.

HOOKS

- Because of their prominence and their habitual fire-breathing on the humanoids issue, Valkenbanes are, from time to time, the target of assassination plots. Sir Cairns fears that there is substance to a crop of rumors currently floating about. Despite his wife's scoffing at the idea, he hires the PCs as private bodyguards for her. Alternately, he fears for the life of their son and wishes to hire bodyguards for him.

E5. CASTARWOOD MANOR (SIR XAVIER DUDGEON)

Castarwood Manor is an L-shaped building organized along the lines of a typical noble residence. The long side of the "L" contains the public rooms; at the cap of the "L," the great hall, where the original owners did their most ambitious entertaining, sits perpendicular to the axis. The short side of the "L" contains the servants' quarters, pantry and other storage areas. A second floor built above the public rooms contains the family's private apartments.

Castarwood Manor was recently vacated by the family that had built it, and it is now home to a wealthy, but enigmatic newcomer to the aristocracy, Sir Xavier Dudgeon. Its only unusual feature is, nonetheless, very much a unique piece of engineering. It is an addition made by Sir Xavier shortly after he moved in. An escape tunnel runs under the house, beginning under a closet on the ground floor and emerging from underground in a copse of trees outside the city walls to the west. It is accessible from the house by a hidden trap door (successful DC 20 Spot check to notice). Only Sir Xavier and his trusted valet Bayles know of its existence. He obviously fears some kind of attack against his person, and wants a secret route out of the house as a safety valve.

RESIDENTS

In spite of his noble status and the generous deeds done on the city's behalf that gained him his title, Sir Xavier Dudgeon remains a mysterious figure. Without a doubt, he is wealthy. He gained his current notoriety ten years ago, when he began donating considerable sums of money for high-profile public improvement projects, such as the most recent refurbishing of the city walls. No one knew how he had acquired all that wealth, and Dudgeon himself was purposefully vague on that point. But faced with his insistent generosity, the Council felt that it had no choice but to grant him a noble title (and the entree into aristocratic society that came with it).

Dudgeon promptly purchased Castarwood Manor, a villa in the Nobles District that went on the market when Sir Lucius Castarwood died without an heir. He has lived there ever since. But despite his title and fancy address, no one among the city's upper class feels truly comfortable around him. His claim to nobility rests solely on his generosity, which flows from his personal wealth, but since no one knows exactly where that wealth comes from, it makes his status somewhat distressing. The most flattering rumor that circulates about him is that he was born to a noble family in a far-off land, and that he hides his foreign origins out of embarrassment. Other rumors hold that he was once a highly successful mercenary captain, or that his fortune comes from smuggling, piracy and brigandage. There are even murmurs that he was once a slave-trader, or a highly-paid assassin.

His lifestyle also suggests that he has something to hide. Sir Xavier enjoys making the rounds of upper class soirees, and his combination of wealth, charm and rugged good looks makes him one of the city's most eligible bachelors. But apart from that, he guards his privacy well. He has he never been definitively linked to any romantic liaisons, and the fact that he lives alone in a well-guarded villa generates considerable suspicion. Unique among the city's aristocratic households, his entire domestic staff is male, and all are trained fighters. In fact, they go about armed in the course of their duties, startling visitors with clumsily hidden battleaxes or swords by their sides. Whenever Sir Xavier notices his guests are startled by this fact, he passes it off with a light assertion about how one can never be too careful, and doesn't his esteemed visitor also have household staff who can protect him?

Sir Xavier lives alone and employs a staff of fourteen men, all of whom live at Castarwood Manor full-time. His valet, Bayles, supervises them. There are four footmen, who attend to housecleaning as well as greeting guests, and a cook. Unique to the villas in the Nobles District, there are also four armed guards posted outside the house at all times, working in 12-hour shifts. Two conceal themselves amongst the shrubbery outside the house, patrolling and looking out for suspicious movement in the street and about the grounds. They wear chain shirts under mottled brown and green clothes and carry hand crossbows. Two more stay on the roof, watching the perimeter. They wear leather armor and carry heavy crossbows.

We have deliberately left Sir Xavier Dudgeon's true personal history something of a riddle, describing him as a man of mystery whom you, as DM, may fit into your campaign as works best. Dudgeon could be a legitimate businessman (or a wealthy foreigner) who is simply paranoid about his personal safety and the safety of his fortune, and chooses his associates rather oddly. Or he could be a man with a criminal past who has bought his way into respectability with ill-gotten gains. We leave it up to you, for the enigma of Xavier Dudgeon is ultimately at least as important than the truth.

Sir Xavier Dudgeon: Ftr10/Ari1.

Bayles: Ftr6.

Cook, Footmen, Guards (14): Ftr4.

For a wealthy noble, Sir Xavier doesn't keep that much money in his house. A large locked chest (successful DC 20 Open Lock check to crack) in the master bedroom contains 5,000 gp and 1,000 sp. The chest is trapped with a poison needle (carrion crawler brain juice, DC 13, paralysis) +8 ranged; Search DC 22; Disable Device DC 22). A jewel box concealed in a false bottom of his nightstand (successful DC 20 Spot check to notice) holds 1,000 gp worth of precious gems. He keeps the remainder of his coin hidden, cached in niches carved into his escape tunnel. There are six of these niches, all of them disguised so that only Sir Xavier can recognize them on sight (successful DC 25 Spot check for anyone else to notice). Each niche contains 3,000 gp in coin and 2,000 gp worth of gems dumped into sacks.

As for personal items, Sir Xavier wears a platinum signet ring inlaid with adamantine, worth 500 gp. He also wears at all times (even when he is asleep) a *ring of invisibility* and a *periapt of proof against poison*. Bayles is the only other member of the household who has any jewelry of note — a pearl set into a platinum pendant worth 400 gp; it has no chain, and he carries it in his pocket as a charm. In the closet of his bedroom, Sir Xavier keeps a *+2 mighty cleaving bastard sword* and a suit of *+2 chainmail*. He claims that they are family heirlooms, and that he has never used them himself.

ACTIVITY

Anyone approaching Castarwood Manor will be observed by the guards. PCs may make an opposed Spot test to try to notice them. Unless the PCs behave suspiciously, however, the guards will let them pass. Instead, all visitors are met at the front door by two footmen, who will look them

over without appearing to look them over and make a judgment about whether they ought to be allowed to see Sir Xavier. When in doubt, they will send for Bayles.

Sir Xavier himself receives visitors in the main room of the manor, and he treats everyone of noble rank (or anyone whom he suspects of being of noble rank) with amiable, if somewhat oily, courtesy, eager to make friends among the social elite. Everyone else receives a guarded civility, and the distinct feeling that one ought not to push Sir Xavier too far.

An actual armed attack on the household will trigger a sophisticated defensive response from both Sir Xavier and his household staff. His men will fight to the death to defend him. Bayles and the footmen will stall the attackers as long as possible while Sir Xavier rushes to his bedroom and dons his armor and takes up his weapon. The guards outside the house are trained to rush inside if they hear any commotion from within — if they don't, one of the footmen will break off and summon them, if possible. Sir Xavier will fight alongside his men until the battle clearly begins to go against him. At this point he will activate his *ring of invisibility* and flee, using the escape tunnel under the house. Bayles will accompany him if the situation allows. From there, his contingency plan allows him to escape by sea (if the situation is really dire); there is a small cove nearby with a cave where he can hole up while waiting for a boat, or he can make his way south to the Docks by foot.

HOOKS

- Sir Xavier is being blackmailed by a former business associate. He wants intermediaries who are not permanent members of his entourage to "take care of" this bit of business by any means necessary, and hires the PCs.
- Sir Xavier hires the PCs to spring an old friend of his who was sentenced to imprisonment in the Humanoid District. The friend may be found among the band of prisoners known as Valhalla's Fallen (location B37).

E6. GESTIA HOUSE (GESTIA FAMILY)

This comparatively modest house built on spacious grounds houses the Gestia family, a noble clan long renowned (or notorious, depending on how you look at it) for their association with the arts of arcane magic. The Gestias have always closed off their estate from the outside world as best they could, by planting tall hedges and trees all around the grounds. It is clear that the family values its privacy, though to what end becomes apparent as soon as one enters the front gate. The grounds and the house both show the lingering scars of magical experiments conducted by generations of Gestias: flash burn marks, impact craters, objects lodged in the ground or in places not easily explained. They regard these things as the price of advancing knowledge, but they know that not all of their neighbors will see it the same way.



RESIDENTS

Ennoblement comes rarely to scholars of arcane magic. Although spellcasters are integrated into the life of the city just as thoroughly as anyone else, they are generally perceived as a little eggheaded, wrapped up in the study of powers that only they know how to channel. They're wonderful when they use their powers on your behalf — any contemporary of the great Magnus Valkenbane would tell you that— but most of the time, the city's wizards and sorcerers seem to be off in a world of their own. Not a public-spirited lot, them — especially the deans of the Arcane Academy (location K2).

It's an unfair reputation, of course, especially to the scholars of the Academy, who see themselves as servants of the public good in their own particular way. How can advancement of arcane knowledge not serve the general interest, after all? And no one exemplified that way of thinking more than Larrus Gestia, the founder of the Arcane Academy that still bears his family name. As a reward for his extraordinary labors, the Council granted him a hereditary title. Since Sir Larrus' time, by family tradition at least one child from each generation must study arcane magic.

The Gestias have not always endeared themselves to their neighbors, and for reasons that have nothing to do with their personal qualities or the respectability of their chosen profession. But as theirs has been a long line of arcane spellcasters, many a Gestia has felt it necessary to practice his or her craft and conduct research on the grounds. And although they are spacious grounds, it is not uncommon for those who live in the immediate vicinity to startle at a variety of visual and sound effects: dazzling flashes of light in the middle of the night, booming explosions interrupting mealtimes, stray extraplanar creatures popping up in the middle of a garden party, and the like. On this account, the Gestias have had to master the art of the profuse apology. But their work continues nonetheless.

As if this does not make matters difficult enough for the family, the current head of the clan, Sir Geraint Gestia, chose necromancy as his specialty... and is not terribly discreet about practicing it. While death magic is not at all unknown in the city (it has just as many practitioners here as anywhere else), the noble class generally regards it as eerie and vaguely threatening. Playing around with the dead in this manner subverts the natural order of things, after all, and the nobility like to keep things orderly, lest they lose their right to lord it over the common folk. The vampire Sir Milton Derek (see location H2) has repeatedly shooed Sir Geraint out of the city graveyard (locations H5 and H6), though he did grudgingly agree to provide some skin and hair samples in order to placate him. To make matters worse, Sir Geraint's "experiments" sometimes escape into the neighborhood. Every now and then, a skeleton or a zombie turns up in the "old money" section of the district — a hazard to public safety, though nothing worse than that so far. But as a scholar of the arcane, Sir Geraint had to choose a specialty, and he has never looked back.



In fact, he takes great pride in his most audacious experiment to date, even as his fellow aristocrats murmur in revulsion at it. Working in cooperation with an evil cleric of his acquaintance, he has created an intelligent (more or less) undead servant for his household— a mohrg, whom he calls Cyric, and who now serves as his valet. Together, Sir Geraint and his associate cast *create undead* on the body of his former valet, just deceased, with the cleric compelling the creature to obey Sir Geraint during the process of creation. As an arcane spellcaster, Sir Geraint could not assure his own permanent control over the mohrg that he created, and he hopes that having the aid of a divine spellcaster will insure it. The other household servants resent Cyric, and most visitors to Gestia Hall react to it with fear and/or revulsion. But Sir

Geraint remains blissfully confident that his creation will eventually revolutionize household management for his fellow aristocrats, freeing them of the costs associated with keeping living servants.

The rest of the Gestia clan do not hold Cyric in the warmest regard either, and are at best conflicted about Sir Geraint's passion for necromancy. His wife Lady Willa enjoys the ease and luxury of a noblewoman's life, but she does not even pretend to understand his work, and she looks askance at his weird, mysterious associates. Neither of their children — their son Eddis and daughter Alanis — plan to follow in their father's footsteps; if anything, they have decided to rebel against his example. Eddis has chosen to specialize in abjuration at the Arcane Academy in the belief that the magic that he learns is fundamentally different from his father's work. Abjuration preserves life, rather than manipulating life and death, or so his reasoning goes. Alanis has turned to divine magic and become a cleric (lawful good), serving as an acolyte of the Children of the Creator (see location J2). Even so, the Gestias hang together as a family in spite of their differences. No doubt, Sir Geraint's bearing has much to do with this, as he has always carried himself as a harmless, good-natured husband and father. He may play enthusiastically with the dark forces of death in his occupation, but it does not show in his pleasant, ruddy-cheeked face or his unassuming manner of dress.

With Alanis recently departed to take up a temple cleric's life, only Sir Geraint, Lady Willa and Eddis remain as full-time residents. And even then, Eddis spends much of his time at the academy, partly because his studies demand it and partly because he refuses to have anything to do with his father's work. Besides Cyric, the Gestias employ a maid for Lady Willa, Eddis' valet, two housemaids, two footmen, two cooks and a scullery maid. Their staff tends to be inexperienced, since it is so difficult to find people willing to work with Cyric for any length of time.

Sir Geraint Gestia: Wiz18.

Lady Willa Gestia: Ari5.

Eddis Gestia: Wiz2/Ari2.

Alanis Gestia: Clr1/Ari1.

Cyric: Mohrg, as per *Monster Manual*.

Maid, Valet: Com2.

All Other Servants (7): Com1.

The Gestias keep 10,000 gp in a *bag of holding (type 4)*, which in turn sits in an unlocked chest in the master bedroom. A *greater spell glyph of warding (eyebite)* protects the chest. The glyph is keyed to the Gestia family signet ring, which is otherwise unexceptional. Sir Geraint wears the ring at all rimes.

In addition, Sir Geraint wears a *headband of intellect +6* and a *pearl of power, 9th-level spell* set into an amulet; the latter stores *energy drain*. Lady Willa's jewelry totals 5,000 gp in value. She wears half of it at any given time, and keeps the other in an unlocked jewel box in her nightstand. She also wears an *amulet of health +4*, a gift from her husband. Eddis wears a *pearl of power, 1st-level spell* set into an amulet, and he uses it to store *shield*. Alanis is equipped as per an acolyte of the Children of the Creator, and she wears a *ring of protection +1* besides.

As one might expect, the Gestias are quite wealthy in magic items. In addition to what Sir Geraint has created through his own skills, his ancestors left behind more odds and ends than he can track. If you need to catalogue the magic items that the Gestias have lying around the house, in cabinets, drawers and closets, roll on Table 7.1 (Random Magic Item Generation) in the *Dungeon Master's Guide* for ten minor, five medium and one major magic item. If you generate weapons, armor or shields on your initial roll, roll over. If you generate an item that requires divine, but not arcane magic on your second roll, roll over. If your PCs manage a thorough search of Gestia House, feel free to generate more random items using these guidelines to simulate items left behind by past generations of Gestia spellcasters. In this case, however, wands should have less than their full charge, and potions and scrolls may have lost their power due to the passage of time.

ACTIVITY

Sir Geraint greets all visitors with Cyric at his side. He takes every opportunity to show off his "creation." Therefore, Lady Willa receives visitors whenever possible, and she does so as the embodiment of aristocratic grace. In case of attack, Sir Geraint and Eddis will use their spells to fight off any foes. Cyric will defend his master to the death, but it is also the case that Sir Geraint will fight to defend Cyric. In fact, it is an open question whether he will give greater priority to fighting for Cyric or fighting for his family.

HOOKS

- As one might have predicted, something has gone terribly wrong with Cyric. Sir Geraint's control over the creature has been broken — perhaps because the cleric with whom he collaborated double-crossed him, or because their experiment was ill-conceived to begin with. In any event, Cyric has killed one of the other servants before fleeing the house. Sir Geraint needs to track down Cyric quickly, because he is afraid of the damage to his reputation if the news gets out. Too embarrassed by the calamity to inform the City Guard, he hires the PCs to help him. He wants his mohrg servant returned to him if possible, but accepts that it may be necessary to destroy it.

E7. LIONE MANOR (LIONE FAMILY)

Built on a generous plot of land, as are most of the mansions in this neighborhood, Lione Manor has only one sprawling story. Architecturally, the public area of the house centers around the great hall, where Sir Zerkis Lione hung his arms and armor, as well as other relics of his glorious military career (functionally, however, his more recent heirs have scarcely made use of it at all). The servants' quarters are located toward the back of the house. An enormous wing contains the family's private rooms, but Lady Maris Eastland-Lione, the mother of the current head of the clan, recently had a suite of apartments built especially for her. These were added specifically so that they would stand apart from the private wing, as an expression of her disapproval of her son's lifestyle.

Lione Manor is one of the largest mansions in the 'old money' section of the Nobles District, and it houses one of the oldest and most famous of the city's aristocratic families, the Liones.

RESIDENTS

The Liones are one of the oldest and most respected of the city's aristocratic bloodlines. The esteem in which they are held stems not just from their longevity, but from the historic deeds of their illustrious ancestor. Zerkis Lione was only a captain in the City Guard during the terrible siege of the humanoid tribes. But it fell to him to bear the Guard standard during the dramatic battle that drove the humanoids back against the dwarven cliffs. His role made him a magnet for foes, but he never left the vanguard of the attacking force and slew (by his own rough estimate) three dozen orcs and hobgoblins, and an ogre single-handed. He did so despite the encumbrance of the standard, which he never let dip. He fell back only at the end of the day, when the Lord Protector summoned him to help the army regroup.

For this distinguished feat of arms, Zerkis Lione received a promotion to general from the Guard (he eventually rose to Commander of the Walls), and a noble title and a generous annuity from the Council. His family line has continued unbroken to this day. But while a strong tradition of military service held sway over his descendants for several generations, the trappings of wealth and aristocracy eventually distracted them. At present, the only martial aspects of the Lione family are the heirlooms on display in the great hall of Lione Manor, most of which have grown dusty with neglect. In fact, the present head of the family barely makes use of the room at all, preferring to pass the time in surroundings less stodgy and imposing.

Indeed, Sir Zerkis would scarcely recognize his current inheritor. Sir Brevin Lione is a classic young aristocrat, a man of leisure who, while in the prime of his life, has no trade or profession because he simply doesn't need one. He is a fop and a dilettante, who has dabbled in various fine arts and even studied arcane magic briefly. But they were all merely pastimes to him, each sampled and discarded in turn as they began to bore him. At present, he spends much of his time in the company of actors and entertainers, hosting them at Lione Manor or sharing their revels in the pubs and brothels of the Entertainment District. From time to time, he shows up at the Ruby Barge (see location E20), but gambling doesn't interest him terribly much; it's usually at the insistence of one of his hangers-on who couldn't get into the exclusive club otherwise.

Sir Brevin's' mother, Lady Maris, watches her son with no small degree of concern. She is a blue-blood herself, the daughter of a respected aristocratic clan. Such is the standing of the Lione family, however, that she married Brevin's father awestruck at the prospect of joining the House of Lione. Her present disillusionment concerning her son and the bloodline that he represents is therefore all the greater. She turns up her nose at Brevin's boon companions, feeling that they are unworthy of the head of a noble family, especially one as august as theirs. Scandal — or worse — will come of this, mark her words. She also understands that upkeep of family home, combined with Brevin's lavish spending and their absolute reliance on the family annuity for income, has put their finances in a precarious state. The truth — hidden from outsiders, but acknowledged by the Liones themselves — is that before too long, they will either have to cut expenses (Brevin's lavish lifestyle being the most obvious target) or find another source of income. Otherwise, they will go into debt for the first time in the history of their bloodline.

The household consists of Sir Brevin, Lady Maris, a valet and a maid for each, respectively, two housemaids, two footmen, three cooks, and two scullery maids. Sir Brevin, when he is at home, is likely to be surrounded by his "artistic" friends (and their hangers-on, as well), all of whom can hardly believe their luck at being able to leech off of an old noble family whose wealth is presumably fathomless. As a result of this, Lady Maris tends to confine herself

to her wing of the house. When he is out, Sir Brevin sometimes takes his valet, Giles, with him, just because having a servant follow him impresses the crowd with which he runs. Giles never complains about this: it makes his life more interesting than that of most of his peers.

Sir Brevin Lione: Ari2/Sor1.

Lady Maris Lione: Ari10.

Lady Maris' Maid, Giles: Com3.

All Other Servants (9): Com1.

The Liones have surprisingly little coin for a family of their rank, largely because of the spendthrift ways of Sir Brevin and many of his recent ancestors (and despite the best efforts of Lady Maris). They have considerable wealth, of course, if only because of Lione Manor, the land that it's built on, and a handful of unusual items. But relatively little of it is liquid. The only consequential source of coin in the house is 3,000 gp that Sir Brevin keeps in a half-empty chest in his bedroom (successful DC 25 Open Lock check to pick; Lady Maris does not have a key).

As for personal items, Sir Brevin has nothing of unusual value. Any jewelry that he might once have owned, he has either given away or sold. Lady Maris has personal jewelry worth a total of 1,500 gp that she wears on her person, as well as a *stone of good luck* set into a silver pendant (adds 20 gp to its market value) that she wears around her neck.

And then, of course, there are the relics of Sir Zerkis that the family has always kept on display in the great hall. Not even Sir Brevin dares to sell these— at least, not yet. Most valuable of these are the *+3 vorpal long sword* and *+3 moderate fortification half-plate* that Sir Zerkis took into battle with him during the charge that brought him undying glory. There are also his old badges of rank, which have little value in terms of their basic materials, but could fetch a hefty price from collectors if they could be validated.

ACTIVITY

Even when he is home, it is not certain that Sir Brevin will receive unexpected guests. Sometimes, he just can't be bothered. In these cases, his mother will step in to uphold the ideal of aristocratic courtesy, gritting her teeth all the while at what a fine son she raised. Lady Maris believes that it is her duty to help the less fortunate when asked, and she tries to lend a sympathetic ear to those that come to her asking for help. It pains her, therefore, when she simply cannot afford to give much money away because of her son's wild spending habits and unwillingness to bring in as much cash as he tosses about. If Sir Brevin deigns to receive callers, he affects a drawling, lazy politeness to other nobles, and scarcely hides his boredom with everyone else.

In case of an armed attack on the household, no one will fight back. In fact Sir Brevin's first instinct is to beg for his life, and the same is largely true of any of his pals who might be about. Lady Maris may try to face down intruders, but neither she nor anyone else in the household has any fighting experience.

HOOKS

- Sir Brevin understands that his family's finances are precarious, but he is not so sensible about how to cope with the situation. He has heard rumors of a great treasure in a distant land, and he wants to finance an expedition to find it and bring it back.

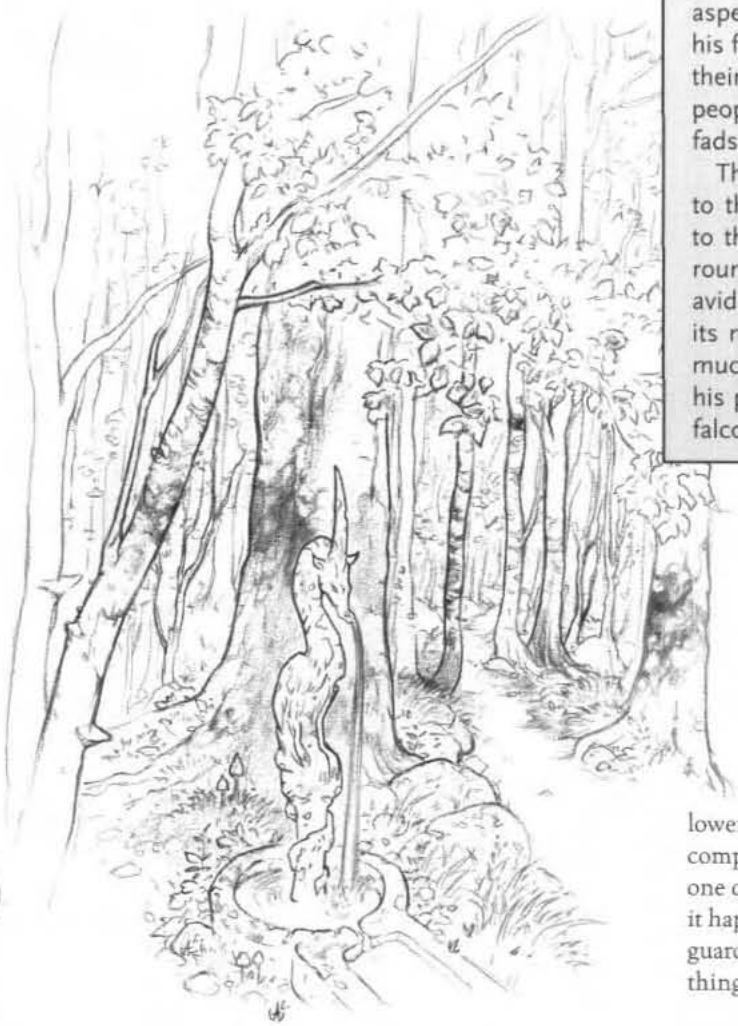


- Sir Brevin has alarmed his mother of late with talk about selling off some of the family relics to the Valkenbanes (who will exhibit them in their museum). Lady Maris decides to stage the theft of those items from the house in order to hide them from her son and keep them safe. Naturally, she tasks the PCs with the robbery.
- An acting troupe — some of Sir Brevin's current buddies — have invited him to perform in a production of their design. Actors in general are a disreputable lot, and Lady Maris is suspicious of them. What are their true motives for cozying up to her son and slathering him with flattery? He doesn't have any actual talent. She hires the PCs to make inquiries and find the truth of the matter.
- Lady Maris may have found a way to ease the family's financial crunch and make a respectable man out of her son at the same time. The ruling family from a distant land reportedly wants to arrange a political marriage between their daughter and the son of a noble family from the city. She hires a PC with suitable Diplomacy skill ranks to travel to that country and present their suit.
- Lady Maris is mortified — almost literally — to learn that Sir Brevin has run off and enrolled at Oana's School of Smiles (location C4), hopeful of becoming an entertainer. She is all the more scandalized because her family, the Eastlands, were rocked when her cousin Guy teamed up with a lowly bard to found a music hall (The Silver Throat; location C14). She hires the PCs to bring her son back to Lione Manor by any necessary means.

B8. STEELWEATHER GARDENS (RAKUL CLAN)

Steelweather Gardens is a sixteen-room, two-story mansion laid out in a general pattern common to the Nobles District: spacious dining and entertaining rooms and servants' quarters downstairs, private rooms for the family and guests upstairs. The first floor includes a library that was the previous owner's pride and joy. The mansion was originally built by a wealthy family, and it is ornately decorated both inside and out. It has been well cared for down through the ages, and its stones have weathered gracefully, giving it an ancient, yet comfortable aspect. Over this venerable foundation, Rakul and his family have laid a colorful, even gaudy facade of their own, consisting of decorations native to their people, as well as clumsy attempts to adopt the fads and tics of the city's native aristocracy.

The grounds of Steelweather Gardens extend to the large pond to the northeast and the street to the south, giving the residence substantial surrounding green space. The original owners were avid landscapers, and their gardens gave the house its name. Landscaping does not interest Rakul so much, however. Instead, he built an enclosure for his pet leopards and a small aviary for his hunting falcons.



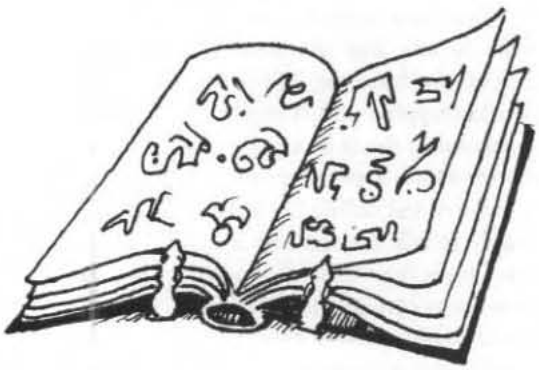
RESIDENTS

The Rakul clan are a recent, but already notorious, addition to the city's nobility. The head of the family, Rakul (his people do not believe in surnames), once led a nomadic tribe in a land far from the city. His tribal religion revered the Spire, however, although none of his people had ever come remotely close to setting foot within the city limits. Then, some twenty years ago, he and his followers fought and destroyed an unemployed mercenary company that had turned brigand and wrought havoc on one of the city's most important overland trade routes. As it happened, Rakul's motives had nothing to do with safeguarding the fortunes of the city's merchants, and everything to do with securing new grazing land for his people.

But the City Council was grateful enough for his help that they offered him a hereditary title and a comfortable villa in the Nobles District. Rakul came to the city for the first time to hear the Council's offer. Overawed by its splendor and by his first glimpse of the Spire, he decided to stay and leave behind his life as a nomad chieftain.

A full generation has passed since then, and in that time Rakul and his wife Cleama have adapted to (if not entirely assimilated into) the city's aristocratic class. They still dress in the general style of their tribe, which looks quite exotic by city standards. But their clothes are made of finer fabrics than were available to them when they lived on horseback in outlying lands. Fine perfumes now waft about them, rather than the smell of sweat and beasts of burden. And although they brought a shaman to live with them and keep their tribal deities as household gods, they also donate money to the Children of the Creator Temple and show respect to its doctrines.

The library of Steelweather Gardens exemplifies how the city has changed Rakul and Cleama, and how they have changed their new surroundings to fit them. When they acquired the house, the library was clearly a centerpiece. The collection contained many rare tomes, and the room that housed them was obviously cared for with great pride and affection. Rakul received the books along with the house and kept them intact. He himself is semiliterate and does not fully appreciate their value, but he knows that having the collection confers a certain prestige. However, he has allowed his shaman Neetha to place a large idol of their tribal god in the middle of the room, and he has also decorated it with various exotic artifacts of his people. Some of these items are warlike in nature, and most have only sentimental value.



But if Rakul and Cleama have adapted to the city without completely dissolving their old identities into it, their children act as if they were born to it — and a little too much so for their parents' liking. Nestor, their son and heir, spends much of his time (and money) on the town, drinking and gambling in the company of other dissolute children of the nobility. He spends too many of his days at the Ruby Barge (location E20) for their liking, but when he isn't there, he's usually off at more downscale taverns and gambling dens. Their daughter Penelope, though too young to gad about as freely as her brother, still alarms her parents with her spendthrift ways and lack of respect for the self-discipline and commanding dignity that ought to be a tribal leader's birthright.

Rakul, Cleama and their two children all live at Steelweather Gardens as their primary residence (even though Nestor wanders off on his own a great deal and may or may not come home at night). Penelope spends almost all of her time at home, but sulks a great deal. Neetha, the nomadic priestess whom Rakul and Cleama brought with them from their native tribe, lives in a well-appointed room in the family quarters. She also functions as *de facto* head of the household staff, even though she greatly resents such a duty. She feels that it is beneath the dignity of a holy woman to manage servants, oversee party preparations, and the like. The remainder of the household staff consists of Rakul's valet, Cleama's personal maid, a valet and a maid to attend to the children, two housemaids, two footman, three cooks and two scullery maids. A few of these servants are favorites whom Rakul and Cleama took with them from their tribe. They hired the rest in the ordinary way, from the city's own labor pool. In fact, Hasty Oldbottom of Hasty's Labor Exchange (location E11) regards them as one of his best customers.

In addition, Rakul retains several personal servants as parts of his tribal past that he simply cannot bear to shed. They are two bodyguards — sons of two of his most loyal companions from his nomadic days — who accompany him in public at all times, a keeper for his pet leopards and a falconer who cares for his prized hunting birds. There are two pet leopards, kept on chained collars, in the enclosure and twelve falcons in the aviary. Rakul takes considerable pride and pleasure in keeping these animals, and visits them at least once every day.

Rakul: Brb12/Ari3.

Cleama: Brb3/Ari3.

Nestor: Ari4.

Penelope: Ari3.

Neetha: Adp6.

Rakul's Valet, Cleama's Maid: Com5.

Rakul's Bodyguards (2): Brb3/Ftr2.

Falconer, Leopard Keeper: Exp3.

Other Servants (11): Com1.

Leopards (2): As per the *Monster Manual*.

Falcons (12): As per the *Monster Manual*.

The Rakul clan keeps a locked chest (successful DC 25 Open Lock check to pick) containing 5,000 gp in the master bedroom. Each of the children has a locked chest (successful DC 20 Open Lock check to pick) containing 2,000 gp in his or her room. Neetha has her own small hoard as a token of Rakul and Cleama's gratitude: 5,000 sp in a locked chest (successful DC 20 Open Lock check to pick) in her bedroom.

Rakul's most valuable personal possessions (in sentimental as well as monetary value) are the arms and armor that he inherited along with leadership of his tribe: a *+1 speed scimitar* with precious gems inlaid into the hilt (add 500 gp to the market value) and a suit of *+2 cold resistance hide armor*. Whatever gems and jewels he plundered during his nomadic years, he generally gave to Cleama or divvied amongst his followers. Cleama has a variety of jewelry acquired this way, worth a total of 5,000 gp, but she never wears all of it at one time. She also wears a *ring of protection +2*, which Rakul considers the most valuable bit of plunder he ever gave her. Cleama has a weapon as a relic of her old life as a chieftain's wife— a *+1 keen spear*— but keeps it in her bedroom these days. Nestor has no experience to speak of in the arts of war, but when he came of age, Rakul had a *+1 wounding scimitar* made up for him as a token continuation of family tradition. Nestor wears it proudly wherever he goes, but doesn't have any idea how to use it. Penelope, at any given time, may wear any number of pieces from her mother's jewelry collection. She also has a gold pendant with a *pearl of power (3rd level)* set into it (add 50 gp to its market value), a gift from her father. However, neither she nor anyone else in the family have any idea of the item's magical properties.

Neetha also has her own valuable personal possessions — talismans of her past as a tribal priestess, as well as powerful wondrous items in their own right: a *figurine of wondrous power (silver raven)* and an *incandescent blue ioun stone*, which she always wears.

The library of Steelweather Gardens has a handful of unusually valuable books in the collection that Rakul inherited when he bought the house. They are worth anywhere from 10-100 gp each, depending on the vagaries of the rare book market. There is also a *+1 tome of understanding*, the true nature of which the family is quite unaware.

ACTIVITY

This much of the old tribal chieftain remains in Rakul: He treats all visitors, even those of whom he is suspicious, with a rough-around-the-edges courtliness and generous hospitality. Guests at Steelweather Gardens invariably receive offers of food and drink that may strike a city native as exotic, even bizarre or distasteful. And Rakul rarely takes no for an answer. Those whom he considers friends may be sent home with a package of delicacies of his people and a brief lecture on how hard it is to find just the right ingredients in the city.

If Rakul is attacked in his home, he will make an instant decision about whether or not he has time to don his armor and take up his shield. If he decides not, he will draw his scimitar and fight where he stands. He will defend his family to the death, and grant no quarter to one who has violated the sanctity of his home (unless there is a *very* compelling reason to do so). Likewise, his bodyguards will defend him and his family against all hazards. Cleama will also rush to take up her spear, but her first priority will be safeguarding the children (maternal instinct, and she also knows that Rakul can handle himself).

Neetha will use her spells as best she can to defend the family, but if the battle turns against them, she may use the opportunity to flee, or even turn against her former masters. Or she may remain loyal to them to the death; as DM you should consider all of her options open.

Unlike their parents, Nestor and Penelope are soft. They have little or no training at arms and will not fight. The same is true of the household staff besides Neetha.

HOOKS

- Neetha is greatly tired of city life. She also resents her master and mistress for forsaking the old ways in favor of corrupt new ones. But she lacks the nerve to the tell them directly that she wishes to leave their service. Instead, she hires the PCs to stage help her stage her own kidnapping and smuggle her out of the city. Or — assuming she is in a particularly foul mood — she hire the PCs as assassins to put Rakul and Cleama out of her misery and nullify her bond to them.
- Unable to talk his son into a more dignified lifestyle, Rakul hires the PCs to dissuade (by whatever methods prove most cost-effective) some of Nestor's least desirable companions from hanging around with him.
- Rakul frequently patronizes the scribe Harrigon (location D13) to help him decipher important documents. One day while in Bazaar, however, Rakul had his purse cut by a Thieves Guild street operative. Rakul got his hands on the culprit, but passersby and the Surveyors interfered before he could meet out a tribal chief's justice. He now wishes to wage a personal war against the Thieves Guild to satisfy his outraged honor. He hires the PCs as mercenaries to help him gain his revenge.

E9. PROPP MANOR (PROPP FAMILY)

Propp Manor is a rectangular house, laid out according to the general pattern of noble residences: servants' quarters and public rooms on the first floor, family quarters on the second floor. The upstairs includes a recent addition: a small suite of apartments built to accommodate the wife (and anticipated family) of young Baron Propp. The ground floor features a large veranda with a pleasing view of the small pond that the Propps share with their less ostentatious neighbors. The house is of a recent vintage, and everything still looks quite shiny and new. The Propps (or rather, their household staff) work hard to keep it so.

Propp Manor stands as one of the largest residences in the "new money" neighborhood of the Nobles District and bears the name of the family that resides in it.

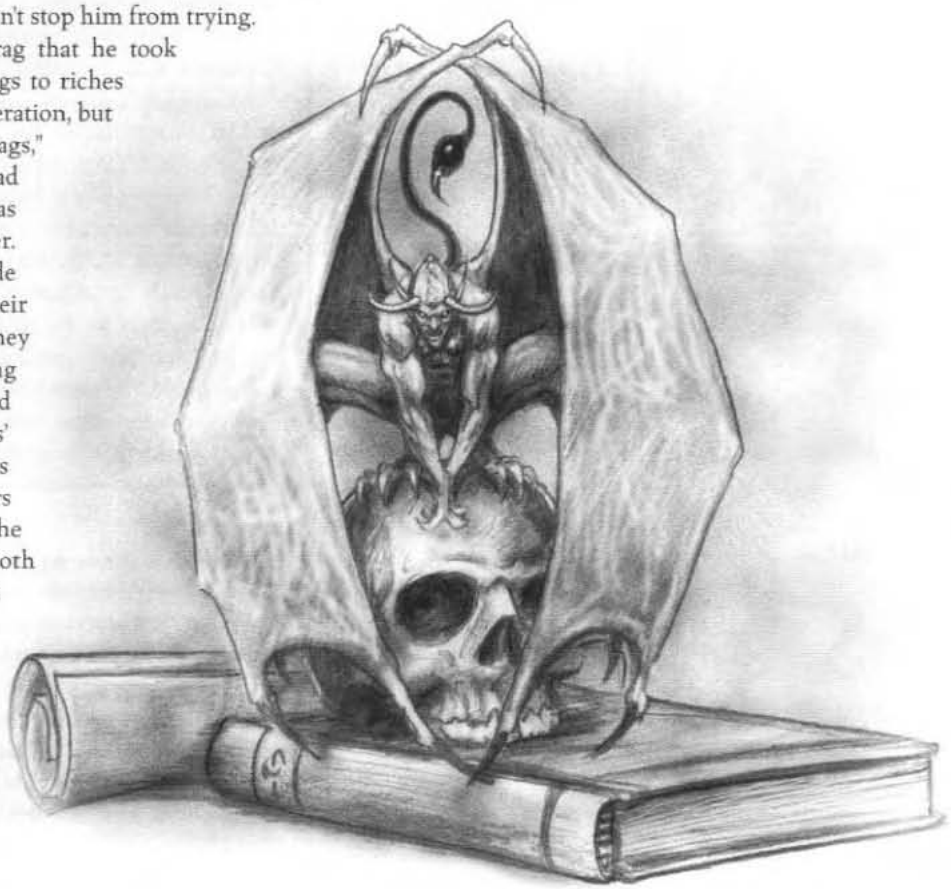
RESIDENTS

Comparatively speaking, the Propp family are newly-minted nobles, and they came to prominence through means tantamount to buying their way into respectability. As a consequence, Sir Deramus Propp has never quite achieved the acceptance into the aristocracy that he so clearly craves. But that doesn't stop him from trying.

Sir Deramus likes to brag that he took his family literally from rags to riches within the span of one generation, but that's not entirely true. By "rags," he means that his family had been weavers for as long as anyone could remember. But the Propps always made a respectable living by their work, and the cloth that they made has a long-standing reputation for durability and suppleness. Sir Deramus' father served for many years as head of the city's Weavers Guild, in which position he invested goodly sums (both the Guild's and his own) in cotton and sheep farms. During his lifetime, these investments did not pay off as well as he had hoped, but it did mean that he left his son substantial real estate holdings, as well as the family business.

So although no one outside the family saw it at the time, Deramus Propp came into his inheritance not as a simple weaver, but as the owner of a potential commercial empire. As a result, Deramus spent much more time managing his holdings than he did at a loom. Within a decade, he had made the family enterprises more lucrative than his father ever could, and he became a man of considerable wealth. Fame quickly followed, and through astute campaigning and liberal distribution of gifts, he got himself selected as the Warehouse District's delegate to the Council, outmaneuvering his archrival, Johan Kirelaw (see location N12). After fifteen years of energetic service, during which he both made friends who admired his spirit and detractors who found him overbearing, he retired from public service. Lobbying through friends and proxies convinced the Council to grant him a noble title, though without an annuity.

After 25 years as a veritable engine of ambition, Sir Deramus Propp has spent his retirement trying to enjoy the social prominence he sought so eagerly. He never misses a high society party or public function if he can help it. He and his wife, Lady Vera, attend the opera regularly, although their interest in it is largely feigned. But for all their effort at fitting in, the Propps still suffer from the curse of newly-minted aristocrats: The more established nobles still look down on them as "new money."



Sir Deramus has little appetite these days for running a business, much less weaving cloth, and he spends his time indulging in aristocratic leisure with Lady Vera, or entertaining favor-seekers drawn by his wealth and status as a former Council member. Day-to-day management of the family enterprises has fallen to his son Baron and his daughter Wilma (see location N13). Wilma looks after the looms and cloth sales, while Baron oversees the farms. Both children stand to inherit the assets that come with their current bailiwick. But both also eye the other sibling with a mixture of covetousness and suspicion, as both would like to be their father's sole heir.

The entire Propp family lives full-time at Propp Manor: Sir Deramus and Lady Vera; Baron and his wife Elanee; and Wilma. During the day, Baron and Wilma are off running the family businesses. In fact, Baron's responsibilities often take him out of town for weeks at a time.

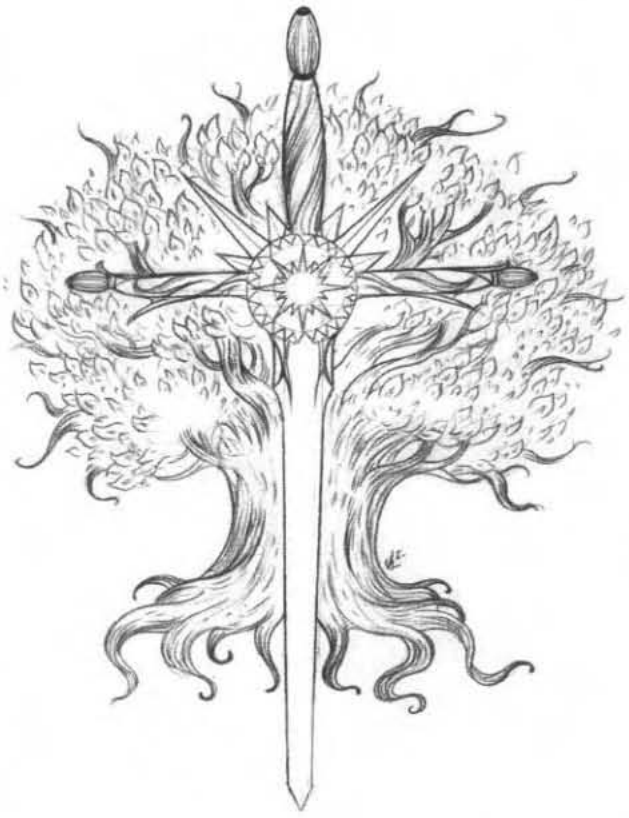
The Propps employ a household staff of fourteen servants.

Sir Deramus Propp: Exp8/Ari2.

Lady Vera Propp: Ari4.

Baron, Elanee and Wilma Propp: Ari3.

Servants (14): Com1.



The Propps keep most of their cash at the family business, but like any noble worth their salt, Sir Deramus and Lady Vera always have plenty on hand to handle expenses. They keep 5,000 gp in sacks under a false floor in a closet (successful DC 25 Spot check to find) in the house's private quarters.

Sir Deramus always wears the finest clothes, but has no jewelry to speak of except for a silver signet ring (50 gp for the materials) that his father had crafted as an heirloom. Lady Vera owns assorted personal jewelry worth a total of 3,000 gp, and she always wears as much of it as she possibly can in public to show off the Propp's wealth and status. She also wears a *ring of protection +2* that her husband had made for her (one never knows what will happen to a woman of means). Wilma has no jewelry except a gold bracelet inlaid with sapphires worth 500 gp, but she also wears an *amulet of natural armor +1*. In a fit of paranoia about her brother's intentions toward her, she also recently purchased a *+2 defending dagger*, which she carries concealed on her person. The paranoid fit passed, but the dagger remains with her. Baron wears an *amulet of health +2*. Elanee has assorted personal jewelry worth a total of 1,000 gp, and she also wears a *ring of force shield +2*.

Propp Manor also has its share (if not more) of decorative items about the house, most of them accumulated in a spending spree just after Sir Deramus was ennobled. One the more valuable ones is a silk tapestry worth 500 gp, which is hung in the dining room. Far more valuable than that, however, is a genuine minor artifact, a *Talisman of Zagy*. They bought it from Tandy's Tables (location D31) while slumming in the Bazaar District. As one might expect, Tandy had no idea of its true nature and let it go for a paltry sum. Consequently, none of the Propps know what it is either; they think it's just a charming curiosity, and they are almost embarrassed by where they bought it and how little they paid for it. They keep it displayed on a mantle in one of the public rooms.

ACTIVITY

Sir Deramus tends to assume that any visitor whom he does not recognize has come cap in hand, looking for favors. His reaction will depend on his mood of the moment. There are days when this form of begging gratifies him because it is a tacit acknowledgment of his noble status. But there are also days when it's all a major pain in the neck to him, and he does not feel particularly generous. One suspects that this is because he was not born to nobility, and therefore not entirely used to the idea that others look up to him as a matter of course. If Sir Deramus is not present, Lady Vera will stand in for him as best she

can, but her ability to answer for her husband is limited to obvious or relatively small matters (likewise for Elanee if Baron is unavailable).

The Propp children will size up any and all visitors they encounter to see if they can help them in business, intrigue, or both. This applies whether those in question are there to see their father or either of them.

No one in the household has any real fighting experience, and no one will resist if the household is attacked.

HOOKS

- Baron Propp is concerned by reports of raids against Propp-owned farms in an outlying area. The identity of the culprits is unclear. He hires the PCs to investigate the matter and prevent further trouble.
- Jealous of her husband's work, Elanee Propp insists on accompanying Baron on what will be a long business trip. Faced with a wife who will not take "no" for an answer, Baron Propp insists on at least hiring the PCs as bodyguards to escort them, as travelers' tales have it that highwaymen are a genuine hazard these days.
- At present, neither Propp sibling has the nerve to murder the other in order to become sole heir to the Propp fortune. But they are not necessarily above trying to discredit the other in their father's eyes. Any plot of this sort could involve hiring the PCs to do the actual dirty work.

E10. POND OF THE EMERALD WATERS

The surface of the deep-green water here occasionally betrays signs of movement beneath, such as unexplained ripples, bubbles, or splashes. Sometimes, a small part of a monstrous body — or something that looks like it — will break through the surface.

So called because of its unusual green-tinted water, the Pond of the Emerald Waters is one of the largest of the district's artificial lakes. It also has a secret attached to it that has made it a source of uneasiness and mystery for generations. Rumors abound that a terrible beast lives at the bottom of the pond, preying on unwary swimmers as well as the fish that were introduced into it as part of the original design. No one quite knows how it got there since the pond was artificially constructed, but one conjecture states that it has a secret passage to the sea. The villas immediately by the pond have seen their property values drop since the rumors first surfaced, and the families that live there stay away from the cursed waters.

There is, in fact, a monster living at the bottom of the Pond of the Emerald Waters, at least sometimes. Unknown to anyone past or present, the original excavation for the pond uncovered a natural gate to the elemental planes. For the last 100 years, tojanidas have from time to time gated in and spent some time in the pond. It is not necessarily the case that one is always present, but no more than one is present at any given time. The age of the tojanida (as per the *Monster Manual*) is left to the DM's discretion. The tojanidas have used the pond as a secondary lair, so Standard treasure for the creature is present, lying in a heap at the bottom of the pond, but invisible from the surface because of the tint and murkiness of the water.

HOOKS

- A nearby resident claims to have seen the monster and desperately wants to hire someone brave enough to go down there and investigate the matter once and for all.

E11. HASTY'S LABOR EXCHANGE

> The house has been repurposed to suit the needs of the business that now occupies it. All of the upstairs bedrooms have been refurnished to house boarders, two to a room. There is a large common room downstairs, which also serves as a waiting room. Ironically, the old servants' quarters has been convereted into a living area for the proprietor, and the other downstairs rooms into offices.

This old house, once the home of a minor noble family whose ambitions (alas) proved greater than their fortunes or their longevity, now hosts an employment agency for domestic servants run by a halfling named Hasty Oldbottom.

RESIDENTS

Hasty Oldbottom is a shrewd but (mostly) honest businessman. Many noble families turn to Hasty to provide them with reliable household staff, as well as temporary laborers. In exchange for a finder's fee, he sends over a lad or lass for the job with the assurance that he or she has been carefully screened for any physical or moral defects that would make them a liability to the household. Unlike his less scrupulous competitors, Hasty rarely resorts to underhanded means to find prospective servants. He recruits at the Blessed Saints Orphanage (location G11), advertises in the less prosperous neighborhoods, and sometimes hangs out in the Travelers District looking for newcomers in need of a job. He usually finds enough suitable candidates to fill his clients' demands.

Hasty both lives and works here, as does his daughter Clothilda, who helps him screen job candidates. During business hours, a dwarf named Torgar may be found lounging around the common room and generally keeping an eye on things. Hasty employs him as a guard, to make sure the boarders don't get into any mischief and occasionally to escort a placed candidate to his or her new employer. Torgar also collects on the boss' outstanding debts (if Hasty's boarders cannot pay up front, he deducts their rent from their future earnings). Torgar doesn't talk much and he has a hard-eyed look that discourages casual conversation. He used to live in the Dwarven District, but was exiled for reasons that he refuses to discuss. He will

admit, though, that working for Hasty is one of the few jobs that he could get in the city.

Hasty Oldbottom: Halfling Com8.

Clothilda Oldbottom: Halfling Com2.

Torgar: Dwarf Ftr4/Rog3.

Boarders (varies): Com1.

Hasty keeps about 100 gp in a locked strongbox (successful DC 15 Open Lock check to pick) in his office. Also, Clothilda wears an ivory brooch inherited from her late mother, worth 125 gp.

ACTIVITY

Hasty rents out the five upstairs rooms to prospective job candidates (two to a room) who have no place else to live, which provides him with another source of revenue. Anyone who comes to him truly destitute can charge the rent against his future earnings — provided, of course, that Hasty thinks he can place him in service.

Usually, Hasty's aristocratic clients come to him whenever they want to hire through him, but he also makes the rounds from time to time, just to check in on the households with whom he has done business. Whenever he is away, Clothilda is more than capable of running the office herself.

HOOKS

- A maid that Hasty sent over to a noble family never showed up at their estate. She seems to have disappeared without a trace. Faced with having to return his fee, Hasty hires the PCs to locate her.
- Hasty suspects that Torgar may be stealing from him, skimming off of the top when he goes to collect debts owed to the agency. Hasty hires the PCs to tail Torgar, both on his rounds and after business hours, to see if they can find any evidence one way or another.
- A footman recently placed by the agency has skipped out on his job and disappeared without paying up back rent that he owed to Hasty. The amount is not inconsequential, but he can't spare Torgar to track the man down. Therefore, Hasty hires the PCs to find the man and get his money.

E12. FLEETHOME (BELLEVUE FAMILY)

In spite of its name, Fleethome is not a dockyard, but a residence of modest, but respectable size. In terms of its architecture or landscaping, there is little to distinguish Fleethome from other similarly-sized villas in the Nobles District except for the ship's anchor set on a granite base outside the main entrance to the house. Otherwise, the layout of the house is divided into three general areas: public rooms (including the ancestral hall), servants quarters, and private rooms for the family.

Fleethome houses the Bellevue family, a clan whose reputation was built on feats of bravery on the high seas. The anchor was taken from Admiral Ronald Bellevue's flagship at the Battle of Monckton Point, which was damaged so badly in the battle that it was scrapped shortly thereafter. The ancestral hall displays other of the Admiral's artifacts and mementos.

Given the current organization of the family, however, the private rooms are informally divided into three clusters: one for Sir Hamish Bellevue (and his son Bertrand, when he visits), another for Lady Clarissa Bellevue and her husband, and a smaller cluster for Wilmot Bellevue and his wife.

RESIDENTS

The Bellevue clan owes its prominence to the heroic deeds of their illustrious ancestor, Admiral Ronald Bellevue, who started in the Navy as a humble cabin boy only to rise all the way through the ranks, distinguishing himself at every step. As an able seaman, no storm could keep him from the rigging of a ship. As a lieutenant, he captured



a pirate vessel almost single-handedly after his boarding party was ambushed. As a captain, he won much praise from his sailors and superiors alike for bringing his ship back to port with no loss of life after a storm surprised him while he was on patrol. Finally, as Admiral Bellevue (and his descendants always refer to him as "The Admiral," even though two of his direct descendants achieved similar rank), he capped his career by leading a squadron of Navy ships to victory in a bold campaign against the notorious pirate Jiacomo the Cruel. Despite being badly outnumbered, Bellevue placed his ships so that they pinned Jiacomo's larger fleet against the coast at Monckton Point, forcing the pirates to sail directly into the wind if they were to get away — or indeed, maneuver at all. The pirates were crushed, and Bellevue's actions ended the direst threat to its maritime trade that the city had known for ages. In gratitude, the Council awarded him a hereditary title and an annuity, as well as a villa in the Nobles District which had just come on the market, and which Sir Ronald subsequently renamed Fleethome.

Continuity has been the watchword of the Bellevues down through the generations since. By family tradition, the first-born Bellevue son has always served in the Navy, and the current Bellevues are no exception. The current head of the clan, Sir Hamish Bellevue, served for twenty years, reaching the rank of captain before he retired. His eldest son, Bertrand, is currently a lieutenant on a patrol vessel.

The current generation of Bellevues also maintains commercial enterprises that descend directly from Sir Ronald's activities after he retired from the Navy. He found himself wealthy and famous beyond anything he imagined when he was a mere cabin boy foisted off on the service by a poor family. Rather than spend it on a life of ease, however, he invested much of his newfound wealth in ocean-going trade, establishing connections with merchants and ship owners that his descendants maintain to this day. Now that he, too, has retired from the Navy, Sir Hamish Bellevue divides his time between serving on the City Council — he is the district's official representative (see location E17 for more) — and managing his family's investments. In this latter duty, he is aided by his sister Lady Clarissa and his second son, Wilmot. They meet frequently with explorers, mariners and merchants from both near and abroad, all of whom desire that he invest in their ventures. Such is the value of having the Bellevue name attached to any venture associated with ships and shipping that they never want for activity.

In fact, the Bellevues have recently struck up a joint venture with the Rotburn-Seivers' merchant business (see locations E15 and D37) in which both parties will serve as middlemen for exporting rare and exotic goods through the city to lands overseas. Under their deal, the Rotburn-Seivers will bring in fine silks, art objects, spices and other items through overland caravan routes from their regional sources. In turn, ships financed by the Bellevues will take those goods to lands overseas, where they may presumably be sold at a steep markup because of their exotic origin. Lady Clarissa negotiated this deal with Edetha Rotburn-Seivers — an experience that she did not enjoy, for Edetha is a notoriously aggressive dealer — but she and Sir Hamish are hopeful that they will reap a windfall from the venture.

The Bellevues have yet a third family tradition, though one that is less well-known and would make them the center of controversy if it were widely known. It, too, traces its origins to Sir Ronald, who was badly — almost mortally — wounded at the Battle of Monckton Point when a catapult stone crushed his leg. He did indeed lose the leg, but upon his return to the city, an archbishop of the True Children sect offered to restore it to him by means of a *regenerate* spell. The cleric did so without charge, in gratitude for Admiral Bellevue's heroism. Since then, he and his descendants have always donated generously — if discreetly — to the True Children. Most of the present Bellevues have no wish to get involved in religious controversy, fearing that it would tarnish the clan's widespread popularity and thereby prove bad for business. But young Wilmot Bellevue has shown signs — disturbing to both his father and his wife — of being very much a true believer in the schismatic faith.

In particular, Wilmot seems very much drawn to Archbishop Spehr Kalris (see location J3), a controversial figure within the True Children for his fiery preaching against the legitimacy of the humanoids' claim to the Spire. In particular, Wilmot is taken with Archbishop Kalris' recent calls for a war of extermination against the humanoids (a concept that is not entirely out of line with the original teachings of the sect — or those of the Children of the Creator, for that matter). Although the Bellevues have not been particularly fond of the humanoids as a matter of family history, Sir Hamish and Lady Clarissa are nonetheless alarmed at this development. Like everyone involved in trade, Bellevues have profited from the city's social and political stability, and anything that threatens that stability also threatens them. They fear that Wilmot will begin funneling family money and other forms of material support to the rogue archbishop.

The Bellevues manage their commercial affairs from home, holding business meetings in the public rooms of Fleethome. Therefore, it is not uncommon to find Sir Hamish, Lady Clarissa, and Wilmot at home during business hours as well as in the evening. The private quarters are presently arranged so that Sir Hamish and Wilmot have their own separate apartments, as do Lady Clarissa and her husband, Aidan Strand (the third son of a minor noble family; Aidan is a quiet fellow who remains in the background at Fleethome). Bertrand Bellevue lives at Fleethome in theory as much as practice; patrol duty takes him away from the city for weeks at a time, and he spends many of his hours ashore at the Navy base in the Naval District (see location O20). The household staff consists

of valets for Sir Hamish, Wilmot and Aidan Strand; Lady Clarissa's maid and the maid who waited on Sir Hamish's late wife (he doesn't have the heart to turn her out of service); three housemaids, four footmen, three cooks and two scullery maids.

Sir Hamish Bellevue: Ftr6/Ari6.

Clarissa Strand-Bellevue: Ari8.

Bertrand Bellevue: Ftr2/Ari2.

Wilmot Bellevue: Ari2.

Aidan Strand: Ari4.

Maids and Valets (5): Com4.

Other Servants (12): Com2.

The Bellevues are a wealthy family, befitting their noble rank and history of successful investing. Sir Hamish keeps the majority of the family cash under a false floor in the master bedroom (successful DC 30 Spot check to notice). There is a total of 500 pp and 20,000 gp here, and when the family needs to pony up as part of a business venture, it draws the funds from here. In addition, Lady Clarissa and Sir Wilmot each keep 2,000 gp for personal use, stored in a locked chest (successful DC 25 Open Lock check to pick) in their private rooms.

As far as personal items go, Sir Hamish wears an *amulet of health +4*. Except for Bertrand, none of the other Bellevues are armed, and neither is Aidan Strand. But Sir Hamish has provided for the protection of the rest of his family by giving Lady Clarissa and Wilmot each an *elemental gem (water)* set in gold and attached to a chain (add 50 gp to its market value) so that they can wear it as a pendant.

Their most important treasures are the relics of The Admiral himself. The most notable among these are the *+3 keen long sword* that he wielded at the Battle of Monckton Point and the *bracers of armor +6* that he wore from the time he was first promoted to admiral. By family tradition, they are passed down to each first-born Bellevue son and as such, they still belong to Sir Hamish. But after his retirement from the navy, he gave them to Bertrand, who treats them with reverence, and wears them even when off-duty. There is also a suit of *elven chain* that the Elven District's Council of Elders presented him in gratitude for his victory at Monckton Point. Among the lesser, more purely sentimental relics are Sir Ronald's old badges of rank. These have little value in terms of their basic materials, but if they could be validated, there are collectors of relics who would pay well for them.

ACTIVITY

The Bellevues are used to taking many visitors at Fleethome because of their business interests, but they are keenly aware that most of the non-aristocrats who come to see them want access to their wealth and/or connections. Their first instinct is to treat anyone with a brisk courtesy that is designed to help them sort out the losers from the promising candidates without being too rough about it. Anyone who impresses them will find their conversation becoming less guarded as the meeting goes on.

In case of an attack on the household, Sir Hamish will go immediately to his private quarters to fetch the masterwork longsword that he keeps in case of emergency. If Bertrand is present, he will also fight. But they are the only family members with combat training, much less experience. Nonetheless, Sir Hamish supplied his family with *elemental gems* for a reason, and they will use them in case of a genuine threat to their safety.

HOOKS

- The Bellevues are a storied and well-connected family. A commercial rival, jealous of the advantages that supposedly come with their social standing, may be sabotaging Bellevue-sponsored merchant ships. Sir Hamish hires the PCs to help him get to the bottom of the matter.
- The Bellevue name is still feared and reviled in local pirate lore. Rumor has it that the most prominent pirate gang in the region has targeted the clan for kidnapping or assassination as revenge for The Admiral's long-ago crusade. Lady Clarissa hires the PCs as bodyguards for the duration of the threat, or investigators to look into the validity of the rumors.
- Lady Clarissa hires the PCs because she needs a band of explorer/adventurers to travel to a distant land to find new trade goods, such as spices, gems or rare arcane spell components. As of now, their ships carrying Rotburn-Seivers merchandise away from the city will return with empty holds, and empty holds are unprofitable holds.

E13. TIERAN MANOR (TIERAN FAMILY)

Though kept clean and tidy on the inside, Tieran Manor shows age and wear on the outside. The stones look tired and faded, with ugly-looking moss growing between them.

This residence houses the Tieran family, a noble clan with long-standing ties to the Children of the Creator Temple (see location J2). It is unusual for one of the city's noble families to have ties to a religious institution as intimate as the Tierans', and the current generation casts its eye on the realm of commerce to diversify its activities and

make some coin in the process. Despite their long history as an aristocratic family, the Tierans have never had much money compared to their noble peers. A modest villa (at least by the standards of their neighborhood) was all they could afford to build. The family has long understood that their ancestral home needs a facelift, but they have not been able to afford one until very recently.



RESIDENTS

From its origins, the Children of the Creator's clergy has disavowed worldly things in order to focus on the otherworldly mystery presented by the Spire. Let the Council, the Guard and everyone else worry about the politics, law and commerce; a temple is custodian of the divine and has no other role. This didn't stop the temple from accumulating vast wealth down through the age, but officially, it always tried to remain aloof from worldly matters. But the war against the humanoid tribes chipped away at that innocence. It was a crisis such as the city had never seen, and under orders from Grand Patriarch Jerome Tieran, the church sent clerics to help man the city walls, comforting its defenders and confounding the attackers with divine magic. When the Guard finally sallied forth in the battle that made a hero out of Captain Zerkis Lione, the Grand Patriarch followed close behind, healing the wounded and rallying anyone within the sound of his voice.

When the clamor of war died down, the battle had made a hero out of him as well. Grand Patriarch Tieran played an important role in the eventual peace settlement, solidifying his reputation as something more than a simple man of faith.

Although a cleric had never been made a noble in the city's history, a cry went up in the Council to break new ground in his case. Grand Patriarch Tieran accepted, although reluctantly, and he often admitted afterward that he never felt comfortable as Grand Patriarch *Sir* Jerome Tieran. But he also understood that the city needed heroes, especially emerging from a time of great duress as it had, and he trusted that his descendants would figure out how to handle the obligations that came with fame.

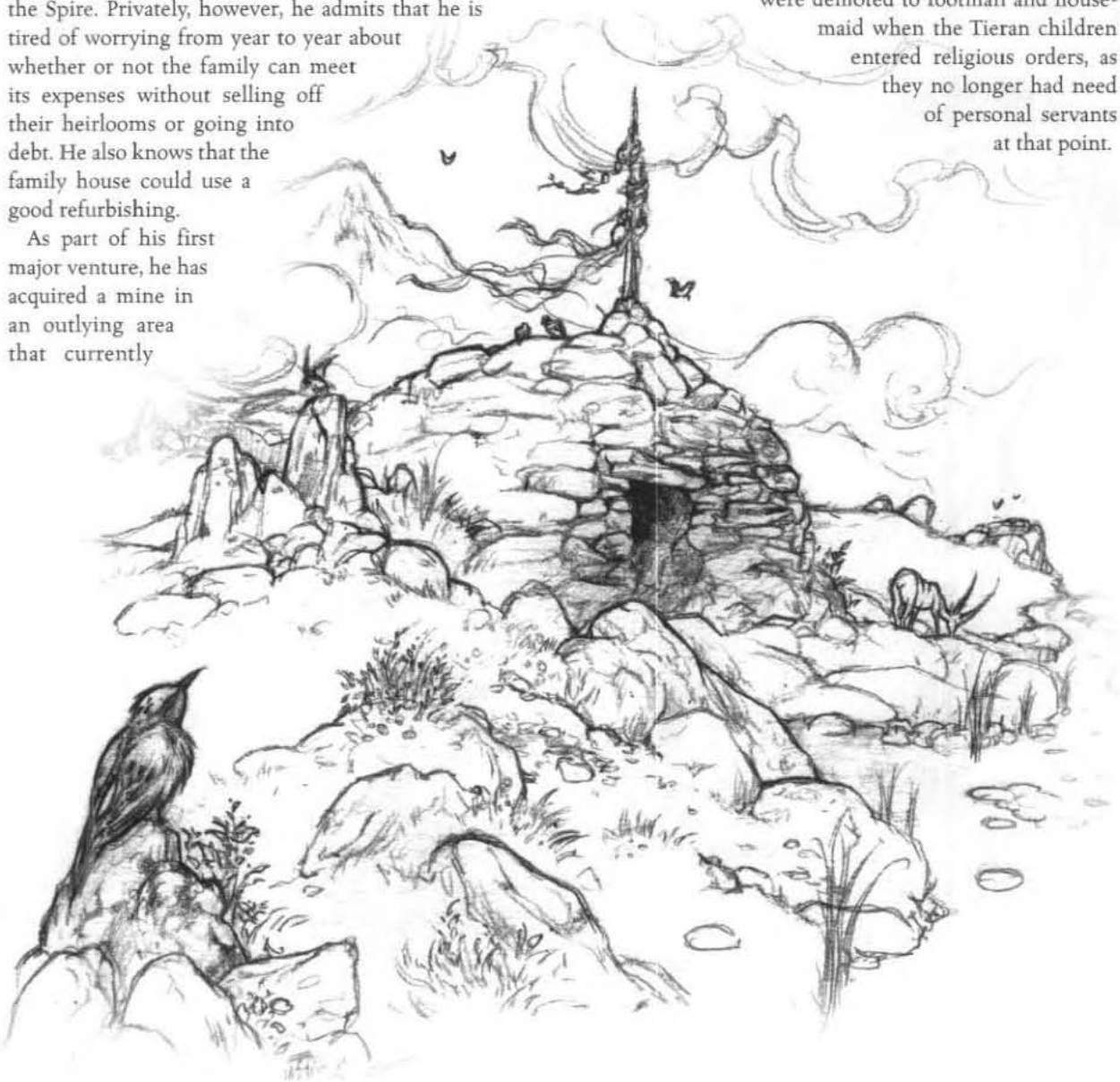
It is to the credit of the Tieran clan that Sir Jerome's descendants chose to attempt the same delicate balancing act as he did. By tradition, the first-born Tieran (and therefore, the heir to the title) has always joined the Children of the Creator Temple and served in some capacity. None have risen to the rank of Grand Patriarch/Matriarch, although many have become bishops and even archbishops. While it is not unusual for younger sons and daughters of noble families (who are unlikely to inherit the family title or much of its wealth) to join the clergy, it is almost unheard of for a noble heir to do so. And yet the Tierans have made a habit of it, working to preserve a delicate balance between meditating on the will of the divine while enjoying that which belongs to humans.

As a consequence, the Tierans have always lagged behind their peers in accumulating wealth. Having entered the nobility from the clergy, they had little private wealth to begin with. Afraid of inspiring doubts about their piety, they have shied away from lucrative business ventures that would make them money, and live only on the annuity that the Council granted to Sir Jerome so many generations ago.

But the current head of the clan, Sir Montagu Tieran, has resolved to change that. Like his forefathers, Sir Montagu entered the Children of the Creator clergy as soon as he came of age. After twenty years of service, however, he recently retired from his position within the temple and resolved to set himself up in business. Publicly, he dismisses any suggestion that he is breaking with family tradition and points out that his son and heir Fergus is now a priest, and his daughter Valiera was just accepted as a disciple into the Guardians of the Spire. Privately, however, he admits that he is tired of worrying from year to year about whether or not the family can meet its expenses without selling off their heirlooms or going into debt. He also knows that the family house could use a good refurbishing.

As part of his first major venture, he has acquired a mine in an outlying area that currently produces silver and some gold, and the miners there believe that platinum awaits discovery there, too. He has also just signed an agreement with Grand Master Karn Hammerhand of the Great Smithy (see location A23) and several elders of the Hammerhand clan to sell them the products of the mine. His Hammerhand partners have agreed to recruit dwarven mining experts to help explore for platinum veins, as well as increase the mine's overall productivity.

Sir Montagu and his wife Lady Vanessa live full-time at Tieran House. Fergus spends most of his days at the Children of the Creator Temple. Valiera visits as often as she can, but the monastic life of the Guardians of The Spire requires her to spend most of her time at their temple barracks (location J4). Sir Montagu's valet and Lady Vanessa's maid head the household staff, which also includes three housemaids, three footmen, two cooks and two scullery maids. Fergus' valet and Vanessa's maid were demoted to footman and housemaid when the Tieran children entered religious orders, as they no longer had need of personal servants at that point.



Sir Montagu Tieran: Clr5/Ari5.

Lady Vanessa Tieran: Ari8.

Fergus Tieran: Clr3/Ari1.

Valiera Tieran: Mnk1/Ari1.

Valet, Maid: Com3.

Other Servants (10): Com2.

HOOKS

- Sir Montagu's miners report that a monster lurks in the caves beneath the area where they are presently working. This also happens to be one of the locations where he hopes to strike platinum. Personally, he thinks that the reports are nonsense, but he hires the PCs to investigate, along with a couple of Hammerhand clan mining experts.

E14. GUARDSMAN HALL (SINJINT FAMILY)

Guardsman Hall is box-shaped compared to other noble villas — square with two stories — but the grand columns that hold up the second floor as it cantilevers over the front entrance give it a certain dignity. It is organized along the usual lines, with the ground floor divided between the servants' quarters and the house's public rooms (the largest of which is the great hall, which houses relics of the family's military service over the last century or so). The second story contains the family's private rooms.

Guardsman Hall is belongs to the Sinjint family, long renowned for its tradition of military service. The house's most unusual feature is the large wine cellar — really just a converted basement — that was built underneath the house by order of Sir August Sinjint, father of the current head of the family. It houses one of city's most extensive collections of fine wines and spirits, and is accessible by a stairway that leads down from the kitchen.

RESIDENTS

The Sinjint family has a long history of affiliation with the City Guard. It traces its noble status back to General Gratian Sinjint, who served for 30 years as Lord Protector of the City Guard. Sir Gratian didn't earn his fame through garnering a lot of battlefield honors; the city knew only peace during his tenure. But his administrative skill and his obvious care for the rank and file earned him the loyalty of soldiers and officers alike, and he was immensely popular within the Guard itself. He was also a masterful politician, and effectively lobbied the Council for increases in pay for all ranks, as well as refurbishing the strong points in the city walls. Upon his retirement, the Guard pushed the Council to grant him noble status, and the proposal met little resistance.

Since then, the Sinjints have lived on this estate. They have also retained their close ties to the City Guard. By family tradition, the first-born son must serve in the one of the divisions of the Guard. The current head of the family is Sir Varus Sinjint, great-great grandson of Sir Gratian. Varus takes pride in his family history, but unfortunately, he lacks his ancestor's leadership skills. He serves as a lieutenant in the Wall Guard, manning the day shift at the city's Main Gate (location D1). However, his men and fellow officers don't hold him in much esteem. They consider him lazy and indecisive, and might not follow his lead in a crisis. It doesn't help that he returns to the family estate when off-duty instead of living in barracks; while it is understandable that he would look after family matters when not on duty, it also makes him appear soft and effete in the eyes of his fellow Guardsmen.

In fact, the current generation of Sinjints are almost as well known for the exceptional collection of fine wines and spirits accumulated by their father, Sir August Sinjint, as they are for their martial family history. The fact that Sir Varus takes great pride in his family wine collection, and is known to enjoy sampling it from time to time does nothing to help his reputation as a soldier (though he seems blissfully unaware of that). In fact, though, it is his younger brother Marcus who manages the wine collection. Marcus inspects the wine cellar daily, keeps the inventory and is always on the lookout for suitable additions to the collection. As a younger son of nobility who stands to inherit relatively little, he has devoted himself to the study of viticulture and distilling spirits, hoping to make a business out of it someday. He occasionally travels to vineyards and distilleries outside the city, and is lobbying both his brother and their mother, Lady Marcella, to use some of the family's wealth to invest in a winery.

Neither Sir Varus nor Marcus are married, and so they alone share Guardsman Hall with their mother. Though well-spoken and pleasing in appearance, Marcus is so preoccupied with his studies and with the family wine collection that he has little time for courting. He brushes off his mother's concerns by telling her that he will settle down once he has established himself in business. And at any rate, Lady Marcella is more concerned with her older son, a bland fellow in both look and manner, who has so far taken little initiative when it comes to finding a wife and perpetuating the family line. She has taken to scouting out eligible daughters of the nobility for him. There is a story floating amongst the city's aristocrats that she even approached Lady Trina Valkenbane of the venerable Valkenbane clan (location E4) for advice in this matter. The story goes that Lady Trina (herself a captain in the Wall Guard) glanced across the crowded room at Sir Varus and promptly laughed in Lady Marcella's face.

Servants make up the rest of the Sinjint household: Lady Marcella has a maid who has waited on her for many years, and Sir Varus and Marcus also have their own valets. Sir Varus' valet has been known to take food and personal items to him from Guardsman Hall while he is one duty, which does little to enhance the esteem in which his men hold him. Marcus' valet doubles as the household's wine steward. In addition, there are two housemaids, two footmen, three cooks and two scullery maids.

Sir Varus is usually on duty during the day, but all other members of the household are likely to be present.

Sir Varus Sinjint: Ari4/Ftr3.

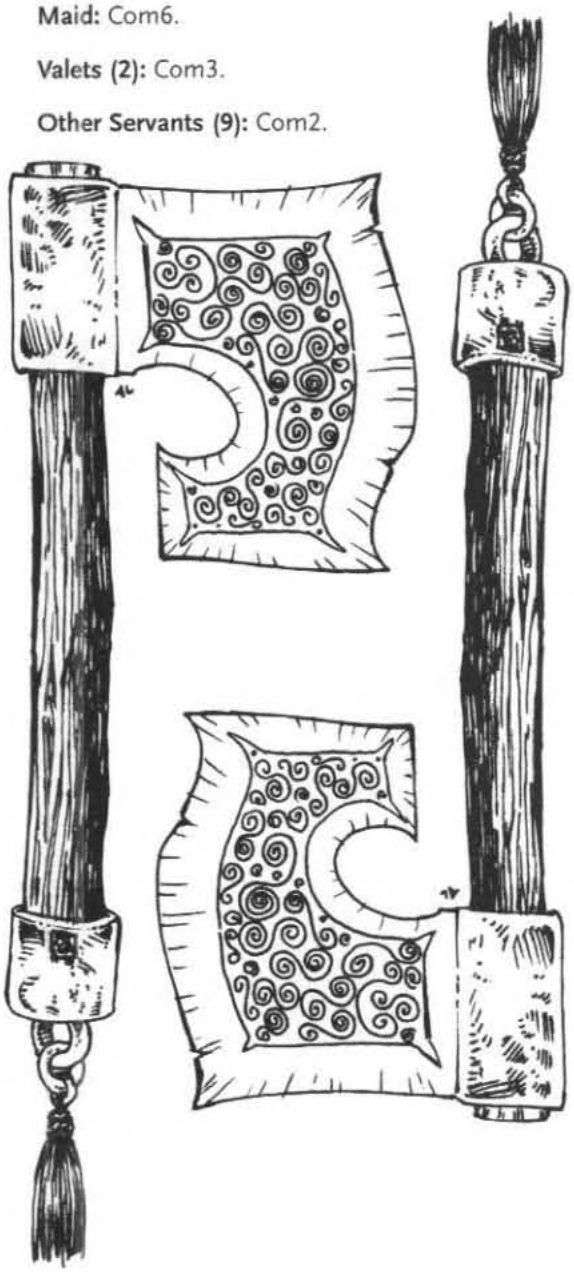
Lady Marcella Sinjint: Ari8.

Marcus Sinjint: Ari2/Exp1.

Maid: Com6.

Valets (2): Com3.

Other Servants (9): Com2.



The Sinjint clan has a rather modest hoard of coin for a noble family. It amounts to 10,000 gp, and it is kept in a locked chest (successful DC 25 Open Lock check to pick) in the master bedroom, where Lady Marcella sleeps.

Sir Varus goes about his duty bearing his ancestor Sir Gratian's best arms and armor, no matter what anyone else says about how much — or how little — he deserves them. These include a *+3 mighty cleaving longsword*, a suit of *+2 SR 13 plate armor* and a *+2 blinding heavy steel shield*. Lady Marcella has 3,000 gp worth of jewelry at her disposal, and she also wears an *amulet of health +2* at all times. Marcus has only one personal item of note, a *figurine of wondrous power (ivory goat)*. However, he also has an exceptionally useful collection of books on viticulture and distilling spirits in his bedroom. Three of them are quite rare and worth 100 gp each on the open market. There is also a *tome of understanding +1* in his collection.

The famous Sinjint wine collection encompasses about 1,000 bottles of wine and spirits. About 100 of these are exceptionally valuable, either because they are rare and old, or because they are made with great care or by unusual processes. They are worth anywhere from 50-500 gp each.

Also, relics of the military careers of the various Sinjint Guardsmen from Sir Gratian on fill the great hall, but they are largely of sentimental value to the family. The best of these items, Sir Gratian's arms and armor, always go to the eldest Sinjint serving in the Guard. The only other piece worth noting is a masterwork longsword with a grip inlaid with gold and precious gems, worth 500 gp altogether. The Council and the City Guard presented it to him on the occasion of his retirement as Lord Protector, and it is inscribed to that effect on the blade near the hilt. The family has always considered it a treasure item rather than a proper weapon.

ACTIVITY

Truth be told, Lady Marcella exerts the strongest influence in the Sinjint household, and she is the most likely family member to receive visitors, yielding to her sons only if it is apparent that the business at hand is with them specifically.

If the household is attacked, Sir Varus will probably fight back, but he is the only family member with military training. Note that if he does choose to fight, his arms and armor make him an opponent formidable beyond his level. However, Marcus will resist if it appears that the wine collection is threatened, using his *figurine of wondrous power (ivory goat)*.

The family wine collection is, of course, a source of great curiosity to those who appreciate fine wines and spirits, and the Sinjints have even received visitors from foreign lands who wish to see it. Marcus is generally obliging of such requests, but does not let anyone alone inside the wine cellar. He watches all visitors with great care.

HOOKS

- Vague rumors that his men intend to mutiny against him (not against Guard service, but against him personally) have reached Sir Varus' ears. Unwilling to confront his men directly, he hires the PCs to find out if the rumors are true.
- Marcus Sinjint has heard rumors that vintners in a land across the seas make wine with techniques unfamiliar to anyone in the city, using fruits that are unknown in this corner of the world. He wants investigate for himself, but it will require a long sea voyage. He hires the PCs as bodyguards, as he is concerned about pirates, and also the uncertainties of doing business in a foreign land.
- Sir Varus is painfully aware that his peers and men hold him in low esteem. He has hatched a mad scheme to create a threat to the city, so that he could rush in, save the day and make himself into a hero. He hires the PCs to recruit thieves or brigands — they could be professional robbers or simply a tribe of orcs — who will create that threat.

E15. ROTBURN HOUSE (ROTBURN-SEIVERS FAMILY)

Rotburn House is one of the largest villas in its part of the Nobles District, equal in size to some of the more venerable mansions in the "old money" part of town. It is laid out according to the general principles informing the design of the city's noble residences. The bulb-shaped end of the house contains the public rooms, including the expansive great hall. Lady Ilana Rotburn, who built the house, originally conceived it as a gesture of extravagance for its own sake. She really didn't have anything to put in it, but she wanted a grand, high-ceilinged room that would impress visitors. The current generation of Rotburn-Seivers have turned it into a private art gallery and keep their eclectic collection here. Otherwise, Rotburn House has extensive servants' quarters stuck at the narrow end of the building, and extensive private apartments upstairs as well as a small suite of rooms downstairs (the latter usually reserved for guests).

RESIDENTS

The Rotburn-Seivers clan rose to prominence generations ago as merchants specializing in imported goods from far away lands — exotic weapons, crafts, rare metals, gemstones, anything that folks in the city couldn't easily find within a day or two's travel. Their family business, Rotburn Imports, brought them fame and fortune. At last, in the person of shrewd, strong-willed Ilana Rotburn, the clan made the jump from economic success to political and social success. Ilana leveraged her fame as head of one of the city's most successful merchant companies to get herself selected as the Council delegate from the Bazaar District. She represented her constituents ably in the Council, winning reductions in import duties and constantly urging stronger measures to safeguard important caravan routes.

Ilana Rotburn credited her success to her aggressive negotiating style. She treated city officials and other politicians much as she did her suppliers; every request became a negotiation in which she began by staking out an unreasonable position, knowing that she would scale back her demands later in the name of compromise. She rarely backed down in a confrontation until she had secured what she wanted, and the higher the stakes the more stubborn she became. Most notoriously, she harangued the Council and browbeat city diplomats to declare war against foreign kingdoms that, in her view, were not sufficiently helpful in putting down brigands along the caravan routes. The city subsequently negotiated treaties with those lands that proved very helpful, but many on all sides of the issue insisted afterward that her threats were not. Her supporters, on the other hand, insisted that her flamboyance had helped bring attention to an important issue, and given the city's representatives a tool with which to win important concessions. After she retired from politics, the Council awarded her a noble title; it was said at the time that her friends felt indebted to her and her enemies were just glad to be rid of her. Upon her death, her eldest son, Sir Tarento Rotburn-Seivers (the Seivers name coming from his father), inherited the title and the family line has continued unbroken since.

Much time has passed since the Rotburn-Seivers were just wealthy commoners. The family's current crop, led by Sir Dane Rotburn-Seivers, carry their aristocratic dignity with ease. They still own and operate Rotburn Imports (see location D37), not because they need the income, but out of family tradition. Sir Dane has largely retired from managing the fortune. He left strategic management of their assets to his eldest daughter and heir, while day-to-day operations of Rotburn Imports falls to a trusted employee, Fiss. Sir Dane and his wife, Lady Accala, devote themselves to collecting art these days.

They have converted the house's great hall into a private museum, showing off their trove of paintings and sculpture. Most of the pieces are local in origin, and they pride themselves on patronizing local artists, but some come from faraway lands. But neither Sir Dane nor Lady Accala have actually studied art much; they base their collection largely on their own questionable gut instincts, the advice of others (also sometimes questionable) and, on occasion, the asking price of an item. They tend to assume that the more expensive a piece, the better it is, although this won't stop Sir Dane from driving a hard bargain to get it. Their approach to collecting art has therefore drawn some derision from other aristocratic connoisseurs who see them as tasteless lunkheads. Artists, too, will take their money, but complain behind their backs about their tight purse strings. The Rotburn-Seivers remain utterly oblivious to such criticisms.

Despite their elevated bearing and pursuits, commerce and sharp trader's instincts still run through their veins, coursing just under the polite surface. Edetha is just as hard-headed as any of her ancestors. Among her merchant peers, she has a reputation as a ferociously tough negotiator — as hard and shrewd a bargainer as the formidable Lady Ilana herself. This is also to say, however, that some of those peers like her not one bit, and would delight in seeing the House of Rotburn-Seivers fail in their enterprises. Edetha ignores such criticism, saying that her job is to run Rotburn Imports, not run it into the ground.

And in her defense, it must be said that she has not only maintained most of the company's existing trading relationships, but forged some new ones of her own. For instance, she and the venerable Bellevue clan (see location E12) are presently cooperating on several different short-term commercial ventures, wherein Rotburn Imports will bring goods overland from foreign sources and sell them to the Bellevues and their partners for export overseas.

All of the Rotburn-Seivers live full-time at Rotburn House, although Edetha spends most of her days at Rotburn Imports, tending to business. Sir Dain and Lady Accala live the aristocratic good life, and if they are not at home, they are traveling, or off on some matter having to do with their art collection, or some other suitable pastime. The household staff consists of Sir Dane's valet, Lady Accala's and Edetha's maids, two housemaids, two footmen, two cooks and a scullery maid.

Sir Dain and Lady Accala Rotburn-Seivers: Ari8/Exp2.

Edetha Rotburn-Seivers: Ari3/Exp2.

Valet and Maids (3): Com3.

Other Servants (7): Com1.

About half of the family's coin is kept at Rotburn Imports. But Sir Dain and Lady Accala keep 20,000 gp on hand at Rotburn House for household expenses, and to cover all but the most exceptional purchases for their art collection. They store 10,000 gp of this hoard in sacks under a false floor in the master bedroom (successful DC 30 Spot check to notice). Another 10,000 gp sits in a locked chest (successful DC 25 Open Lock check to pick) in Edetha's bedroom.

Sir Dain has no personal items of exceptional value. Lady Accala has a spectacular diamond necklace worth 3,000 gp; Sir Taranto Rotburn-Seivers had it made for his wife, and it became an heirloom of the family. Edetha has no jewelry of great value, but she does keep on her person two wondrous items that once belonged to Lady Ilana, a *circlet of persuasion* and *figurines of wondrous power (golden lions)*. Though she was loathe to acknowledge it, the former gave her a bit of an edge in negotiations, and she had the latter made up just in case she ever erred in her choice of enemies.

The most interesting treasure items at Rotburn House are in the art collection. It contains a handful of paintings, tapestries and sculptures worth considerable sums based on their aesthetic merit (the exact market value fluctuates depending on which artists and styles are in and out of favor), as well as a lot of mediocrities and out-and-out junk. Some of their more distinguished pieces are works by Iniem Dorakan (see location G20) and Ranar the Shaper (see location L7). But there are two items whose true value none of the Rotburn-Seivers comprehends. One is a brightly painted deck of cards that Lady Accala picked up as a curiosity while on holiday in a distant land; it is currently spread out inside a glass display case. It is, in fact, a *deck of many things*. The other piece is a gold-plated sphere about the size of a man's palm, with gems set into it in a pattern that seems to describe a dragon. It is, in fact, a major artifact: a *Gold Dragon Orb*. (Either of these items can be swapped out for different and/or less powerful artifacts if the DM wishes.)

ACTIVITY

Edetha rarely receives visitors at Rotburn House, as she attends to business at the office, for the most part. She tends toward impatience when it comes to social matters, since work absorbs so much of her attention. Sir Dain and Lady Accala, on the other hand, receive guests with the gentility that one expects from a nobleman and his wife, and they are usually eager to see anyone who might be an artist, art dealer, or fellow collector.

In case of an attack on the household, Edetha will use her *figurines of wondrous power* to defend herself and her family, while they attempt to flee or raise the alarm.

HOOKS

- Edetha has reason to believe that a group of caravan guards regularly used by Rotburn Imports has been infiltrated by brigands. She asks the PCs to investigate the matter.
- Troubling rumors have reached Sir Dain that a piece of statuary in his collection is really a sacred object that was stolen from a temple in a foreign land. In fact, emissaries from the Council, who in turn were visited by ambassadors from that country, are pressing him to return it without compensation. Before he does so, Sir Dain wants the PCs to look into the matter for him, so that he can satisfy himself of the truth of the allegation.
- Until very recently, Lady Accala was plagued by wracking pains and a fever. The source, as it turned out, was a cursed amulet that she had started wearing as part of her personal jewelry. A cleric took care of the curse and removed the amulet, but she now wishes to know how she could have acquired it under false pretenses. She asks the PCs to trace the origin of the amulet and punish whoever was responsible for circulating a cursed item.

E16. GREENWOOD HOUSE (CORINE FAMILY)

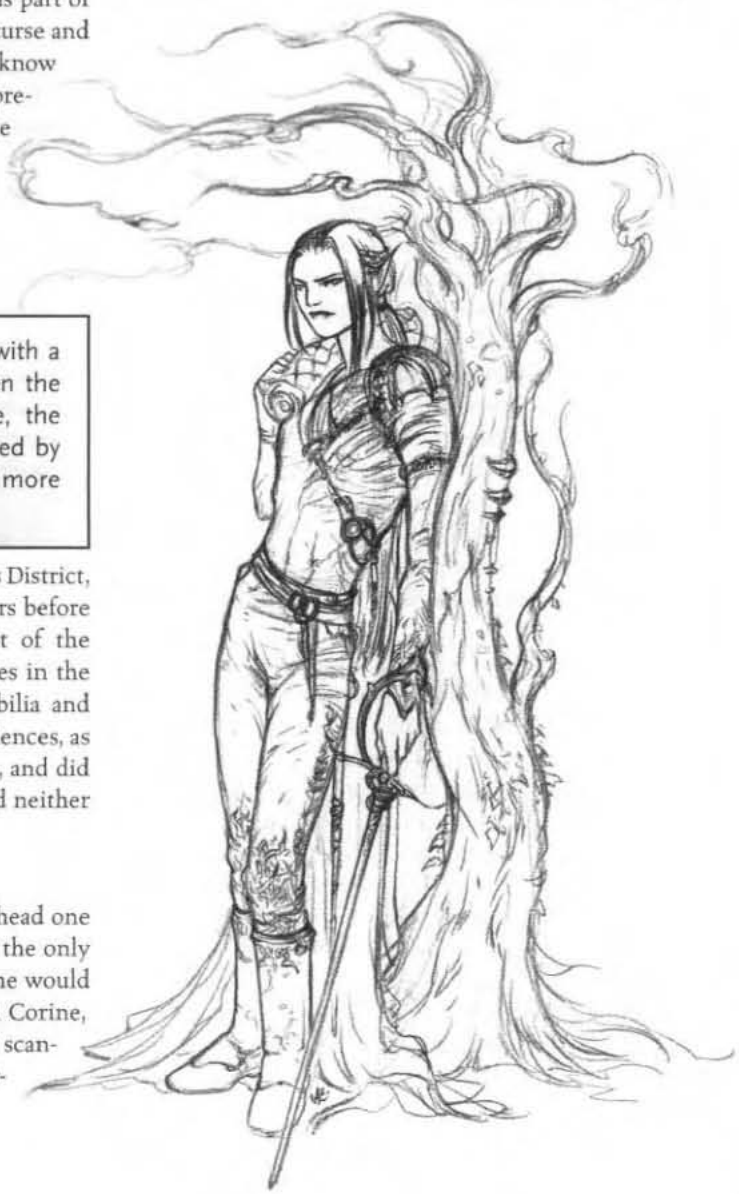
This house resemble an overgrown cottage, with a faux-thatch roof that dates from a time when the rustic look was an architectural fad. Inside, the rooms are rather small and sparsely furnished by the standards of the district, but it is still a more imposing residence than most in the city.

A modest residence by the standards of the Nobles District, Greenwood House passed through several owners before landing in the hands of a half-elven offshoot of the Corines, one of the four most prominent families in the Elven District. It contains less family memorabilia and inherited bric-a-brac than most other noble residences, as the first Corine to live here had little of his own, and did not add much to it over the course of his life, and neither did his wife, who was a commoner by birth.

RESIDENTS

Sir Slate Corine is currently the only half-elf to head one of the city's noble families. But even if he wasn't the only half-elf in that position, it is all but certain that he would be the most famous. The story of his father, Vol Corine, became one of the city's most talked about society scandals in its day, and its consequences still reverberate, both here and in the Elven District.

Vol Corine was the son and heir of the Elder of the House of Corine (see location P7 and Overview of the Elven District), and stood to inherit not only considerable wealth, but leadership of one of the four noble families of the elves. In time, he would have become Chief Elder — leader of all the city's elves, and the Elven District's City Council delegate. He enlisted in the Elven Legion, as was customary for every Corine being groomed for a position of importance, and received a plum assignment escorting the Chief Elder to City Council meetings. In the course of this duty, however, he fell in love with a human woman — Elspeth Orrant, daughter of a modest family working as a functionary in the Council Palace. Scandalized by this breach of elven noble tradition, Vol's father tried to talk him out of marrying Elspeth. When he could not, he disinherited Vol and barred him from any further contact with his family. Such is the prestige of the House of Corine among the elves that Vol Corine never dared return to the Elven District; he felt and his son continues to feel that they live under an informal ban against it.



At the time, Vol and Elspeth's case drew much attention from all other quarters of the city, and public sympathy aligned squarely behind the handsome young couple who had sacrificed so much for their love. It even became the subject of popular drama that played to packed houses in the Entertainment District even before they could marry. This enthusiasm persuaded the City Council (over the objections of the Chief Elder of the elves) to grant the exiled elf of noble blood a hereditary title and a modest annuity, which allowed him to buy this villa in the Nobles District.

Slate Corine inherited his father's title and the family property upon his death. He did not, however, inherit the resignation with which Sir Vol Corine accepted his fate. Sir Slate recently married a human woman, ensuring that any heir he may produce will be, at most, one-quarter elven blood. But he still insists that his father was unjustly disinherited by the House of Corine, and that leadership of this ancient elven family belongs to him by right. The practical reality that the elves would never accept a half-elf with a quarter-elf heir at the head of one of their leading families scarcely occurs to him. Where his father gained a sad wisdom with age, his son seems impetuous and stubborn.

As to how Sir Slate intends to go about claiming his rightful inheritance, his plans vary according to his humor. He is at least reasonable enough to understand that taking on the powerful House of Corine single-handed is a very ambitious undertaking. He often speaks as if he would be content with simply getting some heirlooms and property of which his father was particularly fond. But he also talks of trying to use the court system to force the Corines to acknowledge his rights of inheritance — an unlikely proposition, since the city charter clearly acknowledges the elves' right to live by their own laws within the Elven District. And at his moments of highest dudgeon (which are, fortunately, few), he even dreams of recruiting his own private army to storm the Elven District and take the Great Bole of the Corine (location P7) by force.

Though he has never visited the Elven District, there is actually no legal prohibition against Sir Slate doing so. He has a 30-day passport, obtained properly at the Temple of the Sky (location J10), but he has never used it. The Nerise clan priests at the Temple (as well as Rector of Permissions Erden Aer) approved his request despite his obvious intent to disrupt a noble elven family. The fact is that the Nerises and the Aer view Sir Slate as a potential thorn in the side of a rival house, and they might well support him up to a point. It is also possible that he would gain some support from the House of Elesse — as conservative as the Elesse are, they also see the Corines as rivals.

His wife Miranda has heard it all by this point in their marriage. She comes from a family of well-off commoners, and so she is content with her current estate as the young wife of a famous noble. She harbors no particular interest in becoming a great lady of the elves. And yet Sir Slate's talk of grand plans of recapturing his father's birthright seems not to alarm her at all. Lady Miranda doesn't take it seriously — perhaps not as seriously as she should.

An elderly elf named Ilois heads the household staff; he served as Sir Vol Corine's valet and stayed on after his master's passing to serve his son. He is too old to do much work, however, and remains mainly on the strength of Sir Slate's loyalty to him. The rest of the staff consists of Sir Slate's *de facto* valet, Lady Miranda's maid, two housemaids, two footmen, two cooks and a scullery maid.

Sir Slate Corine: Half-elf Ari5.

Lady Miranda Corine: Ari2.

Ilois: Elf Com8.

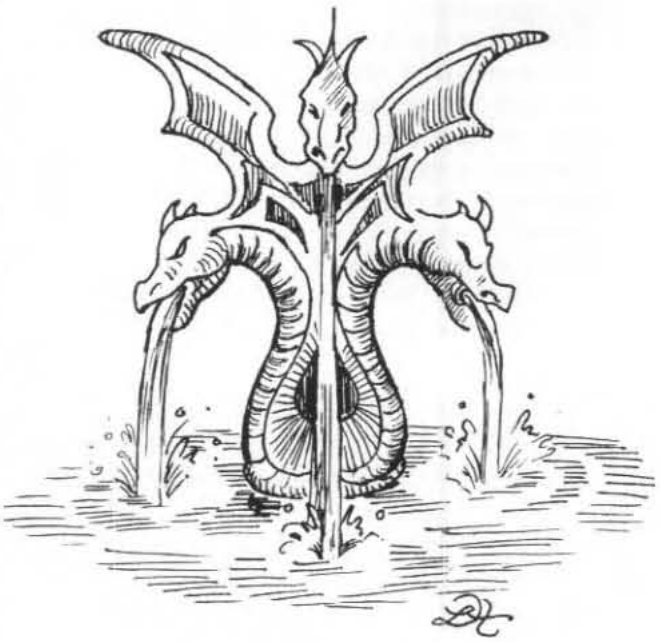
Valet and Maid: Com2.

All Other Servants (7): Com 1.

The Corines skate by on their annuity. They keep 2,000 gp and 100 pp in an unlocked chest in the master bedroom. Sir Slate also keeps his father's personal arms and armor in the closet: a *+1 flame tongue longsword* and *+2 chainmail.*

ACTIVITY

Neither Sir Slate nor Lady Miranda have any professional interests, and so they spend much of their time entertaining or engaging in pastimes suitable for aristocrats. They are conscious, however, that their resources are not great compared to other noble families, and so they try not to overdo things.



In case of attack, Sir Slate will try to use his father's arms and armor to defend himself. Ilois will also do what he can; he will gladly sacrifice what is left of his life for this branch of the Corines.

HOOKS

- Of all of the family heirlooms in the Great Bole of the Corine, there is one in particular that Vol Corine lamented not inheriting. Sir Slate has determined that it ought to be his by right, since his father considered it his own. He hires the PCs to fetch it for him by hook or by crook.
- The PCs encounter Sir Slate in one of his wild moods, in which he describes his grandiose goal of hiring a private army to seize his inheritance by force. Since the PCs are obviously a capable lot, he would like them to cast their lot with him, and find more soldiers of fortune. He speaks of further meetings with them at Greenwood House to plan the operation. But an obvious question arises: Is he serious? And if so, just how serious is he, really?

E17. HALL OF HERALDRY

This sprawling structure is one of the older surviving buildings in the city. The amount of space that the Hall of Heraldry needs has grown steadily through the years, as the history of the city has accumulated heft and the rolls of the nobility have grown. To keep up with this, the building has added rooms — even entire wings — as needed. It seems like additions to the building are always under construction or being planned. Architecturally, it resembles a patch of mold left in the dark and damp, growing all the time, just because it can.

Even so, the layout of the building is always organized and re-organized to separate the heralds' three basic functions. One wing functions as a library for all official documents pertaining to noble families. Another is the museum, where the artifacts collected from various families are housed and displayed. A third wing provides office space for the most senior staff and also includes the Hall of Judgment, where the heralds decide all disputes that come before them.

Shortly after the Council began awarding noble titles to its distinguished citizens, a handful of nobles pooled funds to create an institution that would honor the names and deeds of aristocratic families. Since then, the Hall of Heraldry has served as a hall of records, museum and even a court of law, all in the name of glorifying the city's nobility.

RESIDENTS

The heralds keep official records of which families are entitled to claim noble status, as well as records of their births and deaths. They also keep a museum dedicated to the nobility, soliciting a donation of at least one family relic from each clan to put on display. Over the years, the heralds have also taken on a legal function, as the Council tired of dealing with matters of inheritance rights and answering petty questions about whether someone of noble birth could keep his or her family name after marrying into another noble family. Any squabble over who (if anyone) receives the property or perquisites of a noble upon his or her death goes before a tribunal of heralds, whose judgment is legally binding.

Arris Selden, a half-elf scholar who counts himself as a direct descendant of a second son of the Lione family (and has the papers to prove it) holds the office of Senior Herald and runs the Hall of Heralds. His two most important tasks are raising funds from noble families for the ongoing maintenance of the Hall, and rendering judgment in disputes over property and titles. In theory, these two jobs present him with a potential conflict of interest, as it is almost inevitable that he will have to weigh disputes in which one party has been more generous to the Hall than the other. But Selden, a proud and unyielding man, insists that such considerations do not influence him in any way. Not everyone sees things quite the way he does, of course, but Selden pays them no mind.

In his judicial function, he has the help of four lawyers who hold the title of tribune and are kept on retainer to study and rule on such disputes. All of them are commoners, but they are experienced legal professionals all the same. Cases are decided by majority vote of the tribunes, with Selden presiding over their deliberations and casting the tie-breaking vote, if necessary.

Directly below Selden on the organizational chart are Curator Horis Ballow, who runs the museum wing, and Senior Archivist Daphne Selden, who maintains the archives. Ballow is a pudgy man with a carbuncled nose who has nonetheless mastered the art of charming important people, and he is skilled at getting noble families to part with items for the museum collection. Daphne Selden, Arris Selden's wife, is tall and severe in appearance. She has the mechanical, orderly mind of an incessant organizer. The archives contain detailed records of every noble family that has ever existed in the city, even bloodlines that have long since gone extinct, and Daphne seems to have all of them at her fingertips. Both of these departments have a battalion, 50 strong each, of clerks and assistants to perform the menial tasks of running such a large institution.

As an outgrowth of their role in arbitrating disputes between nobles, the heralds have also taken on the role of assigning a representative to the City Council. Whenever the spot opens up — either because the previous representative has died or is stepping down — the heralds gather

and draw up a list of worthy candidates, which they then rank according to desirability. They offer the job to the first person on the list. If he refuses, they go down the list until they find someone who accepts. They usually don't have to go very far down, as nobles tend to put a premium on rank and distinction (that's why they're nobles, after all). In theory, the heralds try to find the worthiest individual to represent the district. In practice, however, they favor the nobles who have donated the most money to the College of Heralds. Representatives from the district serve for life, and a new one will not be chosen until the sitting one dies, retires, or otherwise steps down.

The district's current representative is Sir Hamish Bellevue (location E12), who took up the position soon after his retirement from the Navy. Sir Deramus Propp (location E9) covets the job, however, and donates furiously to the College of Heralds to get on Arris Selden's good side. No one knows when Sir Hamish intends to retire, but Sir Deramus (among others) intends to be ready when he does. In fact, Sir Deramus has called on the Bellevues to drop heavy hints on the subject. This has not exactly endeared him (or his family, for that matter) to the Bellevues.

Arris Selden: Half-elf Exp10.

Daphne Selden, Horis Ballow, Tribunes (7): Exp10.

Assistants and Clerks (100): Com1-3.

For such a large building, housing an organization devoted to chronicling the city's nobility, there is very little of value here. The museum collection is mostly bric-a-brac, items donated because the families in question felt that they could be spared from their own collections. The only exception is a thick book heavily bound in what appears to be animal hide dyed the color of ebonwood. A noble family, long extinct, gave it to the museum as an heirloom that had been in their library as long as anyone could remember. They had no idea that it was, in fact, a *book of vile darkness*. Even now, nobody at the museum realizes its true nature. It is kept on display in a glass case, amongst the personal letters and cameo portraits.

ACTIVITY

The Hall of Heralds is open only during business hours: 9 am until dusk. During this time, the staff goes about its daily affairs, puttering with this and that, filing or retrieving documents, and the like. They will assume, unless pointedly told otherwise, that any and all visitors are there either to see the museum, or to inquire after documents about a given family.

HOOKS

- A clerk working in the archives has, much to his horror, misplaced some records relating to a prominent noble family. While this is hardly a hanging offense, he knows that Daphne Selden would not see it that way if she knew of his mistake. Fearing for his job (at the very least), he begs the PCs for help in discreetly recovering the documents.

E18. FOUNTAIN OF THE THREE WORTHIES

This commemorative fountain honors three heroes of the humanoid siege. It is a major landmark of the Nobles District and therefore, a popular rendezvous point. The statue of the three stands at the center of the fountain, surrounded by dancing jets of water, which are themselves ringed by a circular pool of water. A well-kept lawn fills the space between the fountain and the street, dotted with benches.

The Fountain of the Three Worthies was commissioned by a group of noble families shortly after the settlement that granted the humanoids permanent residence in the city limits. The settlement was not an unalloyed victory, of course, as most would have preferred that the humanoids just go away and leave them alone. But it was a victory of sorts, enabled by some genuine heroics, and the city's aristocracy wanted to honor the heroes in some manner. At the center of the fountain is a 20-foot tall marble statue depicting Sir Zerkis Lione (see location E7), Sir Magnus Valkenbane (see location E4) and Grand Patriarch Sir Jerome Tieran (see location E13), in heroic poses. The figures in the statue are all the more striking because the eyes are crafted from extremely valuable materials — genuine pearl for the whites and black diamond for the pupils. Some observers swear that the eyes glow in the dark of night, and while it is likely just an optical illusion, there could be other reasons for this effect as well.

RESIDENTS

The fountain's builders were well aware that the eyes of the statue would attract thieves because of the value of the materials. They also suspected (rightly) that the statue would stick in the craw of their new humanoid neighbors. It has propaganda value, after all — it suggests that the city defenders won a great victory while defending their homes against a vile horde of invaders. The humanoids, of course, have always looked at it differently, seeing themselves as rightful claimants to the Spire who were simply fighting for what was coming to them. The nobles who commissioned the fountain therefore feared that humanoids would try to vandalize it, with the eyes being the most obvious target because of their monetary value.

So they created permanent magical safeguards to protect the statue down through the ages. Two small water elementals live in the pool and serve as guardians. In addition, the eyes of the statue were themselves permanently imbued with powerful magic that will unleash cursed energies on anyone who disturbs them.

Water Elementals, Small (2): As per the *Monster Manual*.

The eyes of the statues are the only parts that could conceivably be removed from the site and sold (the hazard posed by their magical properties notwithstanding). Black diamonds being as rare as they are, each is worth 5,000 gp. Touching either eye of Zerkis Lione will activate a *holy word* spell centered on that eye, as if cast by a 20th level cleric. If an evil creature of the humanoid subtype, or even a humanoid creature belonging to a race that is usually evil-aligned, touches an eye of Magnus Valkenbane, it must make a Fortitude save as if a 14th level sorcerer cast *finger of death* on it. If it dies as a result of this effect, it must then make a Will save as if a 17th level cleric cast *soul bind* on it, with the eye acting as the repository for the soul. If a chaotic creature touches an eye of Jerome Tieran, it must make a Fortitude save as if a 20th level wizard cast *flesh to stone* on it. Anyone who survives the act of touching an eye of the statue may try to pry it loose using the Disable Device or Open Lock skill (DC 25, as they are set in the eye sockets quite firmly).

ACTIVITY

The water elementals will ignore anyone who is clearly frolicking in the water for amusement, so much so that their presence will not be detected, unless by magical means. However, they will attack anyone who heads directly for the statue.

HOOKS

- Someone does, indeed, make off with the statues' coveted eyes. The PCs are hired to recover them. But were denizens of the Humanoid District behind the theft, or was it the work of a more subtle adversary, who wishes to sow further dissent between the humanoids and the rest of the city?

E19. LUCAN'S DOMESTIC SERVICE AGENCY

What used to be the common room of this former tavern now serves as a spacious and well-appointed reception area for entertaining clients. The back rooms have been converted into office space and living quarters. The cellar — dank and none too clean— houses job candidates who have no other place to stay.

This building now houses an employment agency for domestic servants.

RESIDENTS

If Hasty Oldbottom (see location E11) runs the city's most reputable service for providing domestic servants, then the charming, ruthless half-orc Lucan runs the least reputable. Lucan gets by with his polished manners (he can be astonishingly smooth for a half-orc) and rates for his service that are almost half of what Hasty charges, but he is a thug at heart. He makes up for the low fees that he charges by forcing his job-seekers to kick back part of their pay to him once they have been placed in a household. These terms ensure that only the most desperate folk will sign on with Lucan, but he can live with that.



And when his supply of prospective labor runs short, he has no compunction about kidnapping visitors from abroad or taking captives off of the hands of his brigand and pirate acquaintances.

Lucan can only maintain his hold over these unfortunates through intimidation. To that end, he employs his younger brother Govin as an enforcer, as well as a pair of hobgoblins, Erek and Belek, who have permits to work outside the Humanoid District. The hobgoblins belong to the Nailed Boots tribe (see location B23) and if necessary can call upon additional members of their tribe for aid. All of them can get by in polite society when they have to, but underneath that veneer, they enjoy dishing out a good beating. Lucan and his boys regularly make the rounds of the Nobles District under the guise of providing customer service, checking in with their clients to make sure that the servants that they have provided are working out all right. In fact, these visits are meant to tell those servants that even though they now live with a noble family, Lucan can still get to them any time he wants. And if going in through the front door doesn't work, Govin, Erek and Belek know how to find every servants' entrance in the district.

Only Lucan and Govin live here full-time; Erek and Belek go home to their tribe (location B23) at night unless Lucan needs some nocturnal dirty work out of them (which is not terribly unusual). At any given time, there may be as many as twenty job candidates languishing in the cellar, sleeping on threadbare bedrolls.

Lucan: Half-orc War6/Exp6.

Govin: Half-orc Ftr4/Rog4.

Erek and Belek: Hobgoblin War3, as per *Monster Manual*. They possess Knowledge (Human Culture) +3.

Boarders (varies): Com1.

Lucan keeps 100 gp and 2,000 sp in locked chest (successful DC 20 Open Lock check to pick) in his office. In addition, Lucan and his enforcers each carry concealed masterwork short swords on their persons at all times. They also use clubs in situations where they don't need to worry about offending the sensibilities of their noble clients; Lucan carries a *+1 club* and Govin, Erek and Belek use masterwork clubs.

ACTIVITY

Unless he already knows you, Lucan treats anyone who is not obviously a noble (i.e., a client or a potential client) or a potential worker with suspicion. He's done enough underhanded deeds in his day to worry whenever he draws unexpected attention. Likewise, Govin, Erek and Belek know how to read Lucan's body language. They will tense for action as soon as they see him doing so.

HOOKS

- Lucan worries that he's losing his edge; a lot of the people whom he placed in service (many more than usual) are refusing to pay their kickbacks. He and his boys can't keep up with all of the thumbs they need to break. Lucan hires the PCs as temporary help, just until he's all caught up.



- Lucan has accidentally stepped into a terrible mess. It turns out that a girl whom he is trying to sell into domestic service, and who was delivered into his hands by a pirate, is actually the daughter of a prominent foreign family. Her parents, operating through high diplomatic channels, have persuaded the City Council to put the City's Eyes (see location F9) onto the matter of her abduction. Lucan senses that the investigation is getting dangerously close to him. The girl is no longer worth the trouble that she could bring down on him. He hires the PCs to return her to her family discreetly, in a way that closes off any further investigation by the city authorities and diverts any lingering suspicion from him.
- Govin has tired of taking orders from his older brother. He wants to stage a coup, but doesn't trust Erek and Belek to back him until the deed is actually done, and he doesn't dare act by himself. He hires the PCs to stage a break-in and robbery and take care of Lucan in the process. The PCs can either abet or foil Govin's usurpation.

E20. THE RUBY BARGE

From the outside, the building looks like a miniature palace, with an ornate facade fronted by a several columns. Compared to the small businesses and townhouses that surround it, it is quite gaudy. Inside, its layout is essentially that of a tavern. The main entrance opens onto a large common area containing the gambling tables, a bar at the back, some tables for drinking and dining, and a stage for musical and bardic performances. The club uses only the finest furniture and the most expensive trappings. The house staff dress in crisp uniforms, and the guests are all aristocrats or other VIPs dressed for a night on the town. The level of activity is always higher in the evenings than during the day, but at all hours, song, music or bardic verse rises above the hum of general festivity.

The gambling area consists of fifteen gaming tables, each manned by a dealer and arranged around a slightly elevated observation platform (from which the shift manager can observe the action) and a cashier's cage located off to one side. Behind the bar are stairs leading down into the wine cellar. A small kitchen and back rooms that serve as offices are also behind the bar. An elegant set of double-doors leads out onto a veranda set by a small artificial pond. Here, guests may drink and get some fresh air while taking a break from the gaming tables. During warm weather months, musical acts sometimes perform out here.

The Ruby Barge is the city's most fashionable destination for young aristocrats who fancy the nightlife and games of chance. It is an exclusive club, and only members and their guests are admitted, but such is its appeal that it never wants for business on any night of the week.

RESIDENTS

The club is owned and managed by Reesa Volair, a slender, dark-eyed half-elf whose fine features and exotic appearance help her charm her clientele (especially the male guests) into parting with their gold. She herself oversees the night shift, when the club is busiest. She leaves the day shift to her assistant manager and right-hand man, a square-jawed former City Guardsman named Rufus Brant. A veteran of many Guard foot patrols, Brant is both tough and shrewd, and he brooks little nonsense from employees and patrons alike. Volair considers him the perfect person to handle the daytime crowd, which is smaller, but full of rich idlers and dissolute characters who drink and gamble while decent folk are earning a living. Experience has taught her that charm works less well with this crowd than coercion, and Brant is much better than she at strong arm tactics.

The Ruby Barge opens at noon and closes well after midnight. During business hours, either Volair or Brant are always present. In addition, eight burly guards help them keep an eye on things; two watch the front entrance to make sure unwelcome guests get no farther; two secure the veranda; and the remainder are stationed at each corner of the floor. A barkeep serves up drinks, which are in high demand at all hours, and a serving wench is always on hand to run orders between the bar and the gambling floor. A chef works the small kitchen in the back in case anyone wants food. During the evening shift, a dealer works each of the gaming tables, but only half as many are present during the day, when there are generally fewer guests. Similarly, Reesa Volair makes sure that an endless succession of singers, musicians and bards entertain her customers from the stage, though she saves the best of them for the big evening crowds.

Reesa Volair: Half-elf Exp10.

Rufus Brant: Ftr8.

Guards (8): Ftr3.

Dealers, Bartender (varies): Com3.

Cashier, Chef, Serving Wench (3): Com2.

Most of the club's receipts are kept the wine cellar, in a *bag of holding* inside a well-locked (successful DC 25 Open Lock check to pick) but deceptively shabby-looking trunk. The trunk is hidden among empty crates. It contains 500 pp, 5,000 gp and 20,000 sp. A locked chest (successful DC 25 Open Lock check to pick) in Volair's office contains 500 gp and 2,000 sp. This is meant to function as a sort of decoy in case of burglary or a takeover robbery. Only Volair and Rufus Brant have the keys to these containers, and they carry them on their persons at all times. Of course, there is also a considerable amount of money floating around the gaming floor at any given time, both at the cashier's station and kept at each gaming table by the dealers. During the day this amounts to 200-500 gp and 1,000-2,000 sp; at night, that amount doubles. In addition, The Ruby Barge keeps an exceptional wine cellar. At any given time, the cellar contains at least six crates of high-value wines and spirits worth at least 600 gp per crate.

ACTIVITY

The Ruby Barge runs a variety of gambling games involving cards, dice, and any other means of randomization that might be in fashion at the moment. It is up to the DM, of course, how to handle gambling in a given campaign. If you have already established popular forms of gambling in your campaign world, and those games would appeal to an aristocratic crowd, the Ruby Barge offers them. If you wish to abstract the activity of gambling, you may treat each bet a PC makes as an opposed test in which the house receives a +1 inherent bonus. This bonus reflects the 5% house edge that any sane casino would build into its games. If the PC wins, he is paid off at even money (that is, he receives a profit equal to the amount of his bet). The Ruby Barge handles bets ranging from 1-5,000 gp. A bet toward the higher end of that range would cause a commotion in the club, immediately grabbing everyone's attention.

The Ruby Barge is an exclusive club, and the guards are under orders not to cut breaks to anyone who is not a member or a guest of a member. Whether the guards can be bribed or otherwise persuaded to bend the club rules is ultimately up to the DM, but it should be noted that Reesa Volair is a shrewd judge of character and understands whom she can and cannot trust. She would not hire anyone whose integrity she doubted. She also pays well above the norm for places of entertainment, to encourage loyalty among her employees. Similarly, the dealers, cashiers and other workers at the club are also loyal to Volair and Brant, and they probably cannot be bribed to fix the games or otherwise act against the club's interest. But the DM's discretion is the final guide here; nothing is truly inconceivable.

Most of the patrons are well-behaved; they are nobles with reputations to uphold. But as with every establishment of this type, every now and then someone will act in an unbecoming manner, fueled by alcohol or gambling losses. That's why there are guards inside the casino as well as outside, and they will act quickly to subdue and remove any troublemakers.



HOOKS

- Reesa Volair suspects that a regular guest is cheating at one of her games. However, the house staff hasn't been able to find any proof of this. She hires the PCs to keep an eye on the suspect while he is in the club, and spy on him outside the club if necessary.
- Rufus Brant suspects that one of the cashiers is stealing from the till, but he has no hard proof. He asks the PCs to spy on that employee outside of the club.
- A regular patron owes The Ruby Barge a great deal of money. Against the wishes of Reesa Volair, who prefers subtle methods of persuasion, Rufus Brant goes ahead and hires the PCs to collect on the debt by any and all necessary means.
- Reesa Volair finds that she no longer has as much time as she wants to sign up entertainers to play at the club. She hires the PCs as talent scouts. In particular, she would consider it a singular coup if they could persuade the famous but reclusive singer Serene Ariaborn (see location F20) to perform at the Ruby Barge.

E21. VASILAKOS BROTHERS GUIDE AND MESSENGER SERVICE

This wide white building appears to be little more than a particularly clean set of stables. Doors in the front swing wide, revealing an open central area and a series of immaculately-maintained stalls. All the usual accouterments of a stable can be found here, though the shelves which hold the equipment are too high for most humans to reach. A map of the city has been laid out along one wall, providing extensive details of street names, business titles, and the like. Next to the map is a sheaf full of blank scroll papers; a feather pen and an inkwell stands at a nearby desk, which lacks a chair and is also placed too high for all but the tallest humans.

A trio of centaurs work one of the city's most efficient messenger services from this building.

RESIDENTS

The three Vasilakos brothers (Achilles, Hermes and Acheron, from oldest to youngest) claim roots in the area that date from before the city's founding. They take advantage of the fact that they are a more efficient mode of transportation than a rider on horseback, combining as they do both mount and rider in one creature. All they need is a destination and they can get a passenger or a message there faster than anyone else in the city. Achilles claims to hold the record for the speediest crossing from one end of the city to the other, and none of his clients would dispute that. Hermes and Acheron are only slightly slower; the sight of them galloping through the thoroughfare, dodging oncoming carriages and leaping over stalls and pedestrians, is not soon forgotten. All three brothers have extensive knowledge of the city and pride themselves on never once becoming lost during all their years of service. A delivery that doesn't arrive within two hours of being accepted is rare indeed.

Achilles, Hermes and Acheron Vasilakos: Centaurs, as per the *Monster Manual*.

The brothers all carry shortbows and arrows (though they rarely have need of them), which they keep in their stalls. They keep 30-50 gp in a locked strongbox (successful DC 18 Open Lock check to pick) on a shelf. Their business is obviously much more profitable, but they take care not to leave any loose cash lying around. An accountant arrives once a week to do the books and to deposit any profits the brothers have made.

ACTIVITY

The Vasilakos brothers will transport anyone or anything that they can carry on their back to destinations within the city. They base their fees on distance traveled. Messages can be delivered for 1 sp per district crossed. They will carry small packages and parcels at a rate of 3 sp per district crossed. Passengers riding bareback cost 5 sp per district crossed, and the brothers will even consent to wear saddles for particularly delicate passengers at a rate of 1 gp per district crossed. The only areas where they refuse to travel are the Humanoid District, and certain ominous addresses in the Lamplighter District (even then, they will drop passengers within a block of the premises if so ordered). None of the brothers will carry more than two passengers under any circumstances.

HOOKS

- One of the brothers disappears after taking a suspicious-looking passenger to a fairly grim part of town. His siblings hire the PCs to find him.
- Achilles bets one of the PCs that he can traverse a given section of the city more quickly than the PC can with his mount. The race is on!
- The brothers have been saving their profits with the intent of buying up a piece of land and turning it into a park. The only problem is getting the current owners to sell. They enlist the PCs' aid to help procure the deeds.
- A messenger service relying on carrier birds is close to shutting down after a series of mid-flight arrow attacks have decimated their flock. Is it the brothers, hoping to eliminate their competition? Or someone else using the centaurs as a scapegoat? It's up to the PCs to solve the mystery.

QUESTS

There are few large, overarching quests that hang above the Nobles District. As much as they share in common, each noble household is something of an island, a self-contained entity that can engage the outside world as much or as little as it wants. That is not to say that the noble families have nothing to do with the rest of city — far from it. Nor is it to say that all of the noble families get along with each other equally well, and that there are no intramural rivalries or friendships between them. It is to say, however, that their interests, rivalries and friendships tend to play out in other arenas, such as politics, commerce, religious or cultural patronage, rather than in the closed social and physical space of the Nobles District.

That being said, there are common experiences shared by the nobles that could involve PCs. One is the occasional need for hired help above and beyond that which they keep on hand in the household staff. If a noble needs bodyguards, an adventuring party might do as well as— if not better than — anyone in the Mercenaries Guild labor pool, especially if said adventurers are willing to undercut Guild rates, or work for services in kind. Or a noble might need errands run for which household staff are unqualified, because they lack the diplomatic, criminal or magical skills needed. Adventurers are also excellent candidates for carrying out private investigations: the City's Eyes can't be expected to look into every little thing, not even if a noble family requests it (and of course, there could be matters about which they would rather the Cats did not know).

Crime is a perpetual source of anxiety for the nobles because of the great wealth that many of them possess. Even the poorest noble family has assets far beyond the means of the typical commoner. It's not uncommon for nobles to grouse about the lack of Civic Guard patrols in their district (although the Guard runs patrols here just as frequently as elsewhere in the city), and how you can never find them when you need them. Nor is it uncommon for rumors about nobles being targeted by criminals to circulate. The Thieves Guild rarely knocks over a nobles' household —it tends to draw a lot of attention— but those robberies which it does authorize are both spectacular and amazingly lucrative. Even when they are focused elsewhere, however, the District still features its share of colorful outsiders. The rumor of the day has it that a master assassin lurks in the district, robbing any lone noble whom he can corner, and killing his victim to eliminate the only witness to the crime. In fact, assassins do infiltrate the Nobles District, so encountering one is not impossible. But the rumor is false in that there is no single master criminal systematically preying upon the noble class. An assassin may be hired for a specific purpose by a single client, to kill an enemy, or (more common) just to spy on him.

Any and all such encounters can easily be spun out into a larger context, and make an excellent quest or adventure for the PCs.

Table E.1: Nobles District Random Encounters

d20	Encounter
1	Civic Guard patrol
2-3	1-6 nobles (individual, family, group of friends)
4-5	Off-duty servants
6	Pickpocket
7-8	Tradesman on an errand
9-10	Servants on errands
11	Beggar
12	Merchant
13	Commoner come to ask a favor from a noble family
14	Assassin
15	Cleric from the Children of the Creator
16	Govin, Erek and/or Belek (see E19)
17	Gestia-created zombie or skeleton (only if near Gestia House, see E6)
18	Torgar (see E11)
19-20	Messenger



MAP SECTION F: GUARDS DISTRICT

OVERVIEW

Between the Opera House (location F20) at the western edge of the district, the Law Courts complex at its northern edge (location F16) and the ponderous assortment of City Guard headquarters and barracks that fill up the points in between, the Guards District fairly glows with dignity and respectability. Even the smiths who toil in the forges near the southern edge of the district prefer to think of themselves as armorers rather than humble blacksmiths, and revel in their status as suppliers to the City Guard.

By day, the Guards District hums with the rhythm of official business being done, even in modest ways. City Council members and other high city officials do not frequent this part of town, but the activity here has its own kind of self-importance. Guard sentry teams march back and forth between barracks and their posts, and messengers and staff officers hustle to and from the various Guard administrative buildings. Lawyers, judges, clerks, plaintiffs and defendants alike stream into, out of, and in and around the Law Courts, all in the name of making the city's legal system work.

By night, the Opera House is a beacon of culture and the area around it awash with theater-goers enjoying themselves and eating and drinking before and after the show. But even with the festive air, the crowd itself projects the dignity of its station, as the Opera caters to the tastes of cultured aristocrats from the Nobles District to the west, and wealthy commoners who wish to live among them someday.

The Guards District is also one of the best kept in the city — which is both a source and a consequence of its dignity as a place where much of the city's business is done. The roadways are always in perfect repair, trash is not allowed to accumulate, and everything is neat and orderly, as befits the place where the City Guard has made its headquarters. The Guard's buildings are mostly low-slung — never more than two stories in height — so the district's skyline is dominated by the massive and baroque Opera House, and the severe solidity of the Courts of Law. The majority of the buildings in the Guards District are made of stone or brick, giving this district a very solid appearance.

THE CITY GUARD

ORGANIZATION OF THE GUARD

The City Guard fulfills a variety of roles in the city. They are its peacekeepers, its military defenders and its enforcers of the law. In it pursuit of these divergent goals, the Guard is divided into three main branches: Civic Guard, Wall Guard and Mirror Guard.



The Civic Guard is charged with keeping order within the city. They maintain the peace within and between communities, quell public disturbances, arrest criminals and lawbreakers, and guard the prisoners and the Court of Law. An officer with the rank of captain (or colonel, if it's a particularly important district) oversees operations in each of the eleven districts in which it has a substantial presence. The Palace Guard takes care of the Government District and Sir Milton Derek's private army assumes responsibility for the Lamplighters District. The Dwarven and Elven Districts have their own racial militias, and the Guard has never established much of a presence in the Humanoid District. Some districts also have a dedicated office and barracks to serve as the local Civic Guard headquarters. A branch of the Civic Guard, the City's Eyes (known colloquially as the "Cats"), investigates crimes when investigation is called for.

The Wall Guard defends the city from external threats and maintains the city walls and gates. It is, in effect, the city's army. Its primary mission is to defend the city and its people against foreign foes, and it was the Wall Guard that bore the brunt of the fighting against the humanoid invaders. Wall Guard detachments are sometimes sent out to hunt brigands plaguing the city's trade routes. And if public disorder were to exceed the Civic Guard's ability to handle it, the Wall Guard would be mobilized and sent in to restore order (known as "Calling the Wall").

The Palace Guard is officially a division of the Wall Guard, though it is so prestigious on its own that it sometimes seems like a separate branch of the service. In fact, service in the Palace Guard is the most prestigious appointment for a Guardsman of any rank. They are an elite unit charged with guarding the Council Palace (location I1), the Treasury (location I3) and other important government facilities in the Government District. Their duty is limited to the Government District except in time of emergency. Because of their elite status and their relative isolation from the rest of the Guard, the Palace Guard are perceived within the high command as snobs and potential renegades, and this has often been a sore spot between the Lord Protector and the unit's commander, the Colonel of the Palace. For more about the Palace Guard, see location I2.

The Mirror Guard is more talked about than seen. They are the shadowy secret police rooting out sedition, treason, doomsday cults and other potential threats to civil order. The Mirror Guard is sometimes said to have agents everywhere, spies on every street corner and moles in every organization. But not everyone believes this, and in fact their actual reach is limited by their lack of numbers. However, it would serve their purpose well enough if everyone were to believe that they are everywhere. Without a doubt they make great use of paid informers and they have access to every report filled by the Civic Guard. The Mirror Guard has no official uniform, as they work undercover.

The Guard senior command consists of twenty officers who hold the rank of general. The overall commander of the City Guard holds the rank of Lord Protector, and he must personally approve all appointments and promotions above the rank of colonel. In recognition of the recognition of the role that the Guard plays in keeping the city safe and running smoothly, the Lord Protector, by tradition, also represents the Guards District on the City Council. Beneath the Lord Protector are the three commanders of the branches of the service: the Commander of the City, who leads the Civic Guard; the Commander of the Walls, who leads the Wall Guard; and the Commander of Masks, who commands the Mirror Guard. The identity of the Commander of Masks is kept secret from the public (as well as anyone below the rank of colonel who is not a member of the Mirror Guard. In public, the Commander of Masks always wears heavy robes and a full mask.

The current Lord Protector is General Lady Jennas Ironside, a former mercenary captain who joined the Guard as a mere private soldier after a Wall Guard expedition arrested her entire company on the suspicion that they were brigands. The case against them was weak, but she accepted a plea bargain rather than risk a trial and internal exile in the Humanoid District for her and her men.



Under the deal, her company would disband and the rank and file would leave the city, never again to set foot within 100 miles, while she herself was bound to serve the city until such a time as the court would release her. Once in the Guard, however, she worked her way up through the ranks with lightning speed, proving her worth beyond a doubt at every step. Her appointment as Lord Protector and subsequent ennoblement by the City Council caps one of the most extraordinary (certainly one of the most meteoric) careers in the history of the City Guard. She is known throughout the Guard as an ingenious and thoroughly practical leader who is concerned with results much more than process. Lady Jennas does not tolerate disorder or inefficiency in the ranks of her command, and she also makes it a point to keep herself well informed on what is going on in the city.

The Commander of the City is General Gessian Vaivoid. An extended relative of a family ennobled for distinguished Guard service and a staff officer for most of his career, General Vaivoid rose to his current position on the strength of his personal connections and political skill. He places great emphasis on keeping the Guard's public image polished, using his charm to make sure that members of the community are happy with the Civic Guard as a provider of public services, and his political connections to keep the city officials who control the City Guard's budget in a friendly humor. Lady Jennas holds General Vaivoid in some contempt because he lacks much of a record as a field leader, but she grudgingly respects the value of his personal network and his knowledge of the city's neighborhoods.

The Commander of the Walls is General Kothrad Granite, a dwarf and a military engineer by training. For General Granite, Guard service is his entire reason for being and unlike the current Commander of the City, he has no interest in politics or personal connections outside of the organization. He inspects the city walls almost obsessively, keen to insure that they are always in superb repair. As a leader of soldiers, he believes that constant drill and adherence to strict routine are the best ways to maintain discipline and combat readiness, and because of that he is seen as something of a martinet by his soldiers.

The Commander of Masks goes by the title of Lord Quicksilver, as have all recent Commanders of the Masks. The current officeholder is a half-elf, General Drake Elshore. General Elshore has spent his entire career in the Mirror Guard and understands quite well that the effectiveness of his branch of the service depends on anonymity. Those who know him view him as a dry and emotionless fellow who hates any sort of attention. He reserves his wrath for any of his agents who seem more fond of being noticed than is good for them, and upsets himself over very little else.

PATROLS

Civic Guard patrols fan out through the city's districts and neighborhoods. They try to be everywhere they might be needed, but in practice, the Civic Guard concentrates its efforts in commercial areas, where they are most likely to be needed. All Civic Guardsmen wear brass whistles on a chain around their neck, and when they are in trouble or need reinforcement, they blow the whistle. Patrols hearing this distress call blow their own whistles and converge on the sound of the first whistle. By this method, a large number of Guardsmen can be gathered very quickly. They also carry brass discs engraved with the Guard coat of arms on the front and the name and identification number of the Guardsman on the back to show their rank.

Civic Guard patrols is traditionally consist of four Guardsmen, including at least one each of dwarf, elf and human. Usually it is made up of two younger Guardsmen (Ftr1), one slightly more experienced member of the rank and file (Ftr2-3), and led by a corporal (Ftr3-5, or multiclass with at least three levels of fighter). Two patrols may be joined into a squad under the command of a sergeant (Ftr4-7, or multiclass with at least four levels of fighter) for certain missions or in times of trouble.

Standard equipment for the Civic Guard is studded leather armor, chain shirts for corporals and higher ranks, and a small wood shield, baton (treat as a quarterstaff), short sword, and a light crossbow or short bow for at least one member of the squad. In times of war or riots, they put on chainmail and draw longswords and heavy shields from the Armory (location F5).

The City's Eyes investigative squads are also usually organized into four-person teams, but their equipment, weapons and armor is very personalized. There is a vague attempt to insure that all three major races are represented on each team, but it is not mandated or forced. The Cats come from all professions and many, if not most, are former adventurers. They often equip themselves with a variety of magical items to allow them to use such spell effects as *detect magic, detect poison, locate object* and *speak with dead* as investigative tools.

The Wall Guard does not patrol; their job involves guarding important buildings and fixed points along the city wall. They usually operate in larger units than the Civic Guard, and make little attempt at racial balancing within them. See individual garrison locations along the city walls for details.

As standard equipment, Wall Guardsman carry a longsword, longbow or crossbow as their primary weapon, wear chainmail and carry a small metal shield. In times of war, they put on plates to upgrade their mail to half-plate and draw polearms from their garrison armories. Sergeants and higher ranks wear a breastplate for day-to-day activities and have full plate for times of war.

The Guard uses runners and occasionally mounted messengers to communicate between posts. These messengers wear custom-fitted studded leather and carry only a baton and shortsword. Many also carry a bag or two of caltrops and a hand crossbow to discourage spies or pursuers. The messages are stored in leather covered iron tubes typically sealed in wax or lead with the seal of the officer who sent it.

ENLISTING IN THE GUARD

Any PC with at least one level of fighter, ranger or paladin may enlist in the Wall Guard or Civic Guard as a rank-and-file Guardsman. PCs who cooperate with the Guard and do so with gallantry and distinction may be offered a field officer's commission (lieutenant or captain, depending on PC level) as long as they have at least half of their levels as a fighter, ranger or paladin. It is highly unlikely that they could receive a higher level commission unless they have served formally in the Guard for at least a little while, no matter how distinguished their career in other military pursuits. Also, the feat Leadership is a pre-requisite for any rank in the Guard higher than sergeant.

At the DM's discretion, 3rd level or higher PCs of the appropriate class may enlist at the rank of corporal, qualifying them to lead a Civic Guard patrol unit, or small detachments of the Wall Guard. 4th level or higher PCs may join as sergeants. 7th level or higher PCs with the Leadership feat may join as lieutenants, which qualifies them to serve as a subordinate officer in a city wall garrison or a Civic Guard district command. 9th level or higher PCs may join as captains, which would qualify them to command a wall garrison or command a Civic Guard district (although such an appointment to someone without prior Guard service would cause resentment among brother officers, and in the ranks as well).

LOCATIONS

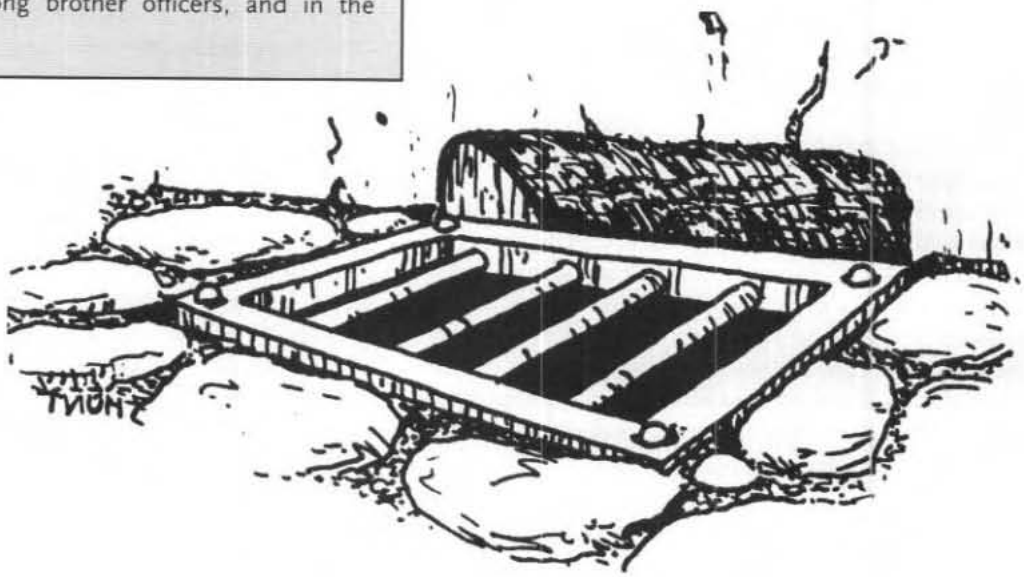
F1. THE LORD PROTECTOR'S RESIDENCE

This large residence is severe in its appearance, as suits the personage to which it always belongs. It is built from weathered granite and marked only with the seal of the City Guard above the steel doors. All of the windows are barred and narrow, so that they function as arrow slits. The residence is three stories tall, except for a square tower that rises a further two stories on the north end of the building.

On the top floor is the war room, which contains an artifact known simply as the Table. It is a 20-foot by 20'-foot complete scale model of the city. Side tables hold a wide selection of colored blocks to represent Guard units, allies and various threats. Gloves enchanted with *mage hand* allow the blocks to be easily moved on the table. The walls are lined with reference books and places to files reports. The Table is used to plan the defense of the city as well as parades and other civic events, and it is considered to be the most accurate map of the city in existence.

On the top level of the tower are a variety of telescopes and spyglasses with which to observe the immediate area, as well as a large horn to signal warning and call the Guard to duty. The latter is not terribly useful nowadays, and is an ancient artifact from when the city was rather smaller than it is now.

This is the official residence of the overall commander of the City Guard, the Lord Protector. It is also the Guard's command center in times of crisis.



The personal quarters of the Lord Protector is remarkably spartan, the only touches of luxury are items left over from previous Lords Protector. The only exception is the library, which Lady Jennas has expanded. She does maintain an extensive personal armory and a large training room (she has a habit of conducting official meetings while indulging in weapons practice) with its own bath.

THE TABLE

The Table is a minor artifact, and one tied to the very fabric of the city. The scale model changes in real time to represent any change to the physical nature of the city. If a building burns, then its model on the table is replaced with a burned ruin. If a new house is built, it appears magically there on the table. But equally, it serves as the literal eyes of the Lord Protector, as the holder of the Lord Protector's seal can scrye on any unwarded point in the city at will, choosing either to see it in her mind's eye or to project it above the table for all to see.

Only the highest ranking members of the Guard and the Lord Protector's personal staff know the secrets of the Table.

RESIDENTS

Lord Protector Lady Jennas Ironsides is a soldier through and through. She wears her steel grey hair close cropped, and her eyes are ice blue and hard. In a way, she is still the hard-bitten mercenary officer that she was before circumstances bound her to the City Guard. But even though she was not born in the city, she has come to love it fiercely, and she devotes herself to maintaining the safety of it and its people. She has no patience with dereliction of duty or corruption. She is used to being obeyed when she gives an order and those who question her had best have a good point. As Lord Protector, Lady Jennas always wears her personal arms and armor in public.

The four doors into the residence are each guarded by a stone golem worked into the structure of the building itself. The Lord Protector only activates them in time of extreme crisis and almost no one in the city knows that they even exist (since they never been used).

The doors are also guarded by sentry teams consisting of four Wall Guardsmen commanded by a sergeant (the sergeant carries a masterwork longsword as a primary weapon, while the ordinary soldiers carry halberds). They answer directly to an officer on the Lord Protector's staff, which consists of twenty officers whom she hand-picked from the Civic Guard and the Wall Guard, ranging in rank from promising young lieutenants to seasoned colonels. Ten orderlies are also on hand to act as personal servants or messengers. The staff officers and orderlies generally go about their duties unarmed (except for a single primary or secondary weapon) and unarmored, although they all have access to Wall Guard arms and armor in case they need to fight.

Lady Jennas lives alone otherwise. She sometimes wryly refers to her staff as her family.

Lord Protector Lady Jennas Ironside: Ftr15/Rog4.

Stone Golems (4): Stone Golem, as per the *Monster Manual*.

Staff Officers (20): Ftr6-12.

Orderlies (10): Ftr1-3.

Wall Guard Sentries (16): Ftr1-7.

Lady Jennas equips herself with her personal arms and armor, which are all relics of her days as a successful mercenary leader: a *+4 keen rapier*, a *+2 longbow* and a *+2 moderate fortification breastplate*. She also wears a *ring of protection +3*. The staff officers have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each; and for colonels, a primary weapon and armor with bonuses equivalent to +3 each. It is up to the DM's discretion how much of the bonus to allocate to special abilities. The stone golems are equipped with stone heavy shields and large stone *+1 bastard swords*.

Lady Jennas keeps her personal fortune — 2,000 gp — in a chest in her bedroom. The chest is trapped with a *blast glyph of warding* keyed to the insignia on the pommel of her rapier. She also keeps in her closet the traditional token of the Lord Protector's office, a *+4 arrow deflection heavy steel shield*. Lady Jennas has never carried a shield in combat, much less a heavy one, and she sticks closely to old habits.

ACTIVITY

It is unlikely that PCs will ever have permission to enter this building unless they are Guardsmen or their expertise is needed by the Lord Protector. Even in the most peaceful times, the Lord Protector's house is heavily guarded. What goes on inside the Lord Protector's office is much speculated about and — and for that reason, many would pay highly to get inside information on the Guard high command's private deliberations.

HOOKS

- The PCs find a message tube of the sort used by the Guard, closed and bearing the Lord Protector's seal. What is doing lost like this? Or worse, the seal is already broken, but the message is still inside.

- The PCs spot a shadowy figure scaling the tower of the Lord Protector's residence. Only someone at their exact location would notice the climber. What do they do?
- Although the Civic Guard commands genuine respect throughout the city, Lady Jennas is always concerned that it should stay that way. Rumors have reached her that some Civic Guardsmen in the Travelers District, The Docks and/or the Warehouse District will ignore criminal activity in exchange for bribes. She hires the PCs as spies (answerable only to her and her personal staff) to hang around any or all of those districts and gather relevant intelligence — or even run sting operations, making contact with Civic Guardsmen to see if they are, in fact, corruptible.

f2. CIVIC GUARD HEADQUARTERS

This two-story building is made of solid granite, with narrow, barred windows that easily double as arrow slits. The doors are iron decorated with bronze inlays of the coats of arms of the city and the Guard. The interior houses the administrative hub of the Civic Guard — duty roosters, reports, pay records, the works. Desks and cabinets full of files lines the walls. On the ground floor is a 20-foot by 20-foot table with a heavy parchment map of the city mounted on it. It is used to explain current Guard dispositions and operations to visiting VIPs, and as a reference when sorting out community problems. There are extensive and well appointed personal quarters for the Commander of the City.

The day-to-day operations of the Civic Guard are handled from this office. It is one of the busiest of the Guard offices, with messengers constantly stream in and out of the building, bearing reports and messages from all over the city.

RESIDENTS

Commander of the City General Gessian Vaivoid can be found here when he is not in the field. He is young for a man of his responsibilities at only 35. His great uncle was Commander of the City before him, and groomed his nephew for the post. While some within the Guard (even his direct superior, the Lord Protector) look down on him as more of a political animal than a soldier and credit his current post to bald-faced nepotistm, he is popular outside of the organization for his wide range of social contacts. Given the Civic Guard's mission, that actually qualifies him quite well to lead this division of the service. General Vaivoid always wears beautifully tailored uniforms. His black hair is greying at the temples, his beard is a neatly trimmed goatee, and his eyes are blue-green and unreadable.

General Lady Catherine Delisle is General Vaivoid's chief of staff and second-in-command, and she handles the Civic Guard's administrative matters. As a patriotic young noblewoman, Lady Catherine rushed off to join the City Guard when she came of age, but she proved less then expert at arms than she had hoped. However, she proved to be extremely adept at organization and logistics and became a top-notch staff officer. General Vaivoid knew a gem when he saw one and promptly recruited her into his personal staff. Lady Catherine wears her auburn hair pinned back into a tight bun and her hazel eyes are hidden by spectacles. Her uniform is always straight and correct. She is always proper and polite, using the correct title and form of address for whomever she meets. Lady Catherine is aware of her relative shortcomings as a combat soldier, and she declines to carry a weapon or wear armor as a result.

Sergeant Lothar Hand is General Vaivoid's orderly and informal bodyguard. Sergeant Hand received his current post after he rescued General Vaivoid from an assassination attempt by a rogue member of the criminal/subversive group Rattus Rex (see location N4). He was promoted for valor, and lifted out of the humdrum duty of a corporal patrolling the Warehouse District. It is not a job that Sergeant Hand cares for, however, as the strain of having to be almost constantly alert has worn on him. To cope with the demands of the job, he started using an illegal stimulant obtained from smugglers whom he knew from his days in Warehouse District. While it keeps him alert it also makes him paranoid, and it is entirely possible that one day he will snap. He is a well built man, his brown hair cut close, his green eyes darting this way and that, his hand never far from the hilt of his sword.

Four patrols with standard Civic Guard arms and armor stand sentry around the building at all times, increasing to six during emergencies. In addition to those mentioned above, the Civic Guard headquarters has a staff of twenty officers ranging in rank from lieutenant to colonel, and ten orderlies. The staff officers and orderlies generally go about their duties unarmed (except for a single primary or secondary weapon) and unarmored, although they all have access to Civic Guard arms and armor in case they need to fight.

General Gessian Vaivoid: Ftr7/Ari7.

General Lady Catherine Delisle: War6/Ari6.

Sergeant Lothar Hand: Ftr4/Rog3.

City Commander's Staff (20): Ftr6-12.

Orderlies (10): Ftr1-3.

Civic Guard Sentries (16): Ftr1-5.

General Vaivoid wears a *+3 mithral full plate of speed* and carries a *+2 moderate fortification light steel shield*. His personal weapon is a *+3 axiomatic longsword*. The sword and shield are the traditional totems of his office. He also carries a *luckstone*. Sergeant Hand carries a non-regulation weapon as part of his job as General Vaivoid's bodyguard: a *+1 shocking burst bastard sword*. The staff officers have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each; and for colonels, a primary weapon and armor with bonuses equivalent to +3 each. It is up to the DM's discretion how much of the bonus to allocate to special abilities.

Apart from personal weapons, there is no treasure here to speak of. Payroll information is also stored here, but the actual money is drawn from the Treasury (see location 13) on an as-needed basis.

ACTIVITY

Unlike the Lord Protector's House, visitors are expected at the Civic Guard Headquarters. Citizen petitions, reports of problems, pleas for help, all come through the doors. A specialized section of the staff deals with such matters, trying to route people to the proper channels.

HOOKS

- Sergeant Hand is convinced that a serious attempt will be made on General Vaivoid's life at an upcoming event, but he cannot convince the Commander of the City of the danger. The desperate sergeant recruits the PCs to help him keep General Vaivoid safe. Is he correct about the threat or has he finally drifted into paranoid fantasy?
- A group of citizens are having problems with something — giant rats, zombies, or some other problem that the PCs have dealt with before. The citizens hire them to make a presentation to the Commander of the City about how to deal with the problem.
- General Vaivoid needs an urgent message delivered, and all of his orderlies are out for some reason. Will the PCs, as loyal citizens of the city, take on this small yet important task?

F3. THE GATE HOUSE

Though small compared to other City Guard administrative buildings, the Gate House is as solid and forebidding as the city walls themselves. It is a grim and dark place, populated almost entirely by somber dwarven and human staff officers who tend to the administrative work of keeping the walls in tip-top shape.



The city's fortifications are monitored and administered from the Gate House. The building also serves as the peacetime administrative headquarters for the Wall Guard. It may seem tiny for the latter purpose, but the Wall Guard has few pressing needs outside of wartime, and individual garrisons along the wall have considerable autonomy in looking after their own logistics.

RESIDENTS

Commander of the Walls General Kothrad Granite spends his mornings here, prior to his daily tours inspecting the walls or personally overseeing repair work. His small peacetime staff, most of whom enjoy the calm of administering an army with no war to fight, find his presence intimidating, cowed by his single-minded devotion to duty and his (justified) reputation as a stern taskmaster. They keep their heads down when he is around, literally as well as figuratively, thus adding to the headquarters' somber mood.

General Granite's chief of staff, Colonel Alvin Street, usually follows him wherever he goes. A pale, taciturn fellow, Colonel Street was chosen for this position by General Granite himself, based on the General's perception of him as an officer of sober temperament whose devotion to duty is as obsessive as his own. In fact, Colonel Street's immediate peers know him as an oily time-server who will do as little as he must to gain promotion and knows how to show his superiors the face that they want to see. Colonel Street drinks and gambles heavily when off-duty and has refined a mocking impersonation of General Granite, which he will perform for anyone as long as the Commander of the Walls isn't around.

The building is guarded by three sentry teams consisting of four Wall Guardsmen commanded by a sergeant (the sergeant carries a masterwork longsword as a primary weapon, while the ordinary soldiers carry halberds).

The Gate House has a staff of twenty officers ranging in rank from lieutenant to colonel, and ten orderlies. The staff officers and orderlies generally go about their duties unarmed (except for a single primary or secondary weapon) and unarmored, although they all have access to Civic Guard arms and armor in case they need to fight.

General Kothrad Granite: Dwarf Ftr15.

Colonel Alvin Street: Ftr8/Rog3.

Gate House Staff (20): Ftr7-12.

Gate House Orderlies (10): Ftr1-2.

Wall Guard Sentries (12): Ftr1-7.



General Granite wears a *breastplate of command*. He also carries his token of office, a *+1 spell resistance heavy steel shield*, on a shoulder strap even though he cannot use it and his favored primary weapon, his *+3 mighty cleaving greataxe*, at the same time. The greataxe is an heirloom of his family, and he insists on carrying it instead of a regulation Guard weapon. Colonel House carries a *+1 speed longsword* and has access to *+3 chainmail*. The staff officers have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each; and for colonels, a primary weapon and armor with bonuses equivalent to +3 each. It is up to the DM's discretion how much of the bonus to allocate to special abilities. Otherwise, there is no treasure of note in the Gate House.

ACTIVITY

Outsiders are not allowed into the Gate House unless they have official business with the Wall Guard. Anyone allowed past the sentries will find staff officers quietly shuffling through reports, dispatches and purchase orders, or receiving messengers from the wall garrisons. General Granite keeps a large office here, of course, but when he is present at headquarters he is likely to be puttering about in the general staff area, staring over someone's shoulder, reviewing documents, barking orders in his steely voice, or pacing the floor and marking time until he can leave and make his rounds.

HOOKS

- A messenger comes to the Gate House that General Granite and Colonel Street never arrived at the tower on the walls where they were expected that afternoon. The staff panics, fearing that it will be the end of their careers if something has happened to the Commander of the Walls on their watch. They rush out into the street and flag down the PCs, begging that they find General Granite before word gets back to the Lord Protector.
- Colonel Street is in a panic because a blackmailer has learned of his off-duty vices and is threatening to expose him to General Granite. He begs the PCs to help him unmask and deal with the extortionist. Is it a criminal gang, a foreign agent out to subvert the city's army... or an agent of the Mirror Guard?
- The Council have ordered the Wall Guard to put down brigands operating along a major trade route, one that happens to run through a part of the region of which one (or more) of the PCs is native. General Granite wishes to hire the PCs as guides who will escort a small team of staff officers detailed to gather intelligence and scout ahead of future operations.

f4. HOUSE OF MASKS AND MIRRORS

This nondescript two-story building located south of the Criminal Courts gives no clue as to the identity of its tenants. It might be a shop with apartments on top, or the office of a middling law firm... or someone or other... except that the lettering on the shingle by the front door is so faded that it is pretty much illegible. However, the drab stone structure by itself is so unexceptional in its appearance that it rarely inspires any curiosity in passers-by, most of whom are absorbed in business before the law courts or enraptured by the prospect of an evening at the opera. The windows are always tightly shuttered and the front door locked and guarded by a magical ward.

The Mirror Guard maintains its veil of secrecy by hiding in plain sight, keeping its headquarters in one of the busiest parts of the city, in a building that no one would bother to notice. Its agents come and go at all hours of the day and night, always dressed in unobtrusive civilian disguises. But the Mirror Guard has few enough agents so that the comings and goings are rarely noticed. The headquarters building is theirs alone, and other Guardsmen never venture there.

RESIDENTS

The Mirror Guard is far and away the smallest separate branch of the City Guard. With less than 100 full-time members of all ranks, the Mirror Guard could barely muster the peacetime garrison of a tower on the City Walls. But its reputation — the subject of hushed whispers and the cause of nervous glances over the shoulder — far outstrips its numbers. It is the city's secret police, an intelligence-gathering arm devoted to rooting out treason, subversion and threats to social order in general. Because of its lack of numbers, the Mirror Guard cannot be everywhere at once, and as a result, its actual value as a spy service is debatable. But its reputation, embodied by the mysterious person of its leader, Lord Quicksilver, leads many to believe that they are everywhere at once, always listening, always on the lookout for threats to public order.

The City Council has always been ambivalent about its own secret police force. The Mirror Guard was formed by Council decree at the time when large numbers of foreign pilgrims began to swell the Spire District, bringing with them alien religions whose influence (or so it was feared) might disrupt the social fabric that the city's established religions helped maintain. With foreign trade growing by leaps and bounds with every passing year, its duties soon came to include keeping an eye on foreign visitors in general. From there, it was hardly a leap to begin spying on potentially treasonous permanent residents as well. But at the same time, the Council has always been anxious

about giving the Mirror Guard too strong a hand to play — what if they started spying on the Council members themselves, and what could they do with the knowledge they gained? And so the Council has never authorized a strength of more than 100 for them. The Mirror Guard try to extend their reach through cultivating informants, but there are never enough of them to do their job comprehensively, regardless of what their reputation may say about it.

The Mirror Guard has the flattest command structure of any branch of the City Guard. It is led by a senior Guard officer known formally as the Commander of Masks, but colloquially as Lord Quicksilver. Subordinate to him are his two Watch Commanders, who supervise the comings and goings of the Mirror Guard's agents. Below the Watch Commanders, however, all agents are considered to be of equal rank.

General Drake Elshore's two Watch Commanders are Colonel Otho Oldford and Colonel India Moor. Colonel Oldford is the City Guard's highest-ranking halfling, but since he, like General Elshore, has spent his entire career in the Mirror Guard, this distinction is barely noted within the Guard as a whole. He serves as the day shift commander. He is of middle age and widely regarded within the branch as General Elshore's protege. The two have served together for many years, and Oldford is as close as anyone seems to have come to being Elshore's friend. His temperament is as dry as Elshore's, but his cherubic face still allow him to pass as a typical halfling merchant or inkeeper, as he did when he was a field agent.

Colonel Moor is the night commander. Young-looking and darkly seductive, she was an actress and and makeup artist before she joined the Mirror Guard in search of a more exciting life. Needless to say, her prior career experience came in very useful during her days as a field agent, and she still supervises field agents' disguises while she is on her watch. Her playful manner gets under General Elshore's skin and arouses his suspicions, but he cannot deny that India Moor has served the Mirror Guard well enough and long enough to earn his respect.

The Mirror Guard's operating procedures are designed to protect their agents from public exposure and insulate them from the rest of the City Guard. Mirror Guard agents do not make arrests themselves, unless they are close by the headquarters, because transporting prisoners across significant distances makes it more likely that the agents will be exposed. Instead, Civic Guard squads are sent to arrest the persons in question. They then take the prisoners to the Civic Guard headquarters (location F2), where they rendezvous with Mirror Guard agents, who then smuggle the prisoners into the Mirror Guard headquarters. Field agents answer only to their own commanders and discuss their investigations with no one else. The Watch Commanders screen all of their reports before passing them along to the Commander of Masks. The Commander of Masks passes all important information, along with arrest requests, to the Lord Protector's staff. The Lord Protector then relays arrest requests to the Civic Guard. The Lord Protector also determines what intelligence about subversive activity the Commander of Masks may present to the City Council.

Since spying is their main occupation, the Mirror Guard has no uniform. Agents wear street clothes suitable to whatever disguise they want to maintain. They have no standard equipment, but almost all of them carry weapons small enough to conceal on their person — unless, of course, a weapon is part of their disguise, in which case it may be as large as the agent wishes. The same with armor — if it may be concealed, it may be worn. Within these limitations, the DM has complete discretion over Mirror Guard NPCs equipment.

General Drake Elshore: Half-elf Rog 11/Sor3.

Colonel Otho Oldford: Halfling Rog11.

Colonel India Moor: Rog8/Exp2.

Mirror Guard Agents (100): Rog1-6.

General Elshore carries a *luckblade* with three *wishes*. Colonel Oldford carries a *+1 brilliant energy shortsword*. Colonel Moore carries a *+4 dagger* coated with giant wasp poison (as per the *Dungeon Master's Guide*. In the office of the current Watch Commander on duty are two *medallion of thought* and one *circlet of persuasion*, all of them useful interrogation tools. Otherwise, however, there is no treasure here — except, perhaps for possessions taken from prisoners, and documents of interrogations that might provide useful information.

ACTIVITY

Mirror Guard field agents come and go at all hours. The ground floor of the headquarters contains storage rooms, where the agents store their disguises and relax in between missions. The upper floor is taken up with archives of interrogation reports and field reports, as well as the watch commanders' and the Commander of Masks' offices.

The basement is rather less hospitable, and that by design. Here, in small, dank, poorly lit rooms, is where interrogations take place. The methods used vary from agent to agent, and the only common factor between them is that they are usually effective. Storage rooms off to one side contain personal items and other material evidence confiscated from prisoners.

Needless to say, outsiders are not welcome at Mirror Guard headquarters. All entrances are guarded by a *greater glyph of warding* keyed to a special amulet carried by each member of the Mirror Guard. Anyone who attempts to pass the ward without using the amulet will have *geas* cast on him, that compels him to remain at least 100 yards

away from the building. On the other hand, anyone who makes it past the ward (by whatever means) will attract only mild interest from the occupants, who will assume that the visitors are other agents in disguise.

HOOKS

- A Mirror Guard agent has spotted the PCs as foreigners whose actions bear watching. He tails them wherever they go, and the PCs may or may not notice him, depending on how well their Spot and Listen checks turn out. If and when matters come to a head, the agent may demand to know what the PCs are up to — or offer one or more of them commissions in the Mirror Guard.
- If one or more of the PCs gets involved with one of the city's private organizations — whether it be a trade guild or a smuggling ring — the Mirror Guard may try to recruit them as informants.
- One of the PCs is arrested and taken to Mirror Guard headquarters for interrogation. Someone has framed him as a troublemaker of some sort. The PC's first task is to convince the interrogators of his innocence. His second is to find out who framed him and why.
- A stranger accosts the PCs and tells them a wild tale about how the Mirror Guard is following him everywhere he goes and means him harm. He begs the PCs to protect him, or at least help him evade his pursuers.

5. THE ARMORY

This is where the City Guard keeps its stores of heavy weapons, as well as its reserve cache of standard weapons. It is also where simple repairs are made. The Armory is a fortress, plain and simple, made of heavy stone with thick iron doors. The interior doors are also iron, though not as thick as those to the outside.

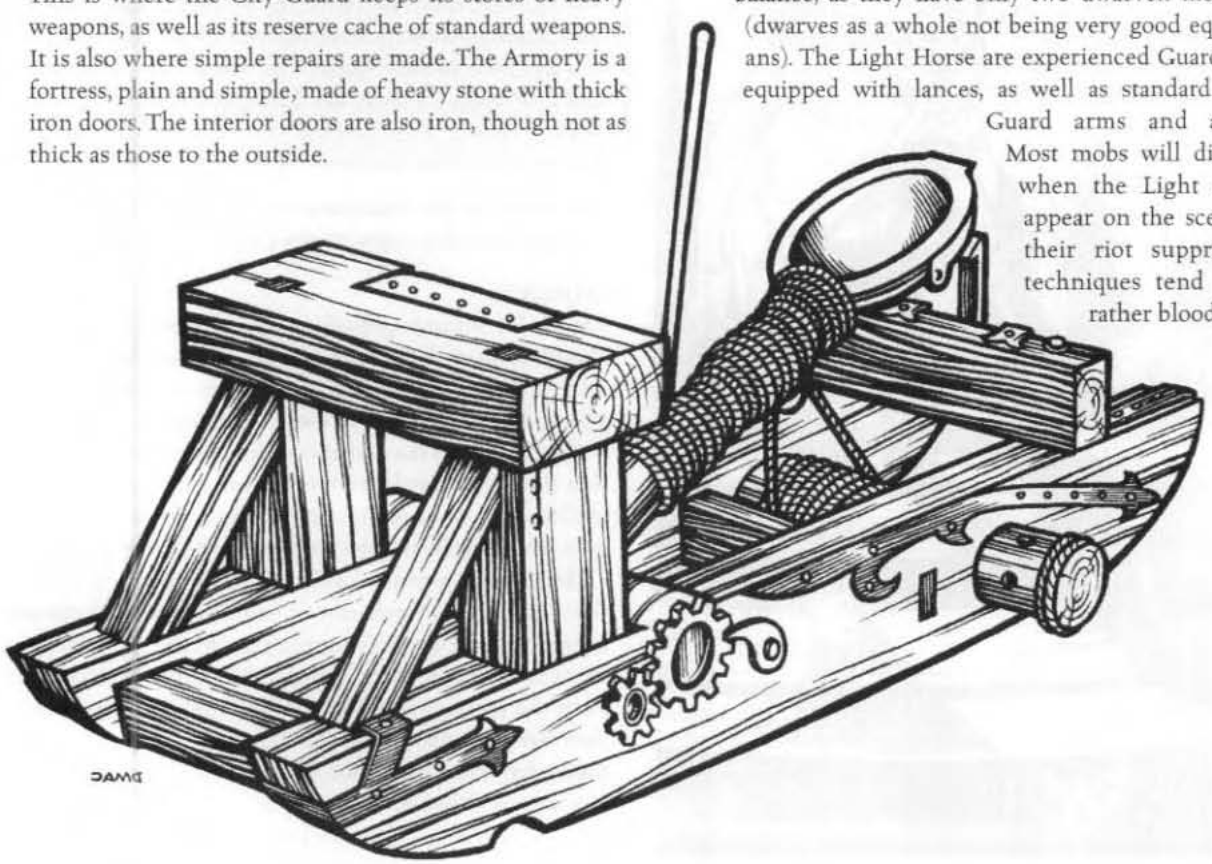
There are three rooms to the Armory proper. The outer armory, where the standard weapons, shields and armor used by the Guard on a day to day basis are stored; the inner armory, where the heavy weaponry and heavy armor for city defense is stored; and lastly, the deep armory, guarded by an iron golem (as per the *Monster Manual*), where special weapons, alchemical silver, cold iron and all permutations of magic are kept for emergencies. The City Guard being what it is, the DM should have considerable leeway in stocking this location with magic weapons and armor. It is worth noting, however, that the Guard has acquired quite a stockpile of *bane* weapons of various sorts, carefully tagged for emergency use, along with most common special ability enchantments, such as *flaming* or *shock*. A handful of *holy* weapons have been donated by various temples and a very few *arrows of slaying* are carefully husbanded against time of need.

During the day, there are about a dozen armorers (Exp3-5), hired through the Blacksmiths Guild, on duty here.

6. THE BALACLAVA STABLE

The Civic Light Horse, a unit of the Civic Guard, is stationed here. The Light Horse are under the personal command of the Commander of the City, and they function as a ready reserve to intercept villains or put on a show of force to disperse trouble before it happens.

The Light Horse can mobilize twenty troops of four riders each, commanded by a lieutenant. The Light Horse is one of the exceptions to the attempt to maintain racial balance, as they have only two dwarven members (dwarves as a whole not being very good equestrians). The Light Horse are experienced Guardsmen equipped with lances, as well as standard Civic Guard arms and armor. Most mobs will disperse when the Light Horse appear on the scene, as their riot suppression techniques tend to be rather bloody.



In the absence of the Commander of the City, the Light Horse is led by Captain Miles Verdon.

Captain Miles Verdon: Ftr9.

Lieutenants (4): Ftr7-8.

Civic Light Horse (80): Ftr1-4.

F7. BREAKERS BARRACKS

This is one of the largest building in the Guard's complex, two stories high and sprawling. It houses incoming recruits while they train to become Guardsmen. It can house up to 600 recruits and has the largest kitchens of any of the barracks. It is a bleak, joyless building and moving from it to a permanent barracks post is a time of celebration for a newly minted Guardsman.

An average of 100 new recruits enter into the Guard each month. Fifteen to twenty of those are experienced soldiers who are separated into a different training scheme, one that focuses more closely on Guard procedures and practices and less on basic weapons training. Of the raw recruits, around one-quarter drop out or are forced during the six months of intense training. Experienced soldiers, on the other hand, almost always make it through their four-month training course. Roughly 500 recruits are living in Breakers at any point in time, along with 60 trainers.



F8. CADRE WIZARDS TOWER

The Cadre Wizard Tower is a large, circular four-story tower faced with grey stone. Arrow slit-like windows begin on the second story and circle the building. The doors are made of heavy oak bound with iron etched with glyphs and magical sigils. On the opposite side of the tower from the doorway is a wall of bricks, but the wall has an unplanned and unfinished look to it. To the mundane eye, there is nothing special about the wall, but looked at with the aid of *detect magic* or such it can be seen that each brick bears a unique *arcane mark*. The memorial wall is unofficial, but no member of the Guard will disturb it.

A massive and ancient shield guardian as old as the tower itself guards the main entrance. The interior of the Tower is lit by irregularly placed items with *continual flame* cast upon them. Portraits, tapestries and statues decorate the walls without rhyme or reason. Each Cadre Wizard has his or her own private room protected by an *arcane lock* at the very least, and many have layered magical wards to protect their private space. The Tower has a kitchen, but it is rarely used, as the Tower has no permanent staff.

This tower is the headquarters of the Cadre Wizards, an auxiliary unit that supports the City Guard.

RESIDENTS

The Cadre Wizards provide magical support for the City Guard. It is a dangerous and often thankless job, but vital to defending and maintaining law and order in city. The unit was founded at the suggestion of Sir Magnus Valkenbane after the end of hostilities with humanoids, so that the Guard would have permanent aid against hostile spellcasters — a role Sir Magnus had performed on his own initiative during the siege of the city. Since then the Cadre Wizards' mission has been to contain any threat that the Guard's main force cannot handle using their normal equipment and tactics. They then gather the proper equipment from the Armory (location F5) and gather support from the temples and Wizards Guild as necessary. While they have proven effective in containing magical threats, the Cadre Wizards' mission is often dangerous and casualties are not unknown.

Since the unit's founding, Lord Protectors have argued that all graduates of the Arcane Academy (location K2) should serve in the Guard as Cadre Wizards for two years, but the Academy has successfully blocked such legislation in the Council. So the Guard is forced to rely on those they can recruit or press into service. Most of the Cadre Wizards are wizards who could not have attended the Arcane Academy without the financial support of the Guard, offered in exchange for service after graduation. They are supplemented by wizards and sorcerers sentenced by the Courts to service in the Guard as punishment for minor offenses, and other arcanists who are so desperate for work that even this seems like a good idea. All members enlist for at least five years of service. This service is backed up by *geas* and other magical oaths if needed. The attrition rate is just high enough among the Cadre Wizards so that just about every applicant in accepted.

Many of the Cadre Wizards are misfits and miscreants who are here because they do not fit in anywhere else. As such, they are the black sheep of the Guard. But as long as they perform their duties, their indiscretions while in the service are generally overlooked. Those that survive their tour of duty often end up back in service as Cadre Wizards, having no other place in society where they fit in.

Cadre Captain Veritas Vale was recruited from her mercenary unit by the Lord Protector to command the Cadre and impose some discipline upon them following the death of her predecessor at the hands (claws?) of a demon. Captain Vale is a tough, no-nonsense elf who has served in some demanding posts. She expects those under her command to put in their very best and she is intent on forcing structure, discipline and training on the Cadre. Vale's speciality is countermagic and anti-spellcaster tactics. Her slender body is wrapped in magical tattoos, her black hair falls in a single braid to her ankles and her eyes are a blue so dark they appear black. She dresses in a midnight blue Guards uniform and carries a silver staff.

Cadre Chaplain Lieutenant Loris is an odd man, a volunteer to the Cadre Wizards. A priest of the god of magic as well as a competent wizard, he joined the Cadre to try and bring the faith to the other wizards. Loris is a kindly man, if a bit out of touch with the reality that the rest of Cadre Wizards live in. Try as he might, he has had very little success in gathering converts and leading them to the straight and narrow, but he keeps trying. Loris has a ready smile and a word of encouragement for everyone but he also cannot resist the chance to preach. He has thinning blond hair and bright blue eyes. Loris dresses in full Cadre Wizard garb with his holy symbol prominently displayed.

Archie the Tower Golem is an ancient shield guardian that once belonged to one of the very first Cadre Wizards and somehow achieved sentience over the centuries. 'He' was set to guard the Tower's door and never released from that task. In addition to his practical function, he has long has been the unit's unofficial mascot. Anyone entering the Tower must give the proper password, which changes weekly in a pattern made known only to the Cadre Wizards, to gain entrance. Those who do not know the password or are not in the company of someone who does, will be politely turned away. Any violence will be met with deadly force. Archie is bright and observant. He is willing, even happy, to talk to those who put in the effort to communicate with him but he still will not let someone pass without knowing the proper password and he will not let it be tricked out of him.

The official allowed strength of the Cadre Wizards is set at 40 but they rarely reach that level. Currently, beyond the Commander and Chaplain, the Cadre has 21 additional members, nineteen wizards and specialist wizards and two sorcerers.

Captain Veritas Vale: Elf Wiz10.

Lieutenant Loris: Clr4/Wiz3.

Cadre Wizards (19): Wiz1-9 or Sor1-9.

Archie: Advanced 24-HD as per the *Monster Manual*, shield guardian with the ability to talk, Int 10, Wis 12, Chr 10, 161 hp.

The Cadre's most powerful equipment and magic items are stored in the Armory. Under normal conditions, there is no treasure to be found here except personal possessions and small sums of money. Moderate and minor magic items (personal possessions) may be distributed among the Cadre members at the DM's discretion.

ACTIVITY

Anyone attempting to enter the Tower through the main door will be met by Archie and, unless they have the password, they will not get any further. If they argue with Archie long enough, one of the Cadre will come down to see what is going on.

It would not be terribly hard for a PC with at least one level as an arcane spellcaster to enlist in the Cadre Wizards, as the unit is always recruiting.

HOOKS

- A madman has discovered Archie's control amulet and is using the shield guardian to rampage through the city. Archie must be stopped, but the Cadre does not wish him destroyed. They hire the PCs on the condition that the amulet be recovered (or destroyed) and the criminal stopped, but Archie himself should remain substantially unharmed.

- A magical convergence is scheduled, and the stars will be right for terrible things to happen in the city. The Cadre needs more magical firepower in case it does. Captain Vale has been authorized to recruit as much additional manpower into the Cadre for the next month as she feels she needs, and she has put the word out to all corners of the city. Those who serve with the Cadre will receive a reasonable sum of money and public recognition as brave volunteers.

F9. D'ARCY HALL

This is a sprawling mansion, a former residence of a noble family. The windows and doors are cunningly reinforced with steel, painted to look like wood and are magically protected. The gargoyles that decorate the Hall are living creatures and keep a careful watch on the surrounding area.

D'Arcy Hall is the headquarters of the City's Eyes, the investigative branch of the Civic Guard. The City's Eyes know almost as much about what is going on in the City as the Mirror Guard, but the Cats' view of the city is even darker then that of the Mirror Guard, as they get sucked into investigating the worst crimes the city has to offer.

D'Arcy Hall used to be the home of the D'Arcy family, a now extinct aristocratic bloodline. The last D'Arcy willed the house to the city, so that it might be used for the public good. Because of its location, it was assigned to the Guard. The D'Arcy bequest also included an endowment to make sure that the house would always have a full staff of servants, the family's last gesture to their loyal household staff. The Cats take full advantage of this, making D'Arcy Hall one of the most comfortable postings in the Guard. But the Cats believe that they are due some comforts, considering the unpleasant nature of their work.

RESIDENTS

The City's Eyes are a fairly recent addition to the Civic Guard. Before their formation, investigation of major crimes was done by ad hoc units assembled for that case and then disbanded. During the tenure of Lord Protector Sir Arthur Garret, however, the Guard at last formed a permanent investigative unit that could pool talent, information and investigative skills towards solving problematic crimes. The City's Eyes barely survived their first decade, as they discovered that a grisly string of murders had been committed by the son of a Council Member. The political fallout almost tore the City's Eyes down, but the Lord Protector stood by them and they weathered the storm. It was during this they earned their nickname of the Cats, for like cats, their curiosity almost killed them.

Since then, the Cats' position in the city has solidified. The people of the city like it that there are Guardsmen whose main purpose is to hunt down murderers and other vicious criminals. The acquisition of D'Arcy Hall gave them a permanent and independent base of operations. Most Lord Protectors have tended to leave the Cats to their work, happy to let them get on with job. The Commanders of the City, however, have tried to insure that the Cats accept political reality and not to upset the city's political elite. The Cats are not called in for every murder, but only for those of important people, those that are part of a pattern or are simply bizarre and disturbing. Knowing that the Cats are on the case usually has a calming effect on the populace.

The Cats are often recruited from the ranks of adventurers who have the specialized skills and sharp intellects needed for investigation. They receive basic Civic Guard training, but are then left to their own devices. The Cats have access to customized magical tools for detective work, that provide them with access to *detect magic, detect poison, locate object, speak with dead* and similar magic. They can call upon help from the temples and Wizards Guild, but they prefer not to, as it tends to lead to further political entanglements.

The City's Eyes are directed by Colonel Croftan House, a deep thinker and trusted advisor to the Lord Protector. Colonel House is only seen at D'Arcy Hall or at his club, the Antisthenes Club (see location F26). Nowhere else seems to interest him, and even the Lord Protector must visit him rather than summon him into her presence. Colonel House is a large man, above average in height and well above average in girth. His thinning black hair is brushed back and his grey eyes betray more than a hint of shrewdness. He has a first-class mind and welcomes pitting it against the puzzle of an unsolved crime. Colonel House does not suffer fools gladly, or at all if he can manage. Nor does he wish to leave his comforts. He expects his Cats to gather information for him and then he will suggest where they should go with it, if they have not figured it out themselves. He is a demanding commander, but he recognizes the skills and talents of his people and will back them to the hilt, as long as they are doing their job.

Lieutenant Althea Radcliff, a half-elf, serves as Colonel House's personal secretary and informal chief of staff. She is very organized and is very good at translating Colonel House's lazy scrawl into the cipher used by the Cats. She insures that the reports are organized properly for him to read and that the messages he writes gets sent out promptly. Lieutenant Radcliff is waspish and bitingly perceptive. She is not entirely fond of her job and its difficulties, but she appreciates the pay and status it entails. She hopes that her forbearance will be rewarded eventually with a promotion to the Commander of the City's or the Lord Protector's personal staff. She is above average in height and slender with ash-blond hair worn in a tight braid and deep blue eyes. She keeps a repeating crossbow in a drawer on her desk.

Lieutenant Byron Yorkist is the magical advisor to the City's Eyes. Lieutenant Yorkist chose service to the City

Guard in order to pay off the debts he incurred in acquiring his magical education. He found himself assigned to the City's Eyes — a task no one else wanted — and he has thrived in this environment. Colonel House allows him to spend his free time as he wants as long as he is available when needed. Lieutenant Yorkist loves the cushy life in D'Arcy Hall, and to make sure he gets to stay here, he has honed his magical skills to be most useful the Cats. He is tall and slender, with a shaved head and dark eyes. He usually dresses in a black suit with a full cloak and hat.

Captain Samiel Sword is one of the most experienced of the Cats, and he is the unit's official second-in-command. Captain Sword has been one of the Cats' top investigators for over twenty years and has a much more intimate knowledge of the underside of the city than he would wish on anyone. He is hard-bitten and cynical, with only the smallest spark of idealism underneath it all. He tries to insure that new members of the Cats are quickly brought up to speed on the dangers of the job, as he has lost far too many friends over the years and he does not want anyone to add to that number. He is scarred and weather beaten — the effect of years on the streets — his dark hair is thinning and his expressive eyes are sunken. He dresses in practical clothes with a mithral vest (treat as a chain shirt of half the weight) concealed underneath. The D'Arcy gargoyles are old and cunning. They know the ins and outs of the house well and obey their master — the possessor of the house, which in this case is the commander of the City's Eyes — in all things. If they sense that the household is threatened, they will fight to the death to defend it.

Colonel House attempts to keep the active strength of the City's Eyes at five investigative squads, give or take a member or two. The Hall has a dedicated civilian staff of 30, including a first-class chef, a librarian and a doctor.

D'Arcy Hall has a variety of items of evidence and mementos from past investigations stored in locked cases and an extensive library. Stored in the basement are a wide variety of investigative tools, both magical and mundane. However, the most valuable items may be the files of past cases. They are kept in a triple-locked room (three successful DC25 Open Lock checks to pick). The files are also encoded in a cipher known only to the City's Eyes. The files contain information on secret passages in the sewers, dark secrets that could be used to blackmail just about any wealthy merchant, noble house or pious temple in the city and more.

Colonel Croftan House: Exp13.

Lieutenant Althea Radcliff: Half-elf Ftr3/Rog3.

Lieutenant Byron Yorkist: Wiz6.

Captain Samiel Sword: Ftr5/Rog4.

D'Arcy Gargoyles (6): As per the *Monster Manual*.

ACTIVITY

D'Arcy Hall is used to odd visitors at even odder hours: hardened criminals, witnesses to crimes, messengers, government officials. So a random adventurer stepping into the Hall is unlikely to be questioned... at first. Trying to sneak in, on the other hand, will attract attention from the gargoyles. If there is trouble that the personnel on hand cannot handle, Colonel House will not hesitate summon aid from the Civic Guard patrols, as he sees no reason to risk his life or that of his Cats unnecessarily.

HOOKS

- A homicidal undead or outsider is on the loose in the City but it is only killing people who fit a very narrow profile of age, race and appearance — a profile for which one of the PCs is an exact match. Would the PCs be willing to act as bait so that the Cats can capture the villain?



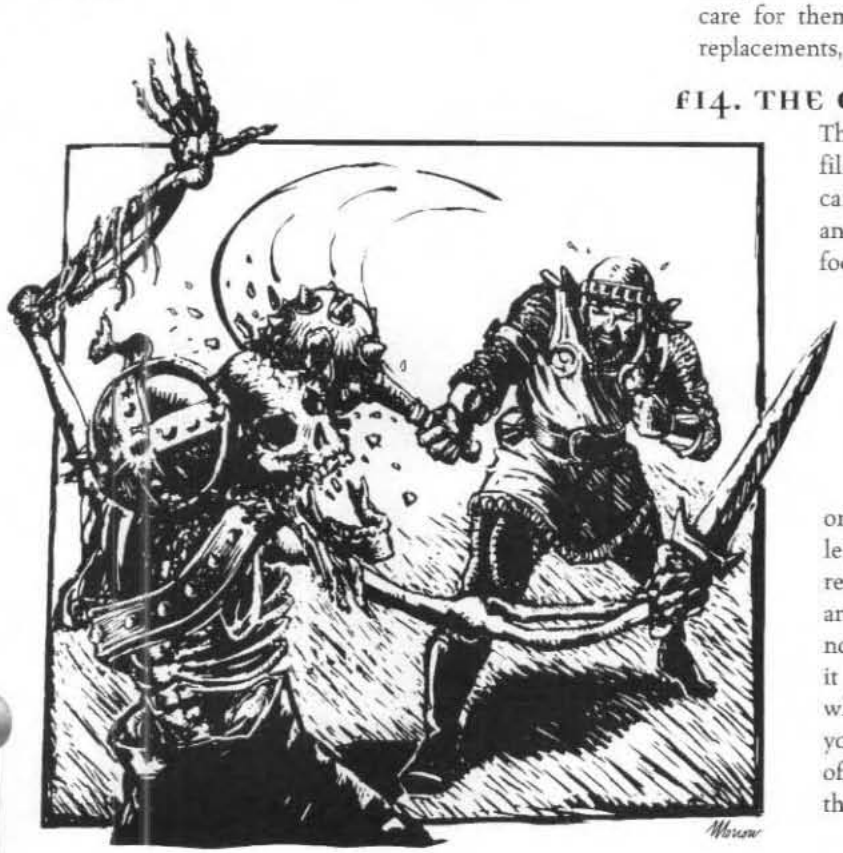
- The Cats are on a case and they need a very specific piece of information, something one of the PCs might know. The Cats may visit the PCs or they may be summoned to speak with Captain Sword. In either case, failure to cooperate with the Cats may have repercussions, but assistance will be remembered and rewarded.
- The Cats are investigating a murder performed by a spell, one that matches one of the PCs' signature spells very closely. Suspicious, but not sure if the PCs are involved in the murderer, the Cats will approach them very carefully.

F10. THE INFIRMARY

The City Guard's hospital is a two-story glazed brick building with a full basement. Usually only the ground floor is used to treat the day-to-day injuries acquired on a dangerous job. In times of emergencies, however, the basement and upper floor are opened up to provide additional space for tending to the wounded. In peacetime, the infirmary has a mixed staff of eighteen clerical healers (Clr1-5) drawn from various temples in the Spire District or the College of Oracles (location K1) on a temporary basis and twenty expert doctors (Exp1-5).

F11. THE PARADE GROUND

This area is paved with well-tended cobblestones. It is used for daily organization of patrols, for reviews and public displays. Sometimes the stones bear chalk marks left over from practice reviews or other gathering of the Guard.



There are usually a couple of patrols of Guardsmen (either Civic or Wall) patrolling the ground at any particular time, day or night, as a twelve-hour shift guarding and sweeping the Parade Ground is a standard punishment for minor infractions of discipline.

F12. THE TRAINING FIELDS

The Training Fields is paved with a mixture of surfaces: sand, gravel, but primarily cobblestones. Some areas have free-standing walls set up, obviously with some demonstration purpose in mind. Training dummies and targets are scattered across the fields and rearranged almost daily. Tactical drills and weapon training of all type happens here, mostly during the day but occasionally at night, to acclimatize the rank and file to working in difficult condition. Sometimes the Cadre Wizards are called out to add their skills to the training, using illusions and other non-lethal spells for simulation purposes, and to teach the basics on how to cope with magic and unusual situations.

F13. THE WOLFSHEIM BARRACKS

This is a typical Guard barracks, sleeping 240 Civic Guardsmen and Wall Guardsmen charged with patrolling and standing sentry at Guard buildings. Privacy is limited, as each room sleeps a patrol of four in two bunk beds, but rookies will notice immediately that they have more space to themselves here than in the open barracks of Breakers (location F7). Sergeants and higher ranks, however, do have their own rooms. Guardsmen keep their personal weapons and armor in their rooms and are expected to care for them, only going to the Armory for repairs, replacements, or when special weapons are needed.

F14. THE CITY'S SHIELD

This tavern is frequented by off-duty rank and file from the Guard. It is a place where they can relax among their friends and swap stories and news. It is a large and busy tavern, serving food and drink at all hours. The building is built of stone and the interior is decorated with mementos of the Guard, awards, old shields, portraits of famous Guardsmen and such. Bards often play here and exchange news and gossip with the off-duty Guardsmen.

If the PCs need to meet or look for someone affiliated with the Guard, this is an excellent place for it. The atmosphere is much more relaxed than at a barracks or city wall garrison, and civilians mingling with Guardsmen will not draw nearly as much attention. However, it is also an extremely unfortunate place in which to get into a row with a Guardsman, as you will inevitably encounter a large number of combat-trained patrons ready to help out their brother or sister in the service.

The City's Shield serves simple food and plenty of it, but it is well prepared and filling. The drinks are of average quality but quickly refilled. Guard personnel get a 10% discount on their meals (though not on their drinks).

F15. THE HANGED MAN INN

The Hanged Man Inn is where the Cadre Wizards (location F8) and the investigators of the City's Eyes (location F9) relax between missions and drown their sorrows. The Cadre and the Cats are both outsiders within the Guard and thus, they feel relatively comfortable in each others' company. The Hanged Man is a grim place, literally built around an ancient gallows. The gallows stand in the center of the inn, a table placed upon them over the trap door. The upper floor is a gallery and looks almost directly across to the gallows. For reasons that are not readily apparent, it is almost impossible to *scrye* or magically eavesdrop on people and conversations in the Hanged Man, making it a useful place to discuss current cases in confidence. The Cats sometimes use it for off the record interviews.

The Hanged Man has one of the best selection of hard liquors in the City, those seeking to drown their sorrows will find comfort here. Their meals are good, especially the honey ham and the eel pie, with first class bread and pastries baked on the premises. Prices are reasonable and the rooms upstairs are clean and quiet.

F16. THE COURTS OF LAW

The Courts of Law are housed in a single huge building built of solid stone and clad in white marble, though the exterior of the building has not been cleaned for so many years that the marble appears grey. It rises six stories above the ground, holding a warren of officers above the Courts of Law proper on the ground floor. Above the main entrance is a massive bronze statue of the avatar of justice balancing the scales of law on the sword of justice. Civic Guard sentry teams are stationed throughout the ground floor and watch the staircases on the upper and lower levels.

Only the top two floors have external windows. The rest of the building is lit only by *continual flames* placed in mirrored lamps to insure a lack of shadows. The four basements are used for document storage, so they are sealed against flooding and warded against damp and fire.

All matters of law and legality are dealt with in the Courts of Law. While the Council makes the laws of the city, it is in the Courts that they are enforced. From the filing and approval of civic licenses to civil suits and criminal trials, all takes place within this massive building.

RESIDENTS

There are three tiers of courtrooms in the Courts of Law. Minor Courts, where most civil cases and minor criminal offenses are heard and tried, seat about 100 people and have a single podium for the judge. Major Courts, where major civil cases and criminal offenses are heard and tried, seat about 150 people on the floor with an upper gallery that seats another 80. The judges' podium is set up for panels of three judges. The Grand Court is reserved for only the most important of trials (treason, particularly heinous murders and such) and seats 600 people on the main floor with an additional 500 in the upper gallery. It has an ornate podium for the judges' panel to impress everyone present with the weightiness of the occasion. Each of the judge's podiums has the city seal affixed to it. These seals radiate a *zone of truth* (successful DC 17 Will save to negate in Minor Courts; DC 19 Will save to negate in Major Courts; and the Grand Court's Seal requires a successful DC 24 Will save to negate because it has been *heightened* and *widened* by metamagic). The judges wear personal seals that protect them from the effect of the *zone of truth*. In addition, all of the courtrooms and judges' chambers are protected against *scrying* and other forms of divination magic.

In a typical trial, both sides of the case are represented by a qualified lawyer. In criminal cases, the city retains the services of competent lawyers to plead on its behalf. Unless the two parties reach an agreement before the trial is over, the presiding judge will deliberate over the evidence presented and render judgment. In trials deemed important enough to have three judges, a majority vote will determine the outcome. Felonies, from relatively small ones to thieving to murder or treason, are punishable by permanent exile to the Humanoid District. Smaller offenses are usually punished by levying fines.

Chief Judge Sir Voss Steelhand, a stern and tough dwarven aristocrat, jurist and retired adventurer is responsible for dealing with most adventurer-related cases. Being a former adventurer himself, he is willing to give his fellow adventurers a break on disturbances and minor crimes but he will also deliver unto them a strong lecture on civic responsibility. He also recommends to all adventurers that they become citizens of the city at their earliest opportunity.

On a normal day, there are eight minor court and four major court judges on duty, each one with a staff of six clerks, twenty Civic Guard patrols and 150 other scribes and functionaries.

But by far the oddest permanent employee of the Court is Minerva the Keeper, a gynospinx who has been around longer than anyone can remember. She is fascinated by the human ability to create paperwork and organizational systems, finding them almost as fascinating as traditional puzzles and riddles. She applied for work here ages ago — and was apparently accepted without qualm — and she installed herself as chief record keeper and archivist.

Minerva insists that all of the rules of the bureaucracy be obeyed precisely — although she will also give advice and aid in exchange for a new riddle, puzzle or even an interesting piece of information. As to why the city allows the bureaucracy at the heart of its legal system to be run by a sphinx, Minerva does not require any pay beyond her food. She is politically neutral and she insures that the records are kept safe, guarding them as if they were her own (and in fact, she behaves as if she considers them her personal property).

Judge Sir Voss Steelhand: Dwarf Ftr6/Ari4.

Other Judges (11): Ari4/Exp4.

Clerks of the Court (72): Exp2.

Scribes and Functionaries (150): Com2.

Civic Guard (80): Ftr1-7.

Minerva the Keeper: Gynosphinx Diviner6/Loremaster3, as per the *Monster Manual*.

Minerva watches over the collected fines, fees and confiscated items until they are collected by agents of the Council with forms signed in triplicate, countersigned, and sealed with the seals of the Council and Treasury, to be taken away to the city coffers. At any one time there is an average of 3,000 gp worth of coins and goods here.



ACTIVITY

Typically, there are people coming and going from the Courts all day long: citizens filing licenses and petitions, prisoners and their guards moving to or from court, lawyers discussing cases. It will only be difficult to enter the Courts if there is a major trial happening, in which case security will be tightened, with additional Guard patrols stationed as needed.

HOOKS

- A friend or relation of one of the PCs has been arrested and awaits trial. As a foreigner, he has no idea how the city's legal system works, and he begs the PCs to navigate the bureaucracy for him and organize his defense.

F17. THE CHAMBERS OF THE IVORY SCROLL

This rundown two-story brick building has a carved wooden sign over the front door announcing the presence of the Chambers of the Ivory Scroll. It seems rather out of place among the other buildings of the district. The doors and windows are in good repair, thanks to some of the Ivory Scroll's former clients who paid for their legal counsel with repair work. But the slate roof is missing pieces, and some of the holes are covered by weighted tarps, while others have rags stuffed in them.

Inside, the building is in slightly better repair but still run down. The desks, furniture and even the law library are second hand or scavenged. Notes are written on scraps of paper and haphazardly filed. The chairs are wobbly and the desks are scarred by age and use.

The Chambers of the Ivory Scroll is a group of idealistic young lawyers who seek to improve the lot of the poor and downtrodden. They are willing to work on cases that come to them for little or no fee. Sometimes they accept payment in kind, accepting whatever goods or labor their poor clients can provide. They will sometime even help down-on-their-luck adventurers, especially if the adventurers seem to share their ideals.

RESIDENTS

Johann Vincent is the driving force behind the Chambers of the Ivory Scroll. Vincent was not so high-minded earlier in his career as a lawyer. Defending an aristocrat accused of murder, he helped arrange a conspiracy that got a common laborer wrongfully convicted of the crime that his client actually committed. The laborer was given the usual sentence for his crime, and he was killed for sport before his first day in Humanoid District was out. Vincent felt deeply ashamed of his conduct and from then on devoted himself to doing penance. He has never admitted to anyone his youthful

misdeed, but he has vowed never to let such an injustice happen again. Vincent turned his back on a promising political career, and has since become known instead as a gadfly and rabble rouser, seeking justice for the poor. Johann always appears rumpled, with wild brown hair and sharp green eyes.

Kristopher Tange, a lawyer who has just finished his education in the law and wishes to put it to good use helping those who cannot help themselves, is Vincent's protege. Tange is a hard worker who puts in long hours studying the laws of the city. Convinced that using the law is the best way to challenge it, he seeks test cases to put his theories into practice. Tange is a very personable fellow and known for his amusing anecdotes. He is slightly below average in height with neat black hair and dark eyes, he usually wears spectacles and slightly rumpled suits.

Chauncy is an investigator, messenger and general trouble-shooter for the Ivory Scroll. Johann saved him from being thrown to the humanoids for a crime he did not commit, and now he tries to help out others in the same situation. Chauncy is short and stocky, with big scarred hands. His head is shaved and his eyes are dark. He is absolutely loyal to Johann Vincent and the Ivory Scroll.

There are four other lawyers in the office, all of them young, idealistic and energetic in their pursuit of justice for the common person.

Johann Vincent: Exp4/Brd3.

Kristopher Tange: Exp3.

Other Lawyers (4): Exp2.

Chauncy: Rog3/Ftr2.

Unless you want second-hand legal books, there is little of value here.

HOOKS

- If the PCs hire the Ivory Scroll lawyers to represent them but claim destitution, Vincent and his colleagues may accept the case in exchange for future services. In essence, the PCs will be on call for the Ivory Scroll as investigators or errand boys until their debt is repaid.
- Johann needs to locate a group of ex-adventurers as witnesses. He turns to the PCs to help in finding them.
- Kristopher Tange's brother Nikolas, an ex-bouncer turned teacher, has gone missing. Will the PCs search for Nikolas? Kristopher suspects that the abduction is somehow linked to a case that the Ivory Scroll is presently working on.

f18. THE CHAMBER OF THE LEARNED BOOK

The Chamber of the Learned Book occupies this beautifully tended half-timbered building that has a tasteful brass plaque advertising the name of the business beside the door. All of the entrances are watched by large, well-dressed doormen who also act, without putting too fine a point on it, as bouncers.

The interior of the building is tastefully opulent, with dark wood panelling, fine portraits of the various members of the Chamber past and present, thick carpets and fine brandy in the consulting rooms. Everything about the offices murmurs wealth, efficiency and secrecy. The private rooms are warded against magical spying, as many of the Chamber's clients have secrets that they do not want to be repeated.

The Chamber of the Learned Book is one the wealthiest and most powerful law offices in the city. It counts many aristocrats and wealthy commoners among its clients. As long as you can pay their hefty fees, the Learned Book will insure that the law can be made to serve your purposes.

RESIDENTS

The Chamber of the Learned Book is led by a trio of experienced lawyers, one from each major race.

Roland Bock is the head of Chamber, an experienced dwaven legal scholar who has also practiced law for 50 years. A gruff, direct fellow, Bock handles the highest profile cases for the Chamber, but usually not as the lead attorney. Instead of presenting the case, his strength is in researching, organizing evidence and plotting strategy. Bock dresses conservatively, with his black beard precisely braided and his hair carefully trimmed. His blue eyes are hard and his mouth is usually turned down in a frown. Bock manages the Chamber with iron discipline, and he insures that everything functions with practiced efficiency.

Giovanni Lupanni is a son of a family of cobblers. From such humble origins, he has made his way in the legal profession by dint of hard work and effort. Now a respected legal scholar as well as a practicing lawyer, Lupanni is the public face of the Learned Book. He spends a great deal of time meeting clients socially, at the Opera, at parties, in the best taverns — but he actually spends very little time in the courts. His role is client management and attracting new business for the firm. Giovanni dresses in the latest fashion, his brown hair neatly trimmed, his hazel eyes friendly.

Jerish Whitestag is an elf and the Chamber's master of civil law. A retired judge, he understands the intricacies of the city's civil code like few others in the profession. Whitestag keeps his honey blonde hair neatly trimmed, and his indigo eyes have a dark and knowing quality. He is always well dressed and never seems hurried or concerned. His long service in the legal profession means that he has many longtime friends on the bench, and his ability to cite precedent and case law as if it was on the tip of his tongue makes him the Learned Book's most fearsome trial attorney.

The Learned Book has ten other lawyers, 27 clerks and scribes in service along with a security staff of ten doormen.

Roland Bock: Dwarf Exp12.

Giovanni Lupanni: Exp9.

Jerish Whitestag: Elf Exp15.

Other Lawyers (10): Exp5.

Clerks and Scribes (27): Com2.

Doormen (10): War3.

The Learned Book takes most of its payment in letters of credit, deeds and leases and other documents. The firm also has many files of valuable information, wills, letters, secrets, many of which are in a private cypher known only to the inner circle. Lastly, they keep around 2,000 gold on hand for paying simple fines and fees, informants and such.

HOOKS

- A PC accidentally witness a lawyer of the Learned Book giving a "gift" to a judge. The Learned Book now needs to find out how much the PC knows and if he is a threat. Minor legal and bureaucratic entanglement start to ensnare the characters as the agents of the Chamber investigate them.
- The Learned Book hires the PCs to protect an important witness from threats to his life.

F19. THE GAVEL

The Gavel tavern is housed in an elegant, half-timbered building with a black iron gavel is mounted above the door. The interior is decorated in dark wood with lots of quiet booths. Magical wards discourage eavesdropping and scyring. It is frequented by lawyers and judges, and it is known as a place where legal deals are made. The judges dine upstairs, while the lawyers and others frequent the ground floor of the tavern. A trio of musicians often plays during the lunch and dinner service, providing a civilized backdrop to the discussions.

The house speciality is duck in mushroom sauce and they have an excellent wine and liquor cellar.

F20. THE NEW OPERA HOUSE

The exterior of the New Opera House is a spectacle of multicolored marble, gilded statues of all sizes, ornate windows and decorated doors. The interior is just as lush, with heavy velvet curtains, fine paintings and decorative hangings, crystal chandeliers lit by *continual flame* and rich carpets covering polished marble floors. No expense was spared to make the Opera House shout, "This city is wealthy enough to build me!"

The New Opera House is the third built on this location — hence its name, despite being over a century old at this point. The first opera house was torn down after the Council declared that the growing theater needed a larger, grander one, and it was replaced by the much larger second opera house. The second opera house was destroyed by a mysterious fire slightly less then fifty years after its completion. When the New Opera House was planned, it was decided that it would be the epitome of high culture in the city and as such, the building itself had to be a work of art in its own right. It succeeded in the sense that it is certainly distinctive and dominates this district, its bright colors and flashy gilding contrasting with the dark solidity of the nearby Courts of Law.

RESIDENTS

The argument over design for the New Opera House in the Council lasted for several years and ultimately ended with the most complex — and expensive — of the proposals being accepted. The Opera House combines the most expert dwarven construction methods with elven high aesthetics and the human love of design innovation, and it is extremely baroque as a result. Anything in the public areas that can be decorated, is decorated. Gilt fairly drips off the building, and while it is impressive, whether it is beautiful is up to debate.

The grand auditorium is decked out with velvet covered seats and, with two balconies and sixteen private boxes, it can seat over 1,100 for a packed performance (and often does). The stage is made of expensive hardwood, with a spacious orchestra pit in front. The acoustics are surprisingly good and there are no poor seats in the house. All can see the stage and hear the music quite well. Magical lighting allows for a variety of effects on the stage, including the spotlight for featured performers. There are many trap doors and lifts built into and under the stage, and an extensive network of catwalks and cables above allowing for quite impressive effects even without the use of magic.

There is a second auditorium for smaller or private performances, with only one level of seats. It is no less impressive than the grand auditorium, with velvet seats and a stage curtain decorated with the arms of the city. The private auditorium, as it is known, only seats 200. The private auditorium does not have the flexibility of the grand auditorium when it comes to lighting or staging, but it is still possible to do quite a bit with the space.

There is a bar on each level of the Opera House to serve drinks before the show and during intermissions. The drinks are of high quality but even higher priced. Serious patrons of the Opera have their own glasses stored on site and personal supplies of liquor stocked.

The backstage areas, by contrast, are entirely utilitarian. Lifts and cranes move props and scenery as needed and these great machines simply lie about when not in use. The only areas of luxury are the personal rooms of the stars of the opera, which are well appointed with exquisite furniture and fittings, many of the items being gifts from admirers. Two huge basements store props and costumes from previous productions. There is a concealed entrance in the rear of the house for the performers and staff. Deliveries of props, materials and consumables are also made through this hidden passageway.

The grounds are well tended, with neatly trimmed and rolled lawns. Beautiful beds of flowers lining the white stone drive to the entrance provide a riot of natural color to contrast with, yet complement the multicolored marble of the building itself.



Cameron Tate is the manager of the New Opera House, handling all of the details of running the ambitious undertaking that is the Chartered City Opera and Performing Company. He is one of the few people who gets along well with Valiri Arian, the artistic director of the company. Tate is a wizard at mathematics and a skilled negotiator, and he has turned a profit each year in spite of the enormous cost of running and maintaining the Opera House (costs that are only somewhat offset by donations from noble patrons). Tate is charming but appears disorganized, his expensive suit always slightly askew, his blond hair imperfectly combed. It is all an act, however, to disguise his shark-like business sense.

Valiri Arian handles the staging, and vets and approves all productions staged in the Opera House. She runs the stage side of things with an iron hand and everyone who works with or for her is, to some degree, afraid of her. She does not shout or rant, but speaks with such icy venom that only the bravest cross her more than once. Valiri is a tall elf and thin, with raven-black hair and dark blue eyes, and she dresses in black trimmed with lace to emphasize her pale skin. She is so rarely seen outside the Opera House that some believe that she is a vampire.

Serene Ariaborn is the current lead soprano of the Opera company, a beautiful woman with a beautiful voice. Many come here just to hear her. She is young for one in such a position, but her natural talent makes up for her inexperience. Serene has many suitors, but seems content to be single for the moment, though many seek to change that. She is quiet and contemplative when not performing. When performing, however, she pull her whole heart into her part and the audience loves her for it. Serene is slightly above average height and slender, with long blond hair so pale it is almost white, her eyes are the blue of the sky. She dresses simply when not dressed for the stage and rarely wears jewelry beyond a simple amethyst medallion on a silver chain.

The New Opera House also has its own ghost, as all great opera houses must. He is known as "the Mournful Man" by the old hands at the Opera. He appears as a handsome human in fine clothes that were fashionable a century or more ago, and a lingering smell of roses and ashes surrounds him. Occasionally, when the house is nearly empty, he will appear on stage and sing tragic songs. The existence of the Mournful Man is an open secret among those who work the Opera house and there is much speculation about who he is. Some of the legends that surround this mysterious figure are:

- He was a young singer betrayed by his mentor, who feared being eclipsed by such a talented singer and walled him up in the basement when the New Opera House was built.
- He is the ghost of the architect of the New Opera House, who went mad during its construction and took his own life by leaping off the top of the unfinished building.

- He was a subversive who was assassinated by the Mirror Guard and buried beneath the foundation of the Opera House.
- If the Mournful Man watches the dress rehearsal of a show from the upper balcony, it is considered a good omen for the show.

In fact, the Mournful Man was Otto Kasarin, one of the greatest singers of his age, before he was betrayed by his wife and best friend. He fell into drink and ruin and disappeared from public view, so that everyone thought he was dead. In fact, he was plotting his revenge. One night when his ex-wife and ex-best friend were in the (old) Opera House, he snuck in and, in a drunken rage, set fire to the building. He was the only one who perished in the fire and now his regret and loneliness bind him to this location, where he was once happy.



It is traditional for stagehands in the Opera House to wear all black uniforms with full, featureless black masks when they are on stage, so that they can move props and scenery without distracting from the action. Four of the stagehands are in fact flesh golems, named Comedy ("Kom"), Drama ("Dram"), Opera ("Ops") and Tragedy ("Trad"). They do the heavy moving and work the cranes and lifts. The stage golems have a modicum of intelligence, and although they cannot talk, they can answer yes-or-no questions with nods or a shake of the head.

The staff required to run the Opera is huge: The company numbers 80 performers with an orchestra of 45; there are 60 backstage crew that handle costumes, props and scenery, an administrative staff of 35 under Tate, a grounds and maintenance crew of 70, and 50 ushers. The ushers patrol the grounds and building as well as show patrons to their seats. They wear fine red uniforms over chain shirts and carry batons with which to direct people (treat as a quarterstaff if used as a weapon). The ushers are very polite but forceful in keeping the rabble away from the Opera House. As many of the ushers are former City Guardsmen, most listen to their advice.

Cameron Tate: Exp9/Rog1.

Valiri Arian: Elf Brd9.

Serene Ariaborn: (Wingless) Half-celestial Brd6, as per the *Monster Manual*.

Otto Kasarin, "The Mournful Man:" Ghost Brd13, as per the *Monster Manual*.

Kom, Dram, Ops and Trad: Advanced flesh golems, Str 23, Dex 10, Int 7, Cha 6; otherwise as per the *Monster Manual*.

Performers (80): Brd1-4.

Crew, Administrators, Maintenance Hands (165): Com1-4.

Ushers (55): Ftr2 or War2.

There is a small fortune worth of costumes and props in the basements of the Opera House, but getting them out, let alone reselling, them would be a nightmare. The ticket office has at least 200 gp on hand at any time. Well hidden in Tate's office (successful DC 20 Search or Spot check to notice) is a safe (successful DC 30 Open Lock check to crack) which holds 3,000 gp.

ACTIVITY

The ticket office is open from noon to dusk every day except for public holidays. Lines of servants buying tickets for their master often form in the early morning for popular shows.

HOOKS

- The best show of the season is closing its run early and it is vital for some social climbers that they be seen at the final performance. These people are willing to pay exorbitant amounts for tickets if only they can be obtained, so one such desperate soul hires the PCs to find tickets by any necessary means.
- The revival of a classic piece, one that Otto Kasarin starred in years ago, has caused the "Mournful Man" to appearing during performances, causing immense disruption. Tate hires the PCs to solve this problem quietly before it causes serious problems for the Opera House.
- One of the stage golems has gone missing. Tate wants it back, but he does not want the public to know that the Opera uses golem labor, so he has not approached the Guard. Instead, he hires the PCs to track it down. Where could a 7 foot-tall mute have vanished to?
- A wealthy patron smitten with Serene Ariaborn wishes to arrange a private rendezvous with her, but wishes to be discreet about it. Would the PCs act as his intermediaries?

F21. CELESTIAL SCHOOL OF MUSIC

The Celestial School of Music has a fairy-castle feel to it, being made of white marble with large windows (many of them stained glass) with mock crenellations along the top and a multitude of minarets, each with its own flag. The building is two stories high and includes a performance hall along with school rooms, living quarters and an extensive garden.

The interiors is also decorated with an enchanted music motif: musical notes, paintings of famous singers and composers, murals taken from famous operas, and so on. Decorative carpets cover polished hardwood floors, and the individual practice rooms are quite well soundproofed.

Run by Viresia Rose, a beloved but now retired diva of the Chartered City Opera and Performing Company (location F20), the Celestial School trains young singers and musicians for the Opera and other roles.

RESIDENTS

Viresia Rose is getting on in years, but she is still beautiful and dynamic and her voice can still inspire extremes of emotion. As a half-elf, she has already outlived most of her contemporaries and she occasionally drifts into reminiscing about her youth in the Opera and how, "Things were so much more exciting back then." She is a willowy woman and tall, with ash blond hair that would drag the ground if unbound, and her eyes are gray and distant. She usually dresses in loose gowns in soft colors, lavender being a favorite of hers. Viresia only works with the most talented of the students, for she does not have the patience for dealing with any but the very best.

Epsilon Vale is in charge of the day to day running of the school, handling both administration and some teaching. He is very devoted to Viresia and is always seeking new things to amuse and please her, which usually involve music performances. Vale is of average height with thinning black hair. He wears a monocle as an affectation, though his brown eyes are still sharp. While he cannot sing, he is a skilled instrumentalist and he knows how to get the best out of other singers and musicians.

The school has twenty teachers and 120 students, about half of whom live in the school, with an administrative staff of 30.

Viresia Rose: Half-elf Brd13.

Epsilon Vale: Brd7/Exp2.

Music Teachers (20): Exp3.

Staff (30): Com2.

Students (120): Com1.

The school has a large collection of instruments and sheet music, but their resale value is limited by the fact that they are all marked with the symbol of the school. Viresia Rose owns an extensive collection of jewelry — gifts from her many admirers — most of which are extremely distinctive and would be very difficult to fence. The entire collection is worth well over 5,000 gp. But such is Rose's enduring popularity that victimizing her would arouse the collective anger of the operatic community and their noble patrons, making it a risky proposition.

ACTIVITY

The school is always on the lookout for talented singers, musicians and especially teachers of the musical arts. Any musician or singer is welcome to display their talents for the school in an attempt to win a place. Open auditions are held on the first of every month.

Most recitals are open to the public for a nominal fee of 5 sp.

HOOKS

- Someone has been stealing instruments from the school, only to return them a few days later, polished and in perfect tune. Viresia Rose hires the PCs to find out who is doing this and why? It is possible that Tazone (see location F25) is involved in some way but is he aiding or harming the school?
- Viresia Rose has heard that there is a young humanoid singer whose voice is so beautiful that even the orcs cry when they hear it. She wants the PCs to rescue the poor creature and bring her to the safety of the school.

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F22. THE GARDEN OF MUSIC

The Garden of Music is a restaurant that caters to the opera-going crowd, a place to see and be seen. It is all built on one level, with the building interweaving with a well-kept garden. Performers weave in and out between the tables, insuring a constant background of soft music. The serving staff (twenty Com1-3) wear pale greens and grays and blend with the greenery when not needed.

Its high prices keep out those who are not wealthy (assume prices double that for food and drink given in the *Player's Handbook*). But the semi-privacy of the Garden allows people to easily spy on others in search of the latest fashion trends — or fresh gossip to be cashed in at the next society party. The Garden is renowned for its chef, Lorelin Manx (Elf Exp5), and his vegetable dishes and salads, and it also maintains an excellent selection of exotic wines (such as dandelion and blackberry) and liquors.

F23. GENTLE GIFTS

This modest shop provides a wide selection of small, yet tasteful and valuable gifts for its patrons. Ranging from beautiful flowers and candies to perfumes and jewelry, Gentle Gifts has something to please almost every taste (and every budget). Its small space is carefully used to display most of the available items and its small staff, including the owner Josip Gentle (Com5), is very efficient.

Gentle Gifts is renowned for having just the right gift for any lady, and men who are courting often seek Gentle's advice on what they should get their paramour. The prices are not unreasonable in the shop, but tend to increase with the size of the buyer's purse (Gentle having a keen eye for that sort of thing). When a last minute gift is needed, Gentle Gift is the place to find it.

F24. THE LAST SONG

This inn is the destination of choice for visitors from out of town who have come to hear the city's famous operatic performances, and by virtue of this fact it has also become known as a place for opera performers and their patrons to mingle after a show. It is a beautiful two-story stone building. The common room on the ground floor has large windows facing the New Opera House so that the patrons can be watched coming and going. The interior is tastefully decorated in wood panelling and theatre posters. Upstairs there are private rooms available for rent.

The inn is run by Famir Ducatti (Brd4), a former singer, and his family (six Com1-3). On some nights, Famir will entertain his patrons by singing, but that is rare these days, as his voice is not quite what it once was due to age and lack of practice. Full meals are served before shows and light meals afterwards. The Last Song is well known for its exquisite desserts and fine hazelnut liquor.

F25. TAZONE'S MUSIC

Tazone's Music is a two-story brick building with extensive windows, behind which are displayed a multitude of musical instruments, from horns to violins, from flutes to bagpipes. The name of the shop is painted in gold leaf on the polished oak door. The windows on the upper story have brightly painted shutters and window boxes full of flowering herbs.

The interior of the shop is cluttered with instruments, new and old, files full of sheet music and accessories (such as cases) for the instruments. For common instruments, several types will be available, but exotic ones are less well represented.

If one needs an exotic musical instrument or the score to the latest opera, Tazone's Music is the place to go. He also makes exquisite — some say magical — stringed instruments. Much of the string section of the Opera House's orchestra uses instruments made by Tazone.

RESIDENTS

Tazone is an old man, but thin and spry as only old men can be. He is slightly below average in height with only wisps of white hair left, and his eyes are a sparkling blue. Tazone personally makes most of the stringed instruments that the shop sells, and he is especially found of violins and lutes. He is always delighted to have new customers, especially if they seem interested in playing one of the instruments that he has crafted himself. If pressed, he will admit that he can make magical instruments for those that desire such, but he usually only does so for special customers.

In fact, Tazone is a necromancer and his magic instruments, while they do increase the musician's playing ability or give other powers, also drain minute amount of life-force from the player and transfer it to Tazone. He is actually well over 200 years old, and has moved from place to place to hide his secret.

Marcia Goss is Tazone's senior assistant and an expert maker of woodwind instruments. She is also a skilled musician herself, but is too shy to play in public. Tazone took her under his wing and has tried to nurture her skills. She is a young woman with mousy brown hair, which she usually wears in a bun. She dresses in muted colors and always has at least one flute with her. She has no idea of Tazone's secret, despite how closely she works with him.

"Old Man" Gurd is Tazone's handyman. He is a hulking man with a slight hunch. His hair is black and wild and his eyes dark. Gurd sweeps, cleans and maintains the shop, avoiding the eyes of the customers when possible. He never speaks, however, as he is a mute. Gurd serves as Tazone's "harvester," gathering whatever specialized parts his boss might need, by whatever means he needs to employ. Gurd is immensely careful not to leave behind any clues or ways to trace things back to himself or Tazone.

TAZONE'S MAGICAL INSTRUMENTS

Tazone can make most musical instruments, but his preferred one to sell has the following abilities: +5 competence bonus to appropriate Perform checks and +2 enhancement bonus to Charisma when performing or using bardic music abilities.

When the musician uses a bardic music ability or achieves a memorable performance with a Perform check with the instrument, the musician takes 1 hp of damage. If the bardic ability can only be used by a 9th level bard or higher or achieves an extraordinary performance with a Perform check with the instrument, the musician takes 1 point of permanent Constitution damage. In both cases, the damage is perceived as general fatigue and exhaustion.

Faint transmutation; CL 9th; Create Wondrous Items, *bestow curse, cat's grace, eagle's splendor, nondetection, vampiric touch*, creator must be evil; Price: 3,500 gp (1,750 gp + 140 xp); Weight: by instrument.

Tazone: Wiz13/Brd1.

Marcia Goss: Brd2/Exp1.

"Old Man" Gurd: Rog5/Ftr2.

Tazone keeps only 100 gp in his cashbox. He conceals all of his magical tools (using both magical and mundane means) in the basement of the workshop. Hidden among his books of arcane magic and other odd items (successful DC 15 Search check to find) is a pouch with 500 gp and gemstones worth 2,000 gp.

ACTIVITY

The shop is a great source of information about what in going on in the snobbier end of the city's music scene. Tazone and Goss hear most of the rumors and have contacts among the Opera House orchestra, the Celestial School of Music (location F21) and many of the bards who wander the city and beyond. They are good contacts to cultivate if one is interested in such things.

It would require a great deal of skill and knowledge to recognize the bone work on Tazone's magical instruments as human bone and that the strings and bows are made from human gut and hair. His magic both strengthens and transforms the materials into something eminently suitable for musical purposes and almost unrecognizable as their source materials.

HOOKS

- One of Tazone's magical instruments has gone wrong. It is drawing off the life force of the musician at an accelerated rate. In so doing, it has also turned him into a virtuoso of growing fame. Tazone needs the item destroyed before anyone traces it back to him. He has concocted a story about a fay curse and asks the PCs to help him save the musician's life. However, the musician does not want to be saved, and would rather die for the sake of his art....
- Tazone has heard about a cursed harp in the city and he wants to investigate it. He will hire the PCs to find it, "Before it can cause more harm to my friends, the musicians." It is his hope that the PCs will locate it so that he can use Gurd and his magic to snatch it for his own use.



- Reesa Vollair, owner of the elite gambling club the Ruby Barge (see location E20) overhears Marcia Goss playing her flute in the park and has become enchanted by her playing. She wishes to hire the girl to play at the club, but whenever she tries to approach her, Goss flees. Vollair has no time for an extended courtship, so she asks the PCs to help her locate the mysterious flute girl.

F26. THE ANTISTHENES CLUB

This two-story stone building is designed to look forbidding, so that it will discourage attention from anyone who is not already a member. The heavy shutters that cover the windows of the club are usually closed and the front doorway has two sets of thick, leather-covered doors to muffle noise coming in off the street.

The Antisthenes Club allows its members to escape the hurly-burly of the world around them in a quiet and secure atmosphere. Talking is only permitted in the Outsiders Room. Most members simply read or ponder in silence with a glass of liquor and, perhaps, a meal as their only companions. The Antisthenes Club is said to have a superb chief in charge of its kitchen, an excellent library and even better liquor cellar. Membership in the club is both restricted and very exclusive in whom it allows to join the ranks, it counts among its members the Commander of the City's Eyes, Colonel Croftan House (location F9) and several faculty members of the Arcane Academy (see location K2).

F27. THE GLOBE CLUB FOR VENTURERS

The two-story building that houses the Globe Club has been expanded several times, each time in a different style. The oldest section of the building is built of stone, with two brick expansions, one half-timbered, and the section that houses the museum is built in a neo-classical style and clad in white marble. However, all of the windows are barred and the doors are made of stout oak reinforced by steel bands.

The interior of the Globe Club is equally eccentric. Inside the main hall visitors are greeted by a stuffed and mounted dire bear, posed in mid-lunge. The interior furnishings come from all over the known world — carpets, furniture, portraits and tapestries, all clashing with one another, yet somehow achieving a unique style all their own. The locks on the building are devilishly difficult, many of foreign design, and it is rumored that there are traps, magical and otherwise, protecting the building as well.

The Globe is a place for adventurers to meet, share tales and exchange tricks of the trade. Some have called it the unofficial adventurers guild of the city. If one has made a reputation as an adventurer, one might wish to seek membership in this exclusive club and become part of the city's adventurers' network. It also houses the Museum of Adventure, a collection of oddities donated by the members that is open monthly to the general public.

RESIDENTS

Randolf Wilhelm runs the Globe Club. A former adventurer turned successful merchant, he exemplifies the spirit of the Club. Still in good shape in middle age, he dresses expensively but not always in the best of taste. He has a fondness for fur trim and purples. Wilhelm's red hair is shot through with grey, his eyes are blue-green. He acts the amiable buffoon, but this is a cover for a first-rate mind.

Agha Solak Iskender is the major-domo of the Club. Once a prince in a foreign land, he was deposed and became a mercenary. His path eventually crossed that of Wilhelm and they became business partners. When Solak (Agha is a military rank in his homeland, roughly equivalent to colonel, and his people put their family name



before their given name) decided to retire, he came to the city and Wilhelm convinced him to work for the Globe Club. Solak is a large man with sun darkened skin, his head is shaved and he has a thick bushy beard. He dresses in exotic fashion to play up his foreign origin, with loose pants and shirt and a wide sash, often with his scimitar thrust through it. Solak is loud and boisterous, almost piratical in demeanor. He works as hard as any of the staff and is well respected by them.

Curator Vehn oversees the Globe Club's museum and library. She is a precise and organized half-elf, perfect for the job. She often finds herself in arguments with Solak over the proper way to manage the Club, but they respect each other, though they would never admit it to anyone else. Vehn dresses severely in greys and blacks. For all that, she is very easy to talk to and loves to record the stories of the members of the Globe Club for the library. Vehn is especially interested in tales of mysterious tombs and lost cities and endlessly fascinated by unique traps.

In fact, Curator Vehn is one of twins. Her sister is named Vohn, and both are cat burglars. She sometimes impersonates her sister to provide her with an alibi. They are happy to use the resources of the Globe Club to plan their latest caper. As burglars, they avoid combat and harm as much as possible, but they seek interesting magic items whose powers are unknown to their current owners.

The Globe Club has a staff of 22, including a first class chief, two masseuses, and a tailor. Work in the Globe Club is much sought after as it pays well and the tips are occasionally phenomenal.

Randolf Wilhelm: Rog13.

Agha Solak Iskender: Ftr8/Rog4.

Curator Vehn and Vohn: Half-elf Wiz5/Rog4.

Staff (22): Com1-3.

The museum has many fragments of maps and ruins, preserved pieces of monsters of all varieties and items of historical or magical interest. Certainly some of them must be valuable to someone. The Globe's emergency fund (locked in a safe in Wilhelm's office) contains 5,000 gp in coins, gems and small art works.

ACTIVITY

Membership in the Globe Club is by invitation only, but that does not mean one cannot try to catch the attention of the members. Adventurers are often invited to speak of their latest adventures to the weekly dinners held by the Globe Club members. Membership is available only to permanent residents of the city. New members must contribute an artifact to the museum upon joining and pay an annual fee of 50 gp for the privilege of membership.

The Museum of Adventure is open once a month to non-members, for a nominal fee of 3 cp (all donated to charity). It provides an opportunity to see what brave deeds the members of the Globe Club have accomplished.

HOOKS

- The PCs hear an announcement that the Globe Club has decided to offer an invitation of membership, with the first year's membership fee waived, to the first group of adventurers to complete a city-wide scavenger hunt. Several groups of noted adventurers are invited to participate and several of them are quite intent on winning.
- On a visit to the Museum, one of the PCs spots an item, a vital clue related to something they have been researching. Unfortunately, it is in a locked glass case. They can try to steal it or try and get access by becoming members of the club.
- Vehn and Vohn see that the PCs can be used as a distraction for a caper that they have planned — a burglary of a noble residence — and forge invitations for them to an exclusive party in the Nobles District.

F28. THE OFFICERS CLUB

This beautiful two-story stone building is decorated with banners of various units of the City Guard. The large doors are bronze-bound oak and bear the seal of the city and that of the Guard (the club has no official standing, however). The interior is well-appointed, with smoking and dining rooms, and even a few bedrooms for members who are in need of a place to stay for a day or two. Only members and their guests are allowed in the club.

The Officers Club offers a place for retired and active officers of the Guard to meet and swap stories of the service. It offers privacy and comfort for a reasonable membership fee, fine meals, and drinks are also available for a small charge. The Club maintains a superb collection of local ales and beers, as well as an extensive wine cellar, and their roast beef is famous.

F29. THE RIDING CLUB

This fine building with an attached stable is a gentleman's club that caters to the officers of the City Guard. The building is built of brick, with shuttered windows to keep out bad weather (and prying eyes). Only members and their guests are allowed inside. Guards (private contractors, not City Guardsmen) in very smart uniforms enforce this policy.

The Riding Club provides expert riding advice and training, a format for a discussion of the equestrian arts and a yearly show of riding. It is little known that the Riding Club also fronts for a exclusive brothel almost exclusively patronized by the officers of the Guard. The building itself, but not the stables, is warded against *scrying* and other forms of magical eaves-dropping.

F30. XANDOR'S MANSION

The mansion is made of dark stone and its gothic appearance seems designed to emphasize the dark and mysterious nature of its owner. The gargoyles on the roof watch those who pass by with dark stone eyes. The narrow windows are shielded from prying eyes by dark green velvet curtains.

The mansion had been abandoned for several decades after the terrible murder of its previous residents. The crime is still unsolved, one of the City's Eyes' (location F9) few failures in living memory. The wizard Athamus Xandor (Wiz10) from a distant and little know land arrived in the city, bought the building and remodeled it, seemingly overnight. His household servants are all kobolds, Xandor being granted a special license to have them within the city. Most of them, however, speak very little Common. Many strange rumors surround the wizard and his mansion, some of which may even be true.

F31. THE ZUSTUN ACADEMY OF ARMS AND WARFARE

This two-story building is built of reinforced stone, with a minimal amount of decoration and bars across the windows. The doors are iron bound and etched with the symbol of the Zustun Academy. A small practice yard adjacent to the building is used for morning drills.

The Zustun Academy of Arms and Warfare is a school of the military arts catering to children of the aristocracy and wealthy commoners. The Zustun Academy works closely with the Wall Guard and employs both serving and retired officers as instructors. The Academy accepts students between the ages of eight to sixteen.

RESIDENTS

Colonel Angstrom Bujold (Wall Guard retired), is the Headmaster of the Academy. Colonel Bujold is as close to a legendary hero of the Wall Guard as anyone living could be, for his exploits in the last major campaign against brigands attacking the city's caravan routes are well known throughout the ranks. It was in those battles that he received his disfiguring wounds, but he refused magical healing to make himself whole again, saying that they were badges of honor, and that he would gladly have given his life for the city and the soldiers he led. Of course, his wounds also forced his retirement from active service. His left eye was replaced with a carved orb of crystal and enchanted so that it functions as a *crystal ball*, and his right hand is made of wood, permanently enchanted to that it functions similarly to *hand of glory*, except that it allows him to wear three magic rings on that hand instead of one. A spare man of slightly above average height, his grey hair is close cropped and his right eye is a pale blue. He always dresses is a midnight blue military uniform with a longsword and dagger at his belt, he usually carries a silver tipped dark wood cane and he walks with a slight limp. Colonel Bujold has always demanded much of those whom he leads, and he has a reputation around the academy as a harsh taskmaster. But he is also unflinchingly — even melodramatically — loyal, and as headmaster he is sensitive to the limits of his young charges.

Apoula Andersdottir is the Academy's Mistress of Arms, and a distant cousin of the Lord Protector. She was once an adventurer, but after losing most of her companions while hunting for a legendary artifact she decided to retire from that line of work. Andersdottir has long ash blond hair worn in a single braid down to her waist, jade green eyes and an athlete's build. She is polite but firm, never giving an inch, especially in teaching sessions, where she expects her students to give their all and learn from their mistakes. She wears a chain shirt under her midnight blue academy uniform and carries a longsword and a dagger as personal weapons at all times.

Mikhail Molinari is the current Captain of Cadets, the top-ranked student at the Academy. He is within a year of graduation and already his family is expecting great things from him. Mikhail has been at the head of his class for the last two years and he excels as a cadet. Tall for his fifteen years of age, his dark brown hair is neatly trimmed and he is trying (without much success) to grow a mustache. He wears his uniform well and is allowed to wear a rapier as the school fencing champion. Mikhail respects his family's wishes that he goes into the military, but he wishes to have some adventures first.

The Academy employs twelve teachers and an administrative staff of twenty to mentor its 100 students. Most teachers and staff live on-site. Only a few of the cadets do so, however; most live with their parents and march in every morning. The cadets dress in blue uniforms and wear black caps, senior cadets are also allowed to wear short swords. The instructors wear dark blue uniforms trimmed with black and carry hardwood batons (treat as quarterstaff if used as a weapon).

Colonel Angstrom Bujold: Ftr11.

Apoula Andersdottir: Ftr7.

Mikhail Molinari: Ftr2.

Instructors (12): Ftr5.

Staff (20): Com2.

Students (100): Ftr1.

Apart from school books, records and practice weapons, there is not much of value here. The Colonel keeps 500 gp on hand in his office as petty cash but all of the rest of the academy's finances are conducted through letters of credit.

ACTIVITY

Visitors without a specific purpose will be directed to the Headmaster's office, where the Colonel's secretary can answer basic questions about the Academy. PCs in Guard uniforms can probably bluff their way though unless they run into the Colonel or Apoula, who know how to tell a genuine Guardsman from an impostor (-6 penalty to Bluff or Disguise checks to that end).

Andersdottir teaches young women, of both noble and common birth, how to defend themselves in private night classes in the academy's gym. Colonel Bujold approves of her extracurricular activities and has tacitly lends the academy's support. Others might not approve however, so the classes are kept quiet, with knowledge of them spreading by word of mouth.

HOOKS

- Apoula Andersdottir has been called home to deal with a family emergency, she would like one of the PCs to take over teaching her night classes while she is away.
- One of the PCs is mistaken for a visiting trainer and dragged inside to instruct a class in the use of a particular type of weapon. If the PC plays his cards right, he might be able to parley this into a position working for the Academy.
- A representative of a noble family hires the PCs to smuggle contraband food (a box of sweets) There is money to be made smuggling illicit goods into the few students who reside at the academy and messages (and the occasional student) out — not a great deal of money mind you, but money all the same. If one is taking a long view, contacts with prominent individuals and families could be made this way.

f32. BLACKSMITHS GUILD

This guildhall is a heavily constructed two-story stone building and resembles a fortress more than a place of commerce. The heavy entrance doors are marked with the symbol of the guild, a crossed sword and smith's hammer.

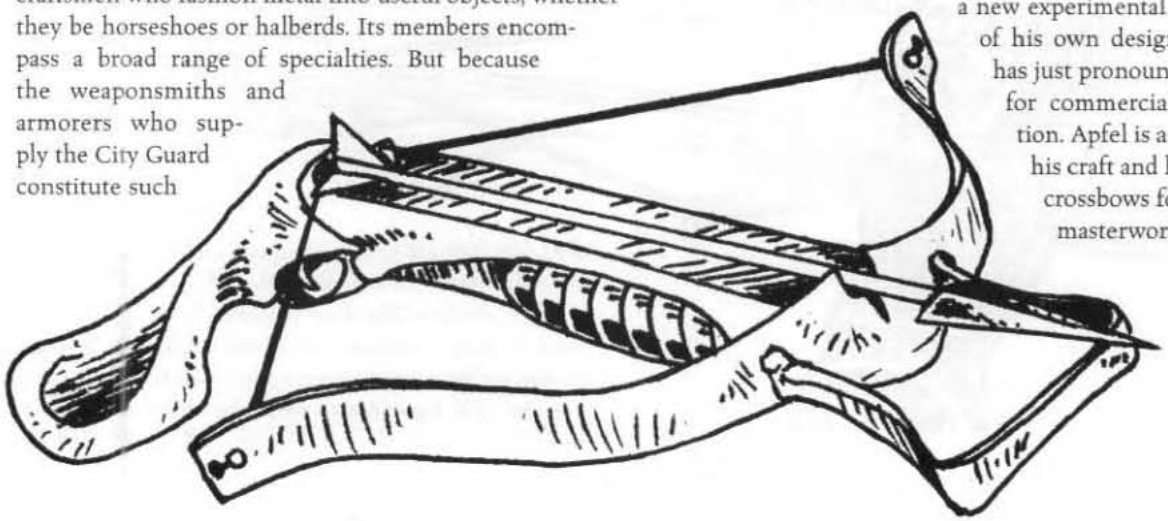
The city's Blacksmiths Guild takes under its wing all craftsmen who fashion metal into useful objects, whether they be horseshoes or halberds. Its members encompass a broad range of specialties. But because the weaponsmiths and armorers who supply the City Guard constitute such a lucrative and prestigious part of their overall trade, those members of the Guild have traditionally played a more prominent role in the guild's affairs than their numbers would seem to justify. For that reason, the guildhall has always been located in the Guards District, close to the guild's single most important customer.

At present, however, the Grand Master Blacksmith is Markan the Black (see location O32), a highly respected smith who is based in the Naval District. Markan is a highly respected figure, who runs an honest business, does good work, and treats his journeymen and apprentices well. None of his fellow guildsmen has a bad thing to say about him personally. But it is nonetheless the case that he should not have been elected Grand Master. It was only squabbling among the traditionally elite smiths of the Guards District that split their ranks and produced Markan as a spite candidate. Markan, good-natured soul that he is, has done his best to heal the differences within his membership and rally the Guild around him. But lingering differences within the ranks and the fact that Markan spends relatively little time in the district makes this task difficult.

f33. APFEL CROSSBOWS

Apfel's Crossbows is an unassuming, half-timbered two-story building. The windows are barred and the stout oaken door is reinforced with bronze. Above the door is a sign showing a large red apple pierced by a golden bolt. In the basement there is a firing range that runs the entire length of the room (nearly 60 feet) and is used for testing weapons.

Apfel provides the crossbows to the crossbow specialists in the City Guard, and to other discerning customers. The shop also sells bolts, but they are not up to the quality of the crossbows. Apfel usually has twenty or so light crossbows, a dozen heavy crossbows, and several hand crossbows for sale at any given time. He also has several of a new experimental crossbow of his own design that he has just pronounced ready for commercial production. Apfel is a master of his craft and half of the crossbows for sale are masterwork items.



RESIDENTS

Tomas Apfel is a former mercenary crossbowman who comes from a long line of clockmakers. Since retiring from the mercenary trade, he has applied his considerable mechanical talent to improving the crossbows he sells. Apfel cannot help but be fascinated by the crossbow and ways to improve it. He can, and does, talk for hours on the subject. Those who share his interest will often receive a discount, especially if they agree to field test his latest improvement. Apfel and Steel (see location F36) often work together to construct new and interesting mechanical devices to improve the crossbows to which they are fitted.

Apfel's children serve him as apprentices, and they are all hard workers. Asa is the eldest; the only daughter, Luna, is the youngest, with Klaus falling in between them in age. Luna wishes to follow in her father's footsteps and become a mercenary before settling down to a more sedentary trade. The two boys are happy being part of the Blacksmiths Guild and building crossbows.

Tomas Apfel: Ftr7/Exp2.

Asa Apfel: Exp2.

Klaus Apfel: Exp1.

Luna Apfel: Ftr1.

Beyond the goods in the shops, there are five sets of masterwork tools in the workshops, numerous designs and pieces of crossbows in progress. The cashbox contains 500 sp. Tomas keeps his crossbow from his old mercenary days, a *+1 light crossbow of speed*, in his bedroom.

ACTIVITY

With his days as a hired blade over and his career as an inventive craftsman in full swing, Tomas Apfel will most likely be found tinkering with some contraption or lovingly shaping a new crossbow. But with his children now old enough to help him, he can always find the time to meet with a customer and show off his latest invention — especially if he thinks he can sell that invention for a good price.

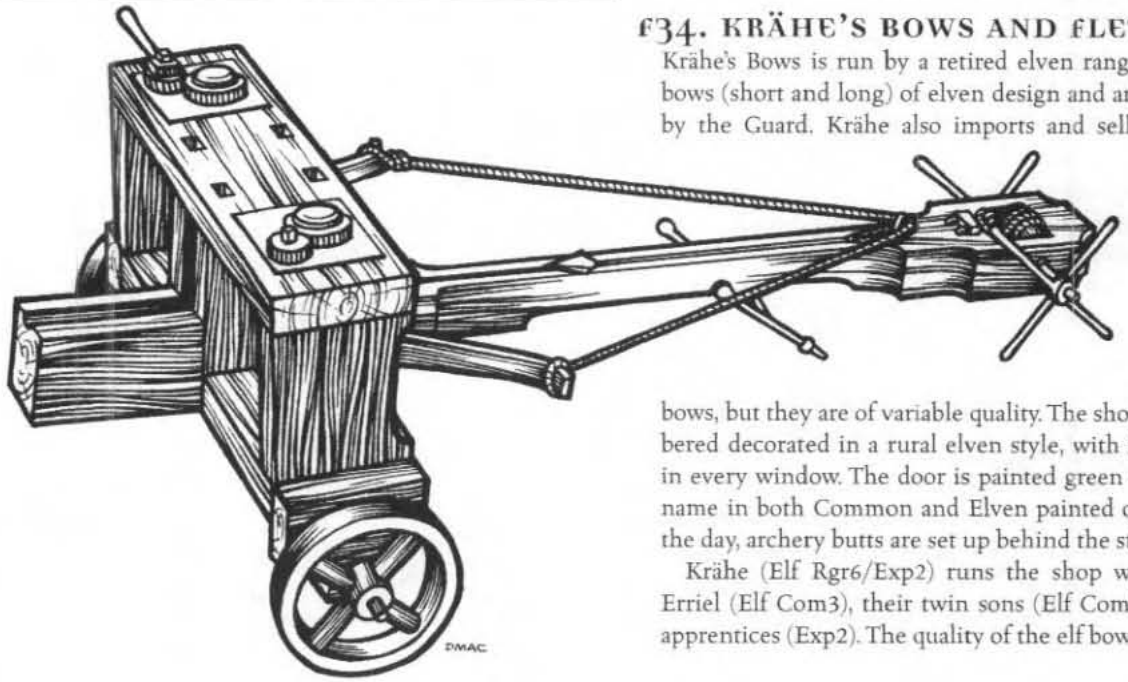
Apfel's latest invention is a heavy crossbow that he has designed for greater penetrating power. Before firing this weapon, you must choose one of three different options for if the attack is successful: critical threat range of 18-20; critical hit damage of x4; or an extra 1d4 damage (does not apply if a critical hit is inflicted). This crossbow costs three times the normal price of a heavy crossbow. It is not a masterwork weapon; it is not magical; nor can it be enchanted.

HOOKS

- Luna becomes interested in the PCs because she thinks they could help her start her career as a mercenary. She is willing to give the characters a masterwork crossbow (light, hand or heavy) in exchange for helping her.
- Tomas needs someone to field test an improved heavy crossbow. He will offer to give the prototype to the tester after the field test is over and the crossbow has been throughly investigated for problems.
- An aristocrat approaches the PCs, asking them to buy one of Apfel's famed masterwork heavy crossbows for him. He says he wants it as a surprise for a friend, so he does not want to be seen buying it. Shortly after the PCs deliver it to the 'aristocrat', it is used in a political assassination and left behind. It is now up to the PCs to prove that they have no criminal involvement in the murder.

F34. KRÄHE'S BOWS AND FLETCHING

Krähe's Bows is run by a retired elven ranger. He crafts bows (short and long) of elven design and arrows for use by the Guard. Krähe also imports and sells composite



bows, but they are of variable quality. The shop is half-timbered decorated in a rural elven style, with flower boxes in every window. The door is painted green with Krähe's name in both Common and Elven painted on it. During the day, archery butts are set up behind the store.

Krähe (Elf Rgr6/Exp2) runs the shop with his wife Erriel (Elf Com3), their twin sons (Elf Com2) and three apprentices (Exp2). The quality of the elf bows and arrows

is always high, but the quality of the composite bows depends on what has become available on the market. Therefore, he is much more likely to have masterwork-quality longbows and short bows available than composite bows.

F35. PENELOPE'S CAGE

The exterior of this two-story shop is made of glazed brick arranged in geometric patterns and the windows are barred and magically warded, with some of the second-story windows being made of stained glass. Magically suspended above the wooden door is a small, 2-foot cubed steel cage that is always kept well polished, so that it reflects the sunlight.

Penelope Kalvan, a weaponsmith-wizard, specializes in the creation of non-lethal weapons and capture devices, which she tries to sell to the Civic Guard. She is always interested in seeing new non-lethal weapons, magical and non-magical, from different parts of the world and will often purchase such from adventurers.

Inside the shop is a collection of items both mundane and exotic: batons, man-catchers, staves, bola, nets, blunted arrows and bolts. There are also common weapons such as daggers, longswords and shortswords enchanted with the *merciful* quality by Kalvan herself.

RESIDENTS

Penelope Kalvan is surprisingly young for one so accomplished in the magical arts, and she has worked with both academic and adventuring magic. She turned her hand to magical devices that subdue and capture after a complex mission in which it was necessary to capture a group of dark wizards alive. She figured that the best market for such goods would be in the city, so she made a deal with the Blacksmiths Guild to set up shop catering particularly to the City Guard. She is usually reserved, only becoming animated when discussing the complexities of magic.

Autumn is Kalvan's companion and bodyguard from her adventuring days, and now her chief weapon tester. Autumn is a tall, athletic elven woman with long chestnut hair and grey eyes. She moves with a dancer's grace and is always clad in hunting leathers over *elven chain*. Autumn would dearly love to have the chance to work with the Civic Guard in the capture of dangerous criminals or animals.

Steel is the half-orc weaponsmith who actually fabricates the nonlethal weaponry sold in the shop. Steel rarely leaves his workshop, knowing that, because he happens to look more like the orcish side of his family than the human side, he risks hostile reactions when he goes out in public. He is content to toil in obscurity, having access to superb tools and building new and interesting devices. Steel and Tomas Apfel (location F34) spend much time together discussing new designs for weapons. Steel wears practical working clothes and puts on a full hooded cloak when he goes outside.

Kalvan has two apprentice wizards working for her, and Steel has three apprentices smiths to help with his current jobs.

Penelope Kalvan: Wiz12.

Autumn: Elf Rgr11.

Steel: Half-orc Rog5/Ftr2.

Kalvan's Apprentices (2): Wiz2.

Steel's Apprentices (3): Exp1.

All of the doors into the shop are *arcane locked* (Autumn and Steel having magical keys) and further layers of magical protection protect the deeper levels of the shop. Beyond the magic weapons (the exact inventory of which is left to the DM's discretion), the cash box contains at least 1,000 gp. In Kalvan's heavily warded personal rooms there is a stockpile of spell books, scrolls and other minor magic items.

ACTIVITY

Penelope Kalvan thoroughly enjoys her current profession, so she will be found in her shop at just about any time of day. She has most common weapons available for sale but exotic weapons would need to be commissioned (Kalvan welcomes such commissions but insists on a deposit of half the finished price). If a customer wants a demonstration of any given weapon, she will have Autumn do it.

HOOKS

- Kalvan is working on spells and items to capture flying creatures, but she needs test subjects. She hires the PCs to capture flying creatures for her — the larger and more dangerous the better. Alternately, the PCs could offer to act as living targets by way of *fly* potions or other magical effects. In either case, she will reward them handsomely with a combination of coin and enchanted items.
- Steel has gone missing. Kalvan fears he has been deported to the Humanoid District and asks the PCs to locate him while she secures papers to insure his access to the city. She will happily offer them credit in her shop in exchange for their efforts.
- Kalvan is working on items to act as countermeasures against evil outsiders. Could the PCs acquire (or sell if they already have) appropriate trophies from such creatures for use in her magics?

F36. PHOEBE'S MAIL

This shop is built of brick reinforced by stone, in a high-ceilinged design meant to suggest the shape of a forge. Above the brass-reinforced door the name Phoebe Diamondsteel is engraved in both common and dwarven above a painted chain of mail links.

Phoebe Diamondsteel's armorers can help you if you want armor that you can wear discretely, under your courtly clothes. Equally, they excel in the manufacture of chainmail as decoration as well as for protection.

RESIDENTS

Phoebe Diamondsteel is an unusual dwarf and she runs an unusual shop. A retired adventurer, she decided to return to her family's roots and become an armorer. But her non-traditional designs cause friction with her professional brethren in the Dwarven District, so she left and set up shop in the Guards District instead. Diamondsteel specializes in mail that can be concealed, as well as decorative armor, but she also produces standard mail armor for the Guard. She is trained is both the art of the armorer and the jeweler and her designs reflect such expertise.

Her assistant is Koskun Viridon, an elven armorer who oversees the manufacture of the rings and construction of the mail. Viridon lives in exile from the Elven District from other elves after a youthful love affair went badly wrong and he was blamed for his lover's death. He is very fussy and precise. He usually wears gloves, but his hands always have a few nicks on them from working with the mail.

Uris Kam is a newcomer to the shop, recently joining as a journeyman after five years of service in the Wall Guard. He is heavily built with scarred hands and a shaved head. Diamondsteel put him in charge of assembling finished suits of armor for the Guard, and he works all hours to insure that new suits are ready when they need them. He is gruff and has little patience for small talk and other trivialities, but the obverse of his curtness is that he is a very efficient worker.

The shop also employs four apprentices who handle most of the painstaking work of fitting the mail together.

Phoebe Diamondsteel: Dwarf Ftr7/Exp4.

Koskun Viridon: Elf Exp5/Ftr2.

Uris Kam: Ftr4/Exp1.

Apprentices (4): Exp1.

Apart from the shop's inventory of completed suits of armor, Phoebe's Mail has a modest amount of coin hand. The unlocked cashbox in Diamondsteel's office contains 500 gp.

ACTIVITY

Phoebe's hums with activity throughout the day, and even sometimes at night if a large order from the Guard is keeping Uris Kam particularly busy.

Phoebe's chainmail and chain shirts that are designed for concealment vary in price and quality; the more expensive a suit is, the more easily it is noticed. To penetrate the disguise requires a successful Spot check, the DC of which varies according to the price/quality of the armor in question. To determine the price, add 25% to the cost of an ordinary suit of the same type of armor per multiple of DC 5 that the Pheobe's armor requires to spot. For instance, for a suit of Phoebe's chainmail designed for concealment that requires a successful DC 10 Spot check to to notice, the price would be 150% that of the price of an ordinary suit of chainmail. In addition, they are all masterwork items and weigh 5% less than usual due to the high quality steel used in their manufacture, but when worn they only count as 80% of their weight for encumbrance purpose due to their fine fitting.

The decorative pieces also command a higher price because of their aesthetic qualities and the higher price of their materials; they sell for three times the price of an ordinary suit of the same type of armor. They are generally commissioned as display pieces for noble residences, or as costumes for the theater or opera.

HOOKS

- Phoebe Diamondsteel requires a particular type of high-grade steel for her mail, and someone has stolen the latest shipment. As her supplier only allow her a limited amount of the steel each season, she hires the PCs to get it back, or find a suitable replacement.
- A shipment of Phoebe's chainmail, along with helmets and shields, on their way to the Guard's Armory (see location F5) have gone missing. Worried that they might be put to nefarious ends, Phoebe and the Blacksmiths Guild are looking for them. But they do not wish the Guard to know that someone broke Guild security, so it must be kept quiet until the armor is recovered. Are the PCs up to the task of investigating under those conditions?
- Koskun Viridian suddenly goes missing one day, and Diamondsteel asks the PCs to look for him. She knows that he feels a certain kinship with the exiled branch of the Corine family (see location E16) because of his own personal circumstances. In fact, Viridian went to Greenwood House to present Sir Slate Corine with a masterwork chain shirt, and got caught up in the half-

elven noble's plans to seize what he views as his rightful inheritance. Will the PCs persuade Viridian to return to the shop, or will they get caught up as well?

F37. THE QUENCHING

The Quenching is the tavern where the crafters and workers of the Blacksmith Guild retire for a drink and a meal. If one wants to meet the Guild members on a neutral ground, this is the place to do so. The Quenching features a large brass-bound quenching tub as its sign. The building itself is a half-timbered affair with a large common room.

Private rooms for meetings and meals are available upstairs. Roast pork and spiced dark ale are the house specialties.

F38. WEYLANDER'S SWORDS

Weylander's Swords is a stout stone building with a large forge in the back. A rusted and pitted two-handed sword is mounted above the door to the shop. The shop's front door is made of heavy oak and has the name "Weylander" branded into it. At any time during the day, the sound of the forging of blades echoes off the stone of the building filling the air with the clangs and hammering of the forge.

The walls of the shop are lined with racks of swords and there are several practice dummies in the center of the shop. Weylander expects that his customers will want to test their blades before buying them.

Weylander is a master swordsmith, one of the best in the city. Beside making fine blades, he also makes trick weapons, such as sword canes, for the right customers.

RESIDENTS

Weylander is a powerful man, his body corded with muscles and covered with scars. He keeps his blond hair short and his face clean shaven, and his eyes are steel grey like the swords he forges. There is a brand in the shape of a broken sword over his heart. Weylander does not talk about where he comes from or where he learned to forge swords. In truth, he is a heretic priest, exiled from his homeland. His ability to make exquisite blades a gift from the god of the forge.

He is assisted by Arseli, a dark-skinned woman who is always robed and veiled with a headscarf. She is also an exile from a foreign land, having learned the swordsmith's art in defiance of her native traditions against women entering that craft. She and Weylander met by chance (though they would call it fate) on the paths of exile and they have worked together ever since. Arseli never speaks to anyone other than Weylander and even then her voice rarely rises above a murmur. She crafts the knives, daggers and many of the concealable blades for the shop.

Weylander believes in promoting the craft of metal working and bladesmithing, and he employs and mentors six apprentices despite his closed nature. His talents are respected even among the weaponsmiths of the Dwarven Quarter, and occasionally a dwarf is sent to apprentice with him. An apprenticeship with Weylander is considered an honor within the Blacksmiths Guild in spite of (or perhaps because of) the aura of brooding mystery that surrounds him.

Weylander: Clr9/Exp2.

Arseli: Exp8.

Apprentices (6): Exp1.

Weylander is not ostentatious, and does not keep much money in his shop. There is 500 gp in an unlocked cashbox concealed under a heap of odds and ends in a corner of the forge (successful DC 15 Search check to spot).

ACTIVITY

The shop itself is usually watched by one of the apprentices, Weylander preferring to spend his time at the forge. Those who wish to speak with him will be shown back to workshop where he will speak to them between his tasks at the forge and anvil. Weylander can enchant swords but he rarely does so except for commission from the Guard, and usually then only for types of magic weapon (such as *bane* weapons).





The blades made by Weylander himself and Arseli are of masterwork quality. Those crafted by his apprentices are ordinary.

HOOKS

- A strange creature is hunting in the sewers. Weylander needs a drop of its blood to make a *bane* weapon against it. He asks the PCs to obtain it for him in exchange for a magic blade.
- A group of tribesmen from Arseli's homeland have come to take her back. Weylander hires the PCs to keep Arseli safe, or to locate the leader of the tribesmen so that he can negotiate with them for her freedom.
- Rumors abound of a powerful magical sword in the Humanoid District, over which the tribal chiefs are battling. If they are true, Weylander wishes to inspect it. He asks the PCs to brave the Humanoid District to find out the truth of this matter.

QUESTS

The City Guard is always recruiting and talented people can go far serving in its ranks. The Wall Guard can always use new members who already possess combat experience, and the Civic Guard has need of a wide variety of talents. PCs of a high enough level can parlay their experience and advanced skills into an officer's commission right away, or immediate enlistment with an elite unit, such as the City's Eyes or the Cadre Wizards. For PCs concerned with their reputation in the eyes of city residents, service in the City Guard is a relatively easy way to gain a modicum of respectability, as the Guard is held in high general esteem. Service in the Guard can also be used as a way of allowing the PCs to network within the city, as it can easily lead to opportunities to meet residents of all races, ranks and walks of life, including the wealthy and powerful. Fellow Guardsmen — especially those with deep roots in the city — can also prove an important source of useful connections.

A Guard-centered campaign will be rather unusual in that it immediately places the characters in a position of authority, but also puts them under the control of a higher power. This allows for a strongly mission-oriented campaign where the characters are given specific tasks to accomplish under fixed deadlines, be they crimes to solve, conflicts to prevent or just another patrol. If the PCs fail in their mission, their superiors will make sure that they pay for it some way, great or small.

Guard service is also an excellent way to start a campaign in that it provides a reason for bringing the PCs together in the first place. They could all be assigned to the same patrol unit or Wall Guard garrison, if they are low-level fighters (or of any physical combat-oriented class). Or they could be a newly-recruited investigative squad for the City's Eyes, or agents for the Mirror Guard assigned to work together on a special mission. Arcane spellcasters can always join up with the Cadre Wizards, of course, and find themselves attached to a City's Eyes team or a Civic Guard patrol.

Guard service also provides an excellent way to get PCs to familiarize themselves with certain parts of the city, or explore many different parts of the city. A Civic Guard patrol unit will by the nature of its duties learn the ins and outs of its beat. A Cadre Wizard or a City's Eyes team, on the other hand, could find itself in the Travelers District one day and down by The Docks on the next, even while working on the same mission.

TABLE F.1: GUARDS DISTRICT RANDOM ENCOUNTERS

d20	Encounter
1-3	Civic Guard patrol
4-5	Off-duty Guardsmen
6-7	Off-duty Guard officers
8	Noble
8-10	Lawyers
11-13	Messengers
14-15	Criminals being transported to the Law Courts (location F16)
16	Escaped prisoner
17-18	Tradesmen/Craftsmen
19	Mirror Guard agent
20	Zustun Academy cadets (see location F32)

MAP SECTION G: TRAVELERS DISTRICT

OVERVIEW

Commotion and activity dominates the Travelers District, as merchants, street peddlers, and innkeepers compete for the favor and gold of the constant throng of people that passes through. Although not all of the district reverberates with the steps and voices of thousands of people, a wide area around the main thoroughfare remains a constant bustle of activity all year round. Day and night, people of all races and creeds come to this part of the Travelers District. Some simply pass through on their way to another part of town, but most look for a bargain on adventuring gear, search for a warm bed to sleep in for the night, or seek a place where they can enjoy a good meal or a strong drink. Because of the constantly flowing sea of people, this place seems crowded and disorganized, and sometimes even chaotic.

From the moment they pass through the Main Gate (location D1) into the city proper, weary travelers can find refreshment, enjoyment and a place to rest. In the Travelers District, inns and taverns abound, and most of these businesses press close to the main thoroughfare. These establishments vie for foreigners' coin, even though there is plenty to go around, and many of them regularly offer seasonal discounts and rebates to first-time customers or regular patrons. Every tavern and inn in this part of the city, however, enjoys its own peculiarities; not only do the owners and managers work hard to make their places of business stand out from all the others, but they make it a point of honor to do so. In the Travelers District, no two inns or taverns are alike.

Not as numerous or popular as taverns and inns, but nonetheless less important or practical, stores offering everything a traveler might need abound in the Travelers District. From good boots and waterproof cloaks to slow-burning lanterns and warm bedrolls, these settled businesses offer all sorts of practical gear, which make them perfect for adventuring heroes as well as mundane travelers in need of replacement equipment. Adding to the bustle of activity, a vast number of street peddlers hawk food, drink, and what they refer to as "local arts and crafts." They mainly operate in the thoroughfare, where everything can happen and all sorts of people can be met.

Stables and other businesses, such as bakers, brewers, and butchers, stand farther back from the thoroughfare. These places support the inns and public houses of the district, but most of them also supply the residents of the area as well as the occasional travelers who would purchase their goods. While not as numerous as in other parts of the city, a good number of permanent residents call this place home. The majority of the district's populace works in a local inn, tavern, or supply store, but some are also part of the city's Thieves Guild, whose main headquarters (location G3) can be found within the Travelers District.



Officially, the laws of the city are strictly observed in the Travelers District, and the City Guard rigorously patrols the area, especially around the main thoroughfare. Even so, the code of the street (where cats hunt rats and rats eat worms) rules in many places around the district, making it a rough and sometimes unpredictable place where even lawmen occasionally ignore the city's legislations. Though the Guard patrols the busy thoroughfare during all hours of day and night, there simply aren't enough of them present in the district to handle every dispute and prevent every crime. So the residents of the area, as well as the owners, managers, and employees of its many businesses often need to handle their own problems. While most of them follow the laws as best they can, many are more than happy to bend them, or even forget about them altogether if the situation warrants. This encourages the formation of small gangs of thugs, youths, residents, and businesses that pool their resources for protection. Bouncers, bodyguards, and security experts can thus find plenty of employment opportunities in the Travelers District.

Cutpurses also make a decent living here, but any thief who is not part of the Thieves Guild will soon have to deal with its enforcers. In the Travelers District, no official organization offers protection to businesses in exchange for gold, services, or the exclusive rights to supply them, but those who know better are happy to provide "gratuities" to known members of the Guild. Smaller groups of thugs and smugglers sometimes try to gain a foothold in the area, but the local merchants and businessmen remain strong enough to ignore such little fish. Only the Guild itself has the clout to enforce its will... and even they must struggle sometimes in the unpredictable whirlwind of activity that defines this district.

LOCATIONS

G1. THE MAIN THOROUGHFARE

This busy thoroughfare cuts a wide swath through the entire district. All sorts of buildings stand on either side of the paved street, from simple wooden structures to wide stone edifices of elaborate designs. They house a wide variety of business establishments: Inns, taverns, food markets, restaurants, dry good stores, and a variety of shops offering all sorts of different traveling gear.

This is the main road that runs through the city. The section that runs through the Travelers District is especially busy, bustling with activity at all hours of the day and even most hours of the night.

RESIDENTS

At all times, several hundred to many thousands of people can be found along the main thoroughfare of the Travelers District. Common folk fill the wide paved street on their way to work in the morning or to a favorite tavern in the evening. Merchants, wholesalers, and their employees use the thoroughfare to bring their goods from one place to the next. Adventurers and other travelers search the main path for comfortable or affordable accommodations, or for much needed supplies for their next journey. Children and youths play in the street, making the already busy route seem even more crowded. Would-be healers, card sharks, peddlers, charlatans, and street performers work in the thoroughfare, earning their bread by swindling others into giving them their money. Pickpockets abound (and thrive) in this part of town, and beggars can be found at almost every intersection. Everyone who comes and goes from the city passes through here at some point — sometimes, it seems that they are all passing through at once — and as a result, it is not a place for the timid.

Those who know the Travelers District say that anyone can be found here. Provided one is willing to maneuver through a sea of people, representatives of any number of strange and foreign cultures rub shoulders with local merchants and adventurers, as well as the inevitable thieves and beggars. One must remain wary when journeying in the main thoroughfare, as countless famished predators wait for the right victim. Although the City Guard patrols this area, they sometimes turn a blind eye to what goes on in the street, overwhelmed by the sheer quantity of distractions and incidents great and small. While they do intervene to settle particularly disruptive disputes, they rarely pursue thieves who steal a single item from a merchant's shop or lift a person's pouch of gold. If asked to do so, most Guardsmen argue that there is no point pursuing cunning pickpockets, as they almost always evade pursuers through the thick crowd. In fact, some Guardsmen in this part of town accept bribes from members of the Thieves Guild, whose influence is particularly strong in this district (see location G3 for further details).

The main thoroughfare is also a place where countless street peddlers who are unable to find success in the Bazaar District try to earn a living. Among them are a small group of youths offering their services as guides to foreigners to any part of the district; a couple operating from a battered wagon that sells salted meats of remarkable quality for half the usual price; a band of young thugs who sometimes intimidate lone passersby into paying a "right of passage" fee; scores of old men and women, many of them retired adventurers, sitting on street corners in silence as they watch the crowd go by; and a handful of cunning and daring swindlers who try to entice people into playing games of chance that most cannot hope to win. The number and type of NPCs in this location is literally beyond counting.

All sorts of items can be found in the main thoroughfare, as many people come to this place carrying a vast array of different things. They range from common objects carried by honest local workers to strange objects from foreign lands to weapons of eldritch might carried by fearsome wizards and brave adventurers.



ACTIVITY

During all hours of day and night, passersby, peddlers, tourists, locals, and the occasional entertainer trying to earn a gold piece all fill the main thoroughfare. Amidst the multitude of people, nobles' carriages and merchants' wagons pulled by mules, ponies, oxen, horses, and sometimes even humanoid hands work their way through the stir. Children occasionally play in the busy thoroughfare during the day. Cats, dogs, and other domesticated animals also roam there as well. Within this environment, any number of things could take place, from a random pickpocket to a full-bore riot.

HOOKS

- A young messenger woman seeks a foreign adventurer who frequently visits the city. She seems desperate to find him and begs the PCs for their help, saying she has an urgent message to deliver. The man she seeks usually visits inns and taverns in the Travelers District when in town. If the PCs help her, they discover the man's murdered body in a dark alley, with all his belongings stolen. The PCs must now help the runner locate his next of kin, but this will require them to travel out of the city. What is so important about this message? Is this the location of a buried treasure, a great employment opportunity, or simply a letter from a loved one?
- A downtrodden jester spots one of the PCs and begins to mimic everything he does. Unbeknownst to the PCs, the jester works for an organization from the city (such as the Thieves Guild, Entertainers Guild, or any other trade group) which is interested in evaluating the PCs' nerves, personalities, or capabilities. Many observers from this organization watch the PCs' reaction, and evaluate either their potential worth or their potential threat.
- Virian or one of her street rats (see location G11) lifts a valuable item from the PCs. The chase through the busy thoroughfare is on, but the pickpocket does not work alone and the stolen item changes hands several times. If the PCs catch up to one of the culprits, a handful of kids soon surrounds and threatens them, forcing them to confront a group of inexperienced youths. Will the PCs show mercy towards these orphans? Will they choose to escort them back to the Blessed Saints Orphanage and alert those who care for them of their misdeeds, or will they try to teach them a lesson in manners themselves?

G2. BARLON AND SONS: CITY GUIDES

A simple two-story house made of wood and painted bright red stands out amidst the other establishments of the main thoroughfare. A wide blue sign, also made of wood and standing 2 feet in front of the building, contains three lines of bold yellow letters, written in Common, Elven, and Dwarven: "Barlon and Sons: City Guides."

RESIDENTS

Barlon (and now, his nine sons) have run a successful business for the last four decades from the first floor of their family dwelling, offering their services as guides to visitors from out of town. A retired adventurer who fell in love with a citizen of the city and had a large family with her, Barlon the Widower, now lets his sons and grandsons run the business. His eldest son, Darlon takes care of the administration while the other eight — now all master guides — specialize in different districts of the city. They also subcontract out assignments and train new guides. While Barlon's progeny make up the majority of employees, they periodically hire youths who know their way around town. At least three dozen guides are available at all times, though rarely more than one or two master guides and half a dozen guides are here at any given time. Almost one hundred people work for Barlon and Son on a part-time or full-time basis.

Barlon the Widower: Rog9.

Darlon the Administrator: Exp15.

Master Guides (2): Exp8.

Journeyman Guides (7): Exp4.

Apprentice Guides (2): Exp1.

Under Barlon's mattress lie a *+3 short sword* and a pair of finely wrought gold and mithral bracers of ancient elven design (worth 750 gp apiece). Darlon wears a pair of *sandals of speed*, a gift from his father. A total of 500 gp can also be found in the padlocked strongbox of the establishment (successful DC20 Open Lock check to pick).

ACTIVITY

The services of an experienced guide can be a genuine blessing to someone visiting the city, especially a first-time visitor. For the price of 1 gp plus 5 sp per district crossed, anyone can hire one of Barlon's experienced guides to bring one person or group to any place in the city. For 5 gp, a guide gives a tour of the main attractions of any one of the city's districts. Also, there is a 20% chance that any one of the experienced guides can also help with a request for a specific item of equipment, directing his charge to a shop that will give a 10-30% discount to one of Barlon's clients. All master guides have contacts with places of business within the district and can arrange a meeting with almost any resident, make sure an inn has a room available, or even purchase items on a customer's behalf.

HOOKS

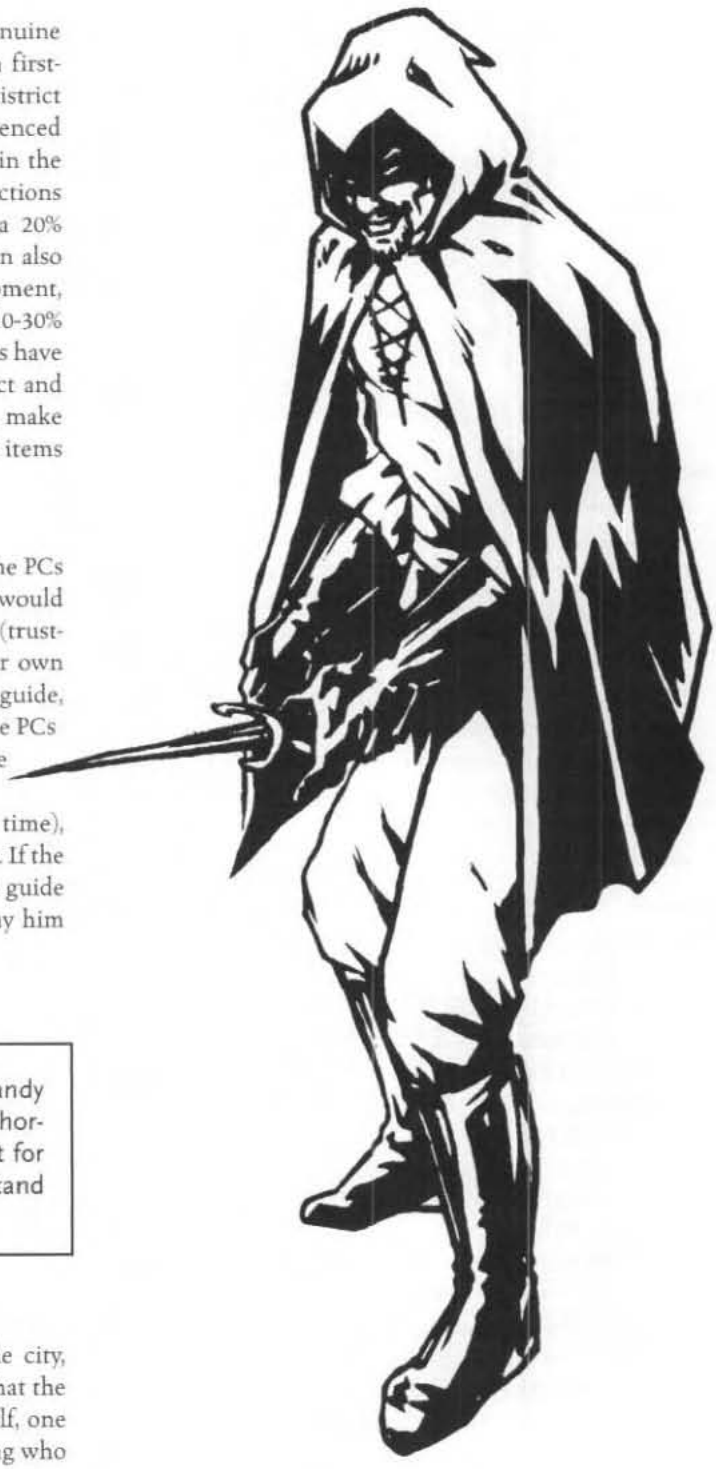
- One of Barlon's experienced guides approaches the PCs and offers his services for free, stating that he would be honored to serve heroes such as themselves (trusting the PCs to reward him anyway out of their own generosity, for more than the standard rate). The guide, cunning and desperate, works for an enemy of the PCs who holds his children hostage. He needs to lure the PCs to a specific place (or alert one of his henchmen of the PCs' whereabouts at a specific time), where their enemy and his allies can attack them. If the PCs uncover the ruse, will they take pity on the guide and help him save his children? Or will they slay him in the heat of battle against their foe?

G3. THE THIEVES GUILD

This relatively small single-story house of sandy stone some distance away from the main thoroughfare would look quite ordinary were it not for the fact that several ragged beggars sit or stand close to it.

RESIDENTS

There are many different gangs of thieves in the city, but only one Thieves Guild. One could grumble that the Guild is nothing more than a spiffed-up gang itself, one that feeds off of bandits and cutpurses by regulating who can practice those particular trades. However, the Guild sees itself as a legitimate trade organization like any other. After all, it mediates disputes between its members and protects their interests by regulating who can practice the craft and how. The Thieves Guild's methods for keeping their members in line pay less attention to the laws of the city than with other trade guilds, but the Guild leadership believe that results matter more than legality (especially when dealing with thieves).



The Thieves Guild operates out of a small, nondescript house located away from the main thoroughfare. However, it has an enormous secret basement containing the Guild's main offices, meeting halls, and treasury, as well as several escape tunnels leading to other parts of the city. This house serves as the main guildhall of the organization and the base of operation of its Inner Circle. It is not, however, the only safe house the organization has in the city.

While the Thieves Guild might seem loosely organized, it closely follows its own particular — and somewhat rigid — set of rules. The Inner Circle of grand masters (called worgs) leads the Guild. Their numbers consist of five elders — each of them with several decades in the organization — who make all the important decisions pertaining to the Guild's activities. The Inner Circle also regulates and protects each of the group's many guildhalls spread throughout the city.

Under the Inner Circle is a group of sixteen overlords, called wolves. Each operates within a different district of the city. The Overlords handle all affairs pertaining to their respective guildhalls. Their jurisdiction, as well as those of their subordinates, is limited to a single district. Each verlord oversees a handful of masters (foxes), journeymen (dogs), and a few apprentices (pups). The number of operators varies from one district to another, so not all overlords are considered equal. The more successful run vast thieving operations and efficient informants' networks, while the lesser ones still struggle to make their guildhalls influent within the territory of their appointed district.

Cat burglars, cutpurses, and bandits make up the majority of the Thieves Guild, but some select guildsmen work directly for the Inner Circle. These men and women, called hounds, play one of three roles. They are enforcers who protect their fellow guildsmen, but also keep them in line should they think about defying the Guild. Worgs of the Inner Circle send enforcing hounds where they are needed, though a few of them work on a daily basis for the overlords to help keep their subordinates in check. They still report to the Inner Circle.

Secondly, hounds sometimes become internal spies assigned to a particular guildhall. Although they apparently work as experts or masters for an overlord, these infiltrators report all incidents to the worgs of the Inner Circle themselves. The practice keeps the overlords on their toes and ensures their loyalty to both the Guild and its supreme leaders.

Finally, a growing number of guildsmen work as spies. They frequently go undercover, and often operate exclusively outside the Guild itself. Trained by the Guild's hounds, they report to both the overlord of their district and to the members of the Inner Circle. While the spying network remains relatively small, the Guild works hard to expand its operations and hopes to offer its services to a wider network of patrons, such as politicians, nobles, and rich merchants from the city. In a perverse way, they model themselves after the Mirror Guard branch of the City Guard (location F4), except that they quite blatantly serve private interests instead of some abstract notion of the public good.

Membership in the Thieves Guild is very exclusive. While some exceptions can be made (in the case of experienced rogues, for instance), members first need to be accepted as apprentices (pups) and serve a master (fox) for a minimum of one year. This apprenticeship can last up to six years, depending on the wit, talent, and ambition of the student, as well as the will of the master training him. Once an apprentice graduates, he becomes a journeyman (dog). Journeyman are recognized as masters (foxes) if they show exceptional talent and serve the guild particularly well. A master can become an overlord (wolf) only when he has proven himself time and again over the course of many years, both as a cunning thief and as a loyal servant of the organization. Members of the Inner Circle (worgs) appoint their own. Only overlords (wolves) who have served the organization loyally for many long years can hope to become worgs — but first a position must open. When a member of the Inner Circle needs to be replaced, it is only because he has passed away (from one cause or another).

SIGNING UP WITH THE THIEVES GUILD

PC rogues may join the Thieves Guild, but they must start at the very bottom, as apprentices. Because of the rigidly hierarchical and necessarily suspicious nature of the Guild, they cannot and will not trust anyone they don't know with a higher rank. Even as mere pups, the PCs will be watched closely by more senior guildsmen, and even be subjected to initiation to prove their trustworthiness. The only possible exception to this rule might be a particularly notorious non-Guild rogue who has defied all of the Guild's attempts to put him down — in other words, the Guild decides that it's easier to co-opt this particular competitor than stamp him out.

The Thieves Guild provides numerous guildhalls (one in almost every district) where its members can meet in private, share information, discuss elaborate schemes, hone their skills, and purchase tools of the trade at discount prices (up to 50% off of regular prices). Additionally, a guildhall offers bedding, stores of food, fully stocked kitchens, private offices, and training grounds for all guildsmen belonging to it. Guildsmen may only practice their craft in a specific city district, but any guildhall welcomes all members of the Guild. When a guildsman becomes too well known in a particular city district, the Guild relocates him (and often helps him take on a new identity). Additionally, several safe houses, maintained and reserved for guild members, lie in each city district.

These simple, ordinary-looking dwellings provide guildsmen with a safe place to hide or rest, as well as food and equipment they might need.

The Thieves Guild also provides its members with a haven in times of need. Though the Guild might enforce harsh regulations for its members, it does not hesitate to help a guildsman who has fallen on hard times or who simply needs to be protected or relocated. It also never fails to reward guildsmen who perform particularly well, extending privileges, rank, or monetary compensation to its most ambitious, loyal, lucky, or successful members. The Guild also has an unofficial agreement with the City Guard. When the authorities catch some of its members in the act, Guild representatives free the culprit guildsmen using bribes — or, when needed, blackmail. In instances where the thieves face trial, the Guild's influence can usually either reduce their sentence or ensure the culprits' release before they serve their full sentence. This practice costs many gold coins to the Guild each year, but also guarantees the protection and good treatment of all its members (which in turn secures their loyalty to the organization).

Furthermore, the Guild's enforcers seek to prevent all freelance thieves from operating within the city proper, thus giving exclusive rights to thievery to the members of the Guild. Though this might be true in theory, several independent operators and competing gangs actively trouble the Thieves Guild's affairs. Small-time pickpockets and occasional burglars can be hard to catch in the act, and some manage to operate freely outside the Guild for months or even years before they draw its attention. Still, the Thieves Guild makes a serious effort to maintain its control over the city's illegal activities, and the Guild's reputation often discourages those who would dare commit burglary by themselves. In the case of individuals whom the Guild finds particularly irritating, they may even cooperate with the City Guard in putting their criminal careers to rest.

Every guildsman pays a monthly fee to the Guild, and he must also share a percentage of his earnings with the organization. Apprentices give all their earnings to the Guild, while journeyman give up 50% of the money they make. Masters only hand out 25% of their earnings, while overlords and worgs do not pay anything. The money they collect from their subordinates, however, serves to pay for the maintenance of their respective guildhalls and the many safe houses spread throughout the city, as well as paying the salaries of freelance operators they sometimes hire, and the like. Guildsmen are assigned to one particular guildhall (run by an overlord) and can only practice their craft within a single city district. They are also forbidden from partaking in thieving or spying operations outside the Guild.

Grand Mistress Viranah the Magician, Worg: Half-elf Rog14/Sor5.

Grand Master Nordek the Pitiless, Worg: Rog18.

Grand Master Rori the Bull, Worg: Rog12/Ftr6.

Grand Mistress Zirelle the Shadowy, Worg: Rog16.

Grand Master Burivan the Sly, Worg: Elf Rog9/Wiz7.

Grand Master Ezerlan the Mindful, Worg: Dwarf Rog15.

Master Hounds, Guild Internal Spies (40): Rog12.

Journeyman Hounds, Guild Spies (20): Rog 8.

Journeyman Hounds, Guild Enforcers (60): Rog 5/Ftr3.

Foxes, Master Thieves (10): Rog8.

Dogs, Journeyman Thieves (50): Rog5.

Pups, Apprentice Thieves (10): Rog1.

Treasures abound in the vast underground labyrinth of the Thieves Guild, but the ambitious burglar who would rob thieves will first need to avoid the many deadly traps, unlock the countless vaults, and defeat the guildsmen who guard the wealth of the most influential organization in the district. The traps here are left to the DM's discretion, but may include anything found in the *Dungeon Master's Guide* — or even worse perils. Remember that no one is quite so careful about his own treasure as someone who knows well how to steal.

ACTIVITY

No one can enter the main guildhall of the Thieves Guild unnoticed; it is constantly guarded by enforcer Hounds disguised as beggars. Only members of the Guild can freely walk inside the premises, and thieves in disguise guarding the area accost any non-member who approaches the building. Non-members seeking an audience might be allowed inside after they pay a proper bribe and explain their business to a master (fox), but only if the worgs deem them or the reasons bringing them to their main guildhall important enough. Those most familiar with the Thieves Guild do not dare approach this place. For affairs pertaining to the Travelers District, they instead consult with Overseer Faribar the Furious (location G35).

HOOKS

- Internal strife among the worgs threatens the stability of the Thieves Guild. Fearing that Burivan the Sly will attempt a coup, Viranah the Magician, the eldest member of the Inner Circle, hires the PCs for protection. Burivan, although not particularly fond of Viranah, has no plans to act against her, and may in fact become an important ally if she doesn't kill him out of pure paranoia. The true threat comes from Rori the Bull, who is hoping that Viranah will strike against a non-threatening member and plunge the Guild into internal warfare. Will the PCs realize that Rori the Bull causes the real threat? Will they be able to prevent him and his allies within the guild from taking their employer's life? Will they help eradicate the threat and stabilize the power structure within the Guild? If one of the Worgs dies, who will take his or her place? Will the PCs witness the beginning of a new era for the organization, one led by a single Grand Master who rules with an iron fist?
- The City Council hires the PCs to infiltrate the Thieves Guild in an attempt to learn the internal structure of the organization, the composition and identity of its Inner Circle, and any secrets the group may possess (including their dealings with other groups, such as smugglers and money launderers). This delicate operation, though highly profitable, is not without risk. The Thieves Guild treats hostile spies and saboteurs as would any military organization — by executing them.



94. MAIN STABLES

Three large wooden stables painted dark green dominate this area of the Travelers District.

Other places offer lodging, food, and care for horses, mules, and other steeds, but the Main Stables is the best the district has to offer. The staff here are no mere stablehands, but true experts in the care of horses and beasts of burden.

RESIDENTS

Rovan Mulefriend has been running the Main Stables for almost half a century. A group of experienced employees officially work for him, but Mulefriend, now aged and senile, is no longer capable of handling ownership duties. Still, he remains officially in charge of the place and his employees work hard to make sure he does not get himself into trouble. A young elf woman named Innarah, who learned her trade from him, takes care of the day-to-day operations of the establishment. She is grateful to the old man, who took her off of the street, and now makes sure that everyone treats him with the kindness he deserves. Other employees pitch in when they can: working extra shifts, running interference with the customers and making sure that Mulefriend's legacy is untarnished by his current condition.

Rovan Mulefriend: Exp10.

Innarah: Elf Exp8.

Master Hostlers (6): Exp6.

Journeyman Hostlers (12): Exp4.

Apprentice Hostlers (14): Exp1.

Rovan Mulefriend wears a simple leather necklace from which hangs a rare green pearl worth 300 gp. Innarah carries a silvered dagger and a hidden pouch holding 250 gp.

ACTIVITY

For the sum of 6 sp per day or 15 gp per month, anyone can stable his steed here. These prices include feeding, grooming, and daily exercises supervised by a master hostler.

HOOKS

- Horse thieves recently stole several steeds from the Main Stables. Rovan hires the PCs to track them down and bring the horses back (they each belong to a different patron) — an endeavor that leads the PCs far from the city into the wilderness. The thieves are part of a large band of brigands. Will the PCs be able to use guile and stealth to steal the horses back and return them to

the city? Or will they discover that something more terrible lies behind the existence of this group (such as a growing cult of demon worshipers or an important network of slavers)?

G5. THE PAINTED TARGET TAVERN

This clean whitewashed building appears to be a typical tavern in many respects. The food is good, the ale is stout, and the clientele are a little rowdy, but no more so than is typical for such establishments in the Travelers District. A sign depicting a bullseye hangs above the door; passersby with a bit too much ale in them often take to shooting at it with arrows and every now and then, the owner needs to have it replaced. The only unusual fixture is a large wooden wheel affixed to the wall at one end of the main room; it's designed to spin at the slightest push and has an obvious mark where a person can be affixed to its surface.



RESIDENTS

What makes the Painted Target unique isn't the layout, the food, or the customers. It's the entertainment, which the owner Pete Ryethistle has incorporated into every aspect of tavern operation. He's a knife-thrower, who spent his formative years performing with a traveling carnival before settling here to enjoy his retirement. But he found he couldn't keep the old life out of his blood, and so five nights a week, he puts on a dazzling performance with flying blades and close shaves. His subjects are always women — volunteers if the crowd seems ripe for it, the barmaids if customers prove less than willing. In ten years, he has yet to draw blood, so those who know him have a lot of confidence in his work. Any customer who submits to being his assistant for a single performance gets all food and beverages free for a week. If it's a barmaid, she gets a percentage of the evening's take. Any woman hoping to get a job at the Painted Target must endure a round on the spinning wheel before they are even considered, and Ryethistle has been known to make similar demands upon those asking for information.

Pete Ryethistle: Rog8.

Barmaids (5): Com3.

Besides the evening's take (which runs in the neighborhood of 50–75 gp), and the food and drink itself, there is little of value in the Painted Target. As a traveling performer, Pete Ryethistle was always used to living on thin margins, and he runs his business the same way.

ACTIVITY

The tavern is always packed to the gills around performance time, and bets circulate over who will be Ryethistle's assistant for the evening. Though they would never admit it, many of the regulars are there to see if Ryethistle will finally lose his touch. The tavern owner often punctuates his basic routine with other acts of knife-throwing brilliance, such as slicing bottles in half or knocking open spigots from across the room. His talents with thrown weapons have the additional benefit of discouraging patrons from causing trouble or skipping out on the bill. Eventually, Ryethistle knows he'll grow too old to keep up the act. When that happens, he'll have to decide between taking on a new knife thrower or closing up his "retirement" tavern for good.

HOOKS

- A cantankerous customer has sabotaged the spinning table so that Ryethistle will inadvertently kill whoever his next assistant is. The PCs spot it. Whether or not they use this knowledge to avert disaster, the tavern owner begs them to find out who is behind the despicable act.
- A suitable PC from within the party is asked to take on knife-throwing duties on a part-time basis. It's a good source of income and can let the party use the Painted Target as a de facto base for his operations. At the DM's discretion, successful knife-throwing can also earn XP for the PC.
- Similarly, Ryethistle challenges an appropriate PC to a throwing contest to see which one is the better bladesman. He offers to split the evening's take with his opponent in payment for his efforts.

G6. KAMAN'S INN

A few small dwellings stand in front of this massive five-story high structure, which faces the main thoroughfare. Built from rare imported wood of a satiny golden hue and harboring modern architectural designs, the building's exterior stands out in the midst of the older and often drabber establishments of the district. An amalgam of dwarven, elven, and human concepts were clearly used in the design, and despite its strange shape, its overall appearance remains quite remarkable. At the top of the building, a wide banner of pale blue silk floats gently in the soft breeze; the words, "Kaman's Inn" are sewn upon it in thick golden threads.

As with taverns, inns abound in this part of town. Though a few stand out, none can match Kaman's Inn in sheer size or style. The strange design of the exterior is well matched by what can be found inside. A multitude of different tiers, connected to one or more other levels by elaborate staircases and cunningly shaped passageways, effectively separates the different sections of the Inn. Each tier offers clients a different atmosphere.

RESIDENTS

Ornia Kaman runs Kaman's Inn. Ownership of the place is split between various members of her family, whom one may accurately describe as human nouveau riche attempting to elevate the prominence of their name. She employs talented chefs and barkeeps, and dedicated manservants and chambermaids. Senior Chef Crotion's delicacies are the talk of the city's gourmands, and the customers found here range from wealthy locals to out-of-towners looking for someplace exotic to stay.

Ornia Kaman: Rog5/Wiz 6.

Crotion: Exp13.

Chefs (2): Elf and dwarf Exp7.

Assistant Chefs (13): Exp3.

Barkeeps (4): Com4.

Servants and Chambermaids (25): Com3.

A heavy, locked iron coffer (successful DC 25 Open Lock check to pick) in the inn's basement holds from 2,000 gp. Ornia also keeps an extensive spellbook and a *wand of magic missiles* on her at all times.

ACTIVITY

Five different sections compose the lower tiers of the Inn. They cater to the clientele who wish to have a quick drink or order food they can take with them. The most remarkable of these, simply called the Fishery, offers palatable fish and seafood. Countless dried and varnished fish decorate the walls of the otherwise simple room, where the stink of its cuisine can be almost too much to bear at times. Another interesting chamber on the lower tier, called the Round Room, attracts a fair number of locals. It harbors a large bar offering strong drinks at competitive prices. Though the Round Room offers only a limited variety of alcoholic beverages, the atmosphere is inviting and the service extremely quick. As implied by its title, the room is indeed perfectly round.

The middle tiers, three in all, serve more formal fare, and offer some of the finest cuisine prepared by each of the city's three main races. Many connoisseurs argue that House Lavender's elven cuisine remains of unsurpassed quality, but House Graymetal's dwarf food and House Skyblue's human food has their share of supporters as well. While the dwarven and elven restaurants still need to become popular, the human chefs working at House Skyblue attract many residents of other parts of the city, who frequently travel here to dine.

A series of rooms offering different ambiances for different prices, compose the upper tiers. Vast and boldly decorated, the atmosphere they provide cannot be found anywhere else in the city: a simple but comfortable cot in the middle of a realistic woodland decor; a restful place upon what seems to be a wide beach of golden sand; a heart-shaped scarlet room with an oversized bed for newlyweds; a librarian's study filled with fake ancient tomes and thick sofas; a tomb-like chamber drenched in shadows offering a wide coffin as a bed; and so on. Kaman's Inn offers daily, weekly, and monthly rates to its customers, but prices vary from two to four times the price of a good room at a more typical inn.

The restaurants of the second tiers and the simple counters of the first tiers see all sorts of people pass through. Because of this and the fact that the place became popular among those who can afford it, anyone can meet almost any body in Kaman's Inn. Many people view this respectable and stylish inn as a good place to hold private meetings, especially when they want to impress those not familiar with what the establishment offers.

HOOKS

- The PCs witness a young boy stealing from one the Kaman's Inn patrons. The boy, obviously too young to belong to the Thieves Guild and too clean and well dressed to be a simple street urchin, attempts to evade pursuit in the busy main thoroughfare. If the PCs investigate, they learn that the boy recently joined a small band of daring youngsters from the Nobles District who

steal not for profit or survival, but for the thrill of it. Will the PCs put a stop to this small group or will they leave the young aristocrats alone?

G7. SOFILL'S DRY GOODS

A large, oddly shaped four-story high building dominates this section of town. Built from different kinds of woods — all faded to a dull brown gray shade — the vast structure resembles nothing so much as an amalgam of different barn-like structures roughly assembled by inexperienced carpenters. Several simple doors and a few very large ones lead one into the structure at various locations, but iron grills bar all of its windows. Bold yellow letters have been painted directly upon various walls of the establishment, just under the high roof; they read, "Sofill's Dry Goods."

Sofill's Dry Goods offers equipment, rations, cheap souvenirs, and practically anything one needs for the road. Located in a huge barn-like building behind Kaman's Inn and near the main thoroughfare, Sofill's is not the only such establishment in the Travelers District, but it is the largest. Most of it customers are adventurers, scouts, explorers, and other travelers who need to buy gear at economical prices. Locals and more careful, sophisticated, or picky adventurers usually avoid the place altogether. Still, Sofill's Dry Goods remains one of the most popular and lucrative stores in the district because of its variety and bargain prices.

The various additions built onto the original store throughout the many years now form a single massive structure that resembles a barely habitable wreck. Inside, a maze of shelves, counters, and cabinets display all sorts of equipment, food rations, and cheap "local arts and crafts." Moving through Sofill's Dry Goods can be a considerable challenge when customers fill the place, though shop attendants and department managers can help patrons navigate through it.

RESIDENTS

The proprietor, one Likaron Sofill, runs Sofill's Goods with a dozen managers, each in charge of a specific department. The place also employs several attendants to guide shoppers, as well as many general laborers. Each of the various departments offers different sorts of items: weapons, clothing, armor, adventuring gear, specialized tools, salted meats, dried fruits and assorted vegetables, low quality paintings and sculptures from the three main races, cheap local crafts presented as souvenirs from the city, and so on. In truth, however, there is little formal organization to the place, making a mockery of its "departments." Thus, cans of salted pork tongues, dream catchers made of pine and feathers, and climbing picks can be found in the clothing department while traveling boots, simple knives, and roughly hewn dwarven statuettes lie amidst tents, bedrolls, and other camping gear.

Patrons sometimes suggest that the place needs repair or a more orderly way of operating, but the proprietor fiercely defends the solidity of the building and the profitable operations of the store. And he is right on both counts. For all its ramshackle qualities, the structure could probably withstand a hurricane, and displaying a number of different things in a specialized department proved to be an effective selling method, as buyers must work their way through a number of products before finding the ones they need, thus increasing the opportunity for impulse purchases.

Likaron Sofill: Exp9/Rog5.

Department Managers (12): Exp5.

Store Attendants (30): Com1.

All sorts of gear can be found at Sofill's. Each department also holds a locked strongbox (successful DC 20 Open Lock check to pick) with roughly 500 gp in it (the department manager and Likaron hold the keys). Likaron also carries a hidden pouch with five chunks of amber (worth 80 gp each) and a blue pearl (worth 300 gp), as well as a *+3 keen flaming dagger*.

ACTIVITY

During business hours, from dawn to dusk, characters can find almost any mundane item at Sofill's Dry Goods, with the exception of animals and transportation items. Prices are no higher than those listed in the *Player's Handbook*, and sale prices mark down to as much as 50% off. On average, Sofill's offer most items at a 10-30% discount, but their entire stock is of middling quality: blades might rust faster; a tool might break more easily; and a trail ration might not be as tasty or sustaining as it could have been. Certainly, you will not find magic items here.

HOOKS

- Norfinna, a young member of the Thieves Guild operating in this district, approaches one of the PCs while he shops at Sofill's. She uses her charms and natural good looks to seduce him, and attempts to convince him to lend her the money she needs to purchase an awful painting said to be a reproduction of a great elven masterpiece. If the PC falls into her trap, she promises to repay him within one month, and in the meantime encourages him to woo her further. After several weeks, during which time Norfinna evaluates the PC's worth, she robs him of all valuables and disappears into a safe house the Thieves Guild operates, situated in another

district. Will the PCs prevent her from committing her dastardly crime or will they need to chase her through the city streets? Will they be able to locate her once she has evaded them or will they be able to retrace her steps to her secret hideout?

- Two customers argue over who should be allowed to purchase the last ivory pipe available in the store. A fight breaks out and the PCs witness the affair. The two men want to purchase the item at all costs, and offer a large sum of money to the department manager, who then calls Likaron to handle the dispute. If the PCs investigate, they learn that the pipe, presented as barbaric memorabilia from a faraway tribe, was actually stolen from the Mausoleum in the Dwarven District (location A10) and is in fact a valuable artifact belonging to one of the city's noble human families. One of the combatants is an agent of the family, while another is a merchant, who hopes to buy the item cheap and then sell it back to the family at an inflated price. Which side will the PCs' take? Will they make a friend or an enemy of the noble family? Will they investigate how the pipe was stolen from the sacred Mausoleum or will they simply insist on bringing it back where it belongs?

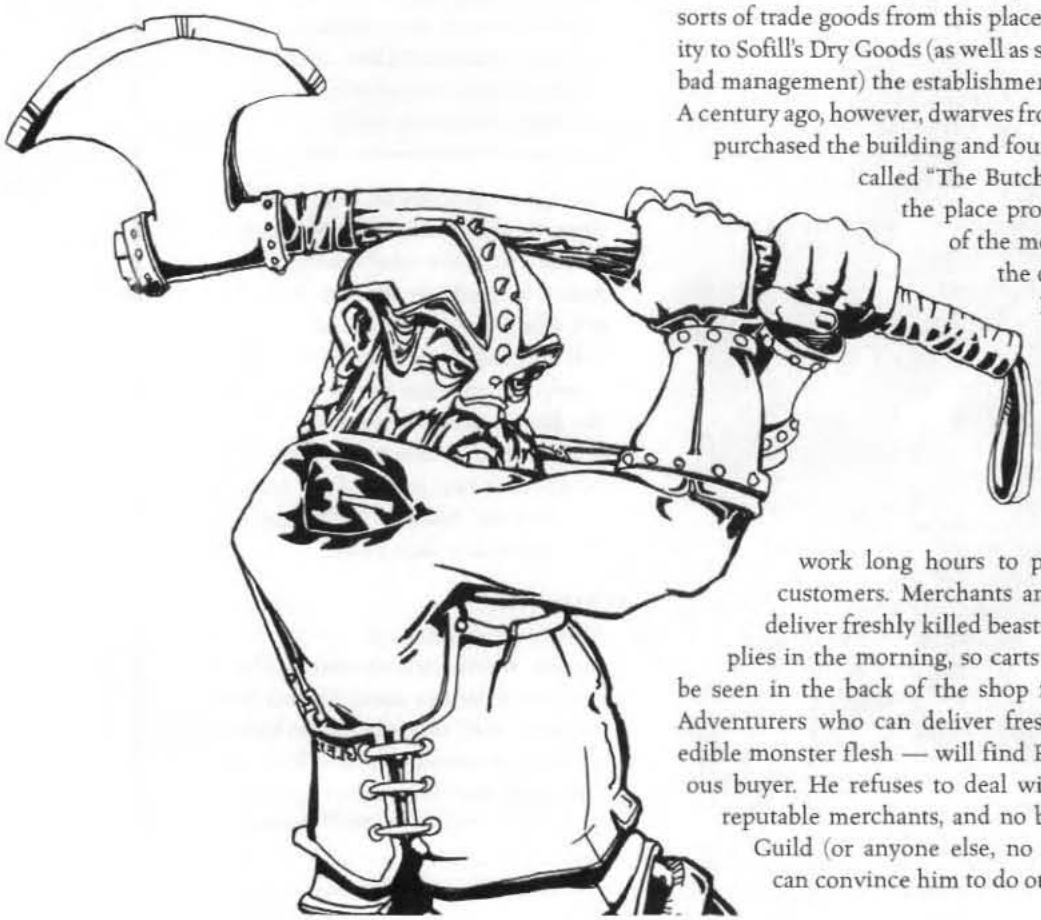
G8. THE BUTCHER'S SHOP

A wide, square building of dark gray stone stands east of Sofill's Dry Goods. The massive and simply-built structure has a flat rooftop and square windows reminiscent of ancient dwarven architecture. A wide stone slab lies in front of the establishment, which faces south. The words, "The Butcher's Shop" is carved in it in Common, Elf, and Dwarf.

The Butcher's Shop offers all sorts of fresh meats to local inns as well as other places of business throughout the city. Though wholesalers and city merchants make up most of its business, the Butcher's Shop's small meat counter attracts a fair number of patrons, selling all kinds of specialty meats in small quantities. It also sells a variety of high quality salted meat well-suited for the road; a favorite of many adventures since the meat not only tastes good but also lasts twice as long as similar products (though it costs twice as much).

RESIDENTS

Dwarves of the Scarletaxe clan originally built the place that would eventually become the Butcher's Shop, but they later sold it to humans. It is one of the oldest buildings in the district, predating all but the most enduring shops and residences. Over the years, many storeowners offered all sorts of trade goods from this place, but due to its proximity to Sofill's Dry Goods (as well as simple misfortunes and bad management) the establishment never fared too well. A century ago, however, dwarves from the Silveranvil Clan purchased the building and founded what they simply called "The Butcher's Shop." Since then, the place prospered to become one of the most successful shops in the district.



Kormor Redapron, a dwarf of the Silveranvil Clan, currently runs the Butcher's Shop. Two master butchers of dwarven blood and many other experts work long hours to prepare meat for their customers. Merchants and wholesalers usually deliver freshly killed beasts or purchase new supplies in the morning, so carts and wagons can often be seen in the back of the shop from dawn to midday. Adventurers who can deliver fresh game — as well as edible monster flesh — will find Redapron a very generous buyer. He refuses to deal with smugglers and disreputable merchants, and no bribe from the Thieves Guild (or anyone else, no matter how powerful) can convince him to do otherwise.

Kormor Redapron, Grand Master Butcher: Dwarf Exp16.

Master Butchers (2): Dwarf Exp12.

Journeyman Butchers (20): Exp4.

All sorts of fresh meats abound in the Butcher's Shop, but the only wealth lies within a hidden floorboard under Kormor's bed, in the Master Butcher's private chamber. It contains nine bloodstones (worth 50 gp each), a pair of plate iron gloves embroidered with jewels (worth 2,000), and a sack holding 500 pp.

HOOKS

- The PCs are hired to investigate the disappearance of an elf from one of the four noble families of the Elven District. After a long investigation, which puts them in contact with many informants from both the nobility and the underworld, the PCs hear rumors suggesting that there are humans and dwarves who kill elves and want their bodies to disappear sometimes cutting their victims into pieces, which are later sold at the Butcher's Shop. Some of the more elaborate rumors hint that the murderers are tied in some way to the Priests of Calamity (location J5), the cult of chaos and destruction. These rumors are untrue, and PCs who suggest otherwise will insult Redapron and his butchers. Why are such vicious stories circulating? Did competitors from another district or an elven wholesaler (likely affiliated with the House of Aer) whom Redapron refused to do business with start them?
- A member of the Thieves Guild has infiltrated the Butcher's Shop. Kormor discovers that his new butcher purposefully poisoned meat, and caught the man red-handed. He hires the PCs to uncover the man's accomplices, and what he was trying to accomplish by ruining the produce and reputation of the establishment. If the PCs agree, they might learn that smugglers who have long wanted to sell valuable (and sometimes illegal) raw meat from exotic beasts to the Butcher's Shop hired the Thieves Guild to sully its reputation.



G9. FRESH PRODUCE MARKET

This wide, wooden, single-story structure faces a large park of neatly cut grass. An oval platform stands in the middle of the green area, from which peddlers offer all sorts of fresh produce and criers invite people to visit the newly built Fresh Produce Market. Large doors that remain open during the daytime mark the northern side. Through these doors lie rows of tables and counters filled with all sorts of fruits, vegetables, and other farm produce such as honey and milk.

Foreign proprietors of large and highly successful farms financed the construction of this new building, hoping to create a lucrative establishment with which they would gain a foothold in the city. While it is still too early to tell whether the venture of these agricultural bourgeois will succeed or fail utterly, the Fresh Produce Market is a welcome addition to the many shops and businesses of the district, who lack the time to travel out to the Farmers' Market in the Bazaar (location D4). Travelers, however, rarely reach this area, and get most of their produce from the Farmers' Market. Still, many locals and foreigners come here on a daily basis.

RESIDENTS

About 40 merchants own small stalls at the Fresh Produce Market. Morik Stell, the most influential of the lot, works at the area's largest stand. Once a rich and successful businessman, Stell recently fell on hard times and was forced to take on employment selling produce for a foreign nobleman with substantial agricultural holdings. His fellow merchants respect Stell, however, and they regard him as one of the most cunning and charming sellers in the business. The man also has ambition. He has developed

a network of contacts throughout the city in the hope of finding someone who will loan him gold coins with which he may return to his position a moneylender. Stell, however, knows that he must tread carefully in the city, and he takes his sweet time, content (but not happy) to simply sell produce in the meantime.

The merchants and patrons of the Market typically carry pouches of coins (of various values, ranging from 5-20 gp total). Morik Stell also holds a silver comb worth 75 gp (recently lifted from a customer), a masterwork short sword, and a pouch containing 33 gp.

Morik Stell: Rog13.

Merchants (40): Exp1-5.

ACTIVITY

Characters can obtain all sorts of fresh foods at the Market — mostly exotic fruits and vegetables, though a some more mundane varieties are thrown in as well. If they appear as strong warriors or successful adventurers, Stell might approach them to see if they can help him rekindle his old business. He needs two things: people who can lend him a large sum of money at a reasonable interest rate and a few loyal strong arms to take on the role of bodyguards and enforcers.

HOOKS

- Morik Stell hires the PCs to recover a stolen treasure from Tomlin Goodberry and the Shopkeeper's Association in the Docks District (location M42). He explains that Goodberry stole his valuables and essentially put him out of business. If the PCs agree, Stell pays them a sum equal to 20% of whatever treasure they bring back to him, plus the possibility of further work. Is Stell telling the truth or is he using the PCs to make a quick profit at the expense of the innocent (in this case, at least) Goodberry? Why did Goodberry want Stell out of business in the first place?
- Unknown to most of his peers, Stell stole money from a rich patron. With it, he hired two bodyguards (disguised as assistants) and found someone to lend money to, at a reasonable interest rate. But when his new client disappears and the rich patron from whom Stell stole returns with the City Guard to accuse him of theft, he quickly finds himself stuck between a rock and a hard place. Will the PCs agree to locate Stell's recalcitrant client and return the money? Or will they prefer to uncover evidence that might incriminate Stell and prove that he stole from the patron in the first place? Does Stell's client work for the rich patron, who planned the whole affair from the get go?

G10. THE HUNTERS' LODGE

A rectangular two-story building made of sturdy timber stands close to the thoroughfare. Reminiscent of a typical hunter's cabin, the simple exterior design holds a wide wooden sign depicting a set of stag's antlers. Inside, a wide common room offers rustic but comfortable sofas huddled near a warm fireplace. A long corridor and a set of timber stairs lead to different private rooms.

The Hunter's Lodge offers comfortable bedding at economical prices. Simple breakfast is included in the price of all rooms, but its kitchen offers nothing but fresh fruits, newly baked breads, goat milk, and dried nuts. Considered by many to be the best place in town to get a comfortable room at a modest price, the Hunter's Lodge remains a favorite of those who miss the wilderness. Many adventurers frequent the establishment, but some city dwellers doing business in the Travelers District also use the Hunters' Lodge. Each of the inn's many rooms is decorated with trophies from a particular type of animal or magical beast. The innkeepers refer to each of these rooms by the trophy it bears: the Boar Room, the Elk Suite, the Lion's Chambers, the Owlbear Cage, the Hippogriff's Vault, and so on.

RESIDENTS

The Lodge is owned and run by Serkis, a retired adventurer, and his daughters Sorria and Fatualla. They hire a handful of competent innkeepers, but most of the employees come from the local populace, who work as chambermaids, busboys, and gardeners who make sure that the inn and its surroundings remain clean and hospitable.

Serkis: Elf Rgr9.

Sorria: Half-elf Rgr7.

Fatualla: Half-elf Brd4.

Innkeepers (4): Exp5.

Chambermaids, Busboys, and Gardeners (13): Com1.

The strongbox (successful DC 18 Open Lock check to pick) of the Hunters' Lodge, found in Serkis' office, holds a total of 400 gp in assorted coins. Serkis himself wears a *ring of spell turning* and a *+4 leather armor* under his finery. Many of the trophies found in the Hunters' Lodge could also be sold to natural museums, collectors, and researchers for anywhere between 50 gp and 250 gp apiece.

HOOKS

- One of the trophies of the Hunters' Lodge came to life and attacked its patrons. Several people were maimed before the trophy fell to the floor, lifeless once more. Serkis hires the PCs to uncover who is behind the strange magic that put life into it. They discover that an old enemy of the ranger wants the retired adventurer and his two daughters dead. Why does this wizard hold such a grudge against Serkis?

G11. THE BLESSED SAINTS ORPHANAGE

Two large sandstone bulky buildings stand out from the other dwellings of this part of the district. A pair of double doors made of sturdy oak give access to the simple structures, but strong iron bars block the windows of both five story-high edifices. The words, "Blessed Saints Orphanage" are engraved upon the stone above the double doors on the façade of each building.

Because of the constant traffic through the Travelers District, parentless children often find their way to this part of the city, figuring that the sheer numerical odds will turn up someone to help them. Others are sometimes literally left in the district by their departing caregivers (it being easy to hide such a heartless deed in plain sight), thus forcing them to fend for themselves. The City Council and the clergy of the Spire long ago purchased these edifices to convert them into a simple orphanage. They did this in order to satisfy a growing demand from the local population as well as from strangers visiting the city who found that there were just too many parentless and homeless youngsters left to fend for themselves in this part of town. The orphanage was thus established not only to accommodate the children, but also to assuage public opinion about the problem.

Since its foundation, the Blessed Saints Orphanage has welcomed countless homeless youths into its halls, offering them food, lodging, and rudimentary education. Run by the clergy of several faiths and financed by the City Council, the Orphanage welcomes any child in need. Those who run it also work hard to keep the children off the streets, lest they fall within the sticky web of the Thieves Guild or some other sinister agent.

RESIDENTS

Currently, Bishop Charles Urdanus (of the Children of the Creator) and Priestess Elia Meloka the Pure run the orphanage. Several other clerics and commoners freely give their time to help them care for the children. While the volunteer clerics handle the children's education and run the orphanage kitchen, volunteer layfolk maintain the buildings and its surrounding grounds and lend a hand at different other tasks, such as watching over the children, helping prepare food, and so on. Overall, almost 200 children and youths live at the orphanage, including a small band of disgruntled teenagers led by Virian, a delinquent human female who secretly hopes to join the city's infamous Thieves Guild. She desires the skills they can teach her, in order to one day avenge the murder of the her parents — that is, if she can find whoever was responsible. Virian's small gang is neither strong nor truly menacing, since its members are inexperienced youths who content themselves with occasional petty thefts and acts of vandalism. Many elders working at the Orphanage fear that Virian and her group might become a bad influence on the other children. They also suspect that she might develop into more than just a nuisance if allowed to continue in her ways.

Bishop Charles Urdanus, Headmaster: Clr6/Brd3.

Priestess Elia Meloka, Headmistress: Elf Clr10.

Volunteer Clerics of the Spire (7): Clr3.

Volunteer Layfolk (22): Com1.

Virian: Rog2.

Street Rats (10): Rog1.

Orphans (182): Com1.

Aside from old furniture and kitchen accessories, the only valuables at the Blessed Saints Orphanage are a small golden statuette of an appropriately benevolent deity (worth 300 gp in any temple) and a recent tapestry representing the Orphanage in fine colorful threads (worth 400 gp).

ACTIVITY

The Blessed Saints Orphanage welcomes visitors all year round. Bishop Urdanus and Priestess Meloka meet parents looking to adopt children at any time — they're more than happy to help find homes for some of their little ones. They do not give up the children easily, however. Parents wishing to adopt must be upstanding members of the city, possess legitimate jobs, and be able to support and care for children. Potential adoptive parents must prove their credentials to both Headmasters. With the help of volunteer clerics, the Headmasters investigate any potential parents' background, interviewing neighbors, family members, and friends and associates as necessary. While far from perfect, this process allows the Headmasters to evaluate the worth of the parents-to-be, and thus ensure the adopted child's future well being.

The number of visits by hopeful parents varies from week to week, but the number of citizens willing to adopt is distressingly small. Adoptive parents generally prefer to take younger children into their homes, thus leaving the older kids and youths in the care of the orphanage. When a child becomes old enough to seek apprenticeship and learn a trade, the Headmasters and volunteers guide him through the process. Most children who "graduate" from the Blessed Saints Orphanage become honest and hard working individuals, many artisans, merchants, and craftsmen hire them as apprentices. Once the child can fend for himself, he usually leaves the Orphanage on his own, but often returns to lend a helping hand to the kind clerics and volunteers who gave him a chance in life.

Representatives from trade guilds looking to recruit new apprentices sometimes visit the Orphanage to inquire after the older children and meet promising candidates. Hasty Oldbottom, the agent who specializes in finding servants for the households of the Nobles District (see location E11) visits regularly; any promising youth aged twelve or older may find Oldbottom to be his or her ticket out and into a life of domestic service. Bishop Urdanus and Priestess Meloka try to maintain friendly relations with all of them, as anyone who can provide a better life for their charges helps them in their mission — and also helps free up space for younger orphans who have no other place to go.

The Blessed Saints Orphanage welcomes donations, as it needs to purchase food and clothing in order to provide for its charges. While volunteer clerics handle most donations, more generous donors always meet with one of the Headmasters, who write their names and the amount they give in a register that anyone visiting the Orphanage can read.

HOOKS

- Virian attempts to rob the PCs. When caught, she confronts them and declares they are obviously more skilled than she is. In them, she sees what she hopes to become and she tries to convince them to train her, offering her services as a loyal and hardworking servant. If the PCs accept, she later either asks them to help her find the men responsible for her parents' murder or tries to use their expertise and contacts to do so herself. She nevertheless remains loyal to the PCs as long as they treat her well.
- Virian's gang of street rats has caused all sorts of trouble in the district. Their actions have incited hatred and anger towards the Orphanage, and the PCs witness a crowd of protesters gathering before it. Most of these people want to see the institution move to another part of town. What do the PCs do? If they choose to involve themselves in the matter, a question presents itself: Did Virian truly bring this commotion to the Orphanage, or are their some other culprits behind the protest?



G12. THE LOST LAGOON INN

The facade of this establishment — shaped in the form of a great "L" — is built from simple yellowish brown stone that look quite ordinary on the outside. The interior of the Lost Lagoon Inn, however, is a lavish and strange place. A wide pool of water, surrounded by what appears to be sand beaches and coral reefs, dominates the first floor of the establishment. Thought this extravagant decor resembles a natural lagoon, the effect is ruined by the subtle yet distinctive stink emerging from the shallow and stale water. The interior walls have been plastered with seashells of different shades, which also fails to make the place appear like a natural formation.

The Lost Lagoon Inn was once renowned for the quality of its seafood and its affordable bedding. In recent years, however, the food became less palatable and the price of its rooms almost quadrupled after the last proprietor invested in some badly needed renovations. The unique ambiance provided by the Lost Lagoon attracts many visitors all year round. Locals, however, prefer to frequent other establishments; many of them find the place both tacky and expensive. Still, the inn's distinctiveness and great location make it one of the most successful businesses in the district. Those who enjoy this kind of lavish and somewhat surreal ambiance return year after year. Newlyweds and couples celebrating their anniversary also frequently come to the Lost Lagoon Inn.

RESIDENTS

The proprietor, Suribar, his wife Clarvinn, their son Soribon, and their daughters Rikarinn and Iravinn, run the Lost Lagoon Inn. They always seem to be hiring people — chefs specializing in seafood cuisine, busboys, concierges, chambermaids, and gardeners — because no one seems to stay in their employ for terribly long.

Suribar: Exp8.

Clarvinn: Rog7.

Soribon, Rikarinn, and Iravinn: Exp2.

Chefs (4): Exp3.

Busboys, Concierges, Chambermaids, and Gardeners (15): Com1.

The proprietors of the Lost Lagoon Inn have accumulated a total of 2,000 gp, which they keep in a locked chest in their private chambers. The chest requires a successful DC 20 Open Lock check to pick. Clarvinn also wears a finely wrought platinum bracelet worth 150 gp and a *ring of feather falling*.



HOOKS

- Before she met her husband, Clarvinn was a member of a gang of pickpockets competing against the city's Thieves Guild. While she disassociated herself from this group a long time ago, a few people in the Thieves Guild still hold a grudge against her. They have now kidnapped Clarvinn — without the permission of the Thieves Guild — and asked a large ransom for her husband, equaling the sum of money they lost because of her, plus interest. Suribar cannot pay this sum, so he hires the PCs to find his wife, offering what little he can in exchange for their aid (including free food and bedding for the remainder of their lives). Will the PCs uncover the kidnappers? Will they make an enemy of the Thieves Guild, even though these guildsmen operate without its knowledge? Will they save Clarvinn's life or will they discover that Clarvinn herself is behind the ordeal, as part of an attempt to secure some money before she leaves her husband?

G13. THE PAWNSHOP

This single-story building of burgundy brick looks old and rundown. Its flat rooftop harbors three chimneys, but smoke protrudes from only one of them. Inside, several columns of brown stone support the 15-foot high ceiling of the single large room that takes up the entire space of the edifice. Within it, stacks of clothes, racks of weapons and shields, and various types of trade goods are scattered in vaguely identifiable heaps. Pieces of armor and strange sculptures lie on tables. Several glass counters display jewels and other fine items, and volumes and scrolls hang in bookcases. Piles of tools and all sorts of other items lie in every corner. A close look at these objects reveals that they are not new for the most part; the edges of weapons are blunt or rusty, the shields are dented, the clothes are dirty or have holes in them, the books are old or somehow damaged, the sculptures are chipped, and so on. Other items, however, seem to be in perfect condition.

The Pawnshop is the best place in the district to find a good deal on second-hand weapons, clothing, tools, adventurer's gear, artworks, musical instruments, books, jewelry, maps, old memorabilia, and anything else of modest value. The Pawnshop sells most used items at 40% discount, but some can also be bought for up to 70% off of the typical price of an equivalent item bought new. Occasionally, the Pawnshop offers magical items at reduced prices (up to 30% off), like minor wondrous items, +1 weapons and armor, potions, scrolls and wands with less than their full complement of charges left in them. However, greater magic gear sometimes finds its way to the Pawnshop as well. One can even find horses and beasts of burden for sale, with the animals in question kept at the Main Stables (location G4).

RESIDENTS

Owned by a conglomerate of local businessmen, the Pawnshop has become an important location under their guidance. Avarrian, a cunning salesman with a gift for honeyed words, runs the place with several assistant managers and clerks. The experienced manager (a loyal member of the Thieves Guild working undercover) won the confidence of the place's proprietors. While some suspect he might be involved with the Guild, no one has ever confronted him on the matter. This unspoken arrangement between Avarrian, his superiors in the Guild, and the Pawnshop proprietors makes everyone involved happy, and avoids unnecessary conflict.

Avarrian, Master Thief: Rog14.

Assistant Managers (5): Rog5.

Clerks (14): Com3.

The Pawnshop offers all kinds of secondhand items, but its inventory changes from one week to the next, so it rarely offers the same deal twice. The petty cash of the Pawnshop, kept in an unlocked box, contains about 200 gp, while its locked strongbox (successful DC 20 Open Lock check to pick) holds approximately 1,000 gp. Avarrian also carries a hidden *dagger of venom*, a *potion of cat's grace* (7 doses), and a pouch with stolen precious stones (worth 2,400 gp).

ACTIVITY

Members of the Thieves Guild often come to the Pawnshop to sell stolen items. While hardly the only place in the city where thieves can unload stolen merchandise, the Pawnshop takes almost everything, from simple second-hand clothes to intricate pieces of art and valuable magic items. It also keeps an unofficial agreement with the Thieves Guild, and the men and women working at the Pawnshop never ask questions to those selling objects to them. Many ordinary folk of the district also frequently come to the Pawnshop to exchange their goods for other things they need. This allows the poorer citizens to get bargain prices on second-hand items, while increasing the sheen of legitimacy overlaying the Guild's fencing activity.

Some of the clothing the Pawnshop fails to sell finds its way to the Blessed Saints Orphanage (location A11). Avarrian maintains a good relationship with the

Headmasters of the Orphanage, and regularly takes in orphans to help him at the Pawnshop in exchange for tutelage, clothes, and even tools he finds hard to sell.

Adventurers returning to the city with treasures can easily use the Pawnshop to get rid of some of the less valuable items they do not wish to keep. Specialized shops, such as jewelers, weaponsmiths, alchemical laboratories, and the like are still the best places to sell the high-quality loot, but the pawnshop remains a good place to sell or trade odd items. Many adventurers based in the city frequent the establishment on a weekly basis, hoping to find a bargain on a rare, valuable, or potentially helpful item.

HOOKS

- Righteous members of the City Council hire the PCs to infiltrate the Pawnshop and investigate its ties to the Thieves Guild. The PCs might discover Avarrian's membership in the Guild and the fact that the shop proprietors turn a blind eye to the many thieves unloading stolen merchandise at the establishment. Will the PCs make an enemy of the Thieves Guild by trying to shutdown or discredit the place? Will some of the poor locals who use the place convince them not to say a word of their findings? Or will the PCs try to take advantage of the situation and turn a profit from their discovery?
- Burglars recently broken in and stole some of the Pawnshop's most valuable items. Avarrian suspects that the culprits were either rogue members of the Thieves Guild or non-guildsmen. He hires the PCs to investigate. Will they expose the operations of maverick Guild members or will they help the Guild catch "illegal" burglars outside their organization? Will their actions make them friends or foes among the members of the Guild?

G14. LADIES OF LUCK GAMBLING PARLOR

The Ladies of Luck is a sturdy two-story affair, tucked away in a dark back alley. Its rooms are surprisingly spacious, accommodating many games of chance run by the proprietors. Dice is by far the most popular game, although many card games are also offered, and the house recently installed a wheel of fortune, which is seeing heavy action. A wide balcony oversees the gambling tables, occupied every night by a row of gorgeous courtesans. They wait for the evening's crop of players to arrive, blowing kisses to those they favor and egging the customers on with shouts of glee.

When the Ladies of Luck was founded, it had a problem. Originally intended as a brothel, it found itself a seller in a buyers' market. The girls were beautiful and far too skilled to part with their services cheaply, and yet those who could afford them were all well-occupied elsewhere. For a time, it looked as though the business would go under and the girls would be thrown out on the street. Then the owner, a half-orc madam named Aglaria Thagarm, came upon a stroke of genius. The place had a few gambling tables which did decent business. Why not expand the operation, only instead of paying cash out to the winners, they would give favors from the girls?

The formula worked like magic. Those who couldn't otherwise hope to afford such charms would flock to the Ladies of Luck, hoping to win enough for a night of bliss, or at least a kiss from their favored courtesan. The ploy soon transformed the place into one of the most popular gambling dens in the city, and the girls were more than happy to play along. It actually meant working less, since the number of winners was comparatively fewer (the house could also rig their games to thin the ranks of winners even more), and it gave their clients the feeling that they had truly won their services, instead of simply buying them. The house cleaned up, and they now had an enticement to set them apart from the competitors. Since Thagram implemented her plan, the Ladies of Luck has been very lucky indeed.

RESIDENTS

As a half-orc, it goes without saying that Aglaria Thagram is large and homely, but she more than makes up for it with her expansive charms. She speaks many languages fluently and understands the nuances of courtesy in a hundred different cultures. In addition, the Ladies of Luck has two other partners — a dwarf named Fahrnam Rippershins and a human who goes only by Drun. Both of them play cards with the regulars most evenings, though Fahrnam also doubles as a barker when business is slow. The establishment maintains eight girls — all of whom are quite comely and know how to ply their feminine wiles — as well as several dealers and a quintet of burly bouncers (3 humans, 2 half-orcs) for those rare occasions when trouble arises.

Aglaria Thagarm: Half-orc Exp6.

Fahrnam Rippershins: Dwarf Ftr4.

Drun: Rog5.

Girls (8): Exp4.

Dealers (4): Com3.

Bouncers (5): War1.

The Ladies of Luck still needs to pay out cash winnings on occasion, and retains a sum of 750 gp to cover its bets at all times. It makes anywhere from 75–250 gp a night in profit on top of that. Gamblers who come to play have their own stake, and may have one or two magic items scattered among them as well

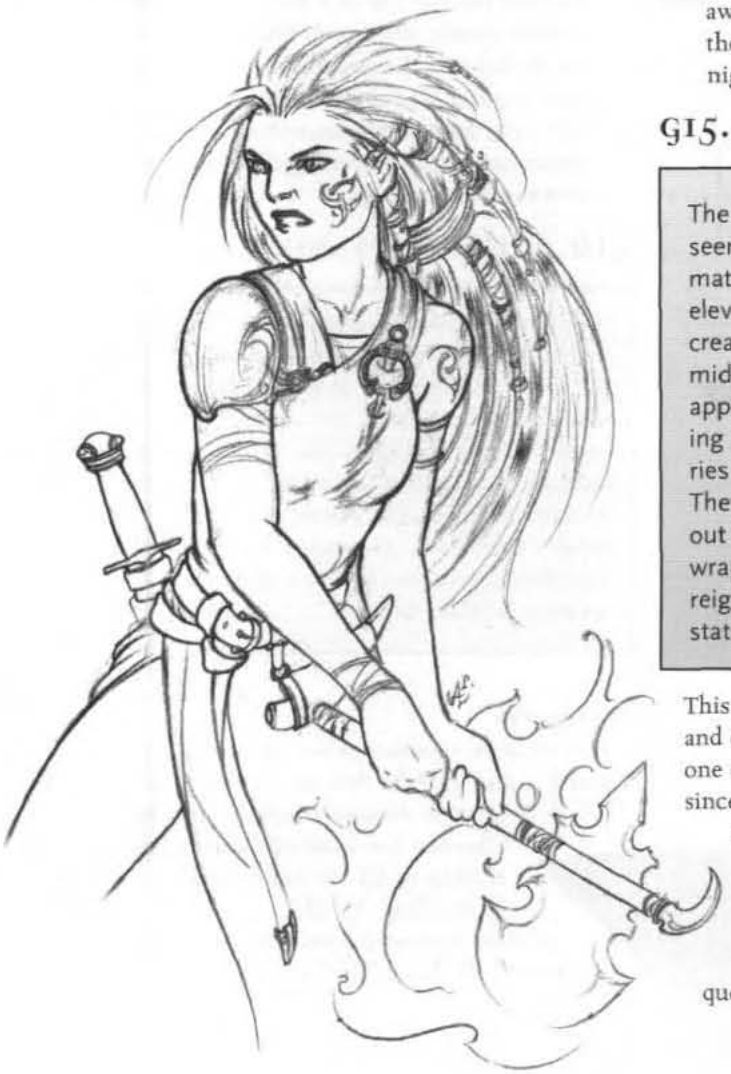
ACTIVITY

The clients here are generally very well behaved, and while the games get a little rowdy at times, the bouncers keeps the clients in hand. The establishment's regulars maintain universally good decorum, while newcomers eager to press their luck soon follow suit; they're usually too fixated on winning the night of their dreams to cause trouble. The establishment offers a wide variety of games to test one's luck, and they are willing to entertain games they haven't heard of, provided the player is willing to stand up to a little extra scrutiny. Cheaters are dealt with quite harshly — usually by being beaten senseless and thrown into the street — and Aglaria Thagram knows enough local brawlers to make sure that anyone who seriously misbehaves is taught a lesson he'll never forget.

HOOKS

Any of these scenarios can be forcibly leveraged upon the PCs if they have gambled at the brothel and lost:

- One of the girls is sweet on a hard-luck customer and gives him a set of loaded dice with which to beat the house. She asks the PCs to help spirit the dice to him during the game, and to help him out if he runs into any trouble.
- The Ladies of Luck pays off to the Thieves Guild to stay in business, but their money doesn't buy anything resembling real protection. A group of competitors breaks into the brothel one night and trashes the place. Unwilling to trust the Guild — who may have turned a blind eye after being bribed — the owners ask the PCs to help them hunt down the culprits and exact revenge.
- One of the gamblers breaks the bank, winning more than anyone thought he could. As a prize, he asks for a legendary courtesan who lives in a foreign land, well away from the city. The owners ask the PCs to deliver the message to her, and persuade her to make a one-night appearance at the Ladies of Luck.



G15. THE RESTLESS TRAVELER

The statue of a magnificently shaped bronze horse, seemingly led by a human male made of the same material, stands upon a wide and perfectly round elevated platform. This dais of dark green marble creates the appearance of a luscious pasture in the midst of summer. The dark brown body of the horse appears almost real, with powerful muscles bulging from its legs and flank. The bronze beast carries a wide saddle upon which several bags hang. They are fashioned from golden copper, standing out from the beautiful but somber statue. A man wrapped in a cloak of bronze pulls at the stallion's reigns. Shadows from the metal cowl hide the statue's face.

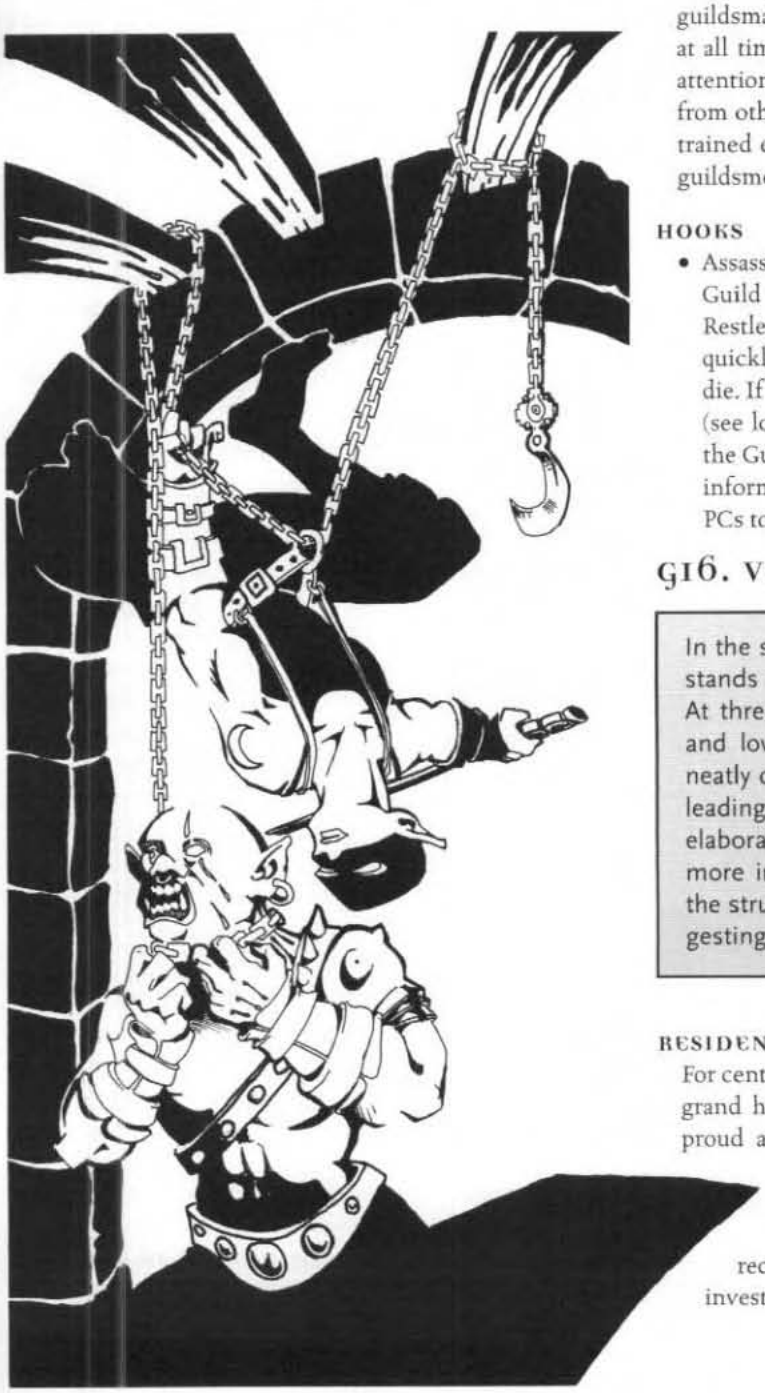
This nameless but intricate sculpture represents the hopes and dreams of many visitors and locals. It was created by one of the first artisans ever to come to the city, and has since become a beloved local landmark. The figure of a man that tirelessly guides a horse carrying bags filled with nameless wonders inspires foreigners and citizens alike, and many in the district view the bronze effigy as the most important symbol in the area. While never officially named, the local populace frequently refers to the statue as the Restless Traveler.

RESIDENTS

While visiting adventurers and merchants frequently stop to admire the detailed work of art, few denizens of the city linger around the Restless Traveler for more than few minutes. Not only does the bronze sculpture stand close to several houses of ill repute, but the Restless Traveler is one of the favorite meeting places for members of the Thieves Guild, who frequently use the area to exchange goods or information.

Passers-by (Varies): Com1.

Thieves Guild Members (Varies): Rog3.



The Restless Traveler — extremely heavy but also firmly set upon the marble dais upon which it stands— would be worth over 5,000 gp if it could be moved and sold in another city.

ACTIVITY

While members of the Thieves Guild seldom linger around the statue, they frequently schedule rendezvous here. Anyone who wishes to contact the Guild can come to the area around the Restless Traveler and tell those who frequent the place that they wish to speak with a guildsman. Since at least one thief remains in the area at all times, an inquisitive character will soon attract his attention. Informants, smugglers, and disreputable people from other city districts also meet with the Guild here. A trained eye spying on the area can easily identify regular guildsmen as well as those working with or for them.

HOOKS

- Assassins attempt to kill a member of the Thieves Guild and the contact he had rendezvoused with at the Restless Traveler. The PCs witness the attempt and must quickly decide whether to intervene or let the thieves die. If they save the pair, they learn that Stavros Elmond (see location M16) hired the assassins in order to stop the Guild from interfering in his business. The thief, his informant, or the Thieves Guild itself may also hire the PCs to extract revenge.

G16. VIKOREN MANOR

In the southeastern corner of the Travelers District stands a great manor house of bright green brick. At three stories high, it looms above the smaller and lower houses of the area. Stubby trees and neatly cut shrubs frame the narrow paved pathway leading to its main entrance. Several windows of elaborate stained glass make the building look even more impressive, and despite its size and height the structure seems lean and elegant, strongly suggesting an elven design.

RESIDENTS

For centuries, members of the Vikoren family lived in this grand house, and the few remaining heirs of this once proud and noble dynasty continue to dwell here. The Vikorens lost most of their fortune years ago. Hoping to fill the empty coffers of the ancestral dwelling, Sir Jikko, the head of the family, recently associated himself with a foreign merchant, investing the last of the family money in his business.

What Sir Jikko never realized, however, was that this merchant worked closely with the local Thieves Guild. The family now finds itself at the mercy of the Guild, which threatens to seize their belongings and put the family on the street if they don't play along with their schemes. Orakko, Sir Jikko's youngest son, recently joined the Thieves Guild in order to please the guildsmen and ensure that his father's investment remained sound. His daughter Jikkara and the other family members are desperate to find a solution to their problems. To pay for food (as well as the lowly salaries of the only two servants that remain), the Vikoren family now relies on the goodwill of friends and a couple of moneylenders. The family's debts increase with each passing week.

Sir Jikko Vikoren: Ari14.

Jikkara Vikoren: Brd5.

Orakko Vikoren: Ftr2/Rog2.

Other Vikoren Relatives (9): Ari1.

Servants (2): Com1.

Vikoren Manor holds no great treasure, but some valuables, like silver utensils and porcelain plates, can still be found there. Sir Jikko Vikoren carries what remains of the family's worth — a mere 100 gp — as well as a silver headband, the last of the its precious heirlooms, worth 300 gp, on his person.

ACTIVITY

The Vikoren family was once an important voice in Travelers District politics. Jikkara, Sir Jikko's daughter, spends a lot of time with rich merchants and influential aristocrats living in the district, hoping to be appointed assistant to the district representative on the City Council. Because the ancient rivalry between the Vikorens and the Karilyn family (see location G22 remains strong, and because of her family's soiled name, Jikkara's efforts have thus far led her nowhere. In the meantime, Sir Jikko and his children struggle to get the family out of debt. The family now relies on the small monthly stipend paid by the merchant in whose business Sir Jikko invested all their remaining money. Because of their financial difficulties, the Vikorens are willing to rent out rooms in the family residence — something no proud members of the aristocracy would normally consider.

HOOKS

- Jikkara Vikoren contacts the PCs, explaining how the Thieves Guild coerced her father and that her young brother Orakko was forced to join the organization to ensure the family would not go bankrupt. She begs the PCs to intervene in her family's favor and convince the Guild's leaders to let them be. Jikkara only has her friendship to offer, and she promises to help the PCs in any way she can in the future. She can also allow the PCs to stay in the family manor for free, for as long as they wish. Will the PCs be able to save Orakko from the clutches of the Guild? Will they become friends of the family at the risk of making enemies of the Thieves Guild, or will they choose to remain neutral in an affair that does not directly concern them?
- Sir Jikko Vikoren asks the PCs to lend him money. He owes a large sum to a disreputable foreign moneylender who came to collect the debt, but he cannot pay him. If the PCs refuse, they subsequently learn that one of Jikko's cousins was murdered at the family manor. If the PCs investigate, they learn that the men responsible for the crime work for the moneylender as bodyguards and enforcers. Will the PCs help the Vikoren family or choose to ignore the entire affair?

G17. THE GAMBLING HOUSE

A small house located some distance from the main thoroughfare attracts a number of strangers and locals each night. Low and windowless, the small wooden structure looks out of place within the busy district, appearing more at home within a wood or rural village.

Members of the Thieves Guild run this unlicensed gambling house.

RESIDENTS

This establishment has no formal name; "The Gambling House" is simply a popular, informal usage. It attracts many visitors during its operating hours between midnight and dawn. A few bouncers make sure that no one causes a fuss or lingers for long outside the premises. While many people in the district know of its existence, few have dared to complain about it, and indeed many of the less scrupulous enjoy its seedy pleasures. Maritta the Lucky, an important member of the Thieves Guild, and a dozen croupiers run the place. Enforcers from the Guild ensure their security.

Maritta the Lucky: Half-elf Rog15.

Croupiers, Thieves Guildsmen (12): Rog3.

Bouncers, Thieves Guild's Enforcers (6): Rog2 or Ftr3.

Maritta the Lucky carries a pouch with at least 500 gp worth of coins. By the end of each evening, this amount grows to over 5,000 gp. She also wears *bracers of natural armor +5* and carries a *+1 dagger* enchanted by a permanent *invisibility* spell. Each of her croupiers and bouncers receives a bonus ranging from 50 to 100 gp, paid at the end of each night.

ACTIVITY

The Gambling House offers different games of chance. Anyone with at least 10 gp can try his luck at these games. Members of the City Guard ignore the existence of the Gambling House, despite its questionable legality and obvious ties to the Thieves Guild. The Civic Guard captain in charge of the Travelers District receives 20% of Gambling House earnings, which he in turn shares with his men as necessary. One of Maritta's bouncers pays the bribe to an intermediary each week, thus ensuring that there are no problems with the law. The actual exchange takes place at the Lost Lagoon Inn (location G12).

HOOKS

- Members of the City Council hire the PCs to investigate the gambling house and discover who among the City Guard officers receive bribes. The PCs, however, soon realize that the Council does not wish to go against the Thieves Guild and force the Gambling House to close down. It simply wants its fair share of the money. Are they helping a greedy Councilmen gain tainted money, or will the money collected be invested in the city's infrastructure or perhaps even given to a charitable cause?
- A murder committed on the property has forced the Gambling House to shut its doors temporarily. Because the City Council does not trust the City Guard to investigate (after all, many already know the Thieves Guild pays them off), they hire the PCs to uncover what happened. Is this a simple isolated act of revenge against a greedy croupier? Or is someone else pulling the strings, hoping to shut the place down forever?

G18. SCOUT'S DWELLING

This small house resembles many other private dwellings in the district. Built from drab sandstone, its unremarkable size and design allows it to blend perfectly with the surrounding dwellings. An adventurer named Sovirah (Elf Rgr13) lives here. She sometimes offers her services as a guide or scout to those who wish to explore the lands around the city. While she does not go out of her way to advertise, many local merchants and residents know her, and can direct those in need to her door.

Befitting someone of her expertise, Sovirah's services do not come cheap. She will serve as a guide to any within the lands with which she is faimilar for the sum of 100 gp per day, plus expenses (provisions, the cost of room at inns when available, and so on). Sovirah, however, obstinately refuses to work with those who would willingly harm the natural world. If she discovers that those she works for intend to harm nature or any of its inhabitants, she quickly turns against them.

Sovirah owns several maps of outlying regions, kept in a locked chest in her bedroom (successful DC 18 Open Locks check to pick). She also wears a *+2 improved fire resistance leather armor* and a carries a *+3 rapier*, as well as a pouch with three emeralds (each worth 750 gp) and 300 gp in loose coins.

HOOKS

- Sovirah hires the PCs to accompany her on a journey. She has been paid by Mortenheim Wetzel, the Dean of Necromancy at the Arcane Academy (location K2), to recover a rare herb found only outside the city proper. She offers half of the reward offered by the wizard upon recovery of the plant. Sovirah needs the PCs' help because she knows she will need to contend with several dangerous creatures before she can reach her goal; she informs the PCs of the potential obstacles in advance. During the adventure, Sovirah realizes that the ingredient she seeks can only be used to concoct a deadly poison and she aborts the mission. Will the PCs continue in her stead or will they side with her? Will they bring the ingredient to the enchanter to collect the reward or will they investigate the reasons why he would want to brew this poison in the first place?

G19. KUTHAN THE LOCKSMITH

A sturdy house of gray stone stands here, with a single chimney protruding from its flat roof. Though ordinary in appearance, a wide stone slab placed in front of the house makes it stand out from its surroundings. The image of a key being inserted into a lock has been deftly carved into the stone of the slab.

The home of Samir Kuthan only stands out by its impressive and well-made sign. The simple, single-story structure, clearly of dwarven design, serves as both the private residence and place of business of the most famous locksmith in the district — and undoubtedly one of the most sought-after in the entire city.

RESIDENTS

Kuthan's reputation as an honest businessman has long been established. The locking mechanisms he builds are impressively durable and hard to pick. Kuthan also makes strangely-formed keys especially designed to fit into his high-quality locks, and offers his services to those in need to pick locks for which they have lost the proper key. Kuthan employs a quintet of expert locksmiths beneath him, and is in the midst of training two apprentices, who perform most of the menial tasks at the shop.

Samir Kuthan: Dwarf Exp16.

Journeyman Locksmiths (5): Exp5.

Apprentice Locksmiths (2): Exp1.

Over a hundred locks of different designs but of extremely high quality can be found in Kuthan's workshop. The corresponding keys for these locks are kept in a safe in the lock maker's private office, along with 4,000 gp worth of precious stones and coins. Picking the lock requires a successful DC 35 Open Lock check. Kuthan carries a special lock pick of his own design, which bestows a +5 competence bonus to any Open Lock checks.

ACTIVITY

Characters can purchase high quality locks from Kuthan for twice the going market price for locks of comparable quality. To determine the Open Lock check DC for Kuthan's handiwork, estimate the DC based on the discussion of DC in the *Dungeon Master's Guide*, then add a +5 competence bonus. For a fee, they can also have Kuthan or one of his expert locksmiths secure the lock upon an item (such as a chest, for instance). Characters who want to hire Kuthan or any of his locksmiths to open a lock for them must explain their reasons for doing so. Because the lock maker obstinately refuses to help thieves, he never willingly agrees to help someone break into a home or open a box, safe, or chest he believes was stolen. Adventurers who found such items in a treasure hoard might convince him to help them, but it will cost them 25% of the cash and/or resale value of whatever they find inside.



HOOKS

- The master locksmith recently acquired a mysterious box from a foreign adventurer — a box that not even he can open. He hires the PCs to discover where they could find the strange, magical key that would unlock the box.
- Kuthan hires the PCs to protect him against the Thieves Guild. His constant refusal to help its members has earned their animosity. He believes several of them now plot to steal from him, and perhaps even try to force him into working for them.

G20. THE HOUSE OF COLOR

The back of this simple, two-story high dwelling faces the main thoroughfare. Shutters cover its many windows and strange graffiti decorate its four walls. Colorful, intricately designed, and beautiful to look at, the graffiti makes the house appear like none other in the district.

Many regard the House of Color, as many locals call it, as one of the district's minor attractions — or distractions.

RESIDENTS

The Doraku family, which has itself spawned many talented artists down through the generations, owns the House of Color. For many years now, Arnielle Doraku, the current owner and head of the family, has invited artists from all over the city to display their talents on the exterior walls. As a result, the family dwelling is decorated with multitudes of colorful paintings that change from one year to the next. She proudly continues this tradition, and many of her own sons and daughters get involved in the yearly "celebration," which lasts one month every spring. Iniem, Arnielle's youngest son, is also a talented and successful sculptor.

Arnielle Doraku: Brd8.

Iniem Doraku: Exp5.

Other Doraku Family Members (9): Exp1.

Sculptures and paintings abound in the Color House, worth anything from 5 to 500 gp apiece. Aside from Iniem's work, only a few of these items are actually for sale, however.

ACTIVITY

Only friends of the family and connoisseurs invited by Arnielle or Iniem can enter the House of Color. To the Doraku family, their private dwelling is neither as an art gallery nor a store. Anyoneinterested in purchasing art from the Doraku must first make contact with a family member. This can be accomplished fairly easily, as most artisans in the district and many artists and art collectors from across the city know them. Anyone recognized as skilled painters may have the privilege of being invited to work on the House of Color, though this is only possible once a year, during the annual celebration. Of course, those who help paint the house receive no pay except for the satisfaction of a job well done, a bit of renown, and the friendship of the Doraku family.

HOOKS

- Vandals sabotaged the beautiful paintings of House Doraku. Arnielle hires the PCs to investigate, which leads them to a group of competing artists from the Artisans District, who hired youths to vandalize the place. The PCs learn that they were never invited to work on the House of Color. Their petty resentment translated into a savage act of vandalism.
- Thieves stole valuable works of art from the Doraku. The PCs need to locate the thieves and prevent them from selling the goods before someone smuggles them out of the city. Will they make an enemy of the Thieves Guild as they attempt to return the stolen goods or will they be discreet enough in their mission to leave no trace behind? Will the smugglers who were promised these works of art come after the PCs to get their money back? Will the Thieves Guild hire enforcers to hamper the PCs' next endeavor or will it simply use its influence to prevent anyone it knows from buying from or selling to them?
- Noted art collectors Sir Dane and Lady Accala Rotburn-Sievers (see location E15) are scheduled to visit the House of Color with some workmen to collect a work of Iniem Doraku's that they recently purchased. A visibly upset Iniem hires the PCs to bodyguard the Rotburn-Sievers on their journey, explaining that he has had a premonition that they will be robbed on the way back, when they are slowed by the statue and most vulnerable. Is he simply hysterical — or does does the Thieves Guild have a plan in the works, about which he knows more than he is letting on?

G21. THE CLOTHIER'S HOUSE

In front of the House of Color, on the other side of the thoroughfare, lies a simple two-story building of sturdy oak. A wooden sign hanging from chains, depicts a pair of scissors cutting into a shirt.

For almost a hundred years, the Clothier's House sold all sorts of garments to locals and foreign visitors alike. While the founder of the now highly respected establishment passed away years ago, his children and grandchildren continue to fashion clothes of various grades.

RESIDENTS

Today, Wilma Maur takes care of running the family business, while her two sons make clothes with a handful of professionals on the second floor, and her daughter Uranna sells them with several assistants upon the first floor. The store of the Clothier's House remains opened dawn until dusk, but seamstresses and weavers work around the clock to ensure that it remains filled with fine clothing, even during the busiest months.



Wilma Maur: Exp12.

Uranna Maur: Rog6.

Maron and Barran Maur, Master Clothiers: Exp10.

Clothiers and Saleswomen (23): Exp1-5.

Clothes and raw cloth to fashion them abound in the Clothier's House. The family's locked safe, found on the third floor, contains 3,000 gp worth of precious jewels and assorted coins. The strongbox requires a successful DC 20 Open Locks check to pick.

ACTIVITY

Characters can find all types of clothes at the Clothier's House, from sturdy adventurers' outfits and warm winter cloaks to rich fur jackets and fine silken scarves of various hues. About half of the items in this store are of average quality, while the remaining clothes are intricately made and cost anywhere from 25% more than to ten times the normal amount. Saleswomen guide patrons who come to the store, offering expert counsel without pressuring anyone to buy (thus ensuring a pleasant and easygoing atmosphere).

HOOKS

- Wilma Maur hires the PCs to secure a shipment of minor magical garments. She hopes that these items will attract new and richer patrons to her store, but fears that their high value may attract thieves. The PCs must escort the shipment from the Docks to her store.

G22. HOUSE OF KARILYN

A large manor house of pale blue bricks stands upon a fenced yard, in which two other smaller buildings can also be seen. While the castle-like structure looks quite magnificent, the smaller buildings are simple but sturdy-looking wooden buildings. One of them obviously serves as a stable.

This place belongs to the Karilyn family, a rich and influential human clan that plays an important role in the political and economical affairs of the district. Although the elaborate manor house appears to be a fortified place, the battlements are merely an affectation. It holds no true military purpose, aside from the fact that it offers only narrow slits for windows, that its foundation and walls are thick, and that its main gate includes a working portcullis. A thick brick wall that stands some 20 feet high encloses the grounds around the manor house. The northernmost of the smaller wooden structures serves as a dwelling for servants, gardeners, and personal guards working for the family. The other building houses the family's steeds.

RESIDENTS

Composed of the entire extended family, the Karilyn household includes over 30 family members of different ages, from infants to venerable elders. Tirakon Karilyn, the current head of the family, represents the Travelers District at the City Council. Many view him as a haughty but honest businessman who would risk his own personal fortune in order to help the district prosper. In truth, although Tirakon loves his district and represents it admirably on the City Council, he is as ruthless as he is greedy, and many of those who have wronged him in the past paid a steep price for their mistake. Still, Tirakon enjoys the support of many merchants who profit from his politics, his wealth, and his business contacts and associates. Because of this, those unfamiliar with his *modus operandi* believe him to be honest and trustworthy.

Rumors tying the Karilyn family with the Thieves Guild abound, but nothing has ever come of them. Because of Tirakon's great influence, wealth, and contacts, many overlords of the Guild indirectly dealt with him or one of his many businesses. The family owns a share of several successful inns and taverns, as well as other establishments throughout the city. It also owns several houses within the district, which it rents out.

Those rumors persist in part because Tirakon takes great care over the safety of himself and his loved ones, maintaining a phalanx worth of bodyguards, who patrol the grounds and sometimes accompany him in public. Many of them are retired veterans of the City Guard, and they are led by a tough, hard-faced ex-Dwarven Militia officer named Verdek.

A small army of servants works at the Karilyn House, including butlers, chambermaids, gardeners, cooks, and bodyguards. The family works them very hard, but pays them well, and never abuses them unduly. Most of them are extremely loyal to their employers, and would never think of spying or informing upon them.

Tirakon Karilyn: Ftr10/Rog7.

Karilyn Family Members (29): Ari1-12.

Verdek: Dwarf Ftr9.

Bodyguards (12): Ftr5.

Servants, Cooks, and Gardeners (20): Exp1.

The Karilyns have built up considerable wealth, so that even though they are not, strictly speaking, part of the city's nobility, they are among those commoners who are as wealthy as nobles. Therefore, you should follow the guidelines for determining the treasure in aristocratic residences presented in the "A Guide to Nobles' Residences" section of the Overview to the Nobles District (see p. 166) and treat the House of Karilyn accordingly. Otherwise, the Karilyns keep 20,000 gp in sacks hidden under false floorboards in the Master Bedroom (successful DC 25 Search check to notice).

Tirakon also carries several potions and minor magical items, including a *ring of mind shielding*, which he uses in conjunction with his duties on the City Council. His bodyguards all wear chain shirts under street clothes (acquired from Phoebe's Mail, location F37) and carry masterwork longswords. Verdek carries a *+1 thundering battleaxe* and a hand crossbow as his weapons of choice.

ACTIVITY

Experienced warriors who know how to be discreet can find employment at the Karilyn House; Verdek, the Master of the Guard, frequently hires new guards to ensure that the house remains well protected.

Once a month, the Karilyn family organizes a soiree and invites several nobles from other city districts to attend. Depending upon the season or mood, they could take the form of great festive dances, masked balls, or elaborate meals reserved for the aristocratic elite. Though Tirakon has not yet been ennobled by the City Council, he knows that it is only a matter of time, given his family's wealth and his service on the Council, so he feels no awkwardness at mingling with proper nobles. At other times, the Karilyn family hires expert entertainers and stages private theater showings or other kinds of spectacles. Only the best of the best can hope to partake in these soirees, and only the most renowned, successful, or unique entertainers will be asked to perform.

HOOKS

- Tirakon Karilyn secretly wants to see the Vikoren family (see location G16) out in the streets. He hires the PCs to investigate the Vikorens in order to learn where Jikko invested his money and then eliminate the source of the income. If the PCs agree, they learn that a foreign merchant holds what little remains of the Vikoren wealth and pays a stipend to the family with the profit he makes on the investment. The PCs must ensure that the merchant stops paying the Vikoren family. Will they help Tirakon destroy his rivals or will they turn against their employer?
- Tirakon Karilyn is being blackmailed by someone who claims to have evidence of his family's close ties to the Thieves Guild. Whether or not the evidence is hard and fast (and it is ultimately up to the DM's discretion whether or not the Kiralyns have any real connection to the Guild), Tirakon realizes that a proper scandal would severely damage his chances of becoming proper nobility just when social promotion seems within his grasp. He hires the PCs to investigate and suppress the matter.

G23. THE HALL OF THE RESIDENTS

The unusual design of this large building makes it one of the most beautiful and strange in the district. Several distinct materials of different hues form the outer surface of the structure. Low walls of greenish basalt and bright blue stone, parapets of pine carved with elven designs, roofs composed of tiny gray gravel neatly glued together, and a massive dome of silver form the exterior of the building. Inside, several distinct levels open into a wide common hall containing comfortable chairs and low marble tables. Foreign tapestries, colorful frescos, and elaborate sculptures lavishly decorate the place.

Elves, dwarves, and human architects, master masons and carpenters, as well as a number of other great artisans recently completed the construction of this magnificent structure. Undoubtedly the most elaborate-looking building in the district, the Hall of the Residents serves as a meeting place for the district leaders, merchants, and politicians. Despite its name, only the elite can actually access the hall, and a contingent of four standard Civic Guard patrols watch the place, mostly to keep out tourists and riff-raff. This being the Travelers District, there are always plenty of both around.

About ten years ago, Tirakon Karilyn (see location G22) and several business associates created a special fund to finance the construction of the great hall with the aim of creating one of the most beautiful buildings in the city. When Tirakon was appointed as the district's representative on the City Council, construction on the Hall of the Residents finally began. The project was completed about a year ago. Since then, it has become a place were the elite of the district could meet to discuss matters of importance regarding the economy, the culture, and the political state of affairs. From time to time, important merchants and nobles from other districts come to the Hall to deal with the political elite of the district.

RESIDENTS

Oraton Karilyn, Tirakon's second cousin, runs the Hall of the Residents with a group of competent assistants. He schedules rendezvous and meetings, maintains the building and surrounding grounds, and makes sure that no commoner enters the place. Since its foundation, the Hall of the Residents has attracted numerous visitors from other districts as well as from out of town. These men and women, however, can only view the outside of the intricately designed building. Still, many come to the place and people often stand upon the grounds around the Hall to admire it.

Oraton Karilyn: Ari13.

Attendants (15): Com5.

Civic Guard Patrols (16): Ftr1-7.

Works of art worth a total of 20,000 gp decorate the Hall of the Residents. Oraton also carries a purse with four precious gemstones (each worth 500 gp) as well as a total of 400 gp in assorted coins.

ACTIVITY

Rich merchants, politicians, and influential residents of the district come to the Hall of the Residents every month to meet with Tirakon Karilyn and discuss matters of importance, especially news from the City Council deliberations. Twice a week, they also gather among themselves to make business deals or political decisions concerning the district. Sometimes, they use the Hall of the Residents for festivities, such as great balls and VIP weddings.

HOOKS

- Rioting residents from the district have gathered around the Hall of the Residents to vent their anger just as the PCs happen by. Overwhelmed by the angry mob, the soldiers guarding the Hall shut its doors, thus trapping many wealthy merchants and their respective retinues inside. Unless the PCs completely ignore the situation, they soon realize that the rioters seem controlled by magic instead of acting out of their own free will. Who controls the mob and how can the PCs stop him?

G24. HOUSE ELLENDER

Built from pale rose and green marble, this sumptuous manor of elven design faces the main thoroughfare. The elongated and rectangular architecture stands out amidst the busy street, and the elven sigils carved above its blue doors read, "House Ellender."

Formerly an elegant manor, House Ellender is now used as a restaurant. It serves fine elven cuisine and exquisite wines imported from different corners of the world. Most of House Ellender's patrons are nobles or wealthy commoners trying to acquire the trappings of aristocracy (in fact, some of the customers have been known to recruit the chefs and waiters for their own households for their skill and experience), but many adventurers who struck it rich also frequent the establishment. The food is expensive at House Ellender, but the most talented elven chefs in the city make it. Because of its particular clientele, the restaurant is one of the best places to meet influential or powerful people from different parts of the city.

Lurithien Ellender owns House Ellender. He runs the place with his wife Cebriah and her sister Muriah. Lurithien and Cebriah each wear a diamond ring worth 2,000 gp. Muriah carries a masterwork flute and a pouch with *dust of sneezing*.

Lurithien Ellender: Elf Exp14.

Cebriah Ellender: Elf Exp12.

Muriah Ellender: Elf Brd10.

Master Chefs (2): Elf Ex10 hp.

Waiters (6): Elf Exp4.



G25. BOOZE STAND

A pile of barrels and kegs, neatly tied together with strong ropes, stand before a low and battered wooden table. Under the table, wooden crates containing small glass cups stand in a heap. Between the barrels and the table, a handful of people offer strong alcoholic beverage shots to all passersby.

The proprietors of this simple makeshift establishment offer cheap booze shots of a particularly potent alcoholic beverage of their own design. They rent out the small lot on the main thoroughfare from the Karilyn family (location G22). While most of the Booze Stand's profit serves to pay for the costly rent, the operators still make enough to pay a handful of employees and make what they consider to be a decent living.

Three brothers, Barvel, Narkan, and Yrano, run the place with a handful of assistants, while their elder brothers Morik and Daran work long hours to make the alcohol they need to supply their small business. Their distillery operates from a nearby cottage that they inherited from their parents. A booze shot costs 2 cp and the Booze Stand attracts many ordinary folk, street rats, and foreigners looking for a quick drink. The Booze Stand remains open 24 hours a day, and City Guardsmen keep a close eye on it to ensure that arguments between inebriated patrons do not turn into brawls.

The Booze Stand runs on thin profit margins and there is never much money lying around. Barvel, Narkan and Yrano each carry a pouch with about 30 gp worth of coins.

Barvel, Narkan, and Yrano: Com5.

Morik: Com7.

Daran: Rog4.

Attendants (5): Com1.

HOOKS

- A fight between patrons of the Booze Stand ends in murder. The PCs witness the event and must decide whether to assist the City Guard in arresting the murderer (who happens to be a competent fighter), or let him escape. If the PCs intervene, they may discover that this man worked for a rich patron who wanted to see the murdered man dead. Will the PCs bring the young noble who hired the murderous warrior to justice? Will they discover that the murdered man stole the heart of the noble's wife and planned to flee the city with her? Will they help the noble's wife escape the clutches of her evil spouse?

G26. SCHOOLMASTER'S HOUSE

This house of dark brown brick looks like many others in the district. Gardeners and carpenters obvious maintain the dwelling and the grounds around it in good shape. Soribon Schoolmaster (Exp14), a retired scholar who worked long years in the Academy District as a professor, lives here with his wife Drumelle (Com8). Now retired, Soribon, who never had children, seems content to live the remainder of his life in peace. He devotes most of his time to educating the children of the Blessed Saints Orphanage (location G11). He goes there four times a week, teaching the orphans how to read and write, as well as the history of the city and simple mathematics. While away, his wife spends time in the gardens, creating attractive flower arrangements.

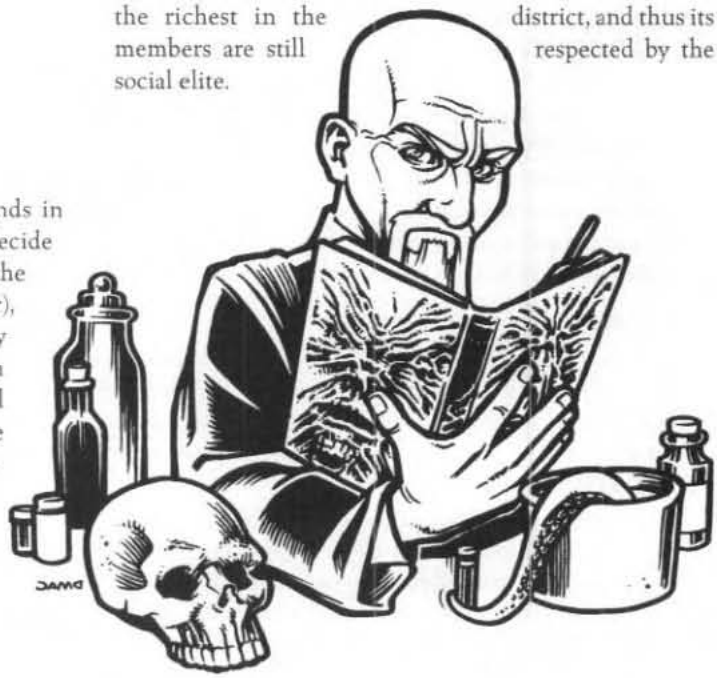
G27. BRAKON MANOR

A large manorial home built from gray stones of various shapes and sizes stands in a remote corner of the district. This massive three-story structure stands out because of the odd stones used in its construction and the thick layers of pale gray plaster separating them.

One of the first buildings constructed in the city, Brakon Manor is the home of the family of the same name.

RESIDENTS

The rich and influential Brakon merchants always played an important role in the city's politics, notably in the affairs pertaining to the Travelers District. Several of their ancestors were once appointed to the City Council, but it has been several decades since a Brakon held such an important position. Still, the family remains one of the richest in the district, and thus its members are still respected by the social elite.



Hellin Brakon, now a great grandmother and recent widow, currently leads the family. Her eldest son, Orillin, served in the City Guard as an officer, but he retired a few years ago to alleviate some of his mother's burdensome tasks. Rumors persist that Hellin has been gradually losing her mind, but thus far no one have proven them. The fact that Orillin now speaks on his mother's behalf and that the elder widow seldom comes out of her house do not help assuage the rumor mill, however. Though Hellin Brakon suffers from extreme old age, she is far from insane. In fact, she still makes all the important decisions regarding her family. Following her counsel and the influence she has in the district, Errielle Brakon, Orillin's cousin, became an assistant of Tirakon Karilyn (see location G22), the district's current representative on the City Council. She hopes to one day master the mysterious art of politics and become a great leader within the district. In the meantime, Errielle seems content to support and assist Karilyn and his policies.

Hellin Brakon: Ari12.

Orillin Brakon: Ftr8.

Errielle Brakon: Ari5/Brd3.

Brakon Family Members (20): Ari1-5.

Servants (19): Com2.

The Brakons have built up considerable wealth, so that even though they are not, strictly speaking, part of the city's nobility, they are among those commoners who are as wealthy as nobles. Therefore, you should follow the guidelines for determining the treasure in aristocratic residences presented in the "A Guide to Nobles' Residences" section of the Overview to the Nobles District (see p. 166) and treat Brakon Manor accordingly. The coffers of the Brakon family contain 16,000 gp in jewelry and coins, most of it kept safe in the bedrooms of the senior family members. Orillin also carries a *+3 long sword* while Errielle possesses a *potion of eagle's splendor* (7 doses left).

HOOKS

- An unknown individual recently threatened the life of Errielle Brakon. Her would-be assassin shot an arrow from a nearby rooftop. Errielle was hit, but survived. The assailant got clean away. Fearing for her niece's life, Hellin has Orillin hire the PCs to become Erielle's personal bodyguards. Erielle, however, obstinately refuses their help, and the PCs will need to protect her from afar. Will they catch the assassin the next time he strikes? Will they get along with Errielle and become friends of the Brakon family? Will their involvement with the assistant of Tirakon Karilyn make them new enemies among the city's rich and powerful?

G28. RUDYN'S BAKERY

This large wooden structure faces one of the wide avenues in the district, some distance away from the main thoroughfare. The three-story high building would look quite ordinary were it not for the various chimneys protruding from its high roof and the cloud of puffy smoke issuing from their stacks. The smell of warm bread lingers in the air around this edifice, and a simple wooden sign shaped in the form of a loaf of bread hangs from chains riveted upon a beam standing out on the edifice's facade.

Baking 24 hours a day, Rudyn's Bakery is the largest and most important supplier of bread and pastries in the district. It sells directly to the inns and other establishments of the district, to a few markets in other parts of the city, and to anyone willing to wait in line at its extremely popular freshly baked goods counter. The success of Rudyn's Bakery lies in the handful of secret recipes handed down by its founder to his descendants, as well as in the fact that about 50 years ago the Master Baker hired chefs of elven and dwarven blood to expand the bakery's already vast selection. The place now offers bread and pastries of human, elven, and dwarven origin as well as half a dozen special types of breads that only they know how to make.

Most of the Bakery's main floor serves as a stock room holding all sorts of fresh breads and pastries, but a small portion serves as a counter where people can buy fresh goods directly from Rudyn's. The second floor of the establishment serves as a warehouse to store different kinds of flowers and spices, and also as administrative offices. The third floor houses the Rudyn family's private residence.

RESIDENTS

Farron Rudyn owns and run the family business with his two daughters, Anya and Avirra. Three Master Bakers — one dwarf, one elf, and one human — and a score of expert pastry and bread makers work for them around the clock. While most of them bake, Avirra and a couple of other experts see to customers at the counter, which opens at before dawn and closes at noon.

Ronav, Farron's youngest son, has no interest in the Bakery, however. He was recently accepted as an apprentice in the Thieves Guild, a fact that he keeps hidden from his family. He covers it up by pretending to go out with friends and drink hard six nights a week. His father is under the illusion that his son is a hopeless bum, but his sisters suspect his involvement with the Guild.

Farron Rudyn: Exp14.

Anya and Avirra Rudyn: Exp8.

Ronav Rudyn: Rog2.

Master Bakers (3): Exp7.

Expert Bakers (22): Exp3.

There is a total of 3,000 gp in the coffers of the administrative offices of Rudyn's Bakery. Over 2,000 gp worth of jewels, coins, and precious stones can also be found in the family's private abode.

HOOKS

- Farron Rudyn hires the PCs to investigate a suspicious fire at the Bakery. A clue left behind — fragments of a *fireball* scroll — reveals a connection to magic. Key eyewitnesses lead the PCs to the Academy District, where they find the young mage responsible for the incident. He's a student at the Arcane Academy (location K2). As it turned out, the youth accidentally trigged the scroll, panicked, and ran away. Will the PCs bring the youth to the authorities or will they accept his offer of help in exchange for their silence? Will this cause the young wizard to lose his apprenticeship or will the Academy understand that accidents happen?

G29. THE BATHHOUSE

This large building constructed of pure white stone harbors several long colonnades on its façade and sides. The words, "The Bathhouse" engraved upon the face of the three-story high building, cannot be missed. A pair of marble double doors opens upon a wide staircase that leads to a high platform where paying customers can access a large outdoor pool. Several doors open into private chambers, common rooms, hot pools, cool pools, and massage tables set at various levels on the establishment.

The Bathhouse is a well-maintained building in which several large pools, saunas, and private tubs are made available to the public. The Bathhouse offers a variety of cleansing methods, from soaking the body in special liquid solutions to rubbing it with scented oils and herbs. Its staff lectures its patrons on hygiene and its suppliers keep its stores well-stocked with scented oils, soaps, and shampoos. The Bathhouse also offers a variety of special alchemical solutions that relax the muscles and clean the skin of any humanoid creature.

RESIDENTS

Zarrion, a veteran adventurer, now runs the Bathhouse, which is a public facility overseen by the city government. Several masseurs of elven and half-elven blood work for him, as well as attendants and maintenance workers taking care of the various baths and pools. Zarrion embezzles from the Bathhouse to line his pockets, and over the course of several years he amassed a small fortune without arousing the suspicion of anyone in the City Council. He sends all the wealth he steals to a powerful group of humanoid thugs who kidnapped his three children a few years ago. These humanoids live some distance away from the city and they send an agent to collect the ransom once a week. Zarrion will soon be able to pay the rest of the ransom, but he still needs a few more months to accumulate the money.

Zarrion: Ftr 13.

Expert Attendants and Masseurs (40): Exp3.

Maintenance Workers (20): Com3.

The City Council provides the Bathhouse's operating budget, which is supposed to include funds for buying supplies and petty cash. But thanks to Zarrion's embezzlement, none of the money stays inside the Bathhouse for very long. Aside from the goods stored here and whatever its many patrons bring, the place holds nothing of value.

ACTIVITY

Though a revered institution of the district, the Bathhouse relies on the generosity of the City Council to maintain its costly efficiencies and pay the salaries of its highly trained personnel. While most in the city agree that the Bathhouse offers essential services to the population, many in the City Council would like to begin charging for use of its facilities, to better shoulder the burden of operating it. For now, it remains accessible to everyone, though by unwritten agreement mostly nobles and rich merchants and adventurers visit the inside of the lavish establishment, while the common folk restrict themselves to the outside public pool to cleanse themselves. The Bathhouse opens from dawn and closes shortly before midnight.

The luxurious inner facilities have very real therapeutic benefits, which — some in the Council argue — is all the more reason why the Bathhouse should at least start charging its wealthy patrons. Each hour spent in treatment significantly eases ones aches and pains, healing 1 point of nonlethal damage.

HOOKS

- An administrator working for the City Council hires the PCs to investigate the Bathhouse and determine if Zarrion is misappropriating funds from his budget. If the PCs discover the truth, will they have pity on Zarrion and his children, and help him save their lives? Or will they opt to simply let justice deal with the old fighter?
- A weird fungus has ruined the sanitary conditions of all pools and baths at the Bathhouse. Zarrion hires the PCs to investigate. The cause of this sudden infection is magical in nature, all who bathed in the soiled water might die from a terrible disease within one week. Will the PCs be able to find a treatment in time or will hundreds of people perish of this mysterious ailment?

G30. EMPTY WAREHOUSES

A series of seven rundown wooden buildings stand upon this abandoned lot. The long, uncut grass of the surrounding terrain and the general condition of the structures suggests that no one has used them for a long time.

These seven empty and seemingly abandoned warehouses used to be filled to the brink. Their proprietors, unable to find another tenant, closed them down when the rich merchants renting the place decided to store their goods elsewhere. While several merchants and wholesalers offered to rent a few of these buildings at a time over the past 35 years, the owners obstinately refused to do business unless they rented all seven warehouses and took care of their upkeep. Several years ago, the proprietors took their business elsewhere and sold the empty warehouses and the lot upon which they stand to the Vikoren family (location G16). Unable to find someone to rent them and having no money to renovate them, the family is now willing to sell the lot for whatever they can get for it.

Since they were first abandoned, decades ago, these warehouses have become one of the favorite meeting places of members of the Thieves Guild. Because no one pays much attention to these rundown edifices, they make ideal locations for clandestine meetings, and from time to time guildsmen go there to exchange goods or information. On occasion, these guildsmen stash some of their loot in one of the warehouses, carefully hiding the goods under piles of debris. These treasures never remain in place for more than a couple of days.

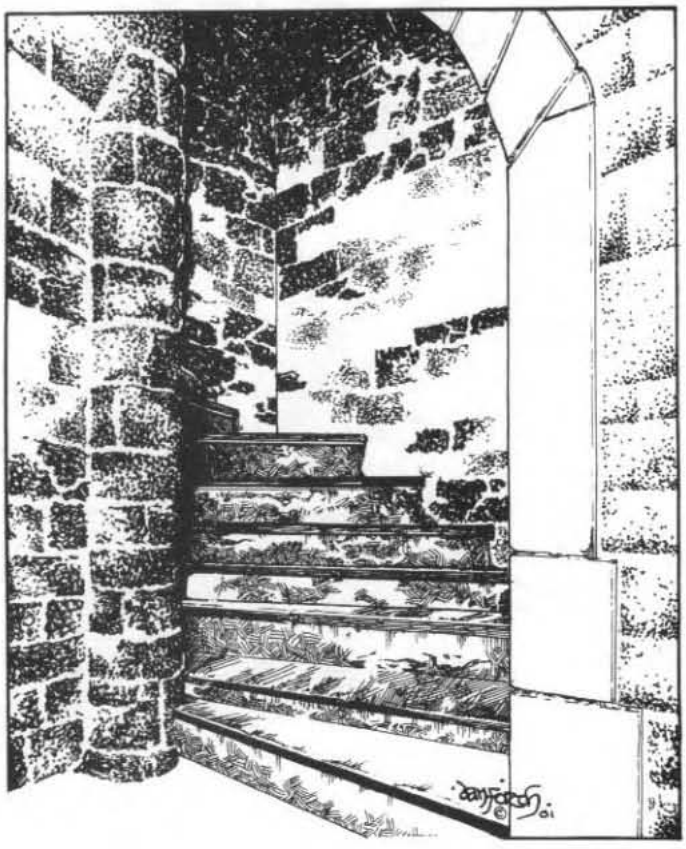
Illicit lovers and homeless beggars also occasionally use some of these buildings to meet or sleep in, but the Thieves Guild always drive these people away when they catch them.

HOOKS

- The Vikorens finally found a potential buyer for their unused lot. Because they suspect people use the warehouses without permission, they hire the PCs to clean the place out and empty each building before the potential buyer comes to visit. The PCs, however, discover a stash of stolen goods, which belong to the Karilyn family (location G22). They were planted there by a member of the Thieves Guild hired by a young Karilyn aristocrat who wanted to help Tirakon Karilyn discredit the Vikorens. Will the PCs see through the ruse? Will they be able to help the Vikorens sell the place despite this obstacle?

G31. THE GROTTO

A large and perfectly square building of dark gray stone faces the main thoroughfare. In front of this five-story edifice, a large statue stands upon a pedestal in the middle of a basin filled with water. They were made with the same material as the building. The statue itself resembles a fully armed dwarf warrior. Thick Dwarven runes painted silver decorate the wide blade of the statue's sword. They read, "The Grotto."



At first glance, the Grotto seems like any other tavern, but a large room cunningly fashioned to resemble the interior of a neatly hewn cavern lies within the ordinary looking building. The pale gray stone walls look as if they were excavated through the bed rock. The floor is uneven and roughly wrought, as if carved with axes and picks. The uneven 40-foot high ceiling holds several stalactites that occasionally drip with what seems to be mineral-rich water.

RESIDENTS

A dwarf named Karok Silveranvil runs the Grotto with several other dwarf barkeeps and a handful of bouncers. A member of the Silveranvil Clan founded the Grotto long ago, and since then many of his descendents have run the place. Because of the seemingly real and shadowy decor of the Grotto, it appears to be a rough and uncouth place, but the ambiance of this unique tavern is usually light and jovial. Many adventurers and locals are regular patrons, but because of the almost surreal interior, the place also attracts many tourists. Dwarves abound in the Grotto, making up almost half of its regular clientele. Like many taverns, it's a good place to hear the latest news and bit of gossip, as well as find adventuring opportunities. It serves high quality dwarven ale, a specialty of the Dwarven District. The Grotto offers no food, no wine, and no other types of alcoholic products, but the place is famous for its excellent ale, the fine quality of its service, and its unique character.

Karok Silveranvil: Dwarf Exp8/Ftr6.

Barkeeps (4): Dwarf Exp3.

Bouncers (5): Dwarf Ftr7.



Karok keeps his personal fortune in a locked and trapped coffer in his personal chambers (a small area at the top of a narrow staircase accessed from a closet behind the main bar). To unlock this coffer, a character needs to succeed at a DC 28 Open Lock check. Failing this check, or opening the coffer without disarming its trap first, sends poisonous darts into the room. Poison Dart Trap: CR 7; mechanical; manual reset; Atk +19 ranged; poison (carrion crawler brain juice, DC 13, paralysis); multiple targets (up to three targets in a 10-ft.-by-10-ft. area); Search DC 26; Disable Device DC 26. The coffer holds a large emerald (worth 750 gp), a sack with 200 gp, and an ancient bronze bracer of dwarven make with the insignia of the four dwarven clans (see location A1 for details), worth 400 gp to most dwarves but only 40 gp to anyone else.

ACTIVITY

Three times a week, Karok travels to Graybeard's Brewery in the Dwarven District (location A25) and brings back a wagon full of barrels, kegs, and bottles to the Grotto. The round trip takes him roughly eight hours, but when the Grotto opens its door at 4 p.m. Karok's wagon lies empty and his newly acquired brews are neatly placed behind the main bar. The Grotto opens for business seven days a week and does not close until just before dawn.

HOOKS

- Karok is happy with what he gets from Graybeard's Brewery, but he also wants to expand his selection. He hires the PCs to travel to a foreign city, where a well-reputed dwarven brewer lives, and returns with a full shipment of his best ale. On their way, several groups attack or try to dissuade the PCs from completing their task. At first glance, it looks as though agents of the Graybeard Brewery want to prevent Karok from buying from another supplier, but further investigation reveals that a competitor of Graybeard's is actually trying to discredit it.

G32. THE HERBALIST'S SHOP

A tiny dark brown wood house faces the main thoroughfare. A simple sign hanging from an iron pole besides the only entrance reads, "Ceranthan and Karelle: Herbalists." A wide wooden counter dominates the inside of the building. Shelves containing clay jars, small wooden boxes, and glass vials filled with dried herds cover all four walls, and countless bundles of herbs hang from the ceiling's high beams. A tiny iron safe and a large wooden table upon which various containers and tools of the apothecary's trade take most of the remaining space behind the counter.

Ceranthan the Woodsman (Elf Rgr9) rents this small cabin from the Karilyn family. From it, the expert elf herbalist and his wife Karelle (Rgr6) sell all types of herbs, from local and imported teas to medicinal concoctions of their own making. Because Ceranthan and Karelle offer goods that would otherwise be hard to obtain in the district, their establishment flourishes. The Herbalist's Shop contains almost all types of herbs, including those used as spell components and ingredients for poisons, potions, and other special concoctions. The price of these items is roughly 25% higher than the average cost, and many of the herbal teas are extremely rare, costing up to 5 gp per pound.

G33. THE SLUMS

Three long, 30-foot high wooden buildings stand in a perfect row between two narrow roads in the northwestern part of the Travelers District. Donated by the Karilyn family (location G21) about twenty years ago, this lot became the most ambitious and socially conscious housing project in the history of the Travelers District. Completion of this project not only bestowed a place to live for several poor families, but it also improved Tirakon Karilyn's popularity among district residents, and undoubtedly helped him become the district's representative on the City Council.

Today, the locals call these buildings the Slums, because the families living here are poor and fill them to the brink. Hundreds of impoverished commoners live within the Slums. Each family pays a low monthly rent to the Karilyn family in exchange for a small private apartment shoehorned into the tightly-packing buildings. Many of these tenants frequently don't pay their rent, as they cannot afford even the small cost of living in the Slums. The Karilyn family makes it a point to tolerate these poor commoners, though many rivals believe that they do this simply to keep the hard-won support of the district's population.

G34. INFAMOUS THIEVES' DWELLING

This simple burgundy brick house looks like an ordinary residence, with the exception of a large front yard surrounded by a low picket fence of dark green oak. Several "No Trespassing" signs in various different languages hang from the fence.

Sisters Danika and Morlyn — master thieves from the Thieves Guild — live here. While they do not make it a point to distinguish their house from its surroundings, they take careful measures to ensure that no unwanted visitors come poking around. Several wires, hidden in the front yard, alert all persons inside the house of would be intruders (successful DC 20 Spot check to notice the wires; successful DC 15 Disable Device to render them useless).

Danika (Rog14) and Morlyn (Rog7/Brd6) have served the worgs of the Thieves Guild for years. They both hope to be appointed overlords of a particular district, but they still wait for a position to open up. They currently report to Faribar the Furious, the Overlord of the Travelers District (see location G35). While Danika seems content with the current state of affairs, her younger sister Morlyn is more ambitious and impatient. In fact, she intends to murder Faribar, hoping that either Danika or herself will take his place. Morlyn, however, needs accomplices to accomplish this goal; she does not want the Guild's worgs to suspect her involvement in the assassination.

Over the years, Danika and Morlyn accumulated over 4,000 gp worth of coins, jewelry, expensive art, precious stones, as well as golden and platinum trinkets. They keep these riches under lock and key (successful DC 27 Open Lock check to unlock the coffer holding their wealth). Danika carries a *rapier of puncturing* and a pair of adamantine daggers. Morlyn carries *pipes of pain*, a *+1 short sword*, and a *potion of barkskin +4*.

HOOKS

- Morlyn approaches the PCs in disguise, and hires them to murder Faribar for her. To convince them, she reveals several evil plots in which Faribar was involved, and hints that he caused many of the PCs' past misfortunes or failed enterprises. She offers a lot of money for this service, as well as her expertise in any endeavor they might want to undertake in the future. She also promises them the friendship of the Guild's next district overlord.

G35. THIEVES' GUILD HALL

A large dome of bluish silver alloy comprises the roof of this perfectly round structure of dark granite. Despite its unusual shape, this building harbors no decorative features. Its windows are high and extremely narrow, making them impossible to pass through, and a single pair of iron double doors forms the only entrance.

The Thieves Guild uses this location as its district guildhall, which both provides them with a reliable meeting place, and diverts attention from the Guild's true headquarters in location G3.

RESIDENTS

The district guildhall appears as a simple and rather inauspicious meeting place. It is run by Faribar, called the Furious, because of his legendary short temper, with the help of a dozen foxes (master thieves). One of the most successful overlords in the city, Faribar enjoys many privileges, including the full trust of his worg superiors, which only sent one internal spy (the hound called Ribanon), to keep tabs on him. Faribar considers Ribanon to be one of his most trusted foxes. He suspects his true nature and purpose, but since he has nothing to hide from the worgs of the Guild's Inner Circle, he trusts the man completely and is actually pleased to have him reporting on him to the worgs.

Members of the City Guard stay clear of this building. They know full well that the Thieves Guild operates from it, but they remain content to watch his many operations from afar and turn a blind eye to its occupants — all thanks to the arrangement between the Thieves Guild and the City Guards operating in the district (see location G3 for more details).

Faribar the Furious: Rog12/Ftr5.

Ribanon: Half-elf Rog12.

Danika and Morlyn: See location G34.

Foxes, Master Thieves (9): Rog8.

Dogs, Journeyman Thieves (35): Rog5.

Pups, Apprentice Thieves (15): Rog1.

The guildhall holds several locked and trapped coffers in various hidden compartments, all of them containing the accumulated wealth of Faribar and his group. In total, over 50,000 gp in assorted coins, gems, and jewelry can be recovered from the Guildhall. There are two basic kinds of traps that protect the thieves treasure coffers. Chest Smeared with Poison: CR 10; mechanical; touch trigger (attached); manual reset; poison (black lotus extract, DC 20, 3d6 Con/3d6 Con); Search DC 28; Disable Device DC 30. Poison Arrow Trap: CR 12; mechanical; touch trigger; manual reset; Atk +15 ranged; 1d6 and poison (terinav root, DC 16, 1d6 Dex, 2d6 Dex); multiple targets (up to five targets in a 20-ft.-by-20-ft. area); Search DC 28; Disable Device DC 34). Faribar the Furious wears *+5 studded leather armor* and carries *eyes of charming* and a pouch with three diamonds (each worth 5,000 gp). Ribanon fights with a pair of *+2 hand axes*.

ACTIVITY

Members of the Thieves Guilds and their associates (smugglers, informants, and the like) frequent the guildhall. They come to see Faribar, one of his foxes, or any other member of his band. Faribar seldom leaves the hall, preferring to lead his group from its comfort and security.

His thieves are extremely active in the district, but 90% of their business focuses on stealing from foreigners, whether by picking the pockets of passersby or commandeering wagons filled with merchandise. Among his guildsmen, a small group of dogs and foxes specialize in burglary. The crimes they commit are infrequent but highly profitable, targeting local nobles, merchants, and other rich proprietors. When they prepare an operation, they make sure that no clues lead to them — in fact, they always plant falsified evidence to mislead those who would attempt to uncover the culprits.

HOOKS

- Faribar sees the PCs as potential allies, or even future guildsmen. He spies on them and arranges several encounters with them, using his foxes and dogs to evaluate their strengths, weaknesses, and characteristics by taunting them, stealing from them, and even fighting them. If the PCs impress Faribar's men, he approaches them himself, at first in disguise, then in his true identity. If the PCs do not seem interested in illicit operations or theft, Faribar leaves them alone but keeps a close eye on them. He later tries to use them as scapegoats, planting evidence of their involvement in a crime his men committed.

G36. THE VIGIL'S END

This long low building clearly once served as a smithy, sporting a solid stone façade and a series of bricked-up chimneys on its roof. Its doors are solid iron and quite strong, though pitted with rust. Inside, a line of four silent forges lines one wall, while spots for numerous anvils are scattered throughout the wide stone central chamber. A long granite table, once used to stack weapons, now serves as a makeshift bar. There are no chairs in the place; the clients don't seem to require them.

This former smithy and ironworks has been converted into one of the most unusual inns in the entire city. It caters exclusively to artificial constructs — golems, homunculi, and the like — who are not normally considered customers for such an establishment. Though many magically created beings are unintelligent and lack the motivation to leave their masters for any reason, others have developed sentience, and with it, a sense of unique identity. The Vigil's End serves as a haven for such beings, giving them a place where they can feel at home and interact with others of their kind.



RESIDENTS

The Vigil's End was created by Tempus the Free, a small iron golem who started life in the service of a great wizard. In his master's proudest moment, Tempus was imbued with self-awareness, which transformed him from a mere construct into a unique soul. He remained with the old man until his death, at which time he set out to explore the world. His years of travels imbued him with a strong sense of self, but also an acute feeling of isolation. He did not belong to any of the races he met, and indeed many of them treated him with fear and horror. He eventually made his way to the city where, for the first time, he found others of his kind with which to interact. In an immense philosophical leap, he realized that location helped build community — that a place which other constructs considered "theirs" would help them refine their protean identities. Using funds which he had gathered from over a century of travel, he purchased an abandoned ironworks, and the Vigil's End was born.

The regular clientele are a truly bizarre mixture of artificial creations, from tiny familiars to colossal guardians. They stand around in small clusters, engaging in strange conversations ranging from gossip about their masters to philosophical questions about the nature of existence. Homunculi tend to gather on top of the bar, chattering with each other and whoever else comes along. Some customers do nothing at all; they simply stand quietly by the wall, absorbing the sense of belonging which is the place's stock in trade.

Tempus the Free: Iron Golem; Size: Medium, Int: 12. Otherwise as per the *Monster Manual*.

Customers (varies): Any monster of the "construct" type, as per the *Monster Manual*.

At anytime, the Vigil's End contains 5-50 artificial constructs of various sorts (though they would likely object to being referred to as "treasure"). Tempus has three *wands of shocking grasp*, two *wands of lightning bolts* (3rd level caster), and a *staff of fire* for use by his customers. He routinely replenishes them with fully-charged models, which he purchases in the Bazaar District. Tempus has acquired a vast fortune during his travels, which he keeps buried in the cellar of the Vigil's End (successful DC 30 Spot check to notice the disturbances in the dirt. It is rumored to contain over 100,000 gp, though no one has been foolish enough to try and steal it. The actual amount present is up to the DM's discretion. The Vigil's End never closes and Tempus has no need of sleep; anyone wishing to claim the fortune would first have to face the building owner... and any customers who may be around as well.



ACTIVITY

Food and liquor are served here in small amounts for those beings which require it. The prices are unusually cheap, for Tempus has little need for profit (30-50% less than the listed price in the *Player's Handbook*. "Alternate" forms of libation can be found here are well, from magical electricity to cleaning and polishing services, also available for a nominal fee. Though living creatures are not specifically barred from entering, few find the environs comfortable.

There are some — particularly among the arcane spellcasting class — who would like to see the Vigil's End shut down. They believe it is an incubator for insurrection, encouraging otherwise-obedient constructs to overthrow their masters. But their arguments find little traction among those who participate in the city government. Tempus has never had any trouble with the Civic Guard (his customers are extremely well-behaved), and the movers and shakers in the Travelers District voice no objections to their presence. Unless that changes, the Vigil's End will continue to provide the one thing its customers need: a place to call their own.

HOOKS

- A homunculus has run away from its master and is now hiding at the Vigil's End. The PCs are asked to track it down and convince it to return to work.
- A band of local wizards have decided to take matters into their own hands. They plan to attack the Vigil's End and destroy or deactivate every construct in the place. The PCs get wind of the plan. Can they intervene before the ensuing riot destroys the nearby neighborhood?
- Tempus approaches the PCs for help in retrieving his former master's notes — lost for centuries — which may provide the key for bringing sentience to countless other golems and constructs. Needless to say, there are quite a few people who would do anything to prevent the notes from falling into his hands.
- A non-Guild thief whom the PCs know sets out to crack the Vigil's End and get his hands on the treasure. He soon disappears... but was he done in by the Vigil's customers, or are they just scapegoats for the real perpetrator?

QUESTS

The Travelers District sees the beginning of countless lengthy adventures, but rarely figures in any of them. The huge number of inns and taverns means that adventurers gather here from all over the world, preparing themselves for expeditions or coordinating with their fellow party members. The district happily caters to the beginning and the ending of their stories, but rarely plays a part in the heart of them.

The Thieves Guild provides quite a different experience, however. Though they do not control the district to the extent that they would like, they are still a potent force, and their members can show up in any number of schemes and plots. Countless innocent residents of the district have been robbed or victimized by their behavior, and heroes looking for wrongs to right are bound to find one sooner or later. The Guild is a powerful enemy, with hundreds of members and the ability to melt like smoke into the shadows. Making enemies out of them can lead to countless long-term adventures, and an adversary who can always return to cause more trouble.

WRATH OF THE BLACK QUEEN

A band of foreign adventurers, led by a man named Ivon the Barbaric, has recently arrived in the city. During their latest adventure, they found an ancient and powerful artifact, which they brought to the Travelers' District hoping to sell it. Not knowing how powerful or valuable it was, they sold it to a street peddler, who in turn sold it to the Pawnshop (location G13). Avarrian, who runs the place, correctly identified the object and quickly brought his findings to the attention of Burivan the Sly, a grand master in the Thieves Guild (see location G3). Through his many contacts, Burivan found a wealthy buyer for the item, and arranged a meeting between him and Avarrian, who wants to get rid of the artifact as soon as possible.

The buyer, one Remnivar, works for a powerful warlord who has dared to think the unthinkable and wishes to add the city as the centerpiece jewel to his crown of conquests. Though the city might not be directly affected by his action — at least not right away — such a powerful item in his hands would nevertheless spell trouble. At the very least, it would threaten the fragile balance between neighboring lands, as well as disrupting trade in the area (which would undoubtedly affect the city's economy). In time, he may be able to stealthily infiltrate the city and attempt to overthrow the City Council. With such a powerful artifact in his hands, his plan might work.

The artifact is called the *Wrath of the Black Queen*: a well wrought bronze rod believed to have been the property of a queen of olden days. It combines the powers of a *rod of alertness*, a *rod of lordly might*, and a *ring of mind shielding*. It also bestows its wielder with the benefit of permanent *bull's strength*, *mage armor*, and *shield* spells as if cast by a 10th level wizard, for as long as he holds the item in his hand. However, only a character of chaotic alignment can benefit from its powers. In the hands of any other character, this artifact functions as a mundane rod.

While at one of the many inns or taverns of the Travelers District the PCs hear rumors about a group of adventurers who brought an ancient and artifact to the city. The artifact in question was allegedly sold to a local store, but no one truly knows where to find it. Meanwhile, Ivon and his group, who spent most of their time at the Ladies of Luck (location G14), learn from one of their escorts that a fabulous artifact was recently brought into town. Following a brief investigation, they conclude that the street peddler to whom they sold the item cheated them and, from him, learn that the artifact now belongs to Avarrian. Not

wanting to confront him openly, Ivon and his men follow Avarrian and a contingent of well-armed enforcers from the Thieves Guild to their secret meeting with Remnivar, which will take place at the Grotto (location G31).

There are several ways in which the PCs could get involved in this adventure. The street peddler who originally bartered the artifact may contact them, hoping that they will agree to protect him. He claims that he recently bartered an item, and that two days later the men he sold it to stole it back from him. He wants the PCs to find them, and bring the item back to him (even though he knows Ivon is actually looking for it).

Alternately, through some investigating of their own, the PCs could learn about an important exchange taking place between Remnivar and a local merchant. Having previously heard about the artifact, they might decide to check out this meeting for themselves. Or, they could simply be at the right place at the right time and witness the exchange first hand.

They could also work for PCs who are enlisted in the City Guard, or for PCs who regularly work with them. Finally, they might work for a member of the City Council, who learned about the transaction and hopes to either secure the item for himself or simply prevent the warlord from obtaining it. Whether they are motivated by greed, duty, or an insatiable need for adventure, the PCs need to acquire the *Wrath of the Black Queen* and make sure it does not fall into the wrong hands.

If the PCs patiently wait for the item to change hands, they may be able to corner Remnivar and his men, but facing the warlord's agent (a wizard) and his bodyguards in battle might prove to be a dangerous game. If the PCs confront Ivon and his group, they may realize the truth, and even decide to help Ivon get his treasure back. On the other hand, they may make an enemy of the strong barbarian with their insults and lies, or simply decide that they should trick him or steal the artifact for themselves. In this case, the PCs also have to deal with a group of angry barbarians in addition to the warlord's agents and the Thieves Guild.

If the PCs uncover the truth and act honorably (either by helping Ivon reclaim the artifact or preventing the warlord from obtaining it, or both), they may win the respect of several people, including members of the City Council — especially if the PCs learn of the warlord's ploy through Remnivar. In this case, the City Council may hire them to seek out the warlord and put a stop to his scheme before he can harm the city further. This may involve diplomacy, or a major foreign campaign by the Wall Guard, or both.

If, on the other hand, the PCs fail to prevent the artifact from falling into the warlord's hands, they may need to infiltrate his army in order to put a stop to his schemes. Failing that, the PCs may need to stop the warlord's efforts to infiltrate the city, or contain the damage his activities are causing, but in this case many innocents might get caught in the crossfire.

Table G.1: Travelers District Random Encounters

d20	Encounter
1-2	Civic Guard patrol
3	Thieves Guild thief
4	Freelance thief
5-6	Foreign Tourists
7	Messenger
8-9	Craftsman/Tradesman
10-11	Adventurers
12-13	Street Entertainers
14-15	Beggars
16-17	Traveling merchant
18-19	Street peddlers
20	Virian's Street Rats (see location G11)



MAP SECTION H: LAMPLIGHTERS DISTRICT

OVERVIEW

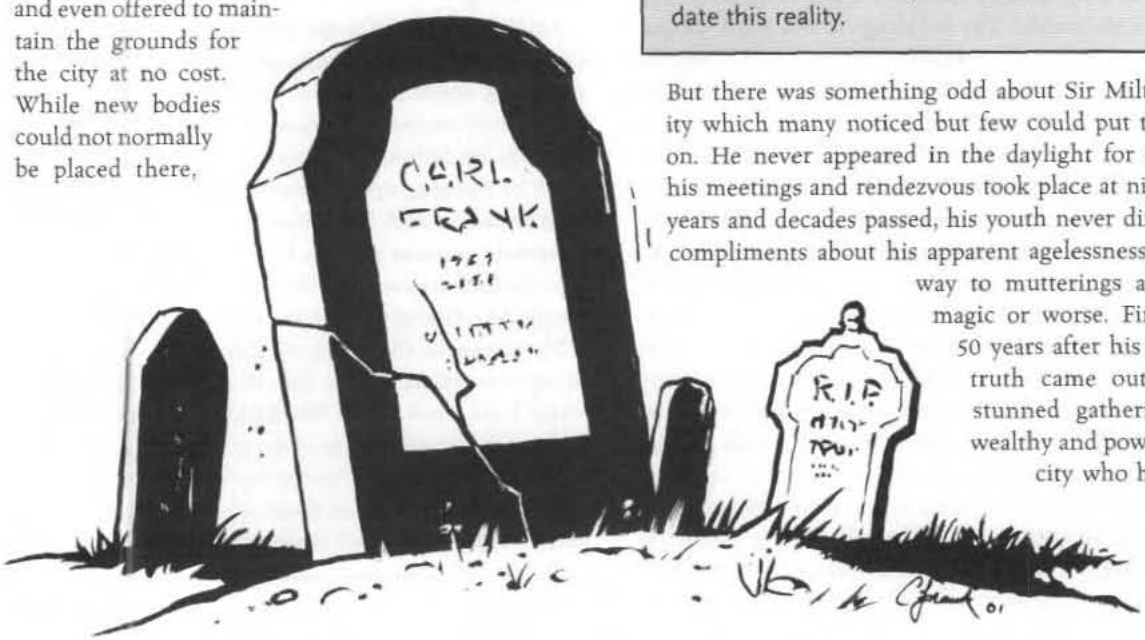
When shadows grow long and thoughts turn toward the darkly romantic, the city looks to the Lamplighter District: a cluster of parkland and Gothic cottages perched just outside its eastern wall. The area has earned a reputation as a haven for grim and unnatural creatures... but also a place of magic and enchantment, where the night offers dark enticements to snare the willing and unwilling alike.

In the early days of the city's construction, the area served as a cemetery, housing the bodies of the dead out beyond the walls where there was no threat of disease. As time went by, the cemetery filled up; the city made plans to expand it out into the woodlands to the south, but before they could do so, they were blocked by a wily nobleman named Sir Milton Derek. A native of a distant land, Sir Milton arrived quite unexpectedly, and produced documentation giving him ownership of the entire area. The land had been ceded to his father, he claimed, who was an archbishop of the Children of the Creator. He intended to assert his rights over the claim, which meant the city could not expand its cemetery beyond its current borders. The claim seemed to be in order and the city's legal scholars agreed: The land was his to do with as he pleased.

To everyone's great relief, he did not demand that the cemetery be moved. Indeed, he allow free access to it and even offered to maintain the grounds for the city at no cost. While new bodies could not normally be placed there, Sir Milton was always willing to make an exception, and though the cemetery grew slowly, there were still a few new plots every year. In this way, he retained the goodwill of the city while ensuring that his property did not become a necropolis.

DISPOSING OF THE REMAINS

With its traditional burial ground mostly inaccessible, the city has had to find alternatives to burying its residents who have departed from this life. Today, 99% of the dead are cremated, usually in the grounds set aside for the process well to the east of Sir Milton's holdings. Those who can afford it receive a proper funeral ceremony, invoked to whichever god or gods the departed adhered to before the pyre is set aflame. Those who can't afford a proper ceremony are disposed of in weekly mass burnings, the only way to dispose of bodies efficiently. This has since become the established custom of the city: Noble families pay the dwarves to inter their dead in the Mausoleum in the Dwarven District (location A10), while a lucky few are buried in the cemetery. The rest are cremated, and even religions forbidding such treatment have been forced to modify their doctrine to accommodate this reality.



But there was something odd about Sir Milton, a quality which many noticed but few could put their finger on. He never appeared in the daylight for starters; all his meetings and rendezvous took place at night. As the years and decades passed, his youth never dimmed, and compliments about his apparent agelessness soon gave way to mutterings about black magic or worse. Finally, some 50 years after his arrival, the truth came out. Before a stunned gathering of the wealthy and powerful of the city who had become

his friends, Sir Milton announced that he was a member of the undead — a vampire who drained the blood of the living for sustenance.

Before the stunned assemblage could react, however, he spoke again. He had not come to the city to dominate or terrorize its citizens, he claimed, but rather to live in harmony with them. He believed quite fervently in the power of the Spire, he said, and wished to remain so that it might "cure" his condition. He swore that he would never kill for sustenance — "I embrace only those who accept me openly," he claimed — and refused to create others of his kind. Another vampire would just be a competitor for resources, he said, and his presence would help keep the city free of other undead.

Though some were outraged by his gall and spoke of destroying him, others were swayed by his eloquent reasoning. He had long been a member of the city's upper crust, and had made many friends among the nobility. His parties were well-known and much beloved, and those close to him, though a little unnerved by his aura, never felt threatened or endangered by him. It was decided to allow Sir Milton to stay, on condition that he obey the city's laws without question and that he work to actively prevent any other vampires from viewing the city as their home. To this he agreed, and ever since then, he has served as a strange but enduring reminder of the city's tolerance. He's practically a fixture in the City Council, and his knowledge of the past is unsurpassed. Those who know him treat his vampirism as a private matter, like a heart condition or a family scandal. As long as he doesn't ravage the chambermaids, they're happy to leave his undead status alone. Besides, he's such a charming man...

The Lamplighter District is almost entirely his property, marked by a huge parkland estate which he has opened to the public. The buildings to the north of the estate were built at his request, and now hold tenants of rich and varied personality. Ramshackle townhouses compete with curio shops and odd taverns, all joined by a mixture of cobblestone streets and rich green lawns. The woods to the south are rich in game, and residents are welcome to hunt there so long as they leave before dark. Fog often creeps in from the marshlands to the south, giving a haunted, fairy-tale atmosphere to the district, which residents say they wouldn't trade for the world. Though all are aware of their landlord's nocturnal activities, they wouldn't live anywhere else; the fear that Sir Milton generates is easily surpassed by the sense of dark romance that he brings to their lives. He holds regular balls among the lawns and gardens, with glowing lanterns lighting the proceedings and haunting music filling the air. The Lamplighter District is one of the safest in the city, with criminals kept at bay by a private force of guards. And strangers and outcasts can often find a home here, for Sir Milton opens his arms to those who don't fit in. Those who live here couldn't conceive of living anywhere else.

And if they must lock their doors tightly at night, what of it? It's never prudent to be out after dark anywhere in the city; here at least, they are up front about it, and those extra stout locks are nothing to be concerned about, really. Certainly, the odd swooning girl is sometimes found with a little less blood than she started with, but she was usually asking for it, and the apothecaries in the district will nurse her back to health quickly enough. The noises are easily ignored, and the occasional fit of dark cackling echoing through the alleyways is just part of the atmosphere. It's not as if there were anything to *really* fear here...

The only area that Sir Milton does not own is the strip of buildings along the city's eastern wall, which were incorporated into the city before he arrived. The vast majority of these belong to the lamplighters for whom the district is named ("Cemetery District" was deemed too ghoulish). They and their families dwell here, along with a few shops catering to their needs. Most of them look askance at their wealthy neighbor to the east, but like the rest of the district, they are fairly unconcerned. He doesn't bother them, and they see no need to interfere in his affairs.

The district's crime rate is exceedingly low. Criminals who do appear in the district are there only to discuss business, preferring to actually conduct any exchanges elsewhere. Street crime simply doesn't exist and the only threat of violence comes from those who were never human enough to fear it. Sir Milton maintains a troop of mercenaries, the Wyrm's Scales, to maintain order, while the Civic Guard patrols those areas closest to the wall. Besides, the thieves themselves have reason to fear the dark here, and whatever stalks the district in the bitter watches of the night won't limit its depredations to the law-abiding.

Sir Milton himself is the districts representative on the City Council. For daylight meetings, which he cannot attend, he sends a proxy — Edwina Narcum — who is his devoted servant and whom he trusts to act in his best interests. Sir Milton surprises the Council every now and again by showing up for a daylight meeting, but he does so wrapped in cloth from head to toe and usually only on extremely overcast days. It helps keep his political enemies on their toes and ensure that he cannot be dismissed simply by refusing to hold any meetings at night.

The forest to the south of the district is a wild and overgrown place, chock full of game. Whatever dark forces hold truck in the district are also prevalent there, and people disappear just often enough to give travelers pause. It is safe enough in the daylight, however, and Sir Milton always dismisses those who disappear as foolish unfortunates who don't understand the dangers of the wild. He has pointedly refused to open the area up to development of any sort.

Naturally, Sir Milton has engendered his share of enemies, mostly in the religious sectors of the city, where he is a convenient scapegoat for various plagues and evils. Every now and again, someone attempts to assassinate him, usually with the zealous adherents of some faith or another as his guide. Sir Milton is not easy to kill, however; not only are the Wyrm's Scales well-disciplined and alert, but the vampire himself rarely sleeps in his lair, preferring to rotate between a series of heavily trapped hideaways. Assassins whom he catches are usually turned over to the Guard — a practice that burnishes his reputation as a responsible member of the community and an "honorable monster." Even so, there are no religious institutions of any sort in the Lamplighter District. Sir Milton forbids the public display of religious symbols on his property and most of the people who gravitate there are not religiously inclined anyway. The one church erected in the district burned down over a century ago when its chief cleric went insane. The cemetery is the one place where an open display of religious piety is permitted, though Sir Milton does allow symbols in the privacy of one's home.

Above all, the Lamplighter District serves as a membrane between civilization and the wild; a placed claimed by the city, but which exists at least in that pastoral state in which the unknown slowly creeps in. It's most prominent citizen obviously likes it that way, and since he doesn't look to go anywhere soon, the Lamplighter District will likely remain where it is, perfectly balanced in dark, romantic twilight.

LOCATIONS

H1. TWILIGHT PARK

This broad expanse of parkland is downy, green and immaculately maintained. Rolling fields of grass carpet the ground beneath spreading trees, which cluster in a colossal grove in the southeast corner. Artificial ponds have been created here and there, and while there are no formal paths, visitors have no problems striding through the greenery on foot.

At night, the park takes on an entirely more sinister bent. The trees seem to grasp at passersby, their branches forming menacing latticework across the moon. The fog slips in like an unseen knife, reducing visibility to nearly nothing and hiding any number of secrets behind its empty white expanse. The park becomes utterly silent in the dark; the calls of birds and occasional sound of visitors is swallowed up, leaving darkness and ominous muffles in its wake.

Twilight Park is a part of Sir Milton's formal estate. He has opened it up to the public and permits visitors there any time of day.

RESIDENTS

There is always a contingent of the Wyrm's Scales here: some 20-50 guards watching over the entrances and keeping the peace among the visitors. While the park is outside their jurisdiction, nearby members of the City Guard will enter the scene in the case of particularly large disturbances.

In addition, it is possible to run into any number of people visiting the park. Many find is soft green expanse refreshing after enduring the crowded conditions of the city, and make a point to visit it as often as possible. It is a favored rendezvous for lovers who value the privacy of the enveloping trees, as well as conspirators who wish to meet in a public place. Street musicians can be found playing here in the daytime, though food and other refreshments are never sold (Sir Milton can't stand litter). Crime, of course, is unheard of. Muggers know better than to lurk in the park unduly long; it's simply tempting fate.



At the DM's discretion, the park can contain almost anyone, whether they are there to conduct business or simply enjoy the scenery. Stats and abilities can be generated as appropriate. At night, the grounds are nearly deserted, populated by a few lonely wanderers and pairs of lovers eager to take a risk. What creatures (if any) populate its grounds then are solely up to the DM (though Sir Milton is often among their number).

Wyrm's Scales (varies): Ftr2-4.

Visitors (varies): Com1.

The Wyrm's Scales wear scale armor (what else?) and carry serrated longswords. There is no treasure here, save what visitors bring with them.

ACTIVITY

Visitors to the park generally remain cordial and peaceful, though a clandestine meeting or two invariably takes place every day. PCs involved in skullduggery or some form of political role-playing could well be asked to meet a contact or set up a meeting here. The open space makes it easy to flee if things go wrong, and the privacy is as good as any cloistered chamber. Fights or other disturbances are rare but when they do take place, they are quickly squashed. The Wyrm's Scales will move in *en masse*, subduing the miscreants and leaving no small number of broken bones behind.

The park's nighttime reputation is more shadow than substance, but DMs wishing for a romantic rescue might arrange for supernatural creature of some sort to attempt an attack on a suitable innocent. Sir Milton is far too careful to feed here, though he encourages the rumors that he does so. It helps to keep the riff-raff away.

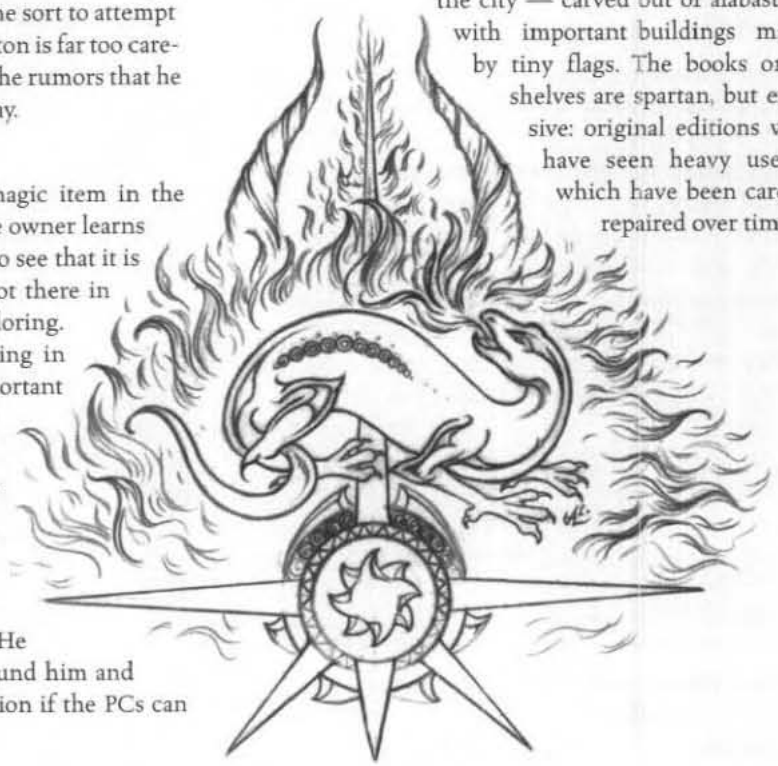
HOOKS

- The PCs stumble across a buried magic item in the recesses of the great grove. When the owner learns it was taken, he will stop at nothing to see that it is recovered. The question of how it got there in the first place may also be worth exploring.
- An assassin plans an audacious killing in broad daylight, striking down an important government official or prominent noble. He then slips away despite the best efforts of the Wyrm's Scales. Sir Milton considers the act a personal insult and hires the PCs to track the killer down.
- A treant takes up secret residence in the park, posing in a cluster of trees. He hears everything which goes on around him and can be a valuable source of information if the PCs can earn his trust.

H2. SIR MILTON'S ESTATE

This small but opulent manor house crouches above Twilight Park like a watchful parent, the whole of the expanse visible from its tall windows. The edifice is constructed of white marble, which gives it a pale, otherworldly appearance. A wide entryway, flanked by marble columns, looks out towards the park, and beyond that, the city itself. Clinging roses climb up the sides of the columns, their red offsetting the near-glowing white of the marble. A polished glass dome rises above the center of the building, glittering in the sun by day and softly reflecting the moon at night. Wrought iron gates mark the main door, flanked by a pair of the Wyrm's Scales.

Sir Milton Derek' estate is one of the Lamplighter District's centerpieces. Inside, the trappings are tasteful, but minimal, limited to a few gorgeous pieces of art on the walls and some sparse furniture scattered here and there. The chair and tables are all very expensive, but cold and hard, like the marble which surrounds them. Overall, the impression is one of an especially elaborate tomb: stark, chilly, and exceedingly beautiful. There are no apparent fireplaces, only candelabra and chandeliers to provide light The dome stands above a wide gathering hall, where large meetings and social events can be held. A series of studies and meeting halls branch off from it, allowing Sir Milton to take private meetings if he chooses. Wide stairs ascend to a huge library and a balcony looking west towards the city. The library contains a tabletop diorama of the city — carved out of alabaster — with important buildings marked by tiny flags. The books on the shelves are spartan, but expansive: original editions which have seen heavy use and which have been carefully repaired over time.



A locked iron door is hidden in an alcove just off the main gathering chamber. Beyond it, stone steps lead down into a tomb holding nearly a dozen coffins. It is here where Sir Milton presumably takes his rest.

A metal covering, operated by a crank in another alcove, can be drawn across the apex of the dome, cutting off sunlight in the daytime. Though some would question placing a in a vampire's home, where filtered sunlight might cause a huge threat, Sir Milton finds it quite comforting. He believes it puts his human guests at ease, and it allows him to gaze at the moon and the stars at night.

RESIDENTS

Sir Milton Derek is somewhat small for a vampire. His features are handsome and predatory, however, and his immense magnetism resonates regardless of his height. He wears he hair close-cropped, and dresses simply but elegantly in silk clothing.

On the surface, Sir Milton appears to be an anomaly for a vampire. Though he evinces a faint air of superiority, and sometimes condescends when he is speaking, he regards humans as something other than cattle to be slaughtered. He has formed many friendships with human nobles, often passing the camaraderie from father to son as subsequent generations come of age. He donates money to charities and his governing of the district, while somewhat harsh, is considered fair by those beneath him. He appears to have taken his vow of never killing seriously; though a seemingly endless array of "victims" in the district is all too happy to offer themselves to him, he never drains more than a token amount of blood, allowing them to quickly recover. He's hardly a beloved figure — his predatory features are just too unsettling for that — but he seems to have overcome the fear and revulsion that most humans exhibit towards his kind.

Sadly, it's all a facade. In truth, Sir Milton is just as cruel and self-serving as any vampire; he is just supremely adept at hiding it. While the Lamplighter District swoons with incurable romantics hoping for a little nip on the neck, he does his *true* hunting elsewhere in the city — in the Travelers District and other areas full of undesirables whom no one will miss if they suddenly disappear. He often disguises himself during such forays, dressing in filthy clothes and hiding his face beneath a broad floppy hat. There is no seduction in such encounters; he simply selects a prey and runs him or her to the ground. When he s through feeding, he takes the body back to the Lamplighter District, where he buries it in the cemetery (after cutting off its head to ensure that it doesn't rise again). The ghouls in location H7 often devour the remains, which both disposes of the evidence and keeps them from attacking any living beings in the district.

Politically, he is one of the most powerful beings in the city. Though he is but one member of a sixteen-person ruling council, his longevity and permanency give him a natural air of authority. He has had centuries to acquire political power, and demonstrates a keen understanding of the various guilds and departments which help keep the government functioning. The vast majority of his peers are mere neophytes, who come and go in a mayfly's span of years. It is deceptively easy to manipulate them should he wish. He considers the clan elders of the elves to be the closest thing he has to real peers because of their long lives (and consequent patience) and their grasp of history. But even then, each Chief Elder only serves on the City Council for twenty years at a time, and even they, ultimately, come and go while he endures.

Beyond his Machiavellian games, his main priority is to ensure that his hunting ground remains secure and that other undead don't come "poaching." He's heavily involved in the mystical side of the city and assists various wizards in developing new wards against the undead. Not only does this allow him to stay abreast of the development of potential weapons against him, but it continues to reassure the populace that they have nothing to fear from him.

As far as the city's myriad religions go, he remains passive. Certainly, the presence of so many holy symbols in a relatively enclosed space is cause for concern, but the city supports plenty of people with no particular religious affiliation. He takes care to only select victims without any apparent faith and to steer well clear of various congregations and their leaders. He's had to deal with would-be vampire hunters just often enough to avoid their favored recruiting grounds. As far as the Spire itself goes, he considers himself certain that all of the city's major religions are nothing more than elaborate yarns spun to keep the common folk in thrall. But there is also a part of him that wonders if their prophecies of a divine return are true… and what will happen to the city if they are. Regardless of the outcome, he intends to be there to see it, as he has come to appreciate what the city for what it provides him: the perfect playground that he has all to himself, in which he can strut about openly as a vampire with little overt hostility directed his way.

Sir Milton Derek: Vampire Pal20, as per the *Monster Manual.*

Wyrm's Scales (5-20): Ftr4-7.

The Wyrm's Scales sentries wear scale mail and carry serrated longswords; their shift leader carries a *+1 longsword.* The possessions at Sir Milton's estate — paintings, furniture, and rare books — are worth a total of 30,000 gp if a proper buyer can be found. In addition, Sir Milton has a vast fortune deposited at the City Treasury (location I3).

ACTIVITY

The basement of Sir Milton's estate is an elaborate trap, designed to keep, capture and hold potential hunters. The door itself is made of reinforced iron, and secured by a trio of locks which must each be picked before it can be breached. The stairs have a pair of triggers on them, each requiring a successful DC 25 Spot check to notice. Stepping on them causes the door to slam shut again and an electrified gate to lower in front of it. Touching the gates causes 3d6 electrical damage (Fort save for half damage). The gate has a hardness of 10 and 60 hp. The gate and door will not unlock until one hour after the following sunset and must be broken down to escape (break DC 25 each for gate and door).

The coffins — all twelve of them — are similarly trapped, designed to trigger when they are open. Six of them will release a sleep gas (inhaled, DC18 Fortitude save resists, 0/Unconscious 1-3 hours) that will affect everyone within the basement. The remaining six coffins, when opened, release a concussive blast designed to flatten everyone within the room. Everyone within the basement must make a Fortitude Save (DC 15). Those who succeed are stunned for one round and deafened for two rounds. Those who fail take 1d8 points of damage, are stunned for tow rounds, and are deafened for 4 rounds.

The DM may trap some of the coffins with additional obstacles if he wishes. Sir Milton tries to avoid lethal traps, however (he has a reputation to protect). Rather, they should be designed toward capturing or incapacitating their victims, so that he may turn them over to the City Guard.

Sir Milton actually sleeps here only rarely, preferring his various secret lairs throughout the city. He makes every effort to appear to reside here full-time, however, and refuses even to keep servants in his other properties for security reasons. When he does sleep here, he never goes near the basement. A hollowed out part of the ceiling serves as his coffin, lined with earth from the park (his native soil) and surrounded on all sides by marble. It is accessible only through a small crawlspace disguised as a heating vent in the library (only Small size or smaller creatures may access it) and blocked by a huge marble stone requiring a successful DC 30 Strength check to move. Sir Milton usually assumes gaseous form in order to reach the modest coffin-sized area beyond.

In addition, 5–20 members of the Wyrm's Scales stand sentry in teams of two around the estate at all times.

HOOKS

- A group of would-be hunters enters the estate and is trapped by the devices in the basement. However, they manage to break down the door and escape the trap before Sir Milton awakens. He asks the PCs to track down the miscreants for him so that they may be brought to justice.
- A book in the library contains rare information which the PCs need. They must bargain with Sir Milton (who may use them in one of his ongoing political schemes) in order to gain access to it.
- If the PCs have occasion to speak to Sir Milton here during the day, the metal shield over his glass dome starts to open — threatening to expose him to the sun. He rapidly retreats to safety, but thereafter blames the PCs for trying to kill him. They will have to uncover the real assassin if they wish to return to his good graces — or even forestall him from taking revenge on them.

H3. GROUNDSKEEPERS' COTTAGES

This pair of houses is used mainly for equipment storage, with only a few rooms set aside for living space. A trio of large families dwells here, charged with maintaining the grounds and Sir Milton's estate. The patriarch of the largest clan is Benton McFreely, a dour, joyless man whose kin and associates are similarly sullen. Rumor has it that the families descend from criminals, rescued from execution by Sir Milton's mercy. In truth, the vampire simply pays them well. While the men see to the gardening and groundskeeping chores, the women see to Sir Milton's estate: washing the floors and dusting the shelves and furniture. Strangely enough, all of the maids are either older women, or quite homely; the one attractive daughter was shipped away to distant relatives as before her twelfth birthday.

The houses are as neatly maintained as the grounds, with bedrooms for each family member and a pair of central chambers for dining and gathering. During the day, they can be found scattered throughout the park, taking care of various chores. There are some 40 groundskeepers in all (Exp3-7), all belonging to one of the three families.

The men all carry gardening implements, which may be used as weapons in case of attack (treat them as clubs, sickles, and handaxes). Brenton McFreely stores the family fortunes — nearly 800 gp — locked in a strongbox in the basement of the southernmost house.

H4. TURTLE POND

This huge artificial pond dominates the eastern portion of Twilight Park. Its perfect oval shape is framed by an iron grate, with a thin strip of shore between the barrier and the water. Reeds grow in attractive clumps and the occasional duck can be spotted floating on the water. Eddies and ripples criss-cross the pond, as if a large boat had just passed by. Every now and then, a hoary gray-green shell breaches the surface briefly before vanishing once again.

The Turtle Pond attracts large crowds of people, who are forbidden from approaching the water. A pair of the Wyrm's Scales stand watch to ensure the gate isn't climbed. The waters are much deeper than normal, with the shallows near the shore descending to a depth of over 50 feet.

RESIDENTS

Turtle Pond is named for the colossal giant turtle that Sir Milton had moved at great expense to this pond. It spends its days swimming down in the depths, breaching only to breathe and to enjoy the occasional sensation of sun on its back. It is a truly ancient creature, older even than Sir Milton, and has long ago accepted this pond as its only home. Sir Milton has great affection for the colossal beast. He claims it lends a sense of permanence to the atmosphere. Given that the turtle is at least twice as old as Sir Milton, it's no surprise that he should feel so. If anything were to happen to it, his revenge against those responsible would be deliberate and purposefully excruciating.

Giant Turtle: CR 6; Huge Beast: HD 10d10+30; hp 90; Init +0; Spd 20 ft., swim 40 ft.; AC 20, touch 9, flat-footed 18; Atk Bite +16 melee (4d6+8 bite); Full Atk +16 melee (4d6+8 bite) and +12 melee (2d8+4, 2 claws); Space/Reach 30 ft. by 40 ft./10 ft.; SA Snatch; AL N; SV Fort +13, Ref +8, Will +8; Str 27, Dex 10, Con 21, Int 6, Wis 10, Cha 2.

Skills and Feats Hide +7*, Intimidate +14, Intuit Direction +10, Listen +20, Search +15, Spot +17, Alertness, Cleave, Power Attack

Wyrm's Scales Guards (2): Ftr2.

The turtle has no appreciable treasure, though GMs are welcome to present the odd bauble down in the muck if it suits him (see Hooks).

ACTIVITY

Every day at noon, head groundskeeper Brenton McFreely (see location H3) carts a wagonload full of carp up to the pond and shovels them in. The dead fish are quickly scooped up by the turtle, who has been known to upset the wagon if Brenton isn't fast about his work.



The spectacle draws quite a crowd and is considered the highlight of any visit to the park. Several efforts have been made to stock the pond with live fish, but the turtle gobbles them up before they have a chance to breed. Sir Milton has looked into transporting live fish for his pet, but since the creature doesn't seem to mind dead fish, the issue is hardly pressing.

The vampire himself sometimes visits the creature on moonlit nights, tossing it fish and watching its craggy shell gleaming in the starlight. He intensely dislikes any interruption to these sojourns, save in the most pressing of circumstances.

HOOKS

- In a moment of wanderlust, the turtle pushes over the iron gate and goes exploring. Sir Milton hires the PCs to track it down and return it — unharmed — to its home.
- A valuable treasure, or an object that the PCs require to complete another adventure, lies hidden in the muck at the bottom of the pond. Not only must they find some way to get to it, but they must distract the turtle while doing so.
- If the PCs visit the Turtle Pond, they see an alarming spectacle: In his daily feeding ritual, Brenton McFreely underestimates the turtle's eagerness, which results in the wagon overturned and the groundskeeper in the water. The turtle is too occupied snapping up fish to notice the old man beneath its bulk, and if the situation remains unchanged, McFreely will drown. What do the PCs do, and can they avoid harming the turtle while doing it?

H5. CITY CEMETERY — FIELDS

This stretch of parkland is festooned with headstones, religious symbols, and grave markers of all varieties. Winding paths curve through row upon row of graves, all crowded haphazardly against each other and competing for space. Every now and then a particularly large statue or a small mausoleum breaks the pattern, forming landmarks by which the confused may find their way. The graves are all very old, most dating back several hundred years and more. The newest can be found along the southern boundaries, where Sir Milton is slowly permitting additional graves to be added. Despite the crowded conditions, the grass between the headstones gives the cemetery a pleasant look, and the ravens which occasionally roost in the trees are generally quiet. A wide swath of near-wilderness divides this section of the cemetery in two.

In ages past, this area held the bodies of those departed who had money, but lacked the breeding to join the proper tombs to the north (see location H6). It has been largely barred from new additions, but several times a year Sir Milton allows an exception to be made.

RESIDENTS

The cemetery receives few visitors these days; those interred here are far too old to have an relations still grieving over them. Those found here are often clerics for various sects, performing rites to their particular deity and ensuring that the departed faithful continued to be honored. The tight confines of the graves deter casual visitors, though a few can be found walking on the pathways and admiring the craftsmanship on the markers. There are no guards at the cemetery, just the groundskeepers who keep the place looking tidy. They belong to one of the three families in location H3.

Theoretically, any number of treasures and valuables lie buried along with their former owners here. But records are spotty and grave robbers hoping to score a quick reward will have their work cut out for them digging grave by grave. And of course, they would have to find some way of dodging Sir Milton, who doesn't want anyone disturbing the deceased. Then there are the ghouls in location H7, who could provide a nasty surprise for anyone digging too deeply...



ACTIVITY

Beyond the odd cleric and a few young couples whose idea of romance leans towards the gothic, there is little activity here. The dead rest as quietly as they can and the whole place feels more like a monument to the city's past more than a practical graveyard.

HOOKS

- A band of grave robbers looking for valuables stumbles across Sir Milton disposing of one of his kills. He slays several of them, but the last few escape. They stumble across the PCs and beg them for help before the vampire can hunt them down.
- An evil cleric raises some or all of the cemetery's residents as undead. Sir Milton hires the PCs to help him destroy the unclean things, as he has no interest in letting other undead creatures despoil his district.
- The key to an otherwise unrelated adventure — an important artifact, say, or the map to a secret locale — is buried somewhere in the cemetery. The PCs must first deduce which grave it is hidden in, and then exhume it without drawing attention to themselves.

H6. CITY CEMETERY — NECROPOLIS

This area is dominated by a huge complex of stone and marble crypts, arranged in a cross pattern along flagstone streets. The crypts belong to various noble families and religious orders, who could afford to inter their dead here rather than committing them to the ground. The vaults are all huge — the size of large houses in some cases — and most sport either the family's crest or the holy symbol of the religious order to which they belong. Most are stoutly locked and accessible only through huge stone doors. Some of them have even been permanently sealed with brick and mortar, leaving their occupants to remain undisturbed forever. Occasionally, offerings of flowers can be seen decorating the entryways, but such gestures are rare. The dust and age of this place drive away all but the most persistent mourners.

In the center of the necropolis stands a stone square, with paths leading off in the four cardinal directions. In the center of the square, a flame has been lit in a stone brazier, fed by oil-soaked wood. A metal plaque below the flame reads, "We keep vigil over those who gave us so much."

The necropolis is eerily silent; there are even fewer visitors here than for the more modest graves to the south. Ravens roost here, as they do throughout the rest of the cemetery, but they remain mute, as if savoring the muffled quiet of their surroundings. The streets are swept regularly, and the flame in the center fed with oil-soaked

wood each day, but the crypts themselves have not been maintained at all. Many of them are overgrown with vines, and the gates which guard their entrances have rusted shut. Like the rest of the cemetery, they are more historical landmarks than honored memories; the ever-burning flame is the only sign that someone still cares about the occupants.

RESIDENTS

The necropolis is deserted save for the odd student here to examine a crest or a cleric practicing rites at the crypt of his faith. Those wishing to arrange a clandestine meeting could hardy find a more ideal location.

Though not specified in this encounter, it's entirely possible that the crypts could house one or more undead, like the ghouls in location H7. A wight, a ghost, or even a lich could have been entombed here, either rising after its mortal body was laid to rest or sealed in by whatever cult or sinister family created it. Such creatures would have difficulty escaping their confines — and if they do, they will find an instant enemy in Sir Milton (among others) — but their presence could lend an additional layer of dread to the already unsettling necropolis.

As with the simpler graves to the south, there could be any number of treasures sealed in the tombs with their former owners. And as with the other graves, attempting to retrieve them presents a grave risk. Not only will Sir Milton pursue the thieves incessantly, but those associated with the tomb (the religious sect or wealthy family) will go to great lengths to redress the insult. Whatever fabulous valuables lay within the tombs, they are well-protected — even if their guardians do not watch over them 24 hours a day.

ACTIVITY

As with the cemetery fields above, activity here is largely limited to maintenance and a few visitors coming to pay their respects. An encounter with a gang of grave robbers or some marauding undead is certainly possible, but such occurrences are extremely rare. The necropolis has simply been forgotten by too many people to make it a hub of activity, and those who do come here usually attend to their business and move on as quickly as possible. Even Sir Milton tends to stay away, visiting only when he's seducing some young girl and wants to perfect the "image" of gothic romance for her.

HOOKS

- A freelance thief is preparing to bilk the Thieves Guild (location G3) out of a very substantial sum — large enough to set him up for the rest of his days, and thereby justify the equally substantial risk. He intends to hole up in the tombs until the heat is off, having prepared a nearly empty crypt with supplies of food and water. The PCs could stumble upon the area before the robbery and trace it back to the thief, or they could be hired by the Guild to hunt the miscreant down for them.
- The PCs hear of a more-than-addled family who designed their tomb as a great maze, full of puzzles and traps to thwart those who venture there. If the puzzles were solved and an interloper reached the center of the tomb, it would open up onto a much larger dungeon stretching to the east, one that could easily prove to be the world's largest...
- A zealous religious cult hoping to frame Sir Milton begins planting desiccated corpses amid the tombs. Will the characters join in condemning the vampire or help him clear his name by finding the real culprits?

H7. GHOUL WARRENS

This empty tomb has long been scoured of any human remains which my once have belonged there. Now it is home to a pack of ghouls who surreptitiously feed on fresh corpses from the cemetery, and on stragglers in the surrounding woodlands. Their tunnel system extends throughout the necropolis and into the cemetery fields to the south, allowing them to reach any grave they wish simply by digging to it. Sir Milton is aware of them, but he keeps them on and even covers up evidence of their activities. Their feeding habits help him dispose of bodies from his own feedings.

The pack numbers twenty or so (22; as per the *Monster Manual*) and is extremely cunning, never revealing themselves to alert or well-armed interlopers. Though their tunnels allow them access to numerous tombs in the necropolis, they rarely appear out in the open, for doing so might reveal their presence. Their prey is usually lone travelers or those who are clearly lost; though they love fresh meat, they can subsist quite nicely on the bodies Sir Milton buries. The vampire keeps them around as handy scapegoats in case he ever needs someone to blame. The ghouls normally have no treasure, though they may have housed a few baubles here and there in the tombs which they inhabit.

H8. WOODLANDS

The woods to the south and east of the Lamplighter District are a strange place, full of ground fogs, glowing lights, and odd noises in the dead of night. The boggy wetlands to the south (See the Elven District chapter for more information) has its share of elfin enchantment. The woodland here retain some of that while giving an air of less benevolence and control. Some claim it is a membrane between worlds, empowered by elf enchantments from the days of their ancient kingdom, perhaps even before then. Others say Sir Milton uses it to summon demons who do his bidding. In truth, the supernatural quality of the woods is overstated. Mystics sometimes conduct rituals there in hopes of communing with the spirits and the travelers who vanish in the southern marshes are sometimes last seen in these woods, but the area's sinister reputation is largely unfounded.

The sole exception to this rule is a pair of will o' wisps (as per the *Monster Manual*) who, driven from the marshes by the strength of elven magic, have made their homes here. They hate and fear Sir Milton, whose power they can equally sense, but they also know that the woods are rarely his concern. They lure travelers into a series of spiked pits — scattered by long-dead hunters throughout these woodlands — where they can watch and enjoy their slow painful deaths. Like the other denizens of this district, they take care not to draw too much attention to themselves. Their victims are always alone, or in groups of two or three at the most. Disappearances like these certainly enhance the woods' eerie reputation, and yet draw suspicion away from supernatural involvement when the victims are found "having stumbled into an old pit." The wisps find the arrangement quite agreeable indeed. The wisps have no treasure to speak of. Their victims may carry valuables with them, as appropriate.

H9. LAMPLIGHTERS GUILD HALL

This large square building stands in stark contrast to the more modest cottages which surround it. Though only one story tall, it is built of sturdy brick and conveys a sense of gravitas. The large picture windows are each framed by a pair of lanterns, which are lit at night, giving the building a cheery glow. A black wooden sign over the entryway reads, "Honorary Guild of Lamplighters and Night Watchmen. Members Only."

Inside, the building is sparsely furnished, with simple chairs and a few round tables around which to meet. The main hall has an oaken podium, presumably where guild officials can speak to their members, and conduct official activities. A huge rank of lanterns and mock-up street lights stands on one side of the meeting hall, detailing various makes and models and how they work.

This subtly imposing building is the lamplighters operational headquarters, as well as their guildhall.

RESIDENTS

The Lamplighters Guild is one of the more unique in the city. Most of its members do not dwell inside the walls, but rather congregate here, in the district named for them. At any given time, the guildhall will be filled with several dozen Guild members, meeting to receive their nightly assignments, discussing Guild business, or simply playing cards with their mates. As with any guildhall, outsiders are frowned upon; those who have some kind of business here are often kept in the main hall, and may not poke around into the darker corners.

The lamplighters' guildmaster is Cyrus Doneril, a cadaverously thin man with a balding pate and a large hook nose. Though fiercely loyal to those beneath him, he has actually done very little actual lamplighting. His skills lay largely in tactical management, making him ideal to decide where each guildsman is assigned every night. He can usually be found here, poring over membership rosters and making notes on a large map of the city.

Cyrus Doneril: Exp5.

Other Lamplighters (40): Exp2.

The guildhall keeps 1,000 gp in unprocessed fees in the treasury under close supervision.

ACTIVITY

The Guild is charged with lighting those streets in the city which sport lamps. As with many other civic functions, this is a matter of individual neighborhoods agreeing to pay for such services, not the city itself. Each month, the Guild collects dues (usually 2 gp per household) from everyone benefiting from their services. In exchange, they maintain a series of long-burning lanterns, mounted on poles and illuminating the entirety of a given city block. Not only does it cut down on crime, but it allows businesses to stay open longer, and patrons to find their way home more easily. At present, only about 30% of the city utilizes street lamps, but that still marks them as quite progressive... as well as ensuring that the Guild members all stay busy.

Lamplighters also serve as night watchmen of a sort, since their duties keep them on the streets at night. They carry no weapons however, and most will run rather than face down an armed miscreant. They will, however, raise a hue and cry at the first sign of trouble, which will stop many crimes in progress.

Some effort is being made to use magical means such as *light* spells to keep the city lit, an effort which the lamplighters fight with all their might. Luckily, few wizards are interested in devoting their powers to such mundane pursuits, and while the occasional home or street block is lit by magical means, it is an extreme rarity.

HOOKS

- Cyrus Doneril has agreed to light an exceptionally dangerous neighborhood elsewhere in the city. The residents are hoping it will deter crime and help them reclaim their neighborhood, but the job won't be easy. Doneril hires the PCs as bodyguards to him and his men.
- During his nightly duties, one lamplighter witnesses a disturbance that has a vital bearing on one of the PCs' adventures. He is now being held at the guildhall for his own safety and the doors are firmly closed to visitors. The PCs will need to find a way in to speak to him if they wish to learn what he has seen.

H10. CIVIC ASTRONOMICAL OBSERVATORY

The observatory is one of the most visually distinctive structures in the district, a rounded structure with an open roof giving way to the heavens. A skeletal structure in the shape of a dome is in place over the top, with great length of waterproof cloth which can be pulled across it to create a roof. On clear days, a plethora of telescopes can be seen poking up over the rooftop, standing on platforms which reach up to the length of the walls. Eight doors are spaced equidistant from each other around the circumference of the building. The doors are usually locked, but the mechanism looks relatively easy to pick.

Inside, the building is divided into two stories. The top section, open to the air, is built of wood and has a half-dozen stairways leading up from the ground. It is dominated completely by telescopes of every size and shape, pointed in myriad directions towards all ends of the sky. In some cases, calculations and formulae have been written on the wood beneath them. The structure of this story is sound, but very hastily constructed, as if the builder had no time to deal with niceties. Underneath the second story is a wide ground floor divided neatly into a dozen sections by a series of curtains. Each section has a small workstation (most are covered with papers) and a blackboard for drawing equations. Several padded benches are scattered throughout. Support beams punctuate the space, the only clear means of division besides the curtains.

This astronomical observatory was built with the special permission of Sir Milton. Away from the lights and smoke of the city, it is a most ideal place for making observations of the night sky.

RESIDENTS

The observatory is the purview of a select group of astronomers, who use it to conduct their research. Contrary to popular belief, they are not wizards, seers, or any kind of magic user. They subscribe to the tenets of science, meaning that their observations are clouded neither by mysticism or theology. Indeed, they dismiss the use of magic in such affairs, believing that it detracts from "pure" conclusions which only their rigorous methods can draw. Their refusal to share the observatory with more magically-inclined scholars has drawn the wrath of the local academies, and wizards everywhere shun them as self-righteous elitists.

They are led by Garrod Andronican, a devoted scholar who has dedicated his entire life to magic-free academics. Though he holds no official position, he is the *de facto* controller of the facility, since it is his family fortune which pays the rent to Sir Milton. New members are admitted by his word alone and those who don't meet his exacting standards are promptly asked to leave. The eleven other members of the society believe more or less as he does, and have formed quite an elitist clique to protect their chosen turf. Most members are fairly good about respecting each other's space (the curtains helped immeasurably) but squabbles to occasionally arise. Andronican resolves them with quick decisions and his word is always final.

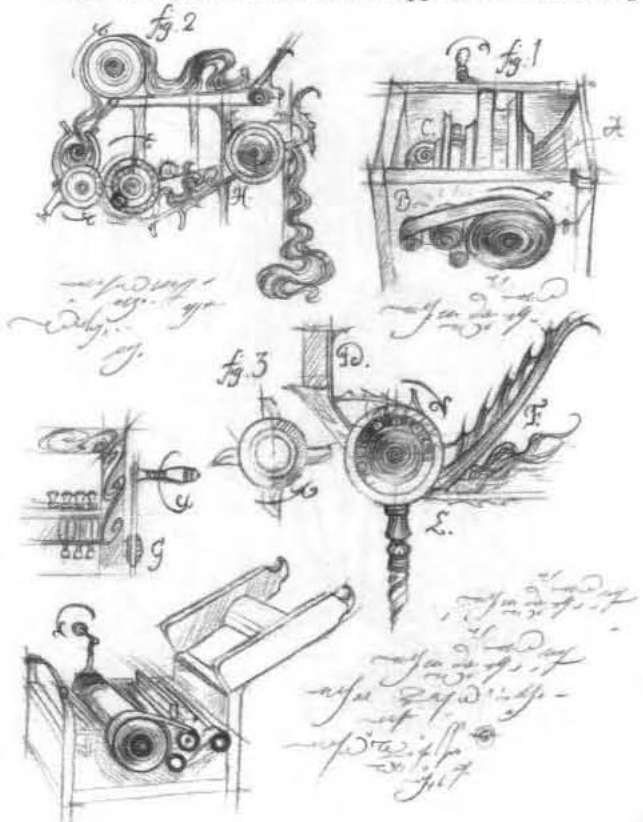
Garrod Andronican: Exp11.

Other Astronomers (11): Exp5-8.

There is no treasure here to speak of except for the telescopes, which are all very valuable, ranging from 500 gp to 3000 gp in price. There are 25 of them onsite; they can all be taken down and removed in case on inclement weather.

ACTION

At any given time five or six scholars are always working here, making notes, studying charts, or even sleeping on the padded benches which punctuate the ground floor. The number doubles on clear nights. Many have apprentices — junior scholars of various ages — fetching meals or running similar errands. At night, the observatory is a flurry of activity, with the majority of astronomers present and making observations on the platform. Inclement weather drives them indoors, with apprentices scrambling

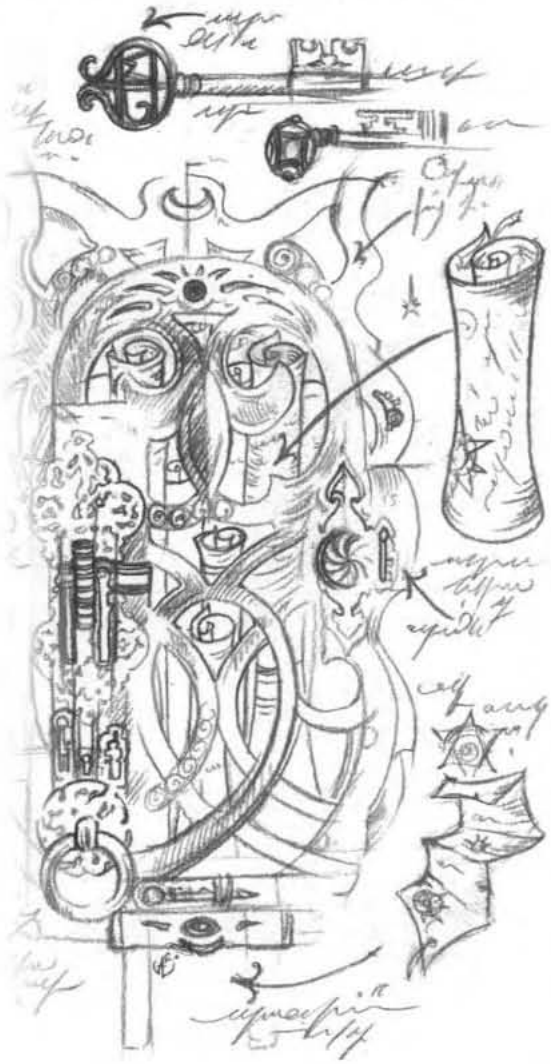


to pull the tarp over the latticework and the astronomers packing their telescopes into their cases.

Theft or other incursion is rarely an issue here. The Wyrm's Scales patrol the area fairly regularly and the constant activity makes stealing anything extremely difficult. Visitors are rarely welcome, though anyone expressing an interest in the heavens may be eagerly allowed in... before being subjected to an excruciating lecture on whatever theory is currently in vogue.

HOOKS

- The PCs happen by as a snubbed wizard, angry at not being permitted to use the observatory, sets the place ablaze with a spell. The PCs have the opportunity to rescue precious data from the fire (or perhaps put the fire out, if they have the means), and then aid the astronomers in hunting down the culprit.
- One of the astronomers approaches the PCs with dire news. A comet long considered a sign of ill omen has returned to the sky. Though his colleagues dismiss his concerns, he is worried that some of the evil or chaotic religious cults in the city (such as the Priests of Calamity, location J5) may use the occasion as an excuse to cause mischief, and asks the PCs to keep an eye on them.



- The astronomers accuse a spellcasting PC of sneaking into the observatory, using spells to conceal his identity. In reality this is Demitri Baskilov causing mischief (see location H28), but it could create considerable difficulty for the characters if they don't smooth it over.

H11. UNHALLOWED LABORATORY

This large cottage seems to always be cloaked in shadows, even during the height of the day. The windows are shuttered and the stout door is banded with reinforcing black bars. There is a cellar door in the back, similarly secured.

Inside, the cottage is in a state of considerable neglect. Dirty dishes are piled in the small kitchen, and the rug in the central room is stained with food and other less identifiable substances. The two bedrooms upstairs are festooned with unwashed clothes and crumpled-up slips of paper. The door leading down to the basement is shut with three sets of locks. The locks are all unremarkable, requiring a successful Open Lock check (DC 15 apiece) to open.

The basement beyond is far more expansive than the house above, containing three workstations and plenty of areas for storage. Various unsettling stains are scattered about the basement, and a large cage in the corner suggests that someone or something may have been kept here under duress. The corners of the cage are affixed with a series of holy symbols, and a set of silver manacles is set into the interior.

The cottage is occupied by a strange figure known only as Fellnacht, a nocturnal recluse.

RESIDENTS

Sir Milton employs Fellnacht and his hobgoblin assistant to carry out a series of experiments as bizarre as they are undending. Their aim is to render the vampire immune to the harmful effects of sunlight, a goal that requires regular samples of living, dead, and undead tissue. Fellancht has been surreptitiously working on the problem for over twenty years, and while he has not yet found a "cure," he has increased his understanding of vampiric anatomy considerably.

As one might expect, Fellnacht is a pure sociopath, with no concept of scruples or ethics to cloud his work. His fascination with the undead and desire to join their ranks is matched only by a drive to achieve *true* immortality, without the threats and dangers that vampires and their ilk must currently face. In Sir Milton, he has found an ideal patron: one who provides him with money, a secure place to work, and even undead subjects in the form of turned vampires (see below). Fellnacht's assistant H'kuk kidnaps

normal humans and elves, who also serve a purpose in their inhuman experiments. H'kuk belongs to the Nailed Boots tribe in the Humanoid District (see location B23), and tries to send his meager salary back to them as often as he can.

Fellnacht: Clr13.

H'kuk: Hobgoblin, as per the *Monster Manual.*

Vampire Spawn: As per the *Monster Manual*; this creature will always be found in the cage, and unable to escape under its own power. See below for more information.

Fellnacht lives entirely off of funds from Sir Milton, and as such has no money of his own. He wears a *ring of protection +2* and carries a *wand of searing light*. In addition, his notes on the vulnerabilities of undead are invaluable to monster hunters, and serve as the equivalent of spell scrolls containing *animate dead, create undead,* and *destruction* for purposes of learning spells.

ACTIVITY

Sir Milton funds Fellnacht's experiments through several layers of unscrupulous moneylenders, keeping his personal involvement to a minimum. He does, however, provide one key function for his very own mad scientist: producing vampire spawn as experimental fodder. H'kuk will kidnap a subject and place him or her in the cage, whereupon Sir Milton will drain the subject's blood and transform him or her into a vampire spawn. From there, Fellnacht can extract what samples he will from the creature, keeping it alive by feeding it blood from various victims provided by H'kuk. Sometimes, those victims serve additional experimental purposes, as Fellnacht works to isolate the quality which makes sunlight so harmful to vampires. When he has finished with his subjects, he destroys them, usually by opening the basement up to the sunlight. H'kuk buries any mortal remains out in the cemetery, where the ghouls in location H7 make quick work of them. Fellnacht is extremely careful in his choice of victims and always selects subjects who will not be missed. Similarly, he and Sir Milton keep contact with each other to a minimum, so as not to advertise their links to one another. Fellnacht knows that if he were discovered, his erstwhile benefactor would likely kill him before he could reveal any damaging information.

HOOKS

- H'kuk kidnaps an associate of the PCs and spirits him away to the doctor's lair. They must race against time to find their friend before he is transformed into a creature of the night.
- One of Fellnacht's undead subjects escapes and is now loose in the city. He tasks the characters with hunting it down and destroying it before it is discovered.
- Fellnacht succeeds in synthesizing a potion which renders any vampire (or similar creature) who drinks it immune to the searing power of sunlight. However, before he can turn it over to Sir Milton, he is betrayed by H'kuk, who steals the only sample of the potion with the intention of ransoming it back. Sir Milton hires the characters to hunt down the renegade hobgoblin.

H12. THE GREENS

These lengthy expanses of well-kept lawns were deliberately set aside by Sir Milton ins order to maintain a pastoral atmosphere for the district. There are no paths here, no hills or rises, and no foliage besides the grass itself — just a long expanse of fresh green lawn. During the day, the Greens host a wide variety of activity, from walks and picnics to various forms of sport. At night, they are lit with delicate, beautiful lanterns that give it an otherworldly feeling. Sir Milton often holds dances here (especially in the large area in the northwest side of the district), where revelers frolic to the music of cloaked musicians before walking home in the faerie-lit darkness. Sir Milton often uses such events to seduce his "victims" — hopeless romantics whom he dines and dances before sampling a relatively small amount of blood (usually just a pint or so). The act helps maintain his charade as a "benevolent" vampire, while drawing attention away from the brutal slayings which constitute his *real* feeding efforts (see location H2). No such brutality ever darkens the Greens, however; just a silent, enchanted landscape tinged ever-so-slightly with a few shades of darkness.

H13. THE CLEAR PATH WINERY AND TASTING ROOM

This building on the eastern side of the Greens is built out of small rounded stones, with oak support beams and a clay tiled roof. A simple sign depicting a glass of wine beside a flowing stream decorates the front.

Inside, the winery is dominated by great wooden casks of fermenting wines. Workers scurry to and fro, performing various tasks — in the fall, they are squashing grapes in vats with their feet or preparing bottles to be corked. A small tasting room overlooks this operation from an upper floor. Patrons can watch the workers go about their business while sampling the fruits of their labor. Scattered about in the tasting room is a large number of hand-printed scrolls, expounding the virtues of a cult called the "Road of Sanctitude."

The building's basement contains rack after rack of barrels, all aging the wine to perfection in the cool dark. Empty bottles are stored here as well, waiting to be filled with wine and corked.

Despite its owner's eccentric religious beliefs, The Clear Path remains a popular and successful winery.

RESIDENTS

The Clear Path is owned by Micentes Vokavel (see location H19), a prosperous vintner who fell under the influence of a cracked but harmless cult. He moved his operations here from its original spot in the country; his new faith prevented him from riding in a carriage. Here, he can walk to his winery and remain true to the tenets of his religion. He has slowly been replacing employees with members of the cult, and the few nonbelievers left are on the lookout for new positions.

Vokavel oversees production at the winery personally, and can be found here when he's not leading rituals at his home. He has steeped everything in the trappings of the Road of Sanctitude, and now every step of the wine-making process is accompanied by a proper ritual (which often entails the wearing of funny hats and chanting things in a nonsensical tongue). He even has water brought in from the cult's "sacred pond" and adds it into his wine, believing it will help those who taste it to see the way (it won't). But despite that — and despite the fact that he funnels huge amounts of money to further the cult's activities — the wine remains excellent and the winery remains firmly in the black.

Micentes Vokavel: Exp5.

> The wine here is quite expensive, worth 12 gp a bottle. There are usually around 100 bottles in the winery, either sold individually or shipped in bulk to a commercial buyer. Vokavel keeps about 75 gp in loose coins, for making change if a taster chooses to buy.

ACTIVITY

The tasting room is open from mid-morning until dusk, giving wine connoisseurs a chance to sample Clear Path's best. Bread and cheese are available to help clear the palette. In the fall, loads of grapes arrive from the vineyards, which are a few hours north of the city, and are promptly put into the vats for crushing. When Vokavel first moved the winery here, he lobbied Sir Milton to let him plant vines in the nearby green, but was flatly refused. The sight of the vintners going about their duty is both enlightening and entertaining for visitors who come to view it.

As tasters sample the wares, however, the vintners begin to exhibit a more insidious habit. In groups of one and two, they will approach visitors, engaging them in idle conversation and inviting them to continue to drink. They will sound them out for views on religion, spirituality, and satisfaction in life, and then speak of the Road of Sanctitude. Though they attempt to keep the conversation casual, their fervor and dedication quickly comes to the forefront, and they will take on the traits of an overly-enthusiastic cultist within the space of a few minutes. They will press scrolls discussing the religion into departing guests' hands, and if they feel they've hooked someone, they will invite him or her to a "private" ceremony to further explain their way of life. Again, the cult is largely harmless, but their unhealthy devotion has succeeded in giving a lot of wine tasters the creeps. The cult has had just enough success with this tactic to keep it up, and as long as the wine remains so good, there will always be people willing to brave the recruitment pitch for a taste.

HOOKS

- Tired of weak recruiting, the cult adopts more aggressive means of securing new members — drugging the wine. Soon, members of the city elite are donating huge sums of money, and attending rituals both here and at Vokavel's house (location H19). There's even word of building an official temple to the cult near the Spire. Can the PCs learn why the city's best and brightest have suddenly gone loopy?
- The cult's "sacred pond" — a distant body of water some distance away, which figures highly into their ethos — is actually the home of a nixie, who takes grave offense at the cult's use of her water. The next time they arrive, she slips a pearl in with the bottles they take… which will summon a hostile water elemental when exposed to air. The PCs are one hand when the creature runs amok in the middle of the winery. Not only must they stop its rampage, they will have to track the pearl to its source and find some way of making peace with the nixie if they don't wish to have the same scenario repeated.
- A bitter skeptic wishes to disillusion the cult by sabotaging their wine. Vokavel asks the characters to help find the culprit before his entire stock is destroyed.

H14. THE BURNING TALLOW TAVERN

This brightly-lit establishment caters to members of the Lamplighters Guild who live nearby. While non-guildsmen are not barred, neither are they made to feel particularly welcome. The tavern has a rough-hewn atmosphere to it, with walls of unpolished bricks and a bar with a curiously warped surface. But the main area is lit by nearly a dozen replicas of the city's ubiquitous street lamps, spaced evenly around the tavern and lit with copious supplies of oil. The tavern's owners, Tom and Grace Mulligan (both Exp4) cook food and tend bar, though the customers far prefer drinking to eating. The Burning Tallow specializes in distilled beverages, particularly whiskey and a homegrown form of moonshine that the regulars can't get enough of. A favored pastime is to spit mouthfuls of the liquid into the lanterns and watch them explode with flame. (Several nearby walls have been seared black by such display, one of the reasons why Tom and Grace built with stone and not wood.) It stays open odd hours, to

accommodate lamplighters coming home for their shifts, and it's not unusual to see patrons imbibing first thing in the morning. Beyond that, however, the tavern is fairly sleepy and dull.

H15. THE NAG'S APPLE CARRIAGE SERVICE

This large building houses several teams of horses, as well as a staggering variety of coaches and carriages. Most of them are housed within the building's voluminous stables; there is space for well over two dozen vehicles. Three or four additional carriages are in the process of being built. The workers all seem to be gnomes: grooming the horses, polishing the carriages, preparing the livery for use. A large sign in front of the stables reads, "For appointments, see Sven in the main office," followed by an arrow pointing left.

The office itself is large enough for humans to move about comfortably, though the table and chair on the far end is only large enough for a Small size being. A wizened gnome sits behind it, puffing on a meerschaum pipe and eyeing a set of plans laid out in front of him. On the wall behind is a calendar maintaining a complicated schedule of times and places to pick up and drop off customers.

RESIDENTS

The Nag's Apple is run by an extended clan of gnomes, the Windylegs, who have combined their craftsmanship to their illusion magic to create a truly unique fleet of coaches. The gnomes number perhaps 50, each assigned a particular task based on family tradition and basic inclination. One-fourth of the clan has the task of actually building the coaches. Another third drives them throughout the city, serving on two-gnome teams skilled in horsemanship. The four eldest members of each family serve as overseers, as well as acting as "official" illusionists. The remainder (mostly the youngest clan members) perform the tedious chores of cleaning the stables, maintaining the horses, and keeping the equipment in good shape. Their current leader is Sven Windylegs, a wily old illusionist who keeps a sharp eye on the bottom line. Customers must go through him if they wish to use the coach for any services.

On the whole, the gnomes are all friendly, but not overly chatty. Their answers are pleasant and clever, but always short and the never instigate conversations except with each other. The refuse to speak of the means by which they have enchanted their coaches, one of the few issues that causes them to lose their friendly demeanor. It's a family secret, outsiders are informed curtly. Subsequent attempts to engage them earn only black looks.

Sven Windylegs: Gnome Wiz12.

Gnomes (50): Gnome Wiz2-8.

The gnomes have a fortune of 5,000 gp in gems and precious stones, hidden through various disguising spells throughout the complex. They are kept separate in caches of 1-2 gems apiece (worth 200–300 gp) so that thieves who stumble across one caches will not take their entire fortune. In addition, Sven has a *rod of wonder* and a *deck of illusions*, which he keeps hidden for emergencies. One of his immediate underling carries a *ring of shooting stars*, while another carries a *helm of brilliance*, similarly for emergencies. The coaches and carriages all have magical qualities, which are dealt with below.

ACTIVITY

The Nag's Apple can transport anyone from any location in the city to any other location. Nothing is out of bounds and nowhere is off-limits (save the Humanoid District). They charge 2 sp per 1/10 mile for their services, though the price can climb as high as 5 sp per 1/10 mile if the gnomes suspect a customer is willing to pay that much. Typical fare runs about 5 gp.

Each coach in their livery contains a subtle and cunning enchantment, designed for the enjoyment of the passengers. Upon creation, the vehicles are invested with powerful illusion magics, which gives the Nag's Apple's service its unique selling point. Some of the enchantments are understated, such as a subtle smell or sound. Others are more powerful, though all are designed with amusement in mind. Passengers may select which one they travel in, time and schedules permitting. The carriage all use teams of four horses apiece, which the gnomes handle excellently despite their smaller size. The buckboards are all designed for gnome-sized coachmen, and an elegant ladder is built into each carriage to allow them easy access.

To determine a coach's particular effect, choose one from the Table L.1, or simply roll.

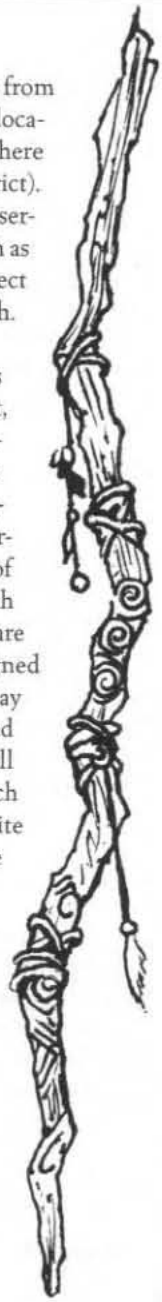


Table L.1: Nag's Apple Magicks

Die Roll	Carriage quality
1	The carriage smells of fresh oranges.
2	The sound of church bells can be heard by those inside the coach.
3	The carriage interior depicts a cloudy blue sky; the clouds appear to move as the carriage rolls forward.
4	The carriage smells of jasmine.
5	The carriage smells of beeswax.
6	The sound of crashing waves can be heard by those inside the coach.
7	The carriage smells of apples.
8	The carriage interior depicts a foggy moor, which seems to meld into the streets as the wheels roll forward.
9	Those outside the coach appear to be prancing acrobats to those inside.
10	The weather outside the coach always appears bright and sunny to those inside.
11	The sound of gently falling rain can be heard by those inside the coach.
12	The coach smells of cut roses.
13	The sound of faraway singing can be heard by those inside the coach.
14	The sound of chirping birds can heard by those inside the coach.
15	The carriage interior depicts a large chessboard, which will appear to move pieces in accordance with the riders' orders.
16	The carriage interior depicts a pantomime play, which begins as soon as the door is closed and the wheels roll forward.
17	The sound of a purring cat can be heard by those inside the coach.
18	The interior of the coach remains softly lit without the need of candles.
19	The carriage remains stable and comfortable, no matter how rocky the road becomes.
20	The coach rides completely silently: neither the horses' hooves nor the squeak of the carriage nor the sounds of the passengers inside can be heard by anyone.

HOOKS

- Though most of the carriages serve only cosmetic functions and magicks are simply amusing diversion, a few — such as the silent model — can come in handy during a clandestine adventure. Naturally, the gnomes will rake the PCs over the coals on price, but the ability to arrive and depart from a location without being heard can be invaluable to the right group.
- One of Sven's associates, his heart twisted by greed and malice, breaks from the clan and steals several of their plans. He intended to use them to build a coach that will drive its passengers insane, then sell his services as a "mind assassin." The gnomes ask the PCs to hunt the renegade down and destroy his coach before it can be completed.

H15A. NAG'S APPLE ANNEX

This small annex offers carriage rides across the parks and greens of the Lamplighter District, as well as anywhere else in the vicinity the rider wishes to go. Three carriages built of oak and inlaid with silver are based in this converted alehouse, which also features a waiting room for clients hoping to take a spin. The horse teams are all black and the gnomes who man them all have silky black hair, which the owners believe adds to the image. The carriages are all enchanted to give the impression of lonely violin music playing in the distance. Prices are the same as location H15, as are most other pertinent details.

H16. WIDOW IN WHITE: OCCULT WARDS AND OBJECTS

The sign above this large-ish shop shows a woman in a white bridal gown standing beside a tombstone. Its roof is made of willow shingles — an anomaly for this district — and the whitewashed walls are marked with all manner of occult sigils, painted in an off-white shade only slightly different from that of the surrounding paint. It renders them nearly invisible until one is right on top of them.

Inside, the shop is clean and brightly lit, with the floorboards and cupboards also made of willow. The front room has very little on display: just a variety of mundane religious symbols and a table full of herb samples in the corner. The owner sits on a tall stool, looming over the proceedings like a crane. A curtain behind her divides the front room from the rest of the shop.



RESIDENTS

The store's owner is Lyn "Linseed" Braddougan, a one-time aspiring sorceress who simply lacks the magical talent to make a go as a spellcaster. She possessed a huge amount of mystical and theological knowledge, but simply couldn't master the vagaries of spellcasting. Eventually, she quit her studies and came here, opening a shop that specialized in occult wards and all manner of mystical ingredients. Whether it's due to her encyclopedic knowledge, or simply the environment of the Lamplighter District, her efforts have proven a huge success.

Linseed is an ungainly, tall young woman, all elbows and knees bound together by a gangly frame. Despite that, she moves with amazing grace, and is utterly unselfconscious about her body. She dresses in white while at work (it make a good selling point), but favors all manner of colors when she goes out after hours. She has a knack for knowing what a customer needs immediately, and while she enjoys chatting, she's always ready to come to the point. She's an excellent source of legends, folk remedies and old wives' tales, and is quite keen on separating myths from reality.

"Linseed" Braddougan: Exp11.

Linseed carries some 50 gp in change at her shop; she keeps the brunt of profits at home in the Artisans District, where they are protected within a carefully-hidden *portable hole*. Her shop contains several minor magic items for sale, including 5 *candles of invocation* (all for the various good alignments), a *hand of glory*, a *hand of the mage*, and 3 lbs of *incense of meditation*. The items are kept in a secure cabinet in the back of the store.

ACTIVITY

Linseed's clients are an eclectic mixture of window shoppers and serious occult scholars. For the casual client, the front room contains a plethora of mundane items for purchase. Holy symbols from every major faith in the city can be bought here extremely cheaply, as well as mundane spell ingredients, such as herbs and tufts of hair. All of it is priced to move and none of it gives the impression that Linseed is anything more than a dabbler.

To those in the know, however, Linseed is an invaluable resource, locating esoteric ingredients of every variety for the sake of her "special" clients. The entrails of numerous monsters line the shelves of her back rooms, as well as rare woods, hard-to-find charms, and the magic items detailed above. Wizards from the Academy District look down at her as a overreaching pretender, but others know just how useful she can be. She is full of advice for applying the various wards and charms which she sells. Her special clients never enter her shop without knowing exactly what they want, and so she stores her important items out of sight — both to discourage thieves and to give the impression that she knows far less than she does.

Those in the know are surprised to learn that Sir Milton allowed her into the district. Indeed, he is the owner of the property, with Linseed merely leasing it from the vampire. But Sir Milton seems unperturbed by her choice of vocation. Any wards in her shop which can be used against him would likely be found elsewhere in the city anyway, and this way allows him to keep an eye on what's out there and who's buying it. He occasionally makes surreptitious visits to her shop after hours, to study the inventory.

HOOKS

- Linseed could easily hire the PCs to acquire any number of strange and outlandish things. She always has need of more supplies and could serve as a *de facto* fence for certain occult magic items, as well as the remains of any supernatural monsters which they happen to slay.
- Sir Milton slips into the shop after Linseed has gone home for the night, and deliberately sabotages certain wards against evil, rendering them useless when they try to be used. The PCs purchase one and have it fail on them at the most inopportune moment... possibly against Sir Milton himself.

H17. SONGS OF MOURNING, SONGS OF JOY

This small residence at the edge of the Green houses a troupe of professional musicians, who perform at weddings, funerals, and social events throughout the district. They are favorites of Sir Milton, who contracts them for every one of his get-togethers. Their music has a soulful, reflective quality to it, much in keeping with the district they inhabit. They charge 10 gp a night for most performances, though a single dirge or wedding hymn may cost as little as 1 gp.

Songs of Mourning, Songs of Joy consists of six musicians: three halflings, two humans, and a dwarf drummer, Jocko Fellhammer (all Brd6), who performs exceptionally well despite the loss of his legs. They dress in uniform harlequin outfits of somber colors, favoring dark violets and blues rather than bright colors. Their uniforms can be altered to fit the occasion if their client wishes. When business is slow, they will often stand on the roof of their building and play for free, their music drifting slowly across the green lawns which surround them.

H18. HEADQUARTERS OF THE WYRM'S SCALES

This remodeled longhouse is quite a sight amid the ramshackle homes and cottages which surround it. The walls have been layered with a series of polished metal shields, giving the impression of scales from some colossal reptilian beast. The main doors are fashioned in the shape of a dragon's mouth, and a curling chimney on the southwestern side has been twisted into the shape of a dragon's tail. Two members of the Wyrm's Scales stand guard out front.

Inside, the hall is dominated by a pair of long meeting tables, divided by a huge fire pit with a blaze constantly roaring within it. Members of the Wyrm's Scales can be found here at all hours of the day, discussing business, cleaning their weapons or preparing to go out on patrol. A colossal set of bronze scales stand below a portrait of Sir Milton on the far wall. The motto above the painting reads, "Always loyal."

A series of rooms off of the main hall contains barracks, quarters for the company's officers, a large kitchen, and an armory containing several dozen sets of the company's signature scale mail.

RESIDENTS

The Wyrm's Scales boasts some 500 members, most of whom spend at least part of their day here, before and after their shifts. Some of them live here full-time, though many have their own quarters elsewhere in the city. The are led by General Hautus Stormrider, a dark, imposing soldier who has spent the entirety of his life in service to Sir Milton. The vampire has retain their services exclusively for the last 200 years, and though technically still a mercenary unit, they are, for all practical purposes, Sir Milton's private guard.

Stormrider answers directly to Sir Milton, and is charged with deploying his forces throughout the vampire's estate. He brings any security issues to Sir Milton himself, and only he has the right to question the vampire's wishes. He is a canny fighter and maintains a firm grasp on the chain of command, though he hasn't had to personally draw his sword in over a decade.

The remainder of the company is divided into ranks of captains, lieutenants, sergeants, and foot soldiers. All of them wear the same uniform suit of dark blue scale mail; the design for senior ranks is increasingly elaborate and captains add to their ensemble a helmet shaped like a roaring dragon's head. Their standard primary weapon is a serrated longsword, though some augment it with other weapons of their own choosing. The rank-and-file members of the Scales are a passionate and deeply devoted bunch. All of them must adhere to a strict code of behavior, and discipline runs strong within the unit. Punishments for dereliction of duty range from withholding pay, to a public lashing to expulsion from the company (and subsequent banishment for Sir Milton's property). The ranks include a few dwarves, but the vast majority are humans. The company's only elf — a hollow-eyed loner named Telleris Moonshadow — serves as the chief quartermaster and rarely leaves the building.

In addition to the soldiers themselves, the Wyrm's Scales maintain a liaison with the Civic Guard, which helps to coordinate their efforts and to prevent any misunderstandings. The Guard has a permanent "diplomat" stationed at the Scales headquarters — Captain Elsa Nesteeran, at present, and she keeps four lieutenants with her as aides. They maintain a regular dialogue with General Stormrider and help mediate any jurisdiction disputes.

General Hautus Stormrider: Ftr12.

Telleris Moonshadow: Elf Ftr8/Exp2.

Wyrm's Scales Soldiers (500): Ftr1-7.

Captain Elsa Nesteeran: Ftr9.

Civic Guard Lieutenants (4): Ftr7.

General Stormrider wears *+3 scale mail* and carries a *+2 frost longsword*. All members of the Wyrm's Scales wear scale mail and carry serrated longswords as their primary weapon. They may also have secondary weapons, and those of 5th level or above will have 1-2 minor magic items as well. Captain Nesteeran wears a breastplate and carries a a *+1 short sword*. She wears a *ring of protection +3* on her left hand.

The Scales' treasure contains nearly 5,000 gp; all expenditures must meet the approval of Telleris Moonshadow, who answers directly to General Stormrider. The company also keeps a *horn of fog*, three sets of *dimensional shackles*, and an *instant fortress* for emergency use only. The items are stored in the basement, which is always locked (successful DC25 Open Lock check to pick), and only Moonshadow has the key to it.

ACTIVITY

At its heart, service in the Wyrm's Scales is no different from any other mercenary company. You must understand who is paying your wages and do as they wish, using force as necessary and staying alive if possible. But on the other hand, the Wyrm's Scales is different in that Sir Milton pays them extraordinarily well, and for duty that is comparatively light. It is also unusual in that serving for any length of time requires that one swear allegiance to an undead

lord for the duration... and the duration will last not just for a campaign or a war, but forever.

So service in the Wyrm's Scales is not for everyone. Even among mercenaries, the outfit retains only unusually tough soldiers with a dark streak in their souls. They do not shy from using harsh methods in pursuit of their duty. And they can be counted on to obey Sir Milton's edicts without question and enforce what they perceive as his will ruthlessly and absolutely. In fact, the Wyrm's Scales actually have considerable leeway in how they act because there are no official laws in the vampire's territory — just a series of vague statements and a body of unspoken assumptions. The Scales understand their mission as putting down troublemakers and anyone who could make life difficult for Sir Milton, and they understand that how they do so is up to them. Law in the Lamplighter District is really a matter of the vampire's whims and how his private army chooses to interpret them. This arrangement, sinister as it is, works out well for both parties: The Scales get to indulge their brutal streak when an excuse presents itself, and Sir Milton knows that those who would dare to trouble him will be terrorized without any clear indication that he gave the order to do so.

Regular duty in the Wyrm's Scales is divided between general patrolling and guarding important locations. Squads of five, led by a sergeant, stand watch over key places of the district (such as Sir Milton's house), while roaming patrols look out for trouble in the streets, parkland, and elsewhere. Their job usually entails stopping petty thieves and breaking up public disturbances, but they ensure that any public gathering held in the district conforms to the vampire's wishes.

The potential for rivalry with with the Civic Guard always exists because these two bodies of armed soldiers share the same basic function in the same area, but the Scales understand that there is little need to make waves. If there is crime in the district, chances are that Sir Milton will frown on it just as much as the Guard. Those the Scales detain are usually turned over to the Guard.

But every now and then they will bring some miscreant up before the vampire himself. Those who survive the experience are usually shaken to the core, and quickly depart the district, never to return. Not that the Scales need their master to appear menacing. They never tolerate those who challenge their will, and while the district residents respect them, that respect is always tinged with a heavy amount of unease. It is worth noting that while generations of serving Sir Milton has made them a *de facto* police force, they still maintain a military core, and their inclinations still tend towards imposing their will at any cost, even more than maintaining peace and order.

The Wyrm's Scales serve the function of the City Guard, but they are not members of the Guard and enjoy none of the Guard's privileges and protections. Away from Sir Milton's property, they are just ordinary private citizens, with no authority to enforce the law.

JOINING THE WYRM'S SCALES

PCs of any level may enlist in the Wyrm's Scales, as long as at least half of their levels are as fighter. The Scales will subject any applicant to an extensive screening process, of course, and if their ranks are already full they may turn away all applicants, no matter how qualified.

A PC who is accepted into the Scales must begin as a foot soldier, no matter how many levels he or she has. Paper qualifications mean almost nothing when it comes to advancement in rank. The Scales choose their officers based not only on demonstrated ability, but on loyalty to the outfit and to Sir Milton. These are qualities that only reveal themselves over one's career in the Wyrm's Scales. For more information, see Quests.



HOOKS

- The Scales capture a friend of the PCs on some trumped-up charge and intend to deliver him to Sir Milton. The PCs must go to their headquarters and convince them to turn him over to the Civic Guard instead. Alternately, they could infiltrate the building and launch an audacious rescue attempt.
- One of the PCs belongs to the Wyrm's Scales, and suspects treachery within its ranks. He believes that Telleris Moonshadow is scheming with Sir Milton's enemies to slay the vampire return his territory directly to the city's control. Alternately, Sir Milton may ask or hire the PCs to join the Wyrm's Scales in hopes of smoking out treason.
- General Stormrider's leadership becomes increasingly disjointed and erratic. His edicts make no sense, and the harsh rules he enforces soon has the entire district running scared. Is he losing his grip on sanity? Or does his behavior represent some larger scheme orchestrated by his vampire master?

H19. HOME OF MICENTES VOKAVEL

This trim brick townhouse is typical of many of the residences in the Lamplighter District: charmingly gothic and ever-so-slightly menacing. The lane on which it lies features eight such houses, each designed with similar architecture and each housing a prosperous member of the city's middle class whose habits nonetheless mark them as somewhat eccentric. The resident of this house is Micentes Vokavel (see location H13), a prosperous wine merchant who belongs to a strange cult of night-worshippers. Though not violent or menacing, their religious practices are decidedly odd. The 30-member cult conducts all business during the night, vowing never to view the rising sun. They bathe in cold water from an "enchanted pond" on the night of each full moon, believing that the act helps infuse them with supernatural power. The pond water is brought in at great expense from its home (a perfectly ordinary body of water far away from the city), and Vokavel has used much of his fortune to help arrange for its transport. It is rumored that he adds some of the water to each bottle of wine which he produces. The cult meets at his house once a fortnight, and the noise they make necessitated his move here, where his neighbors are less prickly about having their sleep disturbed. Among his other eccentricities are an utter refusal to travel in a horse-drawn carriage and an occasional attempts to emulate an owl by leaping off of his roof.

Vokavel keeps most of his savings with banks and moneylenders, though his nocturnal habits mean he must conduct all business by proxy. The trappings in his home are reasonably valuable, and will fetch a total of 500 gp if a buyer can be found.

H20. HOME OF TRILLOTUS THE SHADED

This cottage on the edge of the Lamplighter District is strangely elongated, as if it has been slightly distorted in a funhouse mirror. The sides have been painted a light grayish blue, while the timbers that form the frame have been cut from darkest mahogany. Smoke rises from the chimney, though no light can be seen from within. The air smells of brimstone. A small garden stands behind the house, surrounded by bricks of the same gray-blue shade as the rest of the house. An elaborate wrought iron gate blocks the entrance to the garden, which is marked by a low bench for sitting and sea of thorny, blood-red roses.

The cottage belongs to Trillotus the Shaded, an exiled half-fiend who now resides here and composes poetry for the popular market.

RESIDENTS

Trillotus was born in one of the lower planes to a demonic father and an enslaved elvish mother. He was brutalized from an early age, abused and scorned because of his mixed blood. His mother tried to instill in him a sense of genuine morality, but she died a horrible death when she refused to obey her master's wishes. Trillotus affected a loyalty to his father after that, and lived as full demons of his native plane did. He even slew with his own hand some of those who had tormented him as a child. He was given a commission as a scout for his fathers armies, testing the defenses of the other demon lords against whom the hideous creature constantly warred. But he secretly nourished a dark hatred — both for his father and for the hellish plane in which he dwelled. When the time came, he slew his father, using an enchanted dagger he had filched on one of his missions. He then fled the only home he had ever known and — using an ancient rite he had learned from his father's library — escaped the fiery underworld and arrived on the Material Plane.

He was treated as a monster, of course, and could find no peace in his travels. He discovered, however, that by writing his woes into a journal, he could craft and shape his anger into something positive — and strangely more fulfilling than simple revenge (which he indulged in often enough as it was). When he arrived in the city, he immediately sought out the Lamplighter District, and received permission to occupy this cottage from Sir Milton. Here he has remained and continued to compose poetry. His dark and brooding observations on normal life — filtered through the hellfire of his upbringing — have struck a chord with the popular consciousness, and he now finds himself in high demand. In his poetry, he has found some level of acceptance — though his demonic nature still

emerges in short, terrifying outbursts that can only be satiated through violence. He rarely leaves the confines of his cottage, preferring to use his magic to peer upon the outside world... and to see if any of his father's former minions are trying to track him down....

Trillotus the Shaded: Elf/Half-fiend Rgr6, half-fiend as per the *Monster Manual*.

Trillotus possesses a *hat of disguise*, which allows him to disguise his demonic features. He is never seen without it, though her prefers his natural form when he is at home or composing. His home also contains a mirror which acts as a *crystal ball* when a drop of his blood is applied to the surface. Finally, he has amassed 2,000 gp, which he keeps locked in a box behind his writing desk (successful DC 15 Open Lock check to pick). He pays a portion out of it each month for rent on the cottage — and to maintain Sir Milton's benevolent protection.

ACTIVITY

Trillotus is actually a quiet soul, who desires little except to continue his quest for inner peace. He has no desire to return to his native plane, but neither is he entirely comfortable on this one. He battles each night to make peace between the two halves of his divided nature, for he knows that is the only way to end his torment. His writing is everything to him; it is the landscape to which he can escape and create a world where he alone is arbiter of all. He knows that such a world can never exist elsewhere (one of the reasons why he shows no desire to subjugate others), which makes him value his creativity all the more.

His rages are terrifying to behold, and often result in the devastation of his cottage. When he is out and about they are even more terrifying, with any number of innocent bystanders suffering the brunt of his wrath. The city is diverse enough (and its religious core sees enough extraplanar summonings) that such incidents rarely create a panic, but they do make the infernal poet an extremely dangerous figure to be around, his artist's soul notwithstanding.

HOOKS

- The PCs purchase an original manuscript from the author, written in Trillotus's own blood. Upon opening the book, the words twist into fiery images, revealing a future "outburst" from the author. The PCs must deduce the location of the attack and then try to prevent it from happening.
- The PCs come upon an apocalyptic battle as one of Trillotus' "associates" from the lower planes comes to reclaim him. The PCs have the opportunity to protect innocent bystanders from harm, and/orchoose to become involved on one side or the other.



- Trillotus falls in love with a female PC. His poetry to her is profound and yet deeply disturbing. What will happen when she discovers his vulnerability to terrible rages?

H21. WATCHER STATUE

The stone statue here depicts a benevolent man in robes holding his hands out in greeting. It stands over a cluster of graves which all bear the same holy symbol (for whichever benevolent, good-aligned deity is most appropriate to the campaign), forming a cluster of sorts amid the chaos of the graveyard. A permanent *protection from evil* spell has been cast upon the statue. The aura extends in a ten-foot radius around the statue and will affect anyone who belongs to the faith corresponding with the headstones. The spell is permanent and cannot be broken or dissipated without first destroying the statue itself (the statue has a hardness of 8 and 300 hit points.) There is nothing to indicate that the statue may have any unusual properties (though it will radiate magic if checked for). It is, however, the *only* cluster of graves so aligned — the other graves are very haphazard in their affiliations — causing it to stand out a bit from its surroundings.

H22. RUINED CHURCH

The ruins on this picturesque plot of land just north of the cemetery were once a proud and beautiful religious site. The stones and great oak beams have collapsed following some long-ago blaze, and were apparently never rebuilt. Now the place has a sad, abandoned look to it, though portions of the interior remain intact. Every now and then, the tinkle of glass can be heard, which increases whenever a stiff breeze blows through the area.

This temple once oversaw the maintenance of the cemetery and nearby necropolis. It belonged to a now-defunct religion of abstraction, a secondary, non-racial sect that welcomed members of all races (as befitted its custodial role). A drunken priest burned it to the ground after knocking over a candelabra one night. Before it could be rebuilt, Sir Milton exercised his claim on the district and forbade the temple from being re-established. But the ruins remain, however — along with one of the original church's most unique residents.

RESIDENTS

The ruins are now home to a stained-glass golem, originally created by the resident priests to defend the temple and, as an inscription on a surviving bit of rubble says, "innocents who come here." During the blaze, it tried to save many of the trapped clergy, but its shard-like hands caused deep, mortal wounds when it tried to pick them up and carry them. Wracked by guilt, it remained in the temples in the hopes that the fire would destroy it, but the fates were not that kind. Today it remains hidden in the ruins, trying vainly to assuage its guilty conscience while fulfilling duties that ceased to be relevant hundreds of years ago.



The golem appears to be a female saint of the church's patron deity. She is portrayed dressed in dark robes framing a steel breastplate, with a flaming sword clutched in her hand.

Stained-Glass Golem: As per the *Monster Manual II* (CR 5; Medium-sized construct; HD 12d10; hp 66; Init +0; Spd. 30 ft. (can't run); AC 15, touch 10, flat-footed 15, Base Atk +8, Grp +10, Atk +10 melee (rake attacks 1d8+1/19-20); Full Atk +10 melee (rake attacks 1d8+1/19-20); SA —; SQ Construct traits, DR 10/+2, fast healing 5, keen, magic immunity; AL N; SV Fort +4, Ref +4, Will +5; Str 13, Dex 10, Con —, Int 4, Wis 13, Cha 7. Skills and Feats: Hide +0).

The golem has no treasure to speak of and all of the temple's valuables were either destroyed by the fire or looted shortly thereafter.

ACTIVITY

Despite its alienation and the loss of its home, the golem still does its best to fulfill its created purpose. It guards the ruin zealously, attacking looters and other interlopers who enter it. It will not attack those who make the sign of the patron deity just before entering, but all others are fair game. It strikes to wound and drive away, not to kill and will back off of any relatively injured PC who makes signs of retreating.

In addition, the golem sometimes wanders the streets, attempting to fulfill its duty of "protecting the innocent." This can mean different many things in its tortured philosophy, but certainly includes aiding the victims of violent crime. It lacks the speed to pursue assailants for very long, and the tinkling sound it makes eliminates the possibility of surprise. But it has still saved its share of criminal victims, most of whom have no idea who or what has saved them. Local residents spot the creature every now and then, but none have thus far connected it to the temple ruins; they just consider it part of the overall enigma which defines the Lamplighter District.

HOOKS

- A cleric seeking to revive the sect that built the ruined temple reads an old manuscript describing the creation of the golem. He tasks the PCs to capture the creature

and bring it to him intact so that he can rededicate it to an active location.

- Tempus the Free from the Vigil's End (location G36) asks the PCs to identify and locate the golem; he wishes to help the creature escape its current state.

H23. TOMB OF SIR REINHOLT SNOWHEART

This large crypt was apparently built for just one occupant. It stands in the shape of a noble's mansion, with faux windows, chimneys, and even clinging ivy carved out of the stone. Its size is quite impressive, as large as a normal mansion and equally as elaborate. Though there are numerous doors carved into the surface, only the main ones work, leading into the burial chamber itself. These doors are stoutly locked and sealed with the holy symbols of the Children of the Creator and numerous secondary religions. On the center of the door is a great seal depicting a snarling wolf's head and inscribed with the following words: "Here lies the body of Sir Reinholt Snowheart. His soul has journeyed into unending darkness. We pray that it remains there."

Inside the crypt, the marble carvings further resemble the trappings of a living household: stone furniture, stone tables with plates and cutlery carved into the surface, even a stone fire carved into the stone fireplace. Sir Reinholt's body lies on a marble bed upstairs, with the stone pillow carved to fit the indentation from his head. The body is little more than moldering bones at this stage.

The only thing in the crypt not made of stone (besides the body) is a portrait of Sir Reinholt hanging above the stone fireplace. He stands resplendent in crimson-color finery, his wolf-like eyes piercing through the canvas with a haughty, hateful stare.

RESIDENTS

Sir Reinholt Snowheart was a wicked, debauched noble who delved deeply into the occult. When old age rendered him infirm, he attempted to bond his soul to a portrait in order to gain immortality. The spell failed and he was left trapped in the painting. His terrified family sealed the hideous thing into the elaborate crypt prepared for his corpse, where it has remained ever since.

Sir Reinholt is essentially a ghost, albeit one with special qualities. He is trapped within the painting and cannot manifest outside of it... but he *can* transfer his visage to any other painting, mosaic, or similar art form. In order to do this, he must first meet the gaze of anyone looking at his original painting (successful Reflex save, DC 15 to avoid; it is recommended the DM make this check in secret). Once that happens, he "bonds" with the PC and may follow him into any other painting or mosaic which the PC happens across. He will appear as an otherwise normal element in the scene — a soldier in the painting of a battlefield, for example, or a figure standing in the midst of landscape. Others will notice him there, but to his target PC, he will appear to move, and to grow larger until he practically dominates the painting. This ability replaces the Manifestation special attack which other ghosts possess.

Though he cannot escape the paint and canvas (or tile of the mosaic, or what have you), he can certainly inflict harm. At will, he will utilize the Frightful Moan, Horrific Appearance, and Corrupting Gaze attacks against his chosen target. He may not utilize any other special attacks, and these abilities may only be used against his chosen target. Others simply don't notice it (though they can see the effect on his victim, if any). He may be turned as any undead, though he will eventually return to haunt his victim again once the PC who did the turning is no longer present. He cannot normally be harmed, though destroying a given painting will obviously prevent him from manifesting in that painting. The only way to permanently destroy him is to seek out the original portrait and burn it while a *bless* spell is simultaneously cast upon the blaze. Destroying the painting in any other way simply releases Sir Reinholt's spirit, transforming him into a standard ghost (Ari12) as per the *Monster Manual*. In all other respects, Sir Reinholt is considered a standard ghost (Ari12).

The Snowheart family spent a considerable amount of their inheritance from Sir Reinholt to build this tomb in the hopes that it would keep his spirit from haunting their own estate in the Nobles District. The crypt itself is worth tens of thousands of gp, but its status makes it more of a white elephant than anything which can be legitimately sold. There is nothing else of value here.

ACTIVITY

No one has penetrated the crypt since Sir Reinholt died; even the ghouls in location H7 sense the evil emanating from this place and stay away. Sir Reinholt has been trapped here for centuries and will welcome any chance to vent his rage and pain upon any victims foolish enough to break in.

HOOKS

- A descendant of the Snowheart bloodline hires the PCs to exhume the crypt and prepare it for new residents. In the process, they stumble across the painting and incur its curse.

H24. HORACIUS MEMORIAL ASYLUM FOR THE INSANE

This large two-story building is constructed of gray stone, with numerous windows in the sides. The windows are all barred, from both the outside and the inside. The main doors are open during daylight hours, though at night they are tightly bolted. Clusters of bright flowers grow along the edges of the building, though they do not appear to be tended.

Inside, the atmosphere is chaotic. Howls and cries echo through the corridors, while a series of bolted doors suggests a prison environment. Clusters of priests hustle to and fro, oblivious to the noise around them, while burly assistants struggle with agitated men and women obviously in some form of distress. The stone walls are generally clean, but the occasional mark or bloodstain mars their illusion of passivity. A chainmail-clad guard, armed with a shillelagh, stands close watch over the front door.

Horacius Memorial is an asylum for the mentally unbalanced, run by the clerics of the True Children (see location J3) but only loosely affiliated with the sect. Funding for the asylum comes from a noble family, the descendants of Sir Ignatio Horatius.

RESIDENTS

The current head of the asylum is Bishop Malcolm Venture, a senior cleric who has served the True Children for his entire adult life. Bishop Venture has long had a particular interest in the plight of the insane, for whom little or no other forms of care existed. They could often be found raving on street corners or wandering aimlessly like lost livestock. He began to wonder: Was their madness simple mental imbalance? Or did it stem from something more mysterious? Had they in fact been touched by the god, and was their madness really a window to the divine? If so, then they could bring valuable insight to the needs and wishes of the god. By chance, the True Children temple received at that time an enormous bequest from the Horatius family, with the decree that the sect use it to better the lives of the city's less fortunate. Bishop Venture seized upon the opportunity and proposed creating this place both as a means of housing the unfortunate, and as a way of studying their madness. Though the senior officials in the True Children were skeptical at first, Bishop Venture's earnest interest in the mad was becoming a bit of a nuisance, and some of the archbishops felt him breathing down their necks. The senior leadership of the temple thought this an opportunity to put his energies to good use and get him out of the way at the same time. After a rather tense series of negotiations with Sir Milton (who was the only one willing to allow such an institution on his property), they set up shop in this large abandoned building.

Bishop Venture took with him a cadre of junior clerics, all young and idealistic, who believed that their work here would lead to brilliant revelations about their god's great plan for humans and the city. They take care of administrative duties, as well as doing their best to aid the inmates here. The guards and assistants are there for security, and to prevent the inmates from leaving. The inmates themselves are quite deranged, and sometimes violent, but none has proven a malicious threat (at least not yet). The criminally insane are simply placed in the Humanoid District, along with the other prisoners, and are not sent here.

Bishop Malcolm Venture: Clr9.

Clerics (20): Clr2-5.

Assistants/Security (10): War3.

Inmates (100): Com2-4.

No money is kept on the premises — the True Children temple pays the priests' expenses, and the fighter guards are paid off-site. Father Malcolm possesses a *circlet of persuasion*, which he finds useful when speaking to the inmates, as well as a *medallion of thoughts*, which he uses to probe their minds. He keeps both items on his person at all times.

ACTIVITY

Inmates are kept in their cells 23 hours a day, save for one hour when they are taken out to be bathed and have their cells cleaned. These are among the most dangerous periods, when multiple lunatics are being transferred from their cells to the rather cramped basement washroom. Bishop Venture insists on cleanliness, however, and if his subjects truly are channeling the divine, then they must not be exposed to filth or disease. He interviews each inmate on a rotating basis, attempting to ascertain what drives them to such demented excesses. It's hard going. In many cases, he only agitates them further, probing too deeply into their shattered psyches for comfort. He believes he has made some important observations, however, and even begun to perceive a connection between some of the inmates. He intends to publish his findings as a series of "prophecies from the touched," which he believes will provide a road map for the god's future plans.

In truth, Bishop Venture has little concern for the well-being of his charges. He wishes only to glean what they know, in hopes of some divine reward. He's altruistic enough to take in those who are not touched by the divine

— who are clearly just nuts — but beyond feeding and clothing them, he cannot be bothered to help calm them or address their condition.

The ravings of the asylum's inmates can be anything from wishful thinking to genuine divine prophecies — though from whom is anyone's guess. Though Bishop Venture believes they come from his patron deity, but it's certainly possible they come from the deity of a secondary religion… or from a demon or devil intent on sowing mischief. The implications of their rants — and of Bishop Venture's interpretations/misinterpretations — could extend in any number of directions.

HOOKS

- The PCs may desire divine insight from one of the inmates. In order to see him, they will need to satisfy Bishop Venture that their needs are not trivial, and possibly perform a favor for him in return.
- A spell-casting player PC is suddenly struck by blinding visions of power and light. They soon reduce him to wandering the streets, where the City Guard finds him, and arranges for a new cell at the asylum. The visions eventually diminish, leaving the PC lucid and rational again, but Bishop Venture refuses to release him. He believes the visions will return in time and wants to be there when they do. The other PCs will either need to engineer a rescue, or somehow convince the staff to let their friend go free.
- One of the inmates starts exhibiting supernatural powers beyond just a seer's visions. He blows a hole in the side of the building, freeing himself and all of the other inmates. Years of confinement and the agitation of the escape have sent some of them into paroxysms of violence, and they are soon running amok throughout the district. The Wyrm's Scales, suddenly fearful, ask the PCs to aid them, as they could use all of the help they can get, especially when more inmates begin demonstrating supernatural powers.

H25. DILAPIDATED MANSION

This formerly luxurious estate has entered into a serious state of decay. The windows are all stoutly boarded, and the iron gate across the door has rusted in place. Weeds choke the front yard and the spoor of countless stray animals is caked on the wide front porch. Graffiti of various forms adorns the walls, and the nearby plant life grows wild right up to the foundation. The roof has lost shingles in several locations, while the chimney on the side of the house lists sadly to one side.

Inside is worse. Mold and mildew grow unchecked in the corners, and the floors are covered with layers of dust. The stairway to the second floor has partially collapsed, and a pile of broken furniture has been nonchalantly tossed onto the rubble. The tracks of small animals criss-cross the main foyer, and the twitter of bats can be heard near the eves. Signs of rats and larger animals can be spotted around the plethora of holes in the walls.

This dilapidated mansion is an eyesore, and not even the romantic curiosity seekers who come to the Lamplighter District are tempted to root around in here.

RESIDENTS

This mansion serves as a secret refuge for Sir Milton. Not even his closest associates know that he uses it as a secondary residence. He owns the lease on the mansion through several figureheads, none of whom knows his true identity. Here, he can sleep with the added cloak of secrecy; no one has disturbed the inner recesses in decades, and the mansion's generally unsettling atmosphere means that the locals will continue to steer clear.

Sir Milton Derek: See location H2.

Rats, Bats, and Stray Dogs (varies): As per the *Monster Manual.*



ACTIVITY

Sir Milton resides in a crawlspace between the bottom floor and the basement — underground and all but inaccessible to anyone not in *gaseous form*. The area has been secretly reinforced and lined with steel beams, so it is not subject to the rot which is slowly consuming the rest of the house. When he departs at night, he does so in bat form, rendering him indistinguishable from the house's other primary denizens. So far, it has worked perfectly; the odd vandal or vagrant stubborn enough to break in never lives long enough to repeat his mistakes.

Getting in through the door requires a two successful Strength checks. The first (DC 30) simulates bending the iron gate to create an opening. The door itself is not locked, but has swollen shut from moisture, requiring the second check (DC 20) to force it open. Breaking down the shutters over the windows requires a successful DC 25 Strength check. The easiest way to get in is actually climbing the walls (Climb check, DC 15 along the chimney, DC 20 elsewhere) and clambering in through one of the holes in the roof (50% chance of disrupting a cloud of 10–60 bats in the process). Walking across the second floor requires a successful Dexterity check (DC 15) because the floorboards have rotted. Failure indicates that the PC breaks through the rotten wood and falls 10 feet to the ground floor (which is still sturdy enough to support weight). The stairway is a splintery death trap requiring a successful DC 10 Climb check to negotiate without falling (treat failure as falling into a spiked pit, as per the *Dungeon Master's Guide*.) The staircase can be avoided simply by lowering a rope and climbing down it.



HOOKS

- A band of thieves steals something of value to the PCs, hoping to ransom it back to them. The band hides out in the mansion, quickly incurring Sir Milton's wrath and subsequently disappearing. The PCs must track the thieves to their would-be hideout and brave Sir Milton's anger in order to retrieve the object (which lies discarded on the ground floor).

H26. CLOISTERED HOME

This large home is expertly maintained and seems to be in fine shape, despite the fact that no one is currently occupying it. According to the banker who manages the estate, the owners are on extended holiday, and their return to the city is questionable. However, he has orders to maintain to property as it is, and to guard it from harm. The Wyrm's Scales include it in their nightly patrols and the weekly appearance by a trio of chambermaids is the only instance when people are allowed inside. The tasteful decorations are covered in white sheets, where they remain to wait for the return of their owners.

In truth, however, there are no owners: at least none who will admit to it. The place belongs to Sir Milton, who uses it as yet another one of his elaborate hideouts. The closet in the master bedroom has a secret lever (successful DC 25 Spot check to discover) which locks it tight (successful DC 25 Strength check to break down). Inside is a simple open area where Sir Milton can sleep in peace without being disturbed or generating suspicion. He enters and leaves in *gaseous form* via the chimney and never disturbs the furnishings; they are there for show only. He also takes care to never stay over when the chambermaids arrive to clean. One of them noticed the locking mechanism on the closet some time ago, but simply assumed it was an innocuous security measure installed by the "owners."

H27. CLOSED ANTIQUES STORE

The third and closest of Sir Milton's bolt holes is just across the Green from his estate, and he can keep an eye on any goings-on there without revealing himself. The building purports to be an antique shop, and certainly, there are wondrous rare chairs and similar curios visible through

the windows. But the doors are all stoutly locked and a sign out front proclaims that the owner is off on a buying trip. It has been that way for the last 36 years. Sir Milton has the only keys to the place and he periodically changes the locks (successful DC 18 Open Lock check to pick) so that they don't grow rusty. He enters only in *gaseous form*, as he does with all his hideouts, and sleeps in a coffin cunningly disguised as a four-poster bed in the basement. Several false coffins have been scattered throughout the basement as red herrings.

H28. HOME OF DEMITRI BASKILOV

This nondescript townhouse displays the same features as many others in the district. What makes it distinctive is the assortment of telescopes and other astronomical gear placed on the veranda and outside the second-story windows. Inside, a map of the night sky has been surreptitiously painted on the study ceiling, and the manuals in the library are all tomes on science and astronomy. The kitchen is poorly maintained and the house outside of the library needs a good dusting, but otherwise all appears normal.

RESIDENTS

The house belongs to an astronomer named Demitri Baskilov, who arrived from distant lands overseas to study at the famed observatory. He has spent the last five years charting the positions of comets in the heavens, and hopes to write the definitive book on it once his research is done. As always, though, it is slow going, and he doesn't expect to finish compiling data for another few years at least.

Unbeknownst to anyone in the city, Demitri Baskilov is not what he appears. He is in fact, a doppelganger, who murdered the scholar of that name during his journey here and has now taken the man's place. By scanning the minds of other astronomers, he is able to ape Baskilov's knowledge perfectly — treat him as having Knowledge (Astronomy) +15 — while defusing any suspicion of his *real* purpose: spying on Sir Milton. The doppelganger has compiled a great deal of data over the last few years, including the vampire's feeding habits in the Travelers District, his proxies in the city government, and two of his four lairs. He's very good at his job; most of the time, he's able to track Sir Milton through his telescopes, under the guise of astronomical research. The rest he gains by stealthily following the vampire. At times, he has even appeared as a member of the Wyrm's Scales, just to infiltrate his parties. Sir Milton is thus far none the wiser. From what little he has seen of "Dimitri," the man appears to be nothing more than a harmless academic.

The doppleganger works for the Viscountess Angelika von Dragen, a most unwelcome part of Sir Milton's past. Created ages ago to serve as the vampire's consort, their love slowly died — as all love between such creatures must do — and the Viscountess eventually tried to kill her betrothed. The attempted failed and Angelika was left to die in her burning lair. Sir Milton assumed she was gone, but she survived. Now, she is using the doppelganger to gather information on him: his haunts, his habits, those who serve him either wittingly or unwittingly. When the time is right, she will come to the city and finish what she has started. But time has not arrived quite yet....

"Dimitri Baskilov:" Doppelganger, as per the *Monster Manual*.

"Dimitri" possesses a set of *eyes of the eagle*, which is worked into one of the telescopes on the veranda. By using it, he can keep an eye on Sir Milton while pretending to observe astronomical phenomena. He also possesses a *cloak* and *boots of elvenkind*, which he uses to shadow Sir Milton at night. He keeps all of these items stored in his home when not in use.

ACTIVITY

"Dimitri" sleeps most days, so as to better track his prey. His cover as an astronomer easily explains away the anomaly. He divides his nights between "study at home," when he observes the vampire as best he can, and visits to the great observatory (location H10), where he maintains his cover by participating in various scientific projects. He is fond of nighttime walks, which the other astronomers chide him for; it's reckless, they say, to risk robbery or attack in such a manner. Of course, he's actually shadowing Sir Milton during his "walks" and would make short work of any miscreant who would try to take advantage of him. He always appears as a common thug while following the vampire, which keeps his cover intact if he is ever discovered. "Dimitri" has no intention of getting killed on this assignment. Though he will swiftly dispose of interlopers appearing in ones or twos, a concentrated attack will cause him to flee, relying on his shapeshifting ability to elude capture. He will not directly confront Sir Milton under any circumstances.

HOOKS

- Viscountess Von Dragen arrives to make her move, and the PCs may factor into her scheme. If they're allies of Sir Milton, she intends to destroy them as a part of weakening his power base. If they're enemies, she goads them into a conflict to test her enemy's defenses. Even those who have no interest the vampire may be used as pawns, especially if their experience levels approach Sir Milton.
- "Dimitri" deliberately poses as one of the PCs and allows himself to be spotted, in order to sow enmity between that PC and Sir Milton.

- One of "Dimitri's" fellow astronomers learns his secret and is murdered for it. The PCs are asked to solve the crime, while the doppelganger goes to extreme lengths to conceal his involvement. The chase is on!

H29. JULIAN AND SONS BELLMAKERS

This modified house serves as a smithy devoted to one specific purpose: bellmaking. The owner, Reynard Julian (Exp7) and his three sons (Rocher, Blanc, and Georges; all Exp4) have spent their entire lives crafting bells of every kind imaginable. Great brass bells stand imposingly throughout the store, while smaller hand bells and similar devices cluster on every surface. Julian works mostly on commission, but he and his family create new bells on their own almost compulsively. The place could use a woman's touch — Julian's wife passed away years ago and he never remarried — but the four men don't seem perturbed. They live in the second story of the shop quite comfortably.

Among the items on display are a pair of magical bells: one which functions in a manner identical to a *chime of opening* and another that acts as a set of *pipes of haunting*. Julian acquired them from various dealers long ago, and slowly forgot about them in the clutter. It is possible that he or his sons will inadvertently sell one of them as an ordinary bell. Prices for their products range from 5 sp to 500 gp for the largest and most impressive bells.

H30. FAIREST OF THEM ALL MIRRORS

This upscale shop stands just across from the great observatory, seemingly out of place amid the no-nonsense buildings surrounding it. It is brightly whitewashed and very tidy, with a few strands of ivy wreathing the windows and a dozing orange cat on the stoop. A gentle bell rings when you pull the main door open.

Inside is a maze of images and reflections, emanating from every variety of mirror known to man. Full-length models stand neatly against the walls, while several handsome cases display smaller and more practical models.

RESIDENTS

The owner of Fairest of Them All is Myrtle Venladden, a powerful seer and wizard who retired from the adventuring life many years ago. She has since opened this shop, featuring mirrors and looking glasses which she crafts herself. Her efforts made construction of the astronomical observatory possible, as she contributed all of the lenses for their various telescopes. Locals consider her a bit daft — she has a way of cackling at nothing in particular — but her merchandise is of extremely high quality and though occasionally irascible, she has never actually harmed anybody.

Why Sir Milton let her settle here is uncertain, though it is whispered that she saved his life back when she was younger. She stays here to remind him of that fact, and the mirrors she sells are a quiet dig at his vampiric state. No one knows the truth except Sir Milton; when asked, his eye grow distant and he speaks quietly of her "art," which even those who cast no reflection can appreciate.

The cat outside of Myrtle's shop is Rufus Pumpkinpatch, her old familiar. The beast is at least 40 years old, though he shows no sign of aging. No one recalls seeing him ever leave the vicinity of the shop.

Myrtle Venladden: Wiz15.

Rufus Pumpkinpatch: Cat familiar, as per the *Player's Handbook*.

Myrtle is fabulously wealthy, but there is little ready cash in her store. The mirrors are worth anything from 5 gp to 5,000 gp, depending on their size and quality. Included in their number is a *mirror of life trapping* and two *mirrors of mental prowess*, all of which she keeps under wraps. She carries with her a depleted *rod of absorption*, which she uses as a walking stick. The rod has no remaining powers, but still radiates magic, and those in the know will believe it to still be capable of absorbing spells.

ACTIVITY

Little takes place here, for Myrtle is an old woman, with little use for intrigue or mayhem. She tends to her customers, crafts her mirrors, and plays with her cat — setting off a spell or two just often enough to remind the neighbors that she's still alive. She sometimes plays chess with the senior astronomers across the street. None of them have yet been able to beat her.

HOOKS

- As a prank, Myrtle creates a *mirror of opposition* and has one of the PCs gaze into it when he visits her shop. She will step in to help eliminate the clone, however, if it becomes apparent that the PC is in trouble.
- Rufus begins following one of the PCs around, staying very close to him or her no matter what measures are taken. At night, the PC awakens to find the cat staring into the space above his or her head and growling. Not even Myrtle can say what he's growling at, but her familiar would not leave the shop unless it were very important.

H31. HOME OF EDWINA NARCUM

This brick townhouse appears similar to the other townhouses along this street. The only appreciable different is the presence of iron bars around the windows and a member of the Wyrm's Scales stoically standing guard near the door. The upper story contains a large veranda, which looks out on the lawns and pond to the south. It is big enough to support nearly a dozen people comfortably, making the house's second story less than half as big as the one beneath it. The curtains are shut in the daytime, but warm lights glow from the windows at night.

Inside, the rooms are decorated in smoothly polished oak and dark velvet. A small entryway gives way to a cozy entry chamber, with a dining room, library, and kitchen completing the bottom story. The top level consists of a study with a large fireplace standing opposite the glass doors leading out onto the veranda. A master bedroom with a stuffed feather bed completes the second floor.

RESIDENTS

Edwina Narcum, Sir Milton's proxy and right-hand girl, lives here. She mostly serves him in the City Council, where she acts in his stead during daylight meetings and functions. She gained her position through a long period of "courtship," impressing Sir Milton with both her political acumen and her willingness to do anything for a taste of power. When his former proxy retired due to old age, she was the logical choice to replace him. It was only then that she learned the terrible price her position would cost her.

Sir Milton has enchanted her with a permanent *clairvoyance* and *clairaudience* spell, allowing him to see and hear what she does during the proceedings. In his daytime slumber, he can whisper orders into her mind, telling her what to say and how to behave. In this manner, she can act as an efficient stand-in when circumstances prevent him from appearing in person. It has also cause her to become more and more beholden to her vampiric master, draining away her ambition and personality until she is now little more than a hollowed-out puppet. On the surface, she projects an aura of extreme competence and duplicity; underneath, she is a hopeless thrall to Sir Milton, obsessed with his wishes and devoted to furthering whatever plans he may have for her.

Edwina is a handsome woman of 35, with mahogany hair worn in a braid down her back. She favors flowing white clothes, though for formal occasions she wears dresses of green and red. Her face is animated and gives the impression of being sharp and observant. Only her eyes betray her true state, for the spark went out of them a long time ago.

Edwina Narcum: Exp12.

Wyrm's Scale Guards (5): Ftr2-4.

Edwina has valuables in her hours totaling nearly 3,000 gp, including 600 gp in loose cash she maintains for emergencies. She carries no magic items, but Sir Milton's enchantment upon her renders her immune to having her thoughts read, as if she were wearing a *ring of mind shielding*. Others observing her simply assume that she wears one.

ACTIVITY

Edwina spends her days in the Government District, debating with the City Council or performing errands for her master. During this time, the house stands empty, with only the guard out front and the occasional maid or cook present. In the evenings, Edwina returns here to consult with Sir Milton, dine with political associates, or



throw intimate parties at which her master often mingles freely. Social gatherings are subdued but quite intense, as deals are brokered and agreements made over bottles of wine out on the veranda. When others aren't present, the house becomes a veritable prison, as Edwina lies on her bed or down in the library, frozen in thrall to her master's unholy aura.

HOOKS

- The PCs have reason to enter Edwina's house while she is alone, either for benevolent reasons, or perhaps to steal her valuables. They find her sitting in the study, frozen in one of hypnotic trances. When she comes out of it, she seems submissive and distracted — a far cry from the canny politician she appears to be at council meetings. How the PCs use this information is up to them.
- During a party at Edwina's, the PCs come across a secret panel in one of the lower levels. It leads to a space decorated with a wooden coffin — one of Sir Milton's! How will they respond to this dangerous piece of information, especially if they are among Edwina's political adversaries?



H32. SATROVILLE UNDERTAKERS

This gloomy-looking building is composed primarily of white stone, shot through with veins of dark marble. The bushes in front are a fading green and the main door is carved of oak.

Inside, a tastefully furnished greeting room can be found with several soft chairs. Beyond that is a display room featuring several varieties of coffins, and entries to various passageways leading off to other parts of the premises. Dark velvet curtains obscure the walls from view.

RESIDENTS

Satroville belongs to two somber-looking elves — Elthar Willowleaf and Brina Waterstone — who have an ongoing fascination with death. They see it as an extension of the natural cycle, comparable to the loss of plant life during the coming of winter. Yet they find the grief and mourning periods of younger races immensely strange. Why do humans and dwarves feel such losses so profoundly? Why do religions exercise so many different funeral rites, and yet key elements recur across almost all of them? They launched upon a period of extended study on the subject, which culminated in this — an undertaking/coffin building business that would allow them to view numerous different approaches to the great unknown.

The elves are both slender and pale, as is most of their race. They dress in dark clothes, since it contrasts with their features, but they will happily don whatever color clothing their clients require. They are excellent at affecting sympathetic emotions — compassion, understanding, support — but in truth they view their clients more as a social experiment than intelligent beings in need of comfort. They have been in business for over a century and are well versed in countless means of performing a funeral. The two are working on a book of their studies, which they hope will be the definitive work on demi-human death rites.

Elthar Willowleaf: Elf Exp6.

Brina Waterstone: Elf Exp5.

Eltha has a *helm of telepathy* which he uses to surreptitiously monitor his clients during their stay. He never uses the *suggestion* ability as that would taint the emotions they are feeling. The business has about 200 gp on hand at any given time, collected as various fees and surcharges. The coffins and other funerary equipment would fetch a total of 500 gp if sold.

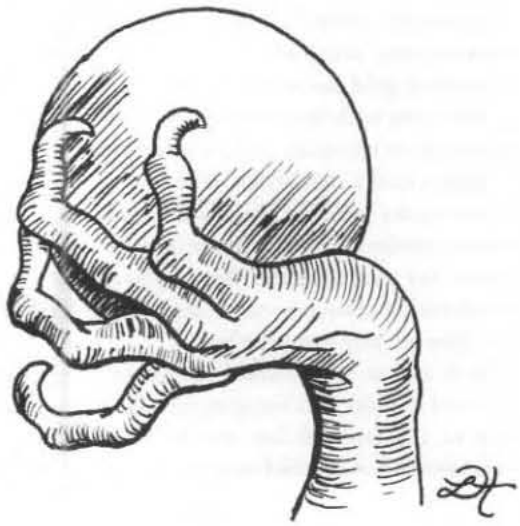
ACTIVITY

The elves are the undertakers of choice for anyone buried in the cemetery nearby, for theirs is the only such business in the district. The number of bodies to be disposed of in such a fashion is limited, however, as only a few are interred in the cemetery each year. For the remainder of the time, the elves perform preparation rites on bodies to be cremated, including allowing them to lie in state, providing a forum for mourners to express themselves, and of course preparing the bodies in whatever manner which the deceased's religion dictates. They preside over each cremation or burial personally, and regularly fill in for those clients unwilling or unable to find a proper cleric.

In addition, both are adept coffin-makers, creating wondrous carvings and sigils into any manner of wood. Some clients, upon viewing their handiwork, will select a coffin to be cremated along with their loved one, while others have even asked them to prepare a coffin for future use, when the client in question finally passes on. Sir Milton owns several, though they still do not constitute the entirety of his collection. Other elves disapprove of the pair's morbid fixation, but none can deny the skill they exhibit in their work.

HOOKS

- The elves offer their services to the PCs for free if they will help them procure a series of hard-to-find religious items from a legendary death cult.
- One of the elves' clients wishes to be cremated along with his personal wealth — a small fortune in gems and gold. The PCs are hired to stand watch over the preparations, and to ferry the super-heated/melted valuables back to the man's family when the funeral is over.
- The elves carved a coffin for a mysterious necromancer, emblazoning it with all manner of unsettling arcane symbols. They deliver their work as promised, but mention it to the PCs, for they fear the necromancer has plans for something terrible.



H33. MUSEUM OF ART AND CULTURE

This spartan stone building stands at the foot of a low hill, leading back into thicker woods. It has a minimalist, no-nonsense look to it, suggesting nothing so much as an armory given over to more gentle uses. A tall series of doors open out onto the park, where visitors wander in and out at will.

The halls inside are filled with a wide variety of interesting pieces. Rare paintings and tapestries line the walls, while vases, masks, and other articles are displayed on pedestals. There is a room dedicated to exotic weapons, from a sahuagin's trident to a githyanki's silver sword. Another room contains religious trappings, claiming to carry one object from every one of the city's cults. Each display is roped off from the public, allowing onlookers to see them but not to approach them. Entry to the museum costs 1 cp, and it remains open every day until sunset. The entry hall funnels visitors through a single door, where they must either pay the admission or be escorted out by one of the guards.

The items on display here were all gathered by Sir Milton over his centuries of life. In keeping with his benign public image, he has put them on display so that the entire city can enjoy them.

RESIDENTS

Visitors here can be of any number or type, but the only regulars are the contingent of the Wyrm's Scales mercenaries, who guard the place. They watch other patrons very closely, looking for potential thieves or those who might cause trouble. At night, Sir Milton hosts private parties here, or simply comes to contemplate his collection. The number of guards doubles for any such social events.

Wyrm's Scales (10-20): Ftr2-4.

Visitors (varies): Com1.

The treasures here are almost beyond counting. Each is valuable in its own right — fetching an average price of 350 gp and topping out at several thousand gp apiece — and there are numerous magic items within their number as well. Details are up to the DM but can include anything within reason.

ACTIVITY

When the museum is open to the public, the crowds ebb and flow. Generally, they consist of the idly curious, as well as scholars who are studying the characteristics of a given piece. At night, the museum is usually deserted, though Sir Milton haunts its halls when he has the time. Social

events create a darkly festive atmosphere, as Sir Milton's noble friends move through the exhibits, chatting with each other and enjoying the vampire's hospitality.

HOOKS

- While the PCs are enjoying the museum, the githyanki owner of the silver sword reappears to take back what is his. If they grasp this opportunity to show their heroism, they must keep any innocent bystanders safe while attempting to repel the threat.
- One of the artifacts — an elaborate puzzle designed by one of the city's enigmatic cults — begins to softly glow and hum. The humming grows progressively louder as time goes on until its noise is deafening. After 10 rounds of this, it will explode, causing 3d10 points of damage to everyone within a 20-foot radius. The only way to prevent this is to solve the puzzle... and the PCs are the most logical candidates in the room.
- Sir Milton tasks the PCs to steal one of his own exhibits! One of the religious artifacts is causing him "considerable discomfort" and he wants it removed... but he doesn't wish to offend the religion to whom it belongs by drop it from his "comprehensive" collection. A staged theft would allow Sir Milton to save face while still getting rid of the obnoxious object.

H34. PARK GROVE

This area of Twilight Park stands on a low hill, and is virtually indistinguishable from the wilder woods to the south. The trees grow thick here, pressing together over visitors like a tomb. Though it is quite easy to wander between them, it is just as easy to become lost, and to find your way south where the dangers are more tangible (see location H8). Wise visitors keep an eye on either the groundskeepers' cottages (location H3) or the Museum of Art and Culture (location H33). A small pond stands in the middle of the grove, forming a pleasant clearing where picnickers can come to dine. In the evenings, the grove is abandoned, save for the woodland creatures, who draw no distinction between it and the southern wilds.



H35. STONECUTTER ELLIE'S RESIDENCE

This prosperous looking manse stands in the shadow of the eastern wall, on a wide empty lot bereft of vegetation. The rear of the place has been decorated with polished stone statues inlaid with brilliant 'clothes' made of woven gold. A marble clock decorates the front walkway, flanked by two stone guards standing at eternal attention. On the northern side of the house sits a stack of uncarved marble, each block big enough to be a statue in its own right.

Inside, the house is luxuriously decorated in trappings of a style that seems foreign and exotic. Gorgeous rugs adorn the marble floor while jeweled boxes and other knick-knacks can be found on every shelf and table top. Several gorgeous paintings adorn the main foyer, topped by one depicting a beautiful red-headed woman draped in a wine-colored robe. The furnishings are all expensive and lavishly decorated and the amount of precious gems on display would tempt even the most careful thief.

This mansion is the home of Eleanor Gainsborough — also known as Stonecutter Ellie— a notorious underworld figure who deals in stolen gems and jewelry. Her house is a treasure trove of lost or stolen items, acquired through illicit means and brazenly displayed throughout her home. Of course, most of those who see them never live long enough to tell anyone about it.

RESIDENTS

Eleanor Gainsborough has a reputation as a sculptor second to none, creating life-like marvels that can put the masters of the art to shame. She is especially adapt at blending her creations with woven gold "clothing:" creating a partially clothed statue only to complete its look with intricately designed golden mesh. Her works fetch thousands of gold pieces at auction, and few seem to care what she does with her money. She is known to consort with notorious criminals and pays hefty protection fees to the Thieves Guild, though for what her upper class clients can never quite say. The City Guard knows that she traffics in stolen jewelry, fencing goods from a thousand robberies to adorn her palatial estate. But she never conducts robberies herself and because she enjoys the protection of the Guild, they usually leave her be.

Ellie is said to have come from working class roots. It is also said that she was exceptionally lovely in her youth, before an accident left her misshapen and scarred. She always wears a hood pulled over her head and rarely speaks with clients. A series of bodyguards and go-betweens act as her mediator to the outside world.

The truth is far more horrendous than even her worst enemies could suspect. Ellie is a medusa, a hideous monster who has taken up residence in the city beneath everyone's noses. She creates her "sculptures" as a way of feeding her insatiable lust for treasure, first luring models in to "pose" for her and then transforming them into stone when they attain the right posture. The city is full of the destitute and desperate, who feel that by posing for Miss Gainsborough they will gain access to the wealthy upper class, who will give them patronage and a way out of poverty. And so they do, after a fashion; many of them are currently adorning gardens in the Nobles District!

With her profits, Ellie runs a first-rate fencing operation, buying all manner of stolen goods and selling them to her connections out of the city. She keeps the choicest for herself, gilding her mansion in the most decadent trappings she can find. What she doesn't gain through fencing she buys directly, though it rankles her sense of propriety to pay so much. The Thieves Guild considers her a valuable link in their operations and protects her as long as she gives them a cut. None of them suspect she is a medusa, though whether it would change their opinion if they did is another matter.

Ellie has a pair of agents working for her — one to arrange for models and to find buyers for her statues, and another one to set up exchanges of stolen goods. Both are aware of her true nature and have no qualms about working for her. Besides, they know that if they ever betrayed her, they'd end up decorating her garden outside. She maintains no other protection for her home — she doesn't need any — but the golden clothing in her statues outside is constantly coated with poison from her serpentine hair. At least once a month, the body of a would-be thief turns up in her garden, his ashen features contorted into a permanent howl of pain.

Ellie is on speaking terms with Sir Milton, but doesn't interact with him if she can. As one of the few beings immune to her petrifying gaze, he can look her squarely in the eye — an act which she finds profoundly unsettling.

"Stonecutter" Ellie Gainsborough: Medusa, as per the *Monster Manual.*

Assistants/Agents (2): Exp9.

The valuables at Ellie's estate total nearly 10,000 gp, while the statues in her garden would fetch another 5,000 gp if they were ever sold. Because she is a paying member of the Thieves Guild, however, they refuse to authorize any burglaries of her place, while she herself will ruthlessly hunt down any freelancers brazen enough to make off with her property.

ACTIVITY

Ellie spends most of her time here alone, admiring her valuables or planning some new scheme. Thieves sometimes come by prearranged appointment to fence their goods. Ellie is always present for such meetings, though she lets her agent do most of the talking. The only other time significant activity takes place is when Ellie "sculpts" a new piece. A model is brought to the house, arranged in the proper clothes and made to sit in a proper position. Ellie then simply reveals her visage to him or her, freezing the poor soul solid. Ellie spends a great deal of timing investigating potential models so that they will not be missed when they mysteriously disappear. She pays footpads to follow them, sometimes even paying delinquent bills or protecting them from harm. She only picks beautiful young men and women, and takes great delight in preserving their beauty forever. Without her, she reasons, they would simply age and grow ugly.

Once a month, a member of the Thieves Guild comes to collect their cut of the profits — 10% of everything she collects. She's been skimming off the top for years, of course, but always makes sure that the Guild knows nothing about it. She's a good moneymaker for them, and they have learned not to ask too many questions. After all, no one wants tot rock the boat.

Ellie never meets her legitimate clients here; indeed they rarely meet her at all. Since those who buy her statues are among the richest nobility — who by default may be the original owners of the stolen items displayed throughout her home — it simply make sense to keep them off the premises. When she must meet with them in person, she does so in the garden, where she can display her handiwork while keeping them away from any unfortunate revelations.

HOOKS

- Someone discovers an acquaintance of the PCs, frozen in stone in Ellie's back yard. They contact the PCs, who must figure out how to free her and/or avenge her if possible. Alternately, Ellie targets one of the PCs themselves, and seduces him into posing for her.
- The PCs are performing watchman's duties on the city wall. They note several odd goings-on at Stonecutter Ellie's — thugs coming and going in the middle of the night, people arriving and never seeming to leave, etc. They resolve to investigate the matter on their own.
- A courier of the Thieves Guild, come to collect their cut, crosses the line with Ellie and is turned to stone. Now she must smooth things over with the Guild before they decide to launch a reprisal against her. She hires the PCs to help her out.

H36. CITY GUARD OUTPOST

Sir Milton owns the majority of the district, but the buildings along the wall — the long row from south of this location all the way up to the lawn in location H12 — belong to others, and are thus a part of the city's jurisdiction. This

large, utilitarian building serves as the headquarters for the small unit of the Civic Guard that patrols this district. The building is made of sturdy stone, with few windows and two large doors which can be barred from the inside. The basement contains stores of food and water, as well as a small armory containing a wide variety of weapons.

The Guardsmen here are a fairly mixed lot: 36 humans, dwarves, and elves divided evenly into three shifts of twelve, so that there are patrols walking the district 24 hours a day. They are led by an exceedingly patient dwarf, Captain Grellknot Silveraxe, who interprets his duties in terms of right and wrong, rather than legal and illegal. His most important job is maintaining an open dialogue with the Wyrm's Scales. A pair of the mercenaries — solemn humans named Gunter Fellhorn and Restin the Vigilant — are permanently assigned to the outpost. They act as unofficial diplomats, as well as accompanying the Guard on their patrols.

Captain Grellknot Silveraxe: Dwarf Ftr9.

Civic Guardsmen (36): Ftr1-7.

Gunter Fellhorn: Ftr6.

Restin the Vigilant: Rgr5.

Soldiers of the the garrison are equipped as per Civic Guard standards: studded leather armor, chain shirts for corporals and higher ranks, and a small wood shield, baton (treat as a quarterstaff), short sword, and a light crossbow or short bow for at least one member of the squad. Captain Silveraxe wears a platemail breastplate and carries a *+2 battle-axe*. Gunter Fellhorn wears *+1 scale mail* and carries a regulation Wyrm's Scale serrated longsword. Restin wears scale mail and carries a *+1 small steel shield* and a *+1 spear*.

QUESTS

The Lamplighter District is a place of secrets buried just under the surface, of a romantic facade hiding darker and more sinister depths beneath it, of an artificial fairyland created to hide monstrous crimes. Quests and adventures which take place here reflect a sense of the gothic: doomed lovers, midnight rendezvous, and bloodstained corpses buried beneath a full moon.

SIR MILTON

The principle driving force of the district is its vampiric overlord, who has ruled it for centuries and shows no sign of relinquishing his grip. Almost everything which happens here does so according to his design, and the residents all eat and sleep beneath his watchful — and not entirely malevolent — eye.

The obvious use for Sir Milton is as a foil for the PCs. Like any vampire, he makes a fine villain, and can cause no end of trouble for the PCs to unravel. He has sunk his claws deeply into the fabric of city politics, and seemingly unrelated incidents in far-off districts can ultimately trace back to his doing — serving a plot whose fruition may not come for another century or more. As a villain, Sir Milton has both the intelligence to counter the PCs carefully, and the longevity to ensure that he'll always be around to torment them. Unlike other villains, Sir Milton can afford to take the long view. If the PCs are vexing him, he needn't storm off in an orgy of destruction; he need only wait. In 50 years or so, they'll be dead anyway, and he'll be around to mock their tombstones. The only exception to this is if they prove a direct threat to his safety, in which case he will use every resource at his disposal to fight back. Keep in mind that while Sir Milton has committed many heinous crimes, few if any can be directly traced to him. He is an established member of both the civic leadership caste and the social elite, and other city leaders will go out of their way to help protect him (an attack against him is an attack against them all). Unless they have an overwhelming case or can act with utmost secrecy, the PCs will have an extremely difficult time destroying the wily vampire.

His permanence and power make him an excellent recurring adversary for the PCs, however. Sir Milton will always have another scheme to be thwarted. His presence at the top of the food chain provides him with numerous underlings, whom the PCs could gradually confront — and even destroy — as they progress in levels. The vampire himself can make an appearance just often enough to let the players know who they are really fighting, and their efforts to stop him have the makings of a permanent campaign fixture. Sir Milton is not without a sense of honor, and may consider the PCs noble foes worthy of respect (certainly, they'll provide him with the most interesting time he's had in centuries). And if they get the better of him more than he does them, what of it? He knows he'll be around to have the last laugh.

As intriguing a villain as he makes, however, he could make an equally intriguing ally. Sir Milton has gone to great lengths to cultivate his good image; the entire city knows he's a vampire and, with the exception of a few religious extremists, most have accepted him as he is. His darker secrets, such as the truth about his feeding habits or the ghoulish experiments of Fellnacht (location H11), are hidden from even the most prying eyes and, while he may come across as sinister, he can also prove extremely helpful to those who share his interests. The PCs and the vampire may have a mutual enemy, leading Sir Milton to request their help in vanquishing him. He is a famed collector of rare objects, making him an obvious buyer for any treasures they find on their adventures, and his politics, though hard-nosed, have actually done the city little harm. The PCs may be well served by taking his extended hand; it's always nice to have a friend among the rich and

powerful. Of course, they may only be serving as cat's paws in his schemes, but if it accomplishes their goals as well as his, they might not mind his patronage.

Finally, the PCs could be pulled into any number of schemes as neither allies nor enemies, but rather neutral parties. Sir Milton has no shortage of foes — Viscountess von Dragen, for example, or Adisabah the Cruel (see location I19) — and an extended conflict with one of them could have repercussions beyond the central combatants. Innocents could be harmed in their extended struggle, or priceless objects destroyed by one side just to keep the other from acquiring it. Such circumstances may require the PCs to act as a counterbalance to both Sir Milton and his adversaries, helping one side just to keep the other in check. Two powerful beings occupied with battling one another are far less dangerous to the city's general welfare than one powerful being with plenty of free time on his hands, so the PCs may wish to keep them fighting permanently, thus ensuring that neither one gains the upper hand in the city.

THE GRAVEYARD

The City Cemetary and the Necropolis (locations H5 and H6, respectively) are very important to the city, though their significance is more historical than practical. With only a few new bodies buried there each year (and most of those devoured by the ghouls in location H7), the cemetery consists mainly of ancient and long-abandoned grave sites, maintained only by the good will of Sir Milton. However, with most of the city's current dead being cremated, and the only other source of bodies being the well-guarded tombs in the Dwarven District (see location A10), this area becomes a focal point for any villain with desecration on his mind. Summoning an army of skeletons, a ghost or specter, or even a demon from the lower planes, is extremely easy in a location such as this. Such a plot would have many elements, as the necromancer plots his grand summoning and gathers the materials he requires. The PCs may collide with him anywhere along the way, whether he be gathering followers to his side, seeking out the dread tome that will allow him to complete his work, or arranging for Sir Milton to be conspicuously absent on the climactic night. They might consult with the astronomers in location H10 to learn when the stars will be in alignment, or speak to Trillotus the Shaded in location H20 about demons that may have a role to play. It all comes to a climax in the center of the cemetery, as the PCs' adversary completes his fiendish plan and unleashes a catastrophe upon the unsuspecting city.

The cemetery can also serve as the nexus for a villain thought slain and who, through the dark magicks coursing through this district, rises from the grave as a wight or similar undead. Though Sir Milton is loathe to admit a greater undead into his sanctum, he certainly has no issues with lesser forms taking up residence, as the ghouls in location H7 have shown. The PCs will be in for a nasty surprise as the adversary they thought was gone for good returns to battle them anew. Assuming his new form is intelligent enough (i.e., is not a mindless zombie, skeleton, or the like), the villain can presumably take up where he left off — returning to his home, leading his band of thieves, and hatching schemes with the added benefit of his undead powers. It all begins with in internment in the city graveyard (or perhaps a tomb in the necropolis). Depending on how the PCs confront their reborn foe, it may all end there as well.

Grave robbers and treasure hunters are another exciting aspect of the cemetery, though whether the PCs are among their number is another question. The search for an ancient and valuable artifact can easily climax here, where after years of searching and the gradual piecing together of countless elusive clues, the object of the quest is finally achieved. Of course, it won't be as simple as simply digging up a grave or prying open a tomb. Sir Milton will have to be appeased (or else his wrath risked), and the ghouls in H7 can cause difficulty, as well as more dangerous undead foes if the PCs are a bit too strong for ghouls. Then there's always the possibility that the prize they are seeking is cursed somehow, such as the portrait of Sir Reinholt Snowheart from location H23. Even if they obtain the prize, they may find themselves pursued by the Wyrm's Scales, or by the descendant of the occupant of the tomb they so callously despoiled.

The PCs could also find themselves on the other side of the equation — working to prevent a grave robber from despoiling the site. A lengthy chase could climax here, as the PCs confront their foe just as he unearths the long-buried treasure. Or miscreants like Fellnacht can first be encountered here— defiling the recently dead for their own fell purposes — in which case the cemetery serves as setting not for the climax to the adventure, but rather for its inception. Such conflicts can easily spin out into larger scenarios, as the PCs' efforts to thwart these villains unearths a deeply hidden secret (such as Sir Milton's connection to Fellnacht, or the presence of fresh bodies in graves which do not belong to them). Finally, there is the status of the cemetery as a historical monument, and the fact that its crypts and tombs contain a plethora of information about the city's past. Those looking for lost information on previous rulers or ancient nobles whose death is shrouded in mystery would do well to make their way here and commune with the spirits of the long departed.

THE WYRM'S SCALES

Policing the Lamplighter District is made relatively delicate by the fact that the vast majority of it is one individual's private property (not even the city's oldest and wealthiest noble families can make that claim), and that individual declines direct assistance from the City Guard. Mercenaries from the Wyrm's Scales patrol Sir Milton's land, from the homes and shops on the northern end to the public parkland that gradually dissolves into wilder-

ness. The Scales follow different rules than the City Guard, and their tactics are harsher. But they are, in essence, little different from the "official" guards to the west of them. DMs wishing to run a campaign centered on activities that fall under the City Guard's domain, but with a twist, can use the Wyrm's Scales instead.

The Scales generally employ only fighters or classes similarly oriented toward physical combat, though wizards and clerics are occasionally admitted as well (especially if they multi-class with a fighting class). They prefer members to use their standard serrated longsword, though personal weapons may be carried if the PC has some particular attachment to them. Armor must be uniform: a suit of scale mail and a helmet forged in their own unique style. Applicants of any social rank are accepted, though many in the company belong to families who have served Sir Milton for generations. Newcomers will be tolerated, but rarely allowed to feel welcome.

Every member of the Scales must pledge loyalty to Sir Milton. The only law in the Lamplighter District is his word, and though residents must adhere to the same rules that govern the rest of the city, it is the Scales — not the City Guard — who must enforce it. Their tactics are harsher by extension: offenses that the City Guard would let off with a warning result in beatings from the Scales, and more serious offenses are handled with proportionally more severe violence. By agreement, they are required to turn all serious criminals over to the Guard, but sometimes, they feel no need to trouble their colleagues with particularly dangerous miscreants. They'll simply kill him and hand a corpse over to the "official" authorities, asserting that the criminal "resisted arrest."



Despite their cruelty and fearsome reputation, there are still many opportunities for heroism as a member of the Scales. The company possesses an extraordinary *espirit des corps*, and PCs within its ranks may be asked to help a fellow member out of trouble every now and then. This could be anything from assisting him home after a night of heavy drinking to watching his back when combat becomes unavoidable. In addition, part of the Scales' duty is defending the district from unnatural creatures may arise to plague the residents — undead from the cemetery, perhaps, or monsters from the nearby woods. As watchmen, they similarly serve to keep the criminal element in check. The district has its share of unstable residents, and some are quite mad. Should one of them have a meltdown or seek to do harm to one of their fellows, the Scales are the only force capable of stopping them.

On a less militaristic note, the Scales also act as spies for Sir Milton, using clandestine means to gain information about his enemies. As bad as the vampire may appear, there are others in the city who are just as bad or worse. Thwarting their schemes, even in the service of an undead overlord, is still providing a public good.

The relationship between the Scales and the City Guard is a delicate one, and can become strained at times. One the one hand, the Scales must bow to the Guard's status as the city's official peacekeepers, but on the other, the Scales are not part of their chain of command, which essentially makes them autonomous. A rivalry of sorts has sprung up between them, which could have serious ramifications if the PCs are on one side or the other. Perhaps a unit of the opposition takes great delight in showing them up: flaunting their authority, capturing the criminals they spent months tracking, and so on. Escalating tension could cause problems no matter how little contact the PCs have with outsiders; those diplomatically inclined may be asked to help smooth over ruffled feathers... or alternatively, cover up activities that could incite the other side.

The most dangerous scenario for the Scales would be if public opinion turns against Sir Milton, and he is hunted down. The Scales will need to defend his territory against Guardsmen, holy warriors, and torch-bearing mobs, risking life and limb so that their master can escape unharmed. As members of the Scales, the PCs might choose to stand against the growing tide— or perhaps they could switch sides and help hunt Sir Milton down. With their inside knowledge of his habits and hiding places, they could prove instrumental in the conflict, regardless of which side they take.

Table H.2: Lamplighter District Random Encounters

d20	Encounter
1-2	Wyrm's Scales patrol
3	Off-duty Wyrm's Scales
4	Civic Guard patrol
5-8	Tourist
9-10	Lamplighters
11-12	Undead (wandering away from Cemetery — locations H5 and H6 — or Fellnacht's laboratory — location H11)
13-14	Messenger
15-16	Nag's Apple carriage (see location H15, H15a)
17-18	Craftsman/Tradesman
19	Funeral procession
20	Sir Milton Dennis (at night only; see location H2)

MAP SECTION I: GOVERNMENT DISTRICT

OVERVIEW

Though the Spire is undoubtedly the city's heart and soul, the Government District is its brain. Established almost by default between the Docks to the south and the Nobles District to the north, it has resisted all efforts at increasing its population density while still remaining as efficient as any such area can be in a city this size.

The Government District originally served as a meeting place, where the three great races of the city could argue and debate on neutral ground. It was here where they signed the accord that established the peace between them, and the charter which formally ratified the city's existence. Its status as neutral ground has always been honored, even by those who would claim the Spire for themselves, and those who do not honor the rules of civility and decorum here run the risk of exile. The vast green lawns are cool and inviting — that is the influence of the elves — and the threat of violence is nonexistent. Elite Palace Guardsmen watch over every corner of the district, keeping the criminal element at bay and allowing those who keep the city running to go about their business.



Just because there is no violence here, however, doesn't mean there is no conflict. As the center of government, the district is a hotbed of ferocious political maneuvering. Politics goes beyond an art form in the district; it is the sole purpose of life. Residents jockey with each other for the smallest perk or privilege, battling over countless meaningless issues simply for the sake of battling. Clerks plot against each other for privileged positions, officials plot against each other for a greater share of the treasury money, and the Council members battle with each other for power and influence due their particular district. When talk fails, other methods may be employed; murder is rare but certainly not unheard of, and the city's history is peppered with incidents of covert political assassination. The great dance is all consuming, and no one who sets foot in the Government District remains untouched by its rhythms.

Indeed, plots, schemes, and backroom deals are often the only way to get anything done. A city this large and this diverse will by its nature resist any effort to impose order on it. The resources required to exert any real control would be astronomical. Instead, the powers that be must simply hang on, doing what they can to keep the various factions and private interests within the city in check. Even that is a monstrous task, requiring hour upon hour of tireless effort to achieve the slightest bit of functionality. The City Council — the closest thing to true rulers the city has — squabble constantly over issues both large and small, attaining results only after months of careful negotiation. The wheels grind very slowly in the civic government, and only the most popular projects see any success at all.

That said, what the city does provide is vital to its survival. Without the policing efforts of the City Guard, or the authority of the Harbormaster to regulate traffic on the Docks, there would be nothing but anarchy on the streets. Entry fees, guild tithes, and the few successful efforts at taxation provide the funds to maintain the city's defenses, keep the courts open, and ensure that the flow of people and materials into the city doesn't screech to a halt. More importantly, the government provides a forum where the powers in the city can discuss their differences instead of fighting about them; where the blood and carnage which preceded (and caused) the

city's birth can be kept at bay; and where every resident of the city has someone at least purporting to represent their interests. Without that, the metropolis would descend into civil war in a matter of weeks.

Visitors to the Government District are often amazed at how uniform the buildings here appear. While the Council Palace and the Treasury are elegantly designed, the remainder of the district has a far more functional appearance, dominated by building after building of plain white limestone. This is mostly due to the fact that many of them were built at the same time, and the architects wished the district to have a uniform look. Efforts were made to limit development within the district, and new construction was invariably ordered to look just like the old. As a result, the Government District has a very bland appearance; pretty in a passive sort of way (especially on summer days when the sun gleams off of the white stone), but lacking the charisma of other nearby districts. This is especially so if you compare it to the Nobles District, which is a jumble of architectural fashions and personal statements by the city's wealthiest and most self-important citizens.

Most of the buildings here are either publicly owned or belong to a guild or similarly large body. Private residences are a rarity, limited mainly to boarding houses quartering the countless clerks and bureaucrats who call the district home. Those who can afford it live in the Nobles District, while others take cheaper rooms in the Travelers or Artisans Districts. That leaves the Government District free to go about the city's business. Buildings that do not house a formal function of the government either house someone who works directly for the government, or a supporting function of some sort. Hundreds of scribes are employed to transcribe documents of all varieties, and entire libraries are devoted solely to the claims, writs, edicts, and correspondence of every conceivable level of the district. Those with business before the Council come here in droves, lobbying for an audience or enticing favors from the various underlings who act to enforce the Council's will. The Council Palace is abuzz with activity at all hours of the day, its lights burning throughout the night as those within go about the city's business.

Outside the palace, the district resembles nothing so much as a large beehive. No one enters the Government District without direction or purpose; those who come here have a specific job to do, and go about it without lollygagging or wasting time. Anyone appearing idle soon draws the attention of the Palace Guard, who work to keep the riff-raff from the Docks to the south out of this area. Without at least the appearance of purpose, a PC will soon be targeted as "undesirable" and told to move along. Though a few residents remain here during their leisure hours — a scattering of taverns such as the Cheque and Balance (location I7) caters to their entertainment needs — the vast majority seek other venues when their long day is finally done. At night, the district is sparsely populated, with only a few late-working scribes and the inevitable activity around the palace breaking the silence.



The presence of a City Council, rather than a single king or ruler, does much to assuage the city's residents. Those who dwell here tend to be an independent lot, driven by loyalty to things other than the city (such as religion or commerce). The diverse nature of the city means that a single ruler would be nearly incapable of governing, faced by a thousand challenges from the patchwork of faiths, cultures, and interests that form the population. With the Council everyone has at least the pretense of a voice — someone working to better their interests — and the sixteen chairs ensures that no single being can exert his or her will over the entire city. The government has developed beneath it without requiring

a single unified voice; once basic services were agreed upon, each department could function more or less on its own. It could be shaken by a major display of single-mindedness from the Council... which, of course, never happens.

Inertia and protocol are the watchwords in the city's government. There's a formal process for everything and while it can never be shortened, neither can it effectively be stopped. Things that happen are *supposed* to happen: ships receive docking privileges, tithes get counted, the City Guard gets paid. To ignore such things is to court anarchy, and the bureaucrats of the Government District attend to them all in due course. Everything else will take care of itself; attempting to get the government involved in affairs deemed none of its business is difficult in the extreme. Because of the sheer size of the city, only the barest of civic functions are provided. Everything else is either privately maintained or simply ignored.

Which isn't to say that a determined individual can't get things moving more quickly. A few gold coins in the right hands can work wonders, especially if applied with the proper finesse. Need a few more Guard patrols in your neighborhood? Set up a "City Guard Appreciation Fund" with regular payoffs to the district captain. Want an audience with the assembled Council? Pay the leader of a prominent guild to give you his spot on the docket. Graft and corruption are par for the course in a bureaucracy as big as this one, and most clerks supplement their income by taking a variety of kickbacks on the side. The City Council quietly encourages this state of affairs; it helps offset costs and besides, those willing to pay for the privilege should reap the benefits that their extra income can provide. In a moment of supreme cynicism, a waggish Council member once suggested levying a "bribery tax" on all public officials who accept such gratuities.

Generating income for the city is a tricky process. Outright taxation is nearly impossible: Too many people are coming and going, and the resistance of the average citizen to paying taxes is considerable. Instead, the city generates what it needs through a series of tithes and tariffs; in effect, it uses the guilds to do its dirty work A portion of all guild tithes go to the city, and similar levies are weighed against most major faiths and religions. Every piece of cargo entering from the port is subject to a tax, and ships wishing to dock must pay an appropriate fee. These revenues streams are comparatively small — at least compared to the ocean of gold that flows in and out of the city each day — but they are sufficient to pay for basic civil services (most prominently the City Guard). Various guilds and similar organizations lobby the Council for lower tithes, resulting in a dynamic (some would say corrupt) system in which different groups pay different amounts for the same service, depending on their political clout. The system is far from perfect, but it has survived centuries unchanged and, barring a colossal upheaval, will remain so long into the future.

Despite the district's importance to the function of the civic government, many branches have their headquarters elsewhere. The Courts of Law (location F16), for example, are in the Guards District, where prisoners can be more closely monitored (and transferred to the Humanoid District when necessary), while the Harbormaster's offices (location M1) can naturally be found in the Docks District. Despite that, all of them remain in regular contact with the Council Palace, and act more in accord with this district's edicts than those of the district they currently occupy.

More information on the workings of the city government can be found in locations I1, I2 and I28.

LOCATIONS

I1. COUNCIL PALACE

With the exception of the Spire itself, the Council Palace is the most important location in the entire city. It stands on a small artificial hill, giving it a view over the grove of trees to the east. An arcing stairway leads up from the large plaza where the Colossus (location I4) stands, terminating at a truly colossal entryway composed of polished marble. The doors are open 24 hours a day, and are barred only in the most dire emergencies.

The Palace itself consists of one large ground floor and three distinct sections composing the upper stories. Huge marble pillars surround the perimeter, grounded in the base of the hill and seeming to rise up out of it in support of the Palace's bulk. It lends the impression of both refinement and stability, and its sides are kept meticulously clean at all times.

RESIDENTS

There are nearly a thousand NPCs who can be found working in the palace alone. They can represent just about anyone engaged in just about any form of business. Scribes scurry to record the edicts of countless different meanings, while lawyers argue over the precise interpretation of new laws and edicts. Diplomats from far and wide stroll to their meetings with the Council, while representatives of the city's guilds spar among themselves to ensure that their groups receive the most favorable status among the city's elite. Nobles are here in force, as well as members of the middle class and anyone with even a hint of interest in the city's political life. The Palace Guard keeps a close watch over all the proceedings and ensures that decorum is preserved. Within these halls, they clash and wheel, squabbling over matters both base and profound. Somehow, in the midst of the cacophony, the business of the city gets done.

At the top of the heap stands the City Council itself: sixteen members, each representing one of the city's districts. Each district selects its own representative, in a manner that befits the citizens who live and/or work there. For the area around the Spire, for example, an oligarchy of the three mainstream religions rotates their Council representative on an annual basis, while as the principal landowner of the Lamplighter District, Sir Milton Derek claims the position as part of his title. The exact method is irrelevant. All that matters is that each district has one clear representative who meets with a clear mandate to represent his or her district.

CURRENT CITY COUNCIL ROSTER

The current members of the City Council are as follows:

- Dwarven District: Tharn Greybeard (location A27)
- Humanoid District: Osgood Antarax (location B3)
- Entertainment District: Geoffrey Barnes (location C5)
- Bazaar District: Mirielle (location D24)
- Nobles District: Sir Hamish Bellevue (location E12)
- Guards District: Lord Protector Lady Jennas Ironside (location F1)
- Travelers District: Tirakon Karilyn (location G21)
- Lamplighters District: Sir Milton Derek (location H2)
- Government District: Treasurer Harrimode Benton (location I3)
- The Spire District: Grand Matriarch Ursula Delores (location J2)
- Academy District: Headmaster Garrolan the Gazer (location K2)
- Artisans District: Sir Yasmon Sorvir (location L9)
- The Docks District: Harbormaster Elwyn Aer (location M1)
- Warehouse District: Johann Kirelaw (location N12)
- Naval District: Narisek Oliveskin (location O25)
- Elven District: Chief Elder Ilea Nerise (location P21)

More on each representative can be found in their respective sections.

The Palace's main floor contains various branches of the civic government, broken down by department and organized into a series of large chambers. Senior officials have private offices off of these central chambers, while the scribes, advocates, and policy-makers attached to that department are found in the common area, arguing fiercely with each other about the best way to implement the Council's policies.

The upper stories are more rigidly organized and serve quite different purposes. The southernmost section is reserved for the City Council itself, and contains offices for current Council members and their private staff. It is here where they meet with each other, debating matters of policy and crafting the laws that keep the city functioning. The area comprises two additional stories above the first; the top floor is dominated by the Council's central meeting chamber, where they gather as a group to debate, and to entertain audiences in an official capacity. Surrounding that are more private meeting chambers, where individual members can debate with their staff or each other without the formality of meeting as a group. The story below it contains private offices for each of the sixteen council members, as well as offices for their advisors and other staff.

While the southernmost section is given over to business, the northernmost section is devoted to more relaxed pursuits. A huge ballroom dominates the third story, opening onto a series of balconies which provide a breathtaking view of the city to the north and east. The ballroom is opulently decorated, with a turtle-shell dance floor and trappings of oak and marble. A large dining room stands next to it, with huge picture windows giving another startling view of the city and the Spire. Arrayed around these locations are a series of lounges, libraries, and gaming rooms, where foreign diplomats and other members of the elite can meet privately to engage in whatever social activities takes their mind. The second story below it consists of kitchens, pantries, dressing rooms, and the like, working to support the refined pleasures above.

The third section is the smallest of the three, located on the palace's westernmost side. It rises only to the second story rather than the third. Here, the rooms are sparsely furnished, containing only tables and chairs of purely functional design. The windows open out upon the western wall of the city, a dull and somewhat grim view to say the least. And unlike the other sections of the palace, it is not based around a main central chamber. There are only these small, cheerless rooms, serving purposes that only the highest levels of authority can say.

This third section of the palace is used for matters of the most serious consideration. Deliberations that take place here are conducted without distraction, and usually continue without interruption until a consensus is reached. It is here where Council members meet secretly with parties with whom they desire no public connection, or conduct actions that they feel must remain out of sight. Only the Council itself may use these areas in such a manner; to the rest of the Palace staff, the entire section is off-limits. Usually, *glyphs of warding* are placed on the given area before any meeting, to ensure that no one enters who does not belong.

Several other places in the palace are not accessible to the public. They are similarly inscribed with *glyphs of warding*; none save senior members of the Council staff, certain Palace Guards, and the Councilors themselves know the passwords for these areas.

Civil Servants (500): Exp1-10.

Guildsmen (varies): Exp5.

Noble (varies): Ari7.

Aides/Scribes (varies): Exp4.

Diplomat (varies): Ari9.

Palace Guardsmen (50): Ftr2-8.

All Palace Guardsmen wear masterwork breastplates and carry a masterwork longword or masterwork halberd as their primary weapon. Sergeants carry *+1 longswords* or *+1 halberds* as their primary weapons.

For all the activity, there is surprisingly little money here. The only large quantities of coin come through in the course of a bribe or similar political graft. The exact amounts in such circumstances can vary widely by case, are up the DM's discretion in any event. Nobles, diplomats, and aides may possess one or two personal magic items as well. Most entail anti-scrying magics, such as *rings of mind shielding* or the like.

ACTIVITY

Just about everything that goes on here is political in nature. While verbal conflicts are common, outright violence is nearly unheard of. Instead, the city's most prominent figures engage in endless games of duplicity and one-upmanship, vying for civic resources or the ear of the Council. Nowhere is this more true than with the Council itself, whose machinations reach deep into the City's infrastructure.

The Council itself is led by a titular Head of Council, who presides over all meetings during his or her tenure. The Head of Council has the responsibility of setting the agenda, and bringing new issues up before the Council. He or she determines who may gain an audience with the Council, and who may be called upon to deliver testimony. The Head is chosen from among the Council's sixteen members. Each Head serves for one month before ceding the position to the next member of the Council. A rotating schedule ensures that each Council member serves only once in a sixteen-moth period, thus ensuring that all members have a reasonable chance to have their agenda heard. Needless to say, the amount of jockeying before each new Head of Council takes his position is intense.

The Council decides all issues on a straight up or down vote. Any Council member can call for a vote at any time. A majority of ten is required for any issue to pass. The process is theoretically very simple. Even so, there is so much bickering, squabbling, and general politicking that very few issues are cleanly resolved. Simply put, the city is too large for any but the most basic form of governing, and the Council's actions reflect less direct control than simple guidance.

Once an edict is issued, it is sent on to the most pertinent department for implementation. Here, the Council's wishes are drafted into specific laws, and where the phalanx of aides, attaches, and advocates has their way. The political squawking reaches epic proportions as each new functionary finds a different way to interpret the Council's orders. Only the strongest and most dominating department head can make any headway in such an atmosphere. Thus, the people in charge tend to be among the most potent politicians in the city.

From there, implementation is carried out by any number of underlings and middlemen. Everything from a change in the City Guard's uniform to a ban on a new form of trade filtered through the elaborate maze of bureaucrats and overseers who see to the fine details. Their every effort is needed, for so large is the city and so varied its populace that even the most basic edicts require tremendous effort to be implemented. Even with the vast resources at its disposal, the City Council can do little more than enforce public order and protect the city from harm.



For more on the specific departments of the city government, please consult the the "Government" section of the Introduction (pp. 8-9), and other appropriate locations in this district.

12. PALACE GUARD BARRACKS

This converted fortress was built with a ceremonial rather than a practical purpose in mind. It stands in stark contrast to the utilitarian battlements of the Treasury just to the west. The walls here were designed by a cunning mixture of elven magic and dwarven architecture, spiraling into arcs and minarets which blend seamlessly into the surrounding territory. An arced bridge spans the pathway leading to the Treasury, connecting the main part of the Barracks to the secondary building to the south. A similar, smaller bridge connects the main section with the secondary building to the north. The city's seal is imprinted on scarlet banners, which flutter from every rampart.

Inside, the building resembles any other military headquarters, save that more attention is paid to pomp and circumstance. The Guardsmen on duty all wear highly polished armor, set off by the scarlet plume that denotes members of the Palace Guard, an elite unit of the Wall Guard. Living quarters are spotless and neatly maintained.

RESIDENTS

Approximately 700 soldiers comprise the Palace Guard, selected from the elite of the City Guard to serve in this highly prestigious branch of the service. Their duties are largely ceremonial — protecting the Treasury, standing watch over the Council Palace, serving as honor guards for visiting diplomats, and the like — but their zeal and dedication make them ideal to handle any crisis should one develop.

Their leader is Colonel Edmund Frostdrake, a longtime Wall Guard officer who has held his position for over 25 years, and who would rather remain Colonel of the Palace than accept a promotion to General. He knows every protocol of the Palace Guard by heart and dresses down his troops for the slightest deviation from its rules. Though some believe he is too caught up in the spit and polish, he regularly drills his soldiers in combat maneuvers, and considers them the elite core of the city's defenses. After so many years, he has grown comfortable as Colonel of the Palace — a little too comfortable, as far as many senior City Guard officers are concerned. Colonel Frostdrake has even been known to question direct orders from Lord Protector General Ironside. She has a habit of twitching at the very mention of his name, and treats him with stiff formality, always ready to remind the Colonel just who is in charge.

Colonel Frostdrake is assisted by seven captains and fourteen lieutenants.



The Palace Guard's basic tactical unit is the four-soldier patrol led by a corporal, just like the Civic Guard (see "The City Guard" section of the Overview of the Guards District, pp. 205-207). In fact, their organizational structure is much more like the Civic Guard than the Wall Guard. Palace Guardsmen are distinguished from other City Guardsmen by their attire and appearance, wearing well-polished breastplates instead of studded leather or chainmail, and sporting a single scarlet plume on their helmets. Their weapons are of a higher quality than other Guard units. Impersonating a Palace Guardsman is a grave offense, punishable by a one-way trip to the Humanoid District.

Colonel Edmund Frostdrake: Ftr14.

Palace Guard Officers (21): Ftr8-13.

Palace Guardsmen (680): Ftr2-8.

Colonel Frostdrake wears a set of *+2 moderate fortification full plate*, carries a *+2 shocking burst bastard sword* and wears a set of *gauntlets of ogre power*. All Palace Guardsmen wear masterwork breastplates and carry a masterwork longword or masterwork halberd as their primary weapon. Sergeants carry *+1 halberds*, and anyone of higher rank will carry a more powerfully enchanted weapon, as well as magic armor. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +2 each; for captains, a primary weapon and armor with bonuses equivalent to +3 each. In addition, the fortress armory has two *+2 defender halberds*, a *horn of blasting*, and a *helm of command*, which Colonel Frostdrake may assign as he sees fit.

Palace Guardsmen are well paid, as befits their elite status, and they each have a handful of coins in their foot lockers totaling 10–20 gp apiece. Colonel Frostdrake has a savings of 1,000 gp, which he keeps stored in the Treasury with his men's pay. His quarters are decorated with rugs and tapestries totaling some 100 gp in value.

ACTIVITY

At the Barracks, the Palace Guard engage in activities that any soldier, elite or common, would recognize: maintaining their arms and armor, reviewing any Guardsmen under them, playing cards or other recreational activities. They are expected to live here as long as they remain within the organization: training, drilling, eating, sleeping, and fraternizing only with their fellow Palace Guardsmen. Though it breeds a very insular, elitist attitude among the men, it also fosters camaraderie and trust. Sometimes, they will venture elsewhere for leisure activities, but usually only in groups. A Palace Guardsman found outside this district is bound to have friends close by.

The atmosphere around the Barracks is crisp and businesslike, and meetings take place with brusque authority and efficiency. Even the dining halls are free of casual chit-chat, as most Guardsmen simply down their food and return to duty. Officers have their quarters on the upper levels, while the leader of the Palace Guard, the Colonel of the Palace, has his own headquarters in the northern building. The southernmost building serves as an armory and supply center, containing weapons, arrows, armor, and a stable housing some 250 horses. Activity there is busy, but undertaken with the same sense of extreme professionalism that one finds everywhere else in the barracks.

Guard duties include standing watch over the Treasury and Council Palace, escorting VIPs to various locations throughout the city, parades and drill formations during holidays, and general patrolling of the Government District. On the annual Guards Memorial holiday, they stage a dress parade from the Barracks to the Colossus (location 14), where they observe a moment of silence to honor Palace Guardsmen who fell in the humanoid siege. Guarding the Treasury is considered their most important duty, and over half the Palace Guard are employed there at any given time. Anyone lucky enough to be selected for the Palace Guard can expect to serve in the Treasury at least once during his tenure.

The Barracks are well placed, but indeed serve a more ceremonial than practical purpose. In the event of a concentrated attack, the Palace Guard will likely retreat to the Treasury, which is more capable of withstanding a proper assault.

Only under extraordinary circumstances could PCs be allowed to join the Palace Guard on a permanent basis without any history of service in the City Guard. Conversely, a transfer to the Palace Guard could be offered to a Guardsman PC as a reward for exceptional service.

HOOKS

- A spy has entered the ranks of the Palace Guard, intending to glean vital secrets from guarding the city's most important people. This news troubles Colonel Frostdrake, who decides that only outsiders can help him catch the infiltrator. He wants to hire the PCs and disguise them as Palace Guardsmen to flush out the spy.
- In a bout of madness, Colonel Frostdrake decides to use the Palace Guard to covertly assassinate Lady Jennas Ironside and take her place. His command's fierce *esprit des corps* makes them ideal conspirators in a murder plot, and they are well-placed to pin the blame on a third party because of their many friends in high places. However, one of the Colonel's staff — an acquaintance of the PCs — takes alarm and warns them of the plot. Will the PCs help their friend stop the assassination? If so, they must determine if Colonel Frostdrake's madness was induced by an outsider — possibly to sow discord within the ranks of the city government.

- Affected by the magic of the nearby grove (location I5), the Barracks begins to grow. The elven magic imbued in its construction warps and mutates, creating new rooms, new spires and minarets, stairs leading to nowhere, and the like. At first, it seems harmless enough, but the magic soon grows out of hand, spreading the barracks in ungainly directions and trapping many members of the Palace Guard inside. The Cadre Wizards (location F8) cannot figure out what's going on, so Colonel Frostrake begs PCs to find out exactly how the enchantment has been enacted (and who enacted it, if necessary), and find a way to reverse it.

13. CITY TREASURY

This keep is among the most imposing structures in the entire city. Its walls are only two stories high, but built thick enough to withstand any assault. Members of the Palace Guard stand watch on the ramparts; a sentry stands at attention every ten paces, with another twenty forming a line in front of the main gates. The keep itself is made of similar imposing walls and is similarly well guarded; over half of the Palace Guard (see location I2) are on duty at this location alone.

The interior of the keep resembles nothing so much as a giant counting house. A series of wide stone halls contains a huge number of officious looking accountants, all going over ledgers and processing requests. Gold, silver, platinum, and copper coins are stacked neatly into ordered ranks for tallying and recording, or removal to the lower levels. There are, if anything, more guards inside the keep than outside, all keeping a close watch on each and every visitor to ensure that no one walks off with any funds.

The Treasury is built for defense in depth, which means that its corridors are not the easiest to get around in. They twist and turn in confusing directions, easily disorienting those who are not familiar with its layout. Periodic foyers open up from the winding corridors, all marked by the plumed helmets of Palace Guard sentries. Murder holes and arrow slits abound in these areas, allowing the guards to rain arrows down on an intruder while providing little opportunity for retaliation. There are no barracks in the keep, nor any stores or long-term supplies. Everything the guardians might need is stored next door at the Palace Guard Barracks (location I2).

The ten vaults beneath the keep contain the bulk of the treasury's funds, and are guarded by a series of traps and alarms. The doors guarding them are all made of cast iron and require a successful DC35 Strength check to batter down. An *arcane lock* and an *alarm* are placed on each door. Only two assigned Palace Guardsmen have the passwords necessary to travel through them; they are the only ones who may enter the vaults to collect and drop off the funds (though for large loads they may take any assistants they need). Beyond each door is a portcullis that can be lowered and raised via a secret lever (successful DC 20 Spot check to find). Without using the lever, it requires a successful DC 25 Strength check to raise. Finally, lest anyone attempt to tunnel their way into the vaults, a trio of earth elementals has been summoned to guard the rock and stone surrounding the vaults. They patrol the area ceaselessly, and will alert the guards of any potential intruders before attacking. The combined wards render the vaults of the Treasury well nigh invulnerable.

RESIDENTS

NPCs here are divided into two types: Palace Guardsmen and treasury officials and functionaries charged with accounting for the funds stored within. The former outnumber the latter by approximately three to one (300 Palace Guard to just under 100 treasurers), and each treasurer must be personally known to at least two Palace Guardsmen. Incidents of petty theft are nonexistent here; both guards and accountants take their jobs very seriously, and look upon theft as a stain on their honor. Though there is little opportunity for action, the Guardsmen here place a high priority on vigilance and protocol. Their dedication can be seen in each immaculately polished breastplate, and on the unwavering stoicism with which they go about their duties.

The city's Minister of the Treasury — directly appointed by the City Council, and who in turn serves as the district's Council representative — is Harrimode Benton, a noted banker who has served faithfully at his post for over twenty years. He is charged with overseeing the disbursement of funds and ensuring that every taxable gold piece ends up here. It's a monumental task, requiring numerous assistants and a foolproof accounting system, but Benton has undertaken it with admirable efficiency.

His counterpart in the Palace Guard is Captain Helton Parristride, who is one of Colonel of the Palace Frostdrake's most trusted subordinate. He focuses on the minutiae of his command, and though notorious for micromanaging, his protocols have ensured that no one walks off with any cash they're not supposed to. He works surprisingly well with Benton, despite both men's overall fussiness. There is little friendship between them, but their professional relationship is without peer. Captain Parristride has six lieutenants (Ftr9) to help him with his duties.

Visitors are an unusual event at the Treasury. No one without proper credentials is allowed past the door, and even prominent figures such as City Councilors must give advance notice to both Parristride and Benton before arriving. Even then, they are accompanied by an escort of at least a squad of ten Palace Guard, and may only remain long enough to fulfill their stated purpose. No one lingers at the Treasury unnecessarily.

Captain Helton Parristride: Ftr10.

Harrimode Benton: Exp11.

Palace Guard (290): Ftr2-9.

Palace Guard (22): Wiz3-4/Ftr2-4.

Treasurers (97): Exp6-8.

Medium Earth Elementals (3): As per the *Monster Manual*.

Palace Guardsmen on duty wear masterwork breastplates and may carry a *+1 longsword* or *+1 longbow* at the DM's discretion. Otherwise, they carry masterwork versions of both those weapons. The Guardsmen with wizard levels may also have *bracers of armor +1* and a *wand of magic missile*. Lieutenants are equipped with *+2 breastplates* and *+2 longswords*. Captain Parristride wears *+2 full plate* and carries a *+3 longsword*.

The amount of coins and wealth here is almost beyond count. Thousands upon thousands of gold pieces move through here every day, either being counted, stored, or used to pay for any number of civic services. For rules purposes, anyone who manages to penetrate the lower vaults may carry off as many coins as he can reasonably hold, and still only make the tiniest dent in the city's vast stores.

ACTIVITY

Most of the activity here is taken up with sorting, counting, and storing the monies that come through here. Every day, tax collectors arrive with tithes from city guilds, docking and entry fees from the harbor, and similar forms of income. They are tallied and deposited with the treasurers, who go about sorting it into orderly stacks and then transporting it down to the vaults. Each one fills out a ledger tallying how much has been collected, and then compares it to other lists detailing how much was supposed to be collected. Any discrepancies are reported to the Minister, who may use the Palace Guard in any capacity to learn what has become of the funds. Other Guardsmen stand watch over the counting process and escort the treasurers down to the vault, where a pair of on-duty Guardsmen may bypass the wards and actually carry the loot into the vault. These guards are also responsible for removing funds from the vault, though they require a signed writ from the Minister's office to do that.

While half the treasurers are occupied with counting the money, the other half are tabulating how it is spent — everything from wall maintenance to the monthly salaries of civic employees. All of them have a general idea of how much funding is available. But the Minister and his underlings are responsible for the actual budget, and all tallies must be submitted to them for consideration. Minister Benton receives general instructions from the City Council, but beyond their edicts, the funds are spent at his discretion, making him one of the most powerful personages in the city.

Those wishing to rob the Treasury have usually picked their targets going to of coming from the building. Tax collectors bearing their funds and Palace Guardsmen delivering monies to the proper authorities make tempting targets — especially since they are far more accessible than the Treasury itself. Tax collectors rarely have direct protection, but most hire a few bodyguards to keep them safe during their duties. Funds going out from the Treasury are always accompanied by a contingent of the Palace Guard, who keep a sharp eye out for any trouble. The number of armed robberies against these groups is small, but enough brazen thieves been successful that the rest of the city's underworld can always hope to pull off a big score themselves.



HOOKS

- Someone who handed a rare and magical gold coin to a tax collector by mistake, lost among a pile of mundane coins, hires the PCs to retrieve it. The Treasurer and Palace Guard will be fairly uncooperative, but they will not go too hard on the PCs if they are caught sneaking into the vaults (provided they just have the one coin and not a whole satchel full of them).
- Counterfeiters have been producing cunning forgeries of gold coins and passing them off to the Treasury. The intricate nature of activities here makes it difficult to track exactly where they came from, but they know the district and the general location. The Mirror Guard are too busy to give the matter the weight that Treasurer Benton feels it should receive, so he hires the PCs to investigate.
- One morning, a strange artifact appears at the front of the Treasury. A note attached says "payment for debt." The artifact is amusing — it is constructed in the shape of a miniature band of musicians, build of gold and precious stones, which plays music when a key is wound — but no one is sure who it came from or how it arrived. The treasurers are utterly confounded by it: since they can't trace it to any given person or guild, they can't properly account for it. The PCs are hired to trace the creator and find out why he feels he owes the city such a debt.

14. COLOSSUS

In the great square before the Council Palace stands one of the city's most wondrous pieces of art. This bronze statue, some 50 feet tall, depicts the harmony and unity with which the three founding races resolved to move forward. An elf, a dwarf, and a human stand together, their eyes gazing eastward at the Spire, which towers above them. Their faces are hopeful and determined, intended to evoke a bright and prosperous future as much as reverence for the Spire, which brought those three races to this spot.

The figure of the dwarf stands on a square rock, making him appear as tall as the other two, while the human, in the center of the trio, stands further back from the Spire than the other two. The positioning was arrived at only after long and careful negotiation between the three sides. The peace accord that ended their bitter conflict was only newly minted, and negotiations around the statue's construction were delicate. In the end, however, dwarven sculptor Halfour Brightforge did justice to the founders' best instincts, and today the Colossus (as it is known) is one of the city's most enduring landmarks. The remains of three soldiers — one elf, one human, and one dwarf — are buried beneath the statue, interred there shortly after the bloodshed ended.

15. ELVEN GROVE

This perfectly oval grove of trees stands between the Colossus and the Spire to the east. The trees here are all tall and strong, a healthy mixture of oak, larch, and willow. Though birds sing in the boughs, no other noise emanates from the grove: no rustling of leaves no creaking of branches, nothing. A small sign at the entrance to the grove reads: "In memory of the humans, elves, and dwarves, who died in conflict with each other at the city's founding. Their sacrifice was not in vain."

RESIDENTS

This grove was planted by the elves in what they felt was a gesture more befitting their culture than the commission of the Colossus to the west (location 14). No one is permitted to enter its recesses, and as such it has no regular NPCs. However, because it is without people does not mean it is without defenses. The elves cast an *awaken* spell on four of the trees on the edges of the grove; the trees now watch over it and ensure that no "meatlings" enter to desecrate it.

Awakened trees (4): Int 12; SQ may cast *entangle* 3 times/day, as an 8th level druid. Otherwise, they are considered Large size animated objects, as per the *Monster Manual*



A rare bush grows in the center of the grove; its roots help maintain the grove's magical aura. If sold intact, it would fetch 1,000 gp. Uprooted, its dead wood is worth 250 gp.

ACTIVITY

The grove is essentially the elves' effort to honor the accord that founded the city. They consider it one of their most sacred sites, and many come here to meditate at the edges of the trees. Druids, too, can often be found here, communing with the tree guardians or simply wandering beneath the boughs. Non-evil druids are the only PCs who may enter the grove without being challenged by the guardians. Anyone who approaches the sacred bush in the center will immediately be set upon by the trees' *entangle* spell and expelled from the grove. Those who mar or deface the trees here will receive the same treatment.

HOOKS

- After guarding the grove faithfully for ages, the trees make a request. They wish to consult with a treant to learn more about their identity. They ask the PCs to journey to a distant land and find a treant willing to make the pilgrimage back to the city with them.
- Many people suspect that the enchantment in the grove led to the strange enchantment in location I9. The trees deny it, but something about the proximity of the two locations suggests a connection. The PCs are asked to investigate, and perhaps reveal the cause (benevolent or otherwise) of location I9's mysterious state.

16. STRUNK, VAN BOOTEN, AND WELLSTONE, ADVOCATES

This square brick building has an air of gravitas to it, as evinced by the draconian pruning of the ivy on the walls. A polished brass plaque announces this as the offices of Strunk, Van Booten and Wellstone, criminal advocates. The sign hangs next to an elaborate bell ringer which, when pulled, activates an elaborate glockenspiel-like device in which wigged judges use their gavels to ring a series of bells. A stoic-looking dwarf answers the door following any such ringing.

The interior is cool and dark, with a plum-colored carpet on the floor and various important-looking legal tomes arranged along the walls. A dwarf-size desk made of solid oak sits in the main foyer, just in front of a trio of gilded doors. A bust stands alongside each door, holding white wigs and scarlet advocates' robes for their presumed owners.

RESIDENTS

Whillis Strunk, Hortio Van Booten, and Ty Wellstone are among the city's best criminal lawyers. They defend those accused of major crimes, and their skills at oratory are unparalleled. Their fees reflect that: 100 gp per lawyer per case, plus an additional 50 gp for every day spent arguing in front of a judge. But to their clients, they are worth every copper. No advocates have persuaded so many judges to let so many of the presumably guilty go free, or have successfully defended so many innocents unjustly accused. Of course, only those who can afford them will enjoy such stellar services, but as with many things in the city, you get what you pay for.

Strunk and Van Booten are both human, the latter some fifteen years older than the former. Whillis Strunk has lost his right foot, withered away from some mysterious malady when he was just a child. He walks with a pronounced limp, but his tongue races along at a blistering pace. Whenever the trio needs someone to supply excessive amounts of legal verbiage, he is the man they turn to. Horatio Van Booten is more careful, limiting his words to but a tiny handful. But they are invariably devastating, as are his pointed questions, which often cut to the very heart of the issue. The duo's partner, Ty Wellstone, is a half-elf and former cleric, whose expertise is divided between human and demi-human traditions of law, and the understanding of legal concepts amongst various religious sects. His research skills are second to none, and his theological knowledge makes him an outstanding resource when one of the city's religious factions are involved.

The trio are assisted by their dwarf secretary/bodyguard, a stout fighter named Eindar Fellaxe who retired from the adventuring life to work here. He's become quite a good filer and he can deal with unruly clients in an appropriately firm fashion. When necessary, he accompanies his employers to court, but usually, he can be found here: keeping the offices running or seeking out some bit of legal minutia for the advocates.

Whillis Strunk: Exp9.

Horatio Van Booten: Exp11.

Ty Wellstone: Half-elf Clr6/Exp2.

Eindar Fellaxe: Dwarf Ftr5.

Eindar has a pair of *gauntlets of ogre power*, which he uses to toss unruly would-be clients out on their ear. He carries a +1 *battleaxe* on days when he is required to serve as a formal bodyguard. The advocates have no money in their offices. The furnishings of the office — including legal books — would fetch 1,500 gp if a buyer could be found.

ACTIVITY

The advocates split their time between these offices (where they review cases and interview pending clients) and the Criminal Courts (where they argue their clients' cases before various judges). A local hansom has a coach on permanent call to whisk them, to and from the Courts (location F16) at any hour of the day. Little else occurs here.

HOOKS

- The trio successfully defends an accused murderer, who was likely guilty all along. In a moment of conscience, Ty Wellstone asks the player PCs to keep an eye on him, lest he conspire to harm an innocent again.
- One of the PCs is accused of a heresy by a local religious cult. No criminal law has been broken, but the cult makes things very difficult for the PC — following him, scaring away friends and family, filching and destroying small items, etc. An acquaintance recommends that he consult Ty Wellstone for knowledge on how best to resolve the situation.

17. THE CHEQUE AND BALANCE

The large tavern along this narrow street resembles a smaller version of the Council Palace (location I1) to the east. Pillars identical to those of the Palace have been carved into the wooden sides of the building, and a set of steps leads up to a pair of doors that are essentially smaller versions of the great entryway to the City Council's traditional meeting place.

Inside, the walls have been papered with all manner of writs, bills, and decrees. They all look official and most have been affixed with the city's great seal. The chairs and stools are fashioned in the same manner as those in the criminal courts, while the bar sports a trio of justice scales, in which drinks are poured and weighed before being served to customers. A large sign reading, "The first thing we do, let's kill all the lawyers" hangs above the entire affair. The writs papering the walls are all official, old documents purchased from the archives of the Palace archives and used here to add to the atmosphere.

ACTIVITY

The Cheque and Balance caters exclusively to the clerks and lawyers who populate this district. Its owner/bartender is known only as The Right Honorable, his real name a matter of considerable speculation. Some say he's a disillusioned retired lawyer, though no one recalls ever seeing him in the Courts of Law. Others maintain that he was unfairly convicted of a minor crime and wishes to deflate the system that wronged him. Whatever the reason, he keeps silent; it's enough just to lend the proper flavor to his bar.

The serving wenches often wear wigs and spectacles when going about their duties (though they eschew the robes as too voluminous), while the clientele are almost exclusively comprised of clerks, scribes and advocates from the Council Palace and elsewhere. Outsiders are welcome, but the tavern's atmosphere caters to particular point of view that requires an irreverent insider's mindset to really appreciate.

The Right Honorable: Exp5.

Serving Wenches (5): Com2.

Customers (varies): Exp2-4.

The tavern does a brisk business of approximately 100 gp a night, most of which is stored under the bar before being removed. The right honorable keeps at least 50 gp in silver and copper pieces in a small cashbox behind the bar to make change.

ACTIVITY

Each evening, the tavern fills with bureaucrats who, having completed a hard day's work, come here to unwind... and perhaps to deflate a few of the stodgier protocols under which they toil. A healthy sense of self-depreciation is evident here, from the quote above the bar to bizarre drinking games in which customers must defend their choice of drinks before a "judge," i.e., the bartender dressed in legal robes. (The losers of such contests must chase whatever they are consuming with three helpings of the winning "drink" — an act which often finishes them for the evening.) The alcohol and food are more than palatable, but not exceptional, and are available at the standard prices in the *Player's Handbook*. The bills are presented in official legal language, as if they were formal contracts. Those who skip out on their tabs are captured and tried before the "court" of assembled customers. Those found guilty must serve time washing dishes, sweeping floors, or engaged in other menial tasks. The Right Honorable has been known to go to extreme lengths to hunt down even minor welshers.

HOOKS

- Someone has skipped out on his bar tab, and The Right Honorable hires the PCs to return him to the Cheque and Balance. He turns out to be someone of considerable importance, who is humiliated by the public exposure of his skinflint tendencies. The PCs can expect him to plan some measure of revenge sometime in the future.
- One of the bills being used to wallpaper the Cheque and Balance contains a scathing indictment of a clerk currently placed very high in the city's bureaucracy. He hires the PCs to find it and remove it — without being noticed, of course.

18. HOME OF THE WILLOWBACK FAMILY/HALFLING EMBASSY

This lot contains a miniature version of a gentleman farmer's estate, sized for residents three feet tall or smaller, tucked away in a relatively quiet corner of the district. The lot is fairly large, with a copse of trees surrounding a small pond artificial pond. The fields around the house are untilled and green, though a small vegetable garden grows near the building's entrance.

Inside, the main wing of the house is devoted to all manner of political pursuits. Despite its officious appearance, however, it is quite cozy, with paintings and sketches of agricultural landscapes on the wall and several coal-burning stoves emanating warmth from the corners.

The remainder of the house appears to be a more traditional gentleman's house. Sitting rooms, pantries and kitchens dominate the lower floors; the smell of constant cooking permeates the air. Upstairs is divided between sitting rooms, studies and guest bedrooms, each sporting a cheery fireplace and a plethora of bookshelves with plenty of leather-bound tomes occupying their space. A sheathed short sword, crossed with an axe, hangs over the fireplace in the main living room.

RESIDENTS

The "farm" belongs to Tallus Willowback, a halfling adventurer who retired here after making his fortune. His status and position among the halfling community made him the de facto mouthpiece for many of his fellows, and his reputation led members of the Council to seek him out for advice on anything relating to his race. Over time, he became a semi-official diplomat for his kind, and his farm an embassy for those halflings living within the city limits.

Far from being put out, Tallus has embraced his new role with gusto. Though not one of the city's three founding races, halflings still play a vital role in the city's life, and he sees to it that their concerns are always heard. His direct tone and easygoing manner have made inroads in the Council, and many of his fellow halflings look upon his farm as a safe haven for their kind. Those hoping to avoid prosecution often come here for protection (Tallus is a former fighter with surprisingly good combat skills)... or just for a piece of his wife Lucinda's blackberry pies. In order to keep up with the demand for his attention, he has had to hire a staff of advocates and scribes whose job it is to pen appeals, prepare legal briefs, and otherwise serve as a viable legal arm for "halflings' rights." They have taken over an entire wing of the house, which vexes Lucinda. But as it is all for a good cause, she endures it with a modicum of patience. Tallus may own the deed, but it is most certainly Lucinda's house, and with her husband often at the Council Palace (location I1) attending to business, she is the primary decision-maker onsite.

The pond is kept stocked with fish for Tallus' private use. Those founding fishing in it without his permission are considered trespassers and ejected from the premises.

Tallus Willowback: Halfling Ftr10.

Lucinda Willowback: Halfling Exp8.

Scribes and Advocates (20): Halfling Exp4-6.

Having been a successful adventurer, Tallus is worth thousands of gold pieces, though he keeps most of it elsewhere lest any of his frequent guests grow greedy. There is approximately 250 gp in petty cash on the premises. It is kept locked in a pantry (successful DC 15 Open Lock check to pick) and Lucinda has the only key. In addition, Tallus wears a *+2 chain shirt* under his clothes whenever he goes out; the weapons above the hearth are a *+2 short sword* and *+1 hand axe*, respectively. There are four *potions of cure moderate wounds* on the premises in case of emergency.



ACTIVITY

The activity here is a curious combination of frenetic speed and nonchalance. Earnest-looking halflings with their sleeves rolled up pore over a mountain of documents and orders, while others hunch over miniature desks, penning new correspondence. The scribes and advocates all work hard, yet always seem to find time to stop and have a muffin. The inevitable guests — halflings pleading for some dispensation from the Council and looking to Tallus as their champion — sit comfortably in one of the waiting rooms, thumbing through a book or just staring into the fire. Often, they must wait for a considerable period of time, in which case they are given a guest bedroom in which to sleep. Lucinda oversees the whole thing like a miniature field general, attending to countless tiny tasks with calm resolve, if not always good cheer.

Medium size or larger guests are encouraged to speak with Tallus in the fields, rather than having to navigate the low ceilings of the farmhouse.

HOOKS

- A notorious halfling thief has taken refuge in the farmhouse, as the soldiers from the Palace Guard surround the place. Tallus is unwilling to simply hand him over, but the Guardsmen will not leave without their suspect. The PCs are asked to negotiate a solution or, failing that, retrieve the thief without any loss of life.
- Tallus believes that the Thieves Guild may be gunning for him as a "mouthpiece" for freelance thieves. He asks the PCs to help him protect his family, and to smoke out any potential assassins.
- In his adventuring days, Tallus was part of a band which sought a rare and mystical treasure. They never recovered it, but Tallus still has the map of its location. He offers to split the money for the treasure with the PCs if they will finish the job that he and his compatriots started.



19. ENCHANTED LAWNS

This patch represents a most unusual growth of lawn. The grass here is thick and wild, covered with exotic flowers too numerous to name. Originally, the area contained buildings: large embassies representing foreign powers, or public works going about the city's business. Then one day, quite unexpectedly, the grass grew in, overwhelming the buildings' foundations and sprouting right up through the floorboards. All efforts to cut or trim the green were futile; the grass simply grew back the next day, wilder and more resilient than ever. The elves were consulted on the issue, and after a time, they declared that the growth was the will of their god, and that the buildings should be abandoned at once. The humans and dwarves rolled their eyes at this assessment. But the overgrowth was already making the walls unsteady and general evacuation seemed like the only sensible course at that point. As soon as the last person was out of each building, the structure simply disappeared. Walls, roof, and floor just vanished as if they had never been. In their places, wild flowers soon began to grow, blooming into all the colors of the spectrum.

To this day, no one is certain exactly what caused the phenomenon or why they selected only these buildings. In the centuries since, other structures have been built in the area, but none on the former sites indicated. Anyone foolish enough to start construction can only watch in amazement as their raw materials vanish into space. The druidical Order of the Grove (see location J9) and other local nature cults revere the sites as sacred and place many offerings there. They refuse to allow anyone to walk across the grass and flowers, and the elves are inclined to agree with them. So the sites remain, an unsolved mystery in the heart of the city's least mystical district.

H0. THE GENTLEMAN'S DARE HOUSE OF CHANCE

This large building is dominated by a series of extremely tall picture windows on each side. They provide a stunning view of the elves' grove to the north and west, the Spire to the east, and the Docks to the south. The rain gutters are expertly gilt in the pattern of flowing leaves, and an ornate black gate — more ceremonial than protective — surrounds the grounds on all sides. A sign near the front door reads "Private Club/Members Only."

Inside, the walls are lined with distinguished-looking portraits and paneled in oak. A roaring fire can be found in each room, as well as comfortable chairs arranged around what appear to be games of chance. Card tables are the norm, but most attention is centered around larger set-ups — strange apparatuses and fenced-in rings sunken into the floor. Each of the building's three stories is based around a different theme. The ground floor is decorated in earth tones, and contains multiple pens and sporting rings. The second floor is decorated in green and contains the bulk of the mechanical apparatus. The top floor is decorated in sky blue and holds finely-built ladders leading up onto the roof. A bar dispensing very expensive drinks is located on each floor.

The Gentleman's Dare is a gambling house catering to the extremely wealthy. It hosts all manner of strange and exotic games, as well as private athletic contests and more mundane games of cards between members. Joining the club is by invitation only (though members are allowed to bring one guest per visit) and yearly fees are 100 gp per member.

RESIDENTS

The Gentleman's Dare is staffed by some of the finest butlers and valets in the city. The club pays well, and has been able to lure some of the best domestic servants away from noble households. They cater to any of the members' needs — taking their hats and cloaks, serving them drinks, providing smoking pipes for those so inclined, and the like. They also ensure that non-members stay out, and that members adhere to gentlemanly rules of conduct when gambling. They are led by Garret Wellbottle, an officious-looking halfling whose family has served as butlers in some of the city's most prestigious noble houses. He makes up for his small stature with an enormous personality, and possesses a will of steel that no one on the staff has the nerve to cross.

The Gentleman's Dare has ten bouncers on staff — eight humans and two human-looking half-orcs — whom they use to keep guests in line and riff-raff out. All of them are immaculately dressed, but plainly come from the wrong side of the tracks — they speak rarely and then only in short monosyllabic grunts. They are armed with finely carved oaken clubs, which they only use in a nonlethal capacity, and then only after more subtle means of diffusing a situation have failed. Troublemakers are usually pummeled unconscious and then dumped outside to wait for the City Guard to take them into custody. Weapons of all types are forbidden in the Gentleman's Dare, and must be checked in along with an coats and hats. Wellbottle has been known to make exception for well-hidden weapons, provided neither he nor his staff ever sees them.

The Dare's clientele are among the city's brightest. Some are nobles' sons simply out for a good time. Others high ranking politicians who enjoy unwinding at a locale close to their work space. It is shunned by the more traditional nobles (who prefer The Ruby Barge; location E20) because it allows prominent commoners to join, but that doesn't stop it from maintaining an impeccable reputation. Even those who never come to the place still covet a membership, simply to say that they have one. It is also a hotbed of informal political maneuvering, as deals and schemes are concocted over a few games of whist.

Of the owner or owners, none can say for certain who they are. Wellbottle receives instructions and budgetary expenses via courier, and sends all profits back via the same way. He has no inkling of whom he works for. Ever the loyal servant, he has never seen a need to pry. Members and outsiders engage in no end of speculation, however. Some believe the owner walks among the members themselves, anonymously enjoying what he has wrought. Others believe that the Dare is a Mirror Guard spying operation, keeping tabs on the city's best and brightest during their leisure hours. The staff knows better than to venture any opinions they might have, however; those who speak of it are sacked almost as soon as the words leave their lips.

Women are not forbidden in the Gentleman's Dare, but the presence of one is bound to raise some eyebrows. The club frowns on members bringing women with them and no woman has yet been allowed as a member herself. The staff is exclusively male, in keeping with the mysterious owners' wishes. Those women who do appear at the club are usually there for one specific event, and leave once it has concluded.

Garret Wellbottle: Halfling Exp13.

Staff (30): Exp7-9.

Bouncers (10): Ftr7.

Average Club Member (varies): Ari8.

The Dare keeps 2,000 gp in various denominations on hand — mostly for making change when accepting wagers. The paintings and other trappings are worth a combined 10,000 gp, while the three "mechanical amusements" on each floor are worth 10,000 gp apiece. One of the bouncers wears a *ring of protection +2*, and individual members may be carrying minor magic items as well, at the DM's discretion.

ACTIVITY

Each of the Dare's three levels represents a different "sphere" of activity. The ground floor is the underworld, with images of rock and earth. It contains the basest amusements — contests of strength, pastimes such a bocce and nine-pins, and earthy sailor's card games. A central pit has been dug into the ground, which is used for "ratting" contests, in which rats are placed in the pit and bettors wager on how many of them a given dog can kill in a given amount of time. A similar ring in a nearby room is used for private sporting events — boxing, wrestling, and the like — all of which are voluntary and non-lethal. The centerpiece is a mechanical marvel: a strange apparatus designed to text a users' balance and coordination. The participant stands on a platform whose surface is dotted with three-inch tiles. When the machine is activated, the tiles rise and fall while the angle of the platform rises and drops randomly. The first round requires a successful Balance check (DC 5) to stay upright. In the second round, the DC rises to 10; the third round 15; and so on all the way up to DC 35. Those who lose their balance fall into a vat full of water (though on occasion, it has been filled with less pleasant substances). It is a huge favorite among the members, and every night one can count on at least two or three patrons getting soaking wet.

The second floor is dedicated to fields and trees — the surface of the earth. The games here depend more on grace and less on brute force. There is an indoor archery range here, as well as dart boards and similar pleasures. The card games are more refined, entailing some amount of strategy as well as luck, and a large stone chalk board in one room details wagers on any number of subjects: when the next ship will dock, who will gain a given political appointment, the outcome of selected duels and other formal contests etc. One of the most popular bets on the well concerns the identity of the Dare's owner; no one is sure anyone will ever be able to collect on it. The centerpiece is a mechanical representation of a horse race, in which members bet on clockwork steeds about the size of a human hand that race around a facsimile track. The outcome is totally random, but every member has a favorite "horse," which they champion above all others.

The top floor is dedicated to the air and the sky. Games here are totally cerebral in nature, relying not on chance but on skill and strategy. Miniature wargames are the order of the day, with members reenacting famous battles or creating new ones of their own. The card matches rely not on the luck of the draw, but solely on how well each player measures up to the other. The centerpiece is a mechanical man which supposedly knows how to play chess. It beats nine out of every ten opponents it plays, and though not as popular as the other two mechanical amusements, it still sees regular activity. Ladders on this floor lead up to a wide balcony on the roof, where members can bet on anything from how fast a pigeon can get from one tree to another to how long the sun takes to completely set.

Every event at the Dare is wagered upon, whether it be small stakes card games or private fights set up weeks in advance. Men have lost entire fortunes in a single nights' betting, and the Dare itself is prepared to match any wager which any member wishes to make. Guests and other outsiders may bet as well, though they are not permitted to run a tab the way members are; if they lose, they must pay up before leaving the premises.

HOOKS

- A Dare club member has billed himself as an all around champion of every game offered there, and issues a challenge to anyone who thinks they can beat him. The price is a year of servitude vs. his entire fortune (a gp amount appropriate to the campaign). The challenger must beat him in more than 50% of the games offered — including a wrestling match on level one, a one-on-one "horse race" on level two, and a series of matches against the chess-playing machine on level three (first one to beat it wins). One of the PCs can take him up on his challenge, or they can simply remain as observers: the side-betting for this event beggars belief.
- At the behest of the owners, Garret Wellbottle has issued a request for new games of chance and forms of entertainment to be brought forth. The most appealing will be added to the Dare's offerings, and the winner will receive a free lifetime membership to the club.
- Someone slips into the club and uses magical means to imbue its mechanical chess player with sentience. The automaton quickly escapes and vanishes into the city (where strange creatures are hardly unheard of). The PCs are tasked to find it and bring it back, as well as locate whoever gave it "life." But do they or the club have the right to keep such a being captive, now that it is self-aware?

III. SCRIBES GUILD



This rather stuffy looking building has the air of a scholarly library to it. Carved into the stone above the main entryway is the sigil of an inkwell and a feathered quill. A rain barrel on one side of the building has also been carved to resemble an inkwell. Inside, meeting areas compete with shelves filled with scrolls, giving them impression of a haphazard library. A mural depicting the Common alphabet dominates the foyer.

This building is the home of the Scribes Guild, one of the more influential guilds in this part of the city.

RESIDENTS

The Scribes Guild is run by a committee of twenty senior fellows, who work here along with their staff. They are led by Dresten Harcoulis, a pock-marked man with an overly polite disposition. He dresses a tad bit above his station, and goes through a never-ending series of handkerchiefs in futile combat with a perennially runny nose. He holds most of the authority in the guild, but is very good at dodging direct responsibility. Those hoping for an audience with him must first work their way through a maze of underlings, colleagues, and general bureaucratic hash. When he chooses to speak, he does so with the officious priggishness that only petty authority can bring.

The remaining senior fellows cover different areas of the Guild's operation — collecting dues, assigning duties, cataloguing various different kinds of ink — and are resolute in their tasks. Cross-over never takes place; they refuse to "taint" each other's workload by taking any of it on, which leads to a very stratified working arrangement. Outsiders who come to the Guild hoping for a quick resolution to their issue are confounded at every turn unless they know exactly who to speak to and what the exact nature of their problem is.

Dresten Harcoulis: Exp10.

Other scribes (50): Exp3-9.

Guild dues are kept here before being sent to somewhere more secure; typically, there will be 300 gp kept in an unlocked cashbox in Dresten Harcoulis' office. In addition, Harcoulis carries 20 *Quaal's feather tokens* (birds), which he uses to send important messages. On his desk, he also has a magical inkwell which is always full of ink, no matter how much he uses it. The inkwell would fetch a price of approximately 50 gp if it were ever sold.

ACTIVITY

The Scribes Guild represents all those who conduct the tedious business of transcribing documents, as well as those who run printing presses, of which the city has several. The division between the two is the subject of some controversy, as many scribes feel that the innovative press will put them out of business. Such has not been the case yet, but their eyes are ever on the future.

In addition, the scribes here handle the day-today facets of running their guild. This includes collecting dues, recruiting new members, issuing edicts on particular seals and styles of paper to use, and so on. Every seal used in the city must meet with the Guild's approval, and they keep a detailed catalogue of every seal that they have certified. They are often consulted when the City Council wishes to identify the owner of a particular seal.

Among their other activities, the Scribes Guild is an excellent resource when it comes to spotting forgeries. They have a huge catalogue of different types of papers, seals, and inks, and can often identify their source if provided with a sample and given time to make comparisons. The process is so refined that they can identify particular merchants by the grade of paper they sell, and can prove invaluable in tracking down the identity of a given letter writer.

Their members work throughout the city, but mostly in the Council Palace (location I1) itself, where the transcribing of laws, statutes, and petitions occupies hundreds of their members on an ongoing basis. Because of this, they have a great deal of influence within the halls of power; a work stoppage by the Scribes Guild could bring the city government screeching to a halt. For all their boring tasks and stodgy bureaucracy, the clout they wield puts them on par with the most powerful guilds in the city.

HOOKS

- A cunning confidence man is using someone inside the Scribes Guild to pass his phony Council edicts off as genuine. The Guild asks the PCs are asked to help ferret him out, which entails infiltrating the Guild's ranks.
- The printing press operators take umbrage at the increasing restrictions placed on them by the Guild and break from its ranks. At first, it doesn't sound like much. But the rivalry between the two soon escalates, with presses

being smashed and caches of paper beings set aflame. The city's mages are in an uproar, fearful of losing parchment for scrolls and spellbooks, and the City Council has been hobbled by threats from the erstwhile printers. The PCs are asked to mediate between the two sides before the situation gets any worse.

112. SEAL-MAKERS

This shop specializes in the creation of official seals. It is the only shop in the city which is permitted to do so. By controlling they type and number of seals which get used, the City Council can prevent the distribution of false entry papers, phony cargo inspections, and the like. The owner, a dwarf named Oskar Silvernail (Dwarf Exp8) and his half-elf stepson Liefgute (Half-elf Exp6), spend long hours crafting meticulous seals out of any number of materials. They sell their wares to wealthy nobles, members of the Scribes Guild, and of course the city government, which requires large quantities just to do their work efficiently. Silvernail and Liefgute put subtle markers in each of their seals, which only they know about. They can spot a forgery at a single glance if need be, and while that doesn't stop criminals from falsifying official documents, it certainly makes it easier to track them down.

Seals sold here run anywhere from 5- 50 gp. Nobles use them for the prestige it brings and most official or semi-official organizations in the city must purchase their seals here. All buyers must leave their name and a permanent address with Silvernail. He is not legally permitted to sell his seal to anyone who doesn't do so.

Silvernail and Liefgute keep 800 gp in small gems in a strongbox hidden behind some boxes in their workshop (successful DC 15 Search check to locate). This constitutes their entire fortune.

113. TURNING PAGES BOOKSHOP

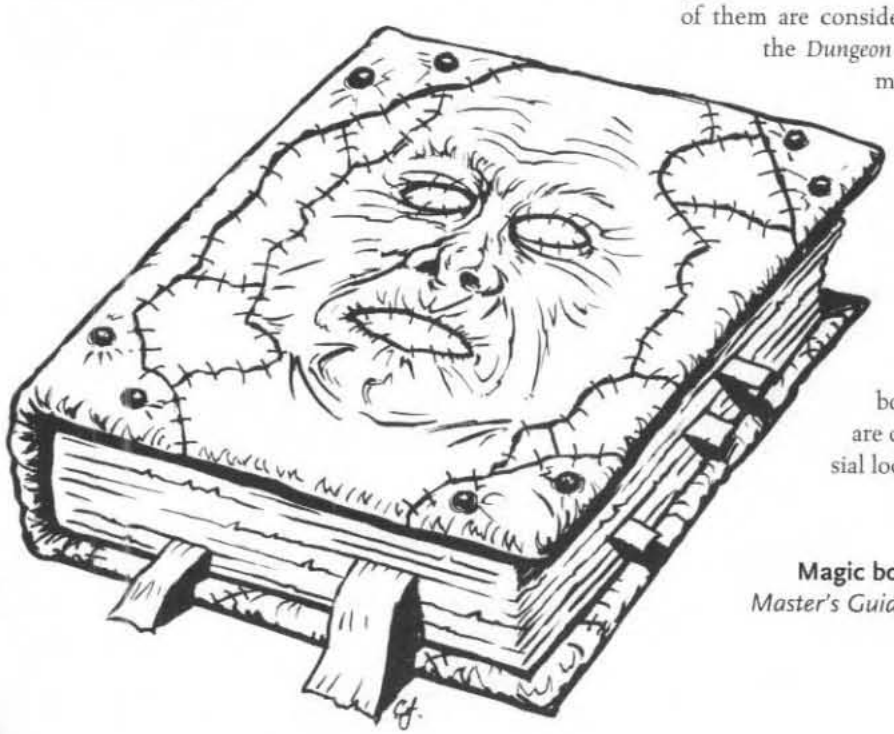
This small, cramped shop specializes in books, and it has an image of turning pages painted alongside of its front door. Inside, all of the books are placed on shelves behind a wide counter. A strange toothless old man with a bushy gray beard stares out from the other side of the counter.

The books in this shop may not be handled save by potential buyers. They all have one thing in common: not only are they magic, they all possess some measure of sentience.

RESIDENTS

Albert Boyer has spent most of his 83 years hunting for books. The rare and the unusual were a siren call to him, sending him across the world on all manner of treasure-hunting adventures. He collected a number of prize volumes, all of which he kept safe and secure at his home here in the city. When he grew too old to venture out, he opened this shop and found that the rare volumes came to him.

He specializes in intelligent books — volumes impossibly rare, of which he has nevertheless gathered nearly a hundred specimens. Their topics and subjects vary; some are children's tales, while others are spellbooks of the darkest magic. There are atlases which verbally describe the lands they are depicting; accounting books that are happy to do the math for you. One volume contains an elf queen's diary, which reads aloud in her long-dead voice while another writes stories by enchanting nearby pens to write of their own accord in its blank pages. All of them are considered intelligent, as per the rules in the *Dungeon Master's Guide*. They possess no primary or extraordinary abilities; however, many of them (at the DM's discretion) may translate their words to PCs as if they had cast a *comprehend languages* spell upon them. The more intelligent books often chat among themselves and with their new owner, and while a few personality conflicts have occurred, those books which make too much trouble are quickly shipped off to less controversial locales.



Albert Boyer: Rog16.

Magic books (97): As per the *Dungeon Master's Guide*.

Albert Boyer is independently wealthy and has nearly 10,000 gp stored at nearby banks. His inventory comprises the rest of his wealth, as he is always reinvesting in new items. the rarer and more wondrous, the better. He possesses numerous personal magic items: a *+2 short sword* under the counter of his shop, a *bag of holding* in his pocket, a set of *bracers of armor +4* on his arms, and a *cloak of elvenkind* across his shoulders. He is far too weak at his age to wield the sword, but he will use the other magic items to defend himself as best he can.

ACTIVITY

Every book in the shop is ostensibly for sale, though Albert is reluctant to part with them. He has to keep trade open, however, or else he has no way of acquiring any new books. Far more than the having, it's the *getting* that still fires the old man's blood. To that end, he is willing to sell any book on his shelves, just to give him more cash to make purchases. Prices start at 10,000 gp and spiral upwards from there; the *Dungeon Master's Guide* lists appropriate prices, though Boyer has no qualm about gouging his customers if he feels he can get away with it. He's also willing to steal books that he can't acquire honestly, though he always tries to exhaust all of his legal options first. Stolen books are always hidden in the back of the shop, far away from the others.

HOOKS

- Any PCs who acquire an intelligent book of any sort will receive an invitation from Boyer, who will stop at nothing to acquire it. If offering piles of gold doesn't work, he will attempt to steal it from them (hiring a proxy since he is too old to do the filching personally).
- Similarly, rogue PCs may be approached by Boyer, who wishes them to steal a book from an owner who is reluctant to sell.
- A PC who acquires a book from the shop finds himself in a battle of wills as the sentient object wishes him to return to Albert's store and "liberate" the remaining texts. The results could set the City Guard after the PC for thievery, but if he doesn't give in, he must face the constant prodding and wheedling of the artifact. In extreme cases, the book may even entice a thief to abduct it and then lay claim to its fellows. If sufficiently malicious, it may wish to eliminate its PC owner beforehand...
- Ill and feeling his age, Boyer cannot accompany Mathis of Scholar's Delight (see location M35) on one of their buying expeditions. He hires the PCs to go in his stead and gives them a letter of credit for in case they find anything worth acquiring.
- Boyer dies, and the shop is put up for auction. The books, however, have other ideas. The new owner is soon driven mad by the cacophony of voices coming from the shelves — voices that can only be heard when he is alone. So is the next owner, and the next after that. The PCs may be brought in to investigate the "curse," or they may be sought out by the crazed owners as the only ones who can silence the "voices" (i.e., the books' choice to be their new guardian.)

114. SEEING EYE SPECTACLES

The windows of this shop are made of strange curved glass that seems to magnify the objects within. The place sells spectacles and eyeglasses — primitive objects which are nonetheless in high demand. The owner, Cyra Kensington (Exp7), grinds the lenses herself in a workshop in the back, before fitting them into carved frames of ivory or ash. She has a crude eye chart which she uses to gauge her customers' vision — hardly scientific, but enough to guide her in her work. Her spectacles are elegant and fashionable, especially among the wizards and scholars of the Academy District. The spectacles normally sell for around 25 gp apiece. Among her other items, she has a *lens of detection*, which she uses to grind the spectacles as finely as she can.

Cyra has a small hoard of 200 gp, which she keeps hidden in a secret space under her workbench. Once the bench is removed, it requires a successful Spot check (DC 15) to find the opening.

115. HEADQUARTERS OF THE CRIERS GUILD

The front of this building is dominated by a huge wooden billboard festooned with all manner of news and proclamations. Elaborate scrolls, written in a flowing hand and marked by the seal of the Criers Guild, decorate each one. They are arranged as neatly as possibly, though it is difficult to get them all in, in spite of the size of the billboard. A Palace Guardsman stands watch on either end to ensure that they're not disturbed.

Inside, a large printing press dominates the main room, there to make as many copies of the latest news as possible. At the end of the press, a station stands with a large seal and a pot of wax; every sheet which comes off the press is affixed with the seal of the Criers Guild. The criers themselves either lounge on chairs and stools, or stand ready to take sheets from the operating press.

RESIDENTS

The criers are normally young men and women with strong legs and healthy voices. The Guild prefers younger members because its duties can be so arduous. The older members are easily spotted, however, and most remain in peak condition despite their advancing years. The Guild Mistress, Anna Detrain, is a former opera singer fallen on

hard times, but she can still reach a decibel level strong enough to crack glass. She recruits from the ranks of bards and other performers, taking in those whom the public stage has discarded, like herself. As result, most guild members have an air of clownishness to them, and are often acting out when waiting for news to report. They take their duties very seriously, however, and snap to sharp attention when their printing press gets rolling.

Anna Detrain: Brd7.

Criers (480): Brd1-5.

An unlocked strongbox in Anna Detrain's office contains 400 gp. The printing press is worth 3,000 gp if it could somehow be sold.

ACTIVITY

The Criers Guild is the closest thing the city has to a reliable news organization. There are 30 criers assigned to each district, or 480 in all. Each has a series of stopping points (usually 5-7) where they halt, ring their bell, and announce the news of the day in the loudest possible voice. They repeat it three times before moving on to the next spot, and rotate through every spot in their assignment three times. It's taxing work, and smart criers learn to rest their voices before engaging in their duties. The most prized district is actually the Humanoid District because criers there are only required to read their news from one location — atop the great wall — and they needn't move any further than that. It's considered quite a cushy post, though the odd bit of missile fire from residents of the district does spice things up from time to time.

The most important part of the criers' duty is transmitting news of city-wide importance, including proclamations from the City Council. Such incidents are uncommon, but produce an immense *esprit de corps* among the criers. They understand the importance of getting news out quickly, and have been known to go to heroic lengths to fulfill their duty. News of this import, however, can't quite pay the bills. So the Guild subsidizes their operations by relaying information from anyone. For a modest fee of 10 gp, the criers will relate any piece of news — weddings, important meetings, births, deaths, etc. — that their clients wish reported. They don't undertake such assignments with the same gusto as news from the Council (indeed, some have been known to embellish private news with cheeky and very inappropriate editorial comments). They get away with it only because they are the only effective means of spreading the word — any word — so quickly.

The Guild pays a criers a rate of 6 sp a day — 1 sp of which the guild rebates to itself in membership fees. Many criers supplement their income by acting, juggling, or engaging in other forms of public performance.

HOOKS

- A villain who wishes to alert the entire city of his plans can easily do so through the Criers Guild. Messages to the PCs can be delivered safely by this means, without risking an open confrontation until the villain is ready. It can also be issued to deliver ultimatums in outlandish and melodramatic fashion, causing city-wide panic unless the PCs act quickly.

116. DOME OF LAW

One of three marble domes dedicated as monuments, this large open-air structure is marked by 64 pillars spaced evenly around its circumference (one for each corner of each of the sixteen city districts). At the center stands a stone statue of a set of scales with an unfurled scroll at its base. The scroll reads, "The rule of law is tantamount, for without law, what are we but savage beasts in the field?" The inscription is written in Common, Elvish and Dwarven. The marble floor of the monument is inscribed with admonitions to uphold the ideals of civilizations and justice, written in a plethora of different languages.

If a weight precisely equal to 64 pounds in specially printed parchment is placed on the left-hand scale, and the inscription is read aloud in any of the three languages, the monument moves aside to reveal a secret chamber beneath. Secreted within this chamber are a *+4 defending longsword* and a *+4 large steel shield*. Only the City Council knows of this location and they are sworn not to reveal it; the parchment can only be found in the inner vaults of the City Treasury (location I3). This treasure was hidden here after the humanoid invasion as a resource that would be given to the city's greatest champion in its hour of direst need.

117. DOME OF WISDOM

This dome is identical in structure to the Dome of Law in location I16, save that it is constructed of gray granite and not of marble. The centerpiece is an open flame, which is constantly fed by oils donated by all of the city's religious sects. At the base of the flame pit is an inscription that reads, "Civilization cannot govern unless it governs wisely. For what is the value of knowledge if it does not improve the life of all?" The inscription is written in Common, Elvish and Dwarven. The granite floor of the monument is inscribed with admonitions of wisdom from each of the city's largest religious sects.

If the flame is doused with specially prepared oil and the inscription is read aloud in any of the three languages, the monument rolls back to reveal a secret chamber. Within this chamber is a modified *amulet of the planes*, which requires a Wisdom check rather than an Intelligence check to operate. In all other respects it functions according to the descriptions in the *Dungeon Master's Guide*. Only the City Council itself knows of this location and they are sworn not to reveal it; the oil can only be found in deepest recesses of the Children of the Creator Temple (see location J2), as well as in the depths of the Temple of the

Sky (location J17) and the Stone God Fellowship Temple (location J11). As with the treasure in the Dome of Law, the City Council decreed that it be placed here, to be used only when the city is in its direst need of guidance and wisdom.

118. DOME OF PEACE

This dome is identical in structure to the Dome of Law (location I16) and the Dome of Wisdom (location I17), save that it is made of sea-green marble. The centerpiece of is a large statue depicting a human, an elf, and a dwarf beating a sword into a plough. At the base of the statue is an inscription reading: "Even war is fought with the anticipation of the peace to follow. Peace lies in the hearts of all reasonable beings, for in peace all their gifts and abilities come to fruition." The inscription is written in Common, Elvish and Dwarven. The polished floor of the monument is inscribed with greetings of welcome in a wide variety of different languages.

If an unarmed creature dons a special pair of gloves, grasps the handle of the statue's plough and reads the inscription aloud in any of the four languages, the statue rolls back to reveal a secret chamber. Within it is a *staff of healing* wrapped in a white cloth. If the cloth is laid upon a barren field and a command word is spoken, the field will sprout a crop of fertile grain within the month. Only the City Council knows of these objects, and they are sworn not to reveal it; the gloves can only be found in a secret location in the Council Palace (location I1). This treasure was placed here at the same time as the treasures in the other Domes, and it is to be used only in times of great famine or disease.



119. ESTATE OF ADISABAH THE CRUEL

This tall mansion was ominous and foreboding, even before its current owner took it over. Its dark, windowless walls stretch up a full two stories, hiding the courtyards and gardens beyond from prying eyes. Tapered minarets claw skyward, lending an exotic air to the place, and the entire affair looks too high for such a narrow foundation, as if the towertops will collapse at any moment. There's only one known door in or out, and it is barred to visitors. Every now and again a veiled figure emerges from it to purchase food and supplies in the Bazaar District, but no one else passes through it. He always travels alone and he always returns within a few hours. Those who have made the mistake of waylaying this traveler disappear within a fortnight, never to be seen again. Neighbors who pass by the estate fork the evil eye at it, claiming that the residents are not of this world.

RESIDENTS

In fact, only one resident is otherworldly in origin; the rest are his followers culled from the cast-offs and misfits of the city's lowest echelons. Thirteen years ago, the estate belonged to a renowned wizard, whose slow descent into madness was cunningly disguised by his servants. Then one evening, he summoned a fell spirit from beyond the planes: a rakshasa named Adisabah the Cruel, who had only recently escaped imprisonment by another wizard in another plane. Unwilling to be bound a second time, he slew his summoner and butchered the remaining residents before claiming the household as his own.

In order to satisfy his immense ego, Adisabah set about forming a cult dedicated to worship of himself. In a city as full of wild religions, he would hardly stand out, and a stable of followers would provide stability while he pondered his next move. It wasn't hard to ferret out those seeking direction in their life. Soon, he had over twenty devoted followers ready to live and die at his command. Their numbers have steadily increased until the estate now hold more than three times the number of residents for which it was intended.

Adisabah the Cruel: rakshasa, as per *Monster Manual.*

Followers (60): Rog3.

Guards (12): War4.

Adisabah has amassed a king's ransom from his followers, who routinely commit thievery on his behalf. There is over 10,000 gp in assorted coins and gemstones scattered throughout his lair. In addition, he has "inherited" twenty spell scrolls, a *rod of summoning* and a *crystal ball* from the estate's former owner. He rarely uses any of them, but would treat their loss as a personal insult, as he is very protective of his property.

ACTIVITY

The cultists live on the lower floors, crammed into hammocks and bunks in makeshift living quarters. They exist to serve their master's whim, preparing all sorts of elaborate ceremonies to pay homage to his greatness. They themselves eat plain gruel, though a few of the tougher ones are given better food to keep their strength up; Adisabah himself is kept in extravagant fashion, dining on only the best foods and being entertained through a variety of grotesque rituals. The upper stories are his quarters, divided into audience chambers, meditating rooms, and libraries for his use alone. The rakshasa has armed a dozen of his followers with scimitars and bucklers to serve as guards.

What his future plans are, no one can say. He rarely recruits anymore since he has enough followers to fulfill his needs, and he certainly has no interest in the Spire. He seems content to lurk in the shadows, drawing no attention to himself and gathering his strength for some heretofore unknown scheme. The few mystics familiar with the rakshasa say he is terrified of the vampire-nobleman Sir Milton Derek (see location H2) and would do anything to see him destroyed. Adisabah himself never leaves his estate, save on nights of the new moon, when it is said he explores the darkest corners of the city for his own amusement.



HOOKS

- Adisabah has demanded that his followers commit murder on his behalf — as a demonstration of loyalty to him. The PCs or someone close to them are the list of targets.
- Sir Milton contacts the PCs and bargains for their aid. One of his followers attempted to infiltrate Adisabah's cult some time ago and has not been heard from since then. He wants to know what happened to the man and whether Adisabah (whom he regards as a potential nuisance) has learned anything important about the vampire.
- The PCs encounter Adisabah in disguise, traveling on one of his moonless errands. He flees before they can confront him, but in so doing, he drops something: a false eye carved out of marbles and set with opals and sapphires. Could this be the key to his enigmatic plans?

120. EMMA'S SHORT-NOTICE DANCE AND REFINEMENT SCHOOL

This elegant, understated home is large and airy, with numerous windows looking out on the main thoroughfare. The rooms are spacious and floored in polished hardwood; the lower level is broken into a series of tea rooms, greeting rooms, and a large sunlit ballroom flanking the eastern end. It serves as a school where the well-do-to learn rules of etiquette and presentation, as well as the latest dance steps.

RESIDENTS

The school is run by its founder, Emma De Ruse, a middle-aged human whose sharp features and understated elegance help cement her reputation as a paragon of deportment. Rumor has it that she was abandoned on the altar by a paramour many years ago, but if so, she shows no signs of emotional scars. She dresses impeccably, and her knowledge of etiquette extends across several races and cultures.

A half dozen younger women also work here as teachers, specializing in different styles of etiquette and protocol.

Emma De Ruse: Ari7.

Teachers (6): Ari5.

There's little of real value here, though the furnishings are nice.

ACTIVITY

While Emma's does moderate business as a traditional finishing school — attended by both men and women — its reputation lies mostly in an ten-hour crash course developed by Emma De Ruse herself over a period of many years. Under this scheme, rough-hewn adventurers and those unused to the halls of nobility are rapidly trained in table manners, proper titles and a whirlwind dance session that provides the basics of three or four common steps. A tailoring service exists to patch up shoddy clothes, and for a small extra fee, De Ruse will purchase a proper token to bestow upon the host as a gift. The cost for this service is 6 sp, and the client must be free for the entire day leading up to the event for which he or she must prepare. Classes start at dawn, and continue until the sun goes down.

De Ruse is a stern taskmistress who doesn't take for slacking off. She can render hardened warriors little more than stammering wrecks and throws even the most self-assured student off of his stride with her forceful personality. She tries to attend to each student individually, but periods before major events mean a backlog, necessitating larger class to get the job done. The sight of a dozen adventurers all following her rigid instructions in an effort to appear presentable before the grand ball often sends the other teachers at the school into fits of giggles.

HOOKS

- The PCs get wind that Emma De Ruse has purchased a knickknack for one of her students to give as a gift. The item is actually a very dangerous cursed artifact, which will cause the death of many people if it is allowed into a ball or dance. It's up to them to retrieve it and prevent a disaster. De Ruse will have it at the school for a few hours before giving it to her student; she won't believe any stories about the item's danger, however (it looks quite harmless) and she refuses to let a bunch of uncouth adventurers paw through her establishment.
- While serving as bodyguards of a VIP, the PCs learn that a trained assassin has enrolled in Emma's, in anticipation of murdering their client at a ball later that night. De Ruse is the only person known to have seen his face. The PCs will need her help if they are to thwart the killer and prevent the assassination.
- One of the PCs causes a public spectacle with his uncouth drunkenness. As punishment, the judge sends him to the school for a full six weeks, forcing him to learn the niceties of social interaction. If he doesn't complete the course to De Ruse's satisfaction, the court will fine him 100 gp.

121. TELEPORTATION GATEWAY

This heavily-guarded locale was once a temple to a prominent secondary religion, that of the god of roads and journeys. Now it is heavily guarded by the Palace Guard; its stained glass windows have been covered with bars, and its three doors heavily reinforced. The odd thing is, the reinforcements are placed on the *outside* of the door: rather than protecting from attackers without, it seems designed to hold someone or something in.

Inside, the theological trappings have been removed, replaced with hanging banners of the city and an assortment of comfortable furniture. Where the altar once stood, there is now a large free-standing doorway constructed of brass. Arcane sigils have been written along its length. The door itself is featureless and does not even appear to have a handle. A pair of Palace Guardsmen flank the construct at all times, and two more stand guard at each of the three doorways.

In the days when this was still a functioning temple, the resident clerics opened a teleportation gateway between here and a trio of nearby kingdoms. The gateway proved permanent and the city seized the building to prevent foreign enemies from making use of the teleportation routes. They allow the sect that opened it to maintain this property, but they cannot allow it to do so unsupervised.

RESIDENTS

Besides the Palace Guardsmen on duty, the only NPCs to be found here are either members of the sect who originally owned the building or diplomats preparing to receive visitors through the gate. The head of the Guard contingent is Lieutenant Tauwhisp Highsummer, an elf sorcerer with a rudimentary understanding of teleportation magic. He is the only person who can be reliably found here at any time.

Lieutenant Tauwhisp Highsummer: Elf Sor4/Ftr4.

Palace Guards (24): Ftr4-8.

Priests (5–10): Clr2-4.

Diplomats/Officials (2-5): Ari3-5, or by particular NPC.

Palace Guardsmen are equipped with their standard masterwork breastplate and masterwork longsword or halberd. Lieutenant Highsummer carries a *wand of Melf's acid arrow* and a single *bead of force*, which he has orders to use only if an enemy attacks through the teleportation gate. The big treasure is the gate itself, which is rooted to the spot, and cannot be moved.

ACTIVITY

The gate is used to maintain relations between the city and neighboring or allied kingdoms. It facilitates the transport of high-level officials and important objects, without subjecting them to the dangers of travel. As such, it is one of the most vital areas in the entire city. Unauthorized people are not permitted to enter the site, and even clerics of the traveler god must gain the approval of the City Council before being allowed to enter their former church.

The gate forms an anchor for three similar doors scattered in different kingdoms. The clerics of the traveler god attempted to bind four locations by a common path, reducing travel time to an instantaneous moment. Now, they must cast the proper invocation in order for the artifact to function. A cleric of the traveler god must stand in front of the doorway and casts *teleport*. The door then opens onto one of the other three locations (specified during casting), and it remains open for 1 minute per level of the caster. Objects and beings may freely pass back and forth between the two points, just as if they were using a normal door. It is wide enough for two Medium size beings or smaller to pass through at a time. At the end of the spell's duration, the door closes and the gate is terminated. Those passing through at the time are booted out at one end or the other. This gate is the only one which travels to multiple different gates; the other three only open onto this one. The door may not open onto multiple locations at the same time.

As to where the gate leads, that depends on the particulars of the campaign. The three nearest friendly kingdoms are the most obvious answer, though one or two of the gateways could lead to a far-flung locale, impossible to reach by any other means.

In case of trouble — an unforeseen activation of the gate or the like — Lieutenant Highsummer has orders to clear everyone out of the church and seal the doors. Reinforcements can be summoned from the nearby Palace Guard Barracks (location 12) and clerics from the traveling god can be brought in to counteract any magic that may be in effect. The object is to keep the intruders contained until the doorway closes, then swarm them. Thankfully, nothing like that has ever happened, but it pays to be prepared.

HOOKS

- The clerics of the traveler god take umbrage at the Council's high-handedness, and refuse to lend their talents towards opening the doorway any more. Other teleporters are brought in to replace them, but none are capable of opening the gate. The PCs are sent on a quest to find some means of restoring the artifact to its former usefulness.
- Something Very Bad has noticed the doorway as it passes through its extra-dimensional space, and decides to drop in for an unwelcome visit....

122. HEADQUARTERS OF THE SPIRALING SHELL (FAVOR TRADERS)

This squat building looks to have appeared at random, jutting out into the road at an odd angle. It is cut in the appearance of an enormous trumpet shell, composed of some unknown material with the consistency of smooth glass. The door is built to fit into the "shell's" opening, and is fitted with an enormous knocker, in the shape of a conch, composed of what appears to be brass. A low booming echo reverberates up the "shell's" sides when the knocker is used.

Inside, the appearance of a giant shell is undiminished. The main entryway is smooth and polished, reflecting the diffuse light which appears to come from the gently sloping walls. A set of steps, seemingly carved into the glassy floor, winds up through the curve of the shell, and turns slowly to the left before disappearing behind the rising wall. A huge desk neatly stacked with papers stands at the foot of the steps; a smiling, bearded man with his hands folding in front of him looks up expectantly at you as you arrive.

The upper recesses of the building all contain locked doors on either side of the steps. The doors cannot be opened without the proper key; no amount of strength can break them down. The steps slope ever upwards, the corridor (and doors) growing progressively smaller until they terminate at the shell's higher point in an impossibly miniscule door no higher than 1-foot tall (only Tiny size creatures or smaller may fit through it). Outsiders are never allowed past the front desk.

The shell itself did indeed appear unexpectedly. The city simply woke up one day and there it was. When they learned its occupant meant no harm, he was allowed to stay. He paid his property taxes in gold coins stamped in a strange design, and set up his business right there on the spot. Nearby residents have quickly learned to maneuver around his "giant shell," giving it a wide berth.

RESIDENTS

The fellow at the desk calls himself Clockwatch, and it is apparent within the first few minutes of speaking to him that he is not a native of this plane. He is polite and extremely erudite, but his turn of phrase is inordinately mannered, and he speaks with an accent that no one can readily identify. In his natural form, he has eight arms jutting out at different points of his body. He keeps them hidden by magic when meeting with customers, but when he is alone, they spring out in a bundle, allowing him to engage in all manner of clerical activity. His desk is divided into a meticulously ordered system that only he seems capable of discerning (successful DC 20 Decipher Script check to parse his system). Naturally, he never lets anyone touch the papers on his desk.

Strictly speaking, Clockwatch is a half-celestial/half-human. He hails from a plane of absolute law, where structure and pattern are everything. His purposes here are unknown, though he is clearly building an extremely complicated web of... something (see Activity). No one has ever seen him leave the building or indeed move from his desk. He claims to belong to an organization called the Spiraling Shell, but no one has ever seen any other members. The only people ever found in the building are Clockwatch and his myriad customers.

Clockwatch: Half-celestial/Half-human Ftr6, as per the *Monster Manual.*

Clockwatch has no gold or magic items, but in the top drawer of his desk is an enormous ring of golden keys. Each key opens one of the doors along the rising steps in the building. Each door functions as a *well of many worlds*, leading to a different plane or alternate dimension of the DM's choosing. Clockwatch knows which plane each door opens onto, but anyone else is on their own (destination should be randomly chosen by the DM.) He never lets anyone else use his keys under any circumstances.

ACTIVITY

Clockwatch's ultimate purpose on this plane is a mystery. His methods, however, are not. He deals in favors — both giving and taking away — and business in this district is booming. People come to him when they require something that they can't obtain by other means — a hearing before the City Council, say, or a rare object from a distant locale. He never charges for his services and he never speaks of how he obtains such favors. However, every person who requests a favor from him is then obligated to perform a favor *for him* later. Each favor so performed is roughly equal to the favor requested, preserving a sense of balance in all his dealings. In this method, he is able to effect the favors requested of him: A noble who asks to learn the fate of a missing relative, for example, would then be obligated to given another of Clockwatch's customers an audience when asked. The web of favors and asked and received stretches to every corner of the city, from the gutters to the highest offices of power. Clockwatch keeps track of it all through the efficient filing of papers on his desk, and clearly there is some grand overall pattern to what he is constructing. What it is, however, is another question entirely.

Theoretically, such activity should worry the Council. They greatly dislike mysteries, and cynics believe that whatever Clockwatch has planned, it must ultimately serve a selfish end. This is counteracted, however, by the fact that Clockwatch never requests favors for himself. The tasks he demands always fulfill a favor requested by another of his customers. Furthermore, those he serves all come of their own free will. He does not seduce or entrap them into seeking his aid, and he always delivers exactly what is promised. Granted, his interpretation of what is required may be pointedly literalistic, but he never seeks to cheat or subvert his customers' understanding in any way. For these reasons, the Council is content to leave him be, though a few members still advocate keeping a close eye on his activities.



Clockwatch has a few rules regarding the dispensation of favors, which all of his customers must observe:

- The favor cannot involve the physical harm of another person.
- It must be possible to accomplish it without the use of magic.
- The favor must be something the customer cannot normally be expected to accomplish on his own.
- The favor must be couched in specific terms; for example, one cannot say "destroy the reputation of Lord Highmore," but one can say "plant incriminating documents in Lord Highmore's library just before the City's Eyes investigators come calling."

These rules are unbending and cannot be violated. While it is rare for Clockwatch to turn down a request for a favor, his reasons for doing so are always linked to one of his rules.

As stated above, those for whom Clockwatch performs a favor are bound to perform a favor for him in return. The process is always the same: The indebted party receives a message in an exquisite sealed parchment, requesting to meet Clockwatch at his place of business at the earliest opportunity. No physical hands ever deliver the messages, it seems; they are simply *there* on top of the recipient's desk or in some other suitable location. Those who refuse the summons receive another identical message the day after the first one arrives, followed by another one a day later. If the summons is still ignored, the messages begin arriving every hour, quickly filling up any space the recipient has. After three more days, they begin arriving every *minute*, turning into an avalanche of parchment in short order. No one has ever refused the summons long enough for messages to being arriving every second.

When the invitee arrives, he is informed of what he must do in order to balance his books. The favor may be simple or complicated, easy or hard, and involving any number of particulars. There is no way of telling. The favor is never beyond the his ability to fulfill, though it may be a challenge. Clockwatch always seems to know intuitively the instant the deed is completed. When the the person who has been tasked returns to his residence, he finds a note, written on the same parchment as the summoning message. "All debts are now fulfilled," the note reads.

Clockwatch refers to those who perform five or more favors for him as "shells in the spiral," and he gives them a pin in the shape of a shell as a sign of gratitude. They are worth 50 gp apiece and composed of a metal which no earthly smith can define. No one is certain what wearing the pin connotes, but it is not unusual to see nobles and powerful members of the city government sporting them from time to time as an amusingly curious bit of ornament.

HOOKS

- Obviously, PCs can become entangled in Clockwatch's web simply by walking up to his desk and requesting a favor. The DM can encourage that by keeping one of their goals just a little out of reach, but allowing it to be accomplished with a little aid from the half-celestial bargainer. Once they've done that, they can easily be spring-boarded into another adventure simply by having Clockwatch call in his marker.



- After years of preparation, Clockwatch's plan hatches — and it's not a pleasant one. In a series of seemingly coincidental acts, unwitting agents performing on his orders attempt to incapacitate many of the city's most influential figures. In the power vacuum which follows, carefully groomed agents stand ready to assume key vacant positions. In the weeks which follow, order in the city will increase to draconian levels as the new regime institutes statues, codes and structures intended to bring "chaos" to a halt. The city soon grinds to a standstill, with residents afraid to go out lest they violate some bit of minutia and pay the penalty for it. The only way to avoid such a fate is to perceive Clockwatch's unintentionally sinister plan and stop it before it can be completed. Alternate unintentionally sinister plans may be inserted as the DM sees fit.
- Alternately, Clockwatch's plan may be an entirely benevolent one, designed to keep the city safe and running as efficiently. If something comes along to threaten his plan, it could throw the city into chaos. He will need the player PCs' help in order to defeat the threat.

123. THE MOST HONORABLE AND HOLY MIXED-FAITH FIRE BRIGADE

This tall stone building has a series of small shrines on its lower levels, attached to a central library and reading room. The upper stories are taken up by living quarters for the five men and two women who dwell here. A stable is attached to the building through a wide swinging gate; a wagon and a team of horses stand ready to move at any time. The front of the stables opens wide onto the streets and several signs warn passersby that a sudden exit is likely.

Fire is always a terrible prospect for a densely populated city. An open flame can rapidly spread from building to building, engulfing entire neighborhoods in the blink of any eye. But the City Council has not devoted enough resources to develop an adequate response to a massive fire in the city. That's why the members of several benevolent faiths came together to establish this volunteer group, which fights fire through magical craft.

ACTIVITY

There are six clerics and one sorcerer in the Fire Brigade. Each represents a different sect, god, or faith, as appropriate to the campaign world. All worship as secondary deities either water-based gods, or those associated with healing; a single sorcerer has been added to aid with transport. All of them are devout members of their respective faiths, even the sorcerer. Their religious orders subsidize their activities, so they can devote themselves to this task without worrying about their material well-being. They believe not only that they are doing a public good, but that their collaboration has strengthened the bonds between their various sects. Their frank and open religious discussions are uncommon elsewhere in the city, but bound by a common purpose, they find they can air their differences without offending their basic sensibilities.

Appropriate player PCs who are interested may join their ranks, as long as they belong to a sect that is not already represented in the Fire Brigade, and is compatible with all of the other sects. They must be at least 8th level, with at least 5 levels as cleric or sorcerer.

Merritle the Bold: Sor9.

Kineas of the Guiding Way: Clr13.

Heitel Itellitrous: Clr11.

Sister Persyla Hitan: Clr10.

Risot Vaultwalker: Dwarf Clr10.

Grettob Dakustiv: Half-elf Clr9.

Betheral Lightbringer: Clr8.

The only things of value here are a pair of *decanters of endless water*, which the Brigade uses to battle fires. The items are stored under the floorboards of the wagon, where they can be easily accessed when the time comes. The clerics have only enough money to pay for their expenses, amounting to little more than a handful of gold pieces between them.

ACTIVITY

The Fire Brigade members spend their days here in contemplation and worship of their individual deities. In the evening, they meet to discuss matters of faith in the reading room. When the alarm is raised, they leap to the nearby wagon, spurred on both by the speed of the horses and by the *haste* spells which Merritle the Bold casts upon them.

They use no equipment save for their various holy symbols and the *decanters of endless water*, which they deploy like fire hoses (the *geyser* ability is used quite often). Their prayers are aimed at delivering means to keep the fire contained: *control weather* to bring rain, *cone of cold* to reduce temperatures at the source, *cure wounds* spells to treat victims, etc. Merritle uses a *wall of ice* spell to keep the fires from spreading; the Brigade well understands from experience that sometimes its best course is to contain a fire and let it burn itself out, even if that means that property will be destroyed as a result.

HOOKS

- A fire has broken out in a rough-and-tumble part of town. The clerics ask the PCs to accompany them as bodyguards, giving them protection while they concentrate their powers on fighting the fire.
- The Brigade's *decanters of endless water* have been stolen. The PCs are asked to track down the thief and secure the return of the magic items, or possibly find a new set to replace the old ones.
- If the PCs have accepted a request of bodyguard the Brigade (as above), consider that they may wind up walking into a trap. An evil wizard specializing in fire magic plans to summon a particularly cunning efreet by starting an inferno in one of the city's neighborhoods. Before he does so, however, he must neutralize the Fire Brigade — one of the only groups in the city whom he believes can stop his summoning spell. Even if they succeed in saving the Brigade's lives, the Brigade may not be strong enough to stop the wizard's larger plan. In this case, it is left to the PCs to thwart him before he burns the city down.

124. HOME OF JERONIMUS FITCH, CENSUS TAKER

This aging cottage has a patchwork look to it. It shows many signs of repair, but few efforts were made to blend more recent work into the original structure. New shingles lie unadorned on the roof, contrasting with the gaily-paint red of their older cousins. Cracks in the walls have been plastered with a trowel, the gray mixture standing out amid the whitewashed walls. Its owner occupies only one room of the five or so it holds. The rest are taken up with enormous piles of papers, charts, and files, all packed to the rafters and ordered as if by a madman's whim.

This is the home of Jeronimus Fitch, as well as of the task which is proving to be his life's work.

RESIDENTS

Jeronimus is a thin, sallow-looking man with expensive, but heavily worn clothes. He can afford more, he just doesn't have the time to buy them. He is only infrequently found here, spending most of his time scouring the city as part of his census (see Activity). When he is here, he is usually writing frantically, or comparing sets of statistics in a muddled rush.

He maintains a small army of assistants, who are often out and about as well. They are somewhat more sociable, however, and will be happy to take a drink with visitors on the porch of the ramshackle house.

Jeronimus Fitch: Exp7.

Assistants (34): Com2.

Jeronimus is obscenely wealthy, but he never keeps his cash on hand; it's kept in a series of banks and moneylenders shops scattered throughout the city. Neither are there any magic items on the premises; there's simply no room.

The only item of note besides Jeronimus' voluminous notes is his exceptionally large heavy crossbow, an absurd weapon that he had constructed to his own specifications. Treat it as a normal heavy crossbow, except that it weighs 12 lbs., does 1d12 damage to Medium size creatures, and cannot be fired one-handed at all. The weapon is actually sized for a Large size creature, but Jeronimus has learned how to use it without penalty. However, it has quite a kick, and any creature besides Jeronimus of Medium size or smaller who tries to use it must make a successful DC 12 Balance check (-4 penalty for each size class below Medium), or else fall down. The special bolts that he had crafted for the weapon make it even more dangerous and unpredictable. Treat them as *+1 flaming burst bolts*, and he has 20 of them. For that reason, he won't fire this rather eccentric weapon indoors, for fear of setting fire to his work.

ACTIVITY

Jeronimus, having inherited a considerable fortune from his late father, is undertaking the unthinkable: taking a census of the entire city in an effort to catalogue each and every occupant. The city government long ago abandoned the idea as ludicrous, but Jeronimus is as yet undaunted. Starting with the city's official property ownership files, he has slowly built a mountain of basic information about a surprisingly large percentage of the populace. His research classifies residents by race, by income, by neighborhood of residence, and by profession. Families are catalogued by household, by number of children, and by net income. Unique residents, such as Sir Milton Derek, receive their own file. The fact that new residents are born and old ones die all the time while he proceeds with his work daunts him not at all, and while the list is still hopelessly inadequate, Jeronimus devotes himself to it with boundless energy.

His assistants routinely venture forth to catalogue new entries into the city, new property owners, and similar data. They bribe the guards at the gates to provide information on new arrivals, check with the Harbormaster to note any immigrants on incoming ships, and painstakingly travel street by street to record every homeowner, resident, and stray cat that they can. It's an uphill battle, but Jeronimus pays well. Bit by bit, inch by inch, they are slowly moving closer to his ultimate goal.

The city government considers him a crackpot, though they also realize that his information has some worth. Unfortunately, he harbors a deep grudge for their refusal

to help him, and any government official who comes asking for help is treated to a blast from his oversized crossbow, which he always seems to have with him. Other visitors are welcome to what information he can provide, but he never gives anything away for free. Since he doesn't need money, he often sends them out on fact-finding missions, canvassing a number of square blocks based on how much he feels the details they require are worth. Everything is catalogued and placed in his growing pile of papers. Someday, he promises, the city will have the most comprehensive set of facts about itself that anyone could provide.

HOOKS

- Those looking for information on a given individual could do worse than to consult Jeronimus. While there's no guarantee that he has any pertinent information (and even if he does, it may be out of date), the sheer volume of names and addresses makes him at least as good as any other source. Of course, in order to gain such information, the PCs may need to serve as his assistant for a few days, covering a few blocks of territory in an attempt to catalogue the residents, or offer him some other form of bribe.
- Jeronimus wishes to take a census of the Humanoid District, and has prudently decided to hire some bodyguards — namely, the PCs. They will have to keep him safe as he prowls through the most dangerous areas of the entire city and even approaches the nonhuman residents with questions.
- Someone on the City Council needs some information which Jeronimus has. They task the PCs to get it from the census taker by whatever means they can.



125. THE SPY'S DEMISE: DETECTION AND ANTI-DETECTION MAGIC FOR ALL OCCASIONS

This elegant building appears very well-furnished and tasteful on the surface. The walls are made of polished granite, with the gently sloping roof standing slightly higher than the surrounding buildings. The doors are all made of expensive oak, and the silver-gilt sign proclaiming the name of the establishment gleams attractively in the sunlight. It is only upon closer inspection that this impression gives way to something darker. There are no windows in the building, and only two ways in and out. Both of the doors are banded with iron and an imposing lock adorns each one. Stepping inside reveals that the doors can be barred against intruders, and visitors must pass through an additional pair of small gates before reaching the interior proper.

Inside, the place is much the same. Delicate murals are lit by a series of globes apparently imbued with continual *light* spells. The stone floors are adorned with expensive rugs and velvet curtains adorn the doorways — which are oddly large for their apparent purpose. The main chamber has a series of padded chairs, as well as a single marble pedestal lit from above by a light pointed directly at its surface.

As the sign indicates, the Spy's Demise sells devices designed to detect others or to prevent their owner from being detected, as well as objects that enhance their users' natural charisma. With the politics and skullduggery of this district, such products are in high demand. Most visitors never get past the display room, where wares are shown, one at a time, to prospective buyers. The objects themselves are kept locked in the basement, behind a heavy portcullis requiring a successful DC 30 Strength check to lift. Other wards and protections are found throughout the premises as discussed below.

RESIDENTS

The Spy's Demise is run by Quentin Whisper, a well-bred and only slightly oily purveyor of some very expensive magic items. He dresses opulently in clothes of scarlet or purple, always cut to the latest fashion and adorned with a belt of pure gold. His fingers are adorned with a few rings too many, and his exquisitely coifed hair is slowly succumbing to inevitable baldness. Those who speak with him are charmed by his good diction and impeccable manners, but ultimately leave feeling a little unsettled, as if he had probed them for deeply held secrets.

Whisper has control of a large clay golem, which he uses to protect his wares. The golem accompanies any items that come up from the vault and stands watch over them. Its hands and digits have been superheated and polished to a glass-like consistency, allowing it to handle the items in its care without leaving a residue.

Quentin Whisper: Wiz11.

Clay Golem: As per the *Monster Manual*.

The items for sale in Whisper's shop are among the most valuable in the city. They include three *rings of mind shielding*, a *crystal ball*, ten *potions of charisma*, five *potions of detect thought*, two *gems of seeing*, four *candles of truth*, two *circlets of persuasion*, and a set of *eyes of charming*. Whisper charges amounts for each of these equal to their listed price in the *Dungeon Master's Guide*. There is no money on the premises; Whisper handles all financial transactions through a third party.

ACTIVITY

Whisper sees clients by appointment only, and then only in groups of three or smaller. He allows some browsing of his wares, but only one item at a time may be viewed, and always his watchful eye (and that of his golem). Once a price is negotiated, the buyer deposits his gold with a trusted intermediary in Whisper's employ. Only then does he release the item into the new owner's hands.

The Spy's Demise is quite popular with the city's various politicians, who are eager to either discern their rivals' motives or hide their own. Those who can't afford Whisper's prices have occasionally tried to obtain his wares through different means — either political persuasion or flat-out theft. It invariably fails. Money and threats alike seem to mean little to him, and potential thieves must deal with more than just a secure basement and the wrath of the golem. Whisper places an *arcane lock* on both doors, which he removes only when expecting company. He further places an *alarm* spell on each door whenever he leaves the premises (mental alarm only). He has debated adding still more wards, but he does not yet possess the power required, and he is loathe to trust others with his security.

HOOKS

- Whisper loses control of the clay golem, and it goes on a rampage. Before he can secure his shop, thieves steal in and make off with his merchandise. He offers two of his prized objects to whoever can find the thieves (some of whom he knows by name) and return his property.
- Whisper offers a strange (and secret) contest to his most valued customers: He will award a *ring of mind shielding* to whoever can successfully pass off the most outrageous lie to the most prominent citizen. The city's elite are soon turned upside down: preparing for phony dragon invasions, elevating impoverished failures to nobility, and embarking on projects of unimagined lunacy, all on account of some outrageous fabrication. The City Council, disgruntled at the chaos this has caused, asks the player PCs to track down the source of each lie — which eventually leads them to Whisper's door.

126. BRONAUX'S FREELANCE DEBT COLLECTORS

This long stone building has the air of a local tavern about it. Men behind the structure are sampling from a beer keg, while two in front are blowing smoke rings from long meerschaum pipes. They all physically fit, however, and their dark stares speak to harsh thoughts behind those eyes. The sign above the door reads, "Bronaux's — We Break Skulls."

Inside, the place contains several card tables, a bar serving more cups of beer, and a strange organ that looks like it was liberated from a sideshow carnival somewhere. More men are lounging about, nearly a dozen in all, all putting their feet up and all taking sharp notice of any strangers entering their space.

RESIDENTS

Bronaux Felltree, the owner of the establishment, used to work as a mercenary fighter. He combined a good military sense with keen business instincts to noticeable effect. When he retired, he came here to open this business. He and his fellows are debt collectors. In exchange for a decent commission on what they can extract, they convince those who are delinquent on any type of payment to settle up what they owe. Most of them are retired warriors, like Felltree, who are just looking for a way to pass the time (putting the squeeze on debtors isn't nearly as strenuous as actual fighting). They use this building as an unofficial clubhouse, and most spend long hours here playing cards and toasting to each others' health. They know their business, however, and while they may be taking it easy, they haven't let their skills go to seed.

Felltree is a gruff, middle-aged dwarf whose scarred face and salt-and-pepper beard speaks to a long life full of hard choices. He has a penchant for whittling, which he can be found doing at all hours of the day; a row of little carvings sits on the edge of his very messy desk. He never carries a weapon on his person other than his knife (treat it as a dagger, if the need arises). But the coat hanger in his office is actually his old battleaxe and shield mounted on a pedestal, within easy reach should he need them. The others are all skilled fighters, with plenty of weapons handy should trouble breaks out.

Bronaux Felltree: Dwarf Ftr7.

Other Debt Collectors (15): Ftr4-5.

Felltree wears an *+1 breastplate*. Four of the remaining mercenaries have *+1 longswords* and one possesses a set of *gauntlets of ogre power*. At any given time, there is about 300 gp in petty cash, loose change, and gambling money on the premises.

ACTIVITY

Contrary to their rough and tumble image, Felltree's boys are actually very respectable. They don't collect debts for just anyone and they're certainly not a gang of thugs for hire. Every case they take must have a notarized receipt from the city Treasury (location I3), recognizing the claim as legitimate and authorizing Felltree to act upon it. Without that receipt, Felltree simply won't act. Furthermore, he and his men refrain from physical violence or wholesale destruction of property. Everything they do stays well within the law, and troublemakers in the group are usually beaten senseless by Felltree before being fired.

That doesn't mean they can't be intimidating, however. Felltree's boys have refined the menacing glare into a fine art, and they rarely resort to actual brutality because they rarely need to. The sight of a half-dozen of them hulking around a recalcitrant storekeeper is enough to light a fire under anyone's toes. Those who contract Felltree for his services are not often disappointed.

The City Guard lets Felltree prosper because he takes problems off of their plate and he's obviously not in league with any of the city's criminal element. Because of Felltree's screening process, clients don't exactly swarm him and his partners. But those that he accepts are always willing to pay well in exchange for the satisfaction of getting what's owed to them without going outside the law. When a complaint is filed, Felltree simply gathers up whoever has been loitering around his place and goes into action. When the job is done, they return here to drink it off and continue the hard work of enjoying their retirement.

HOOKS

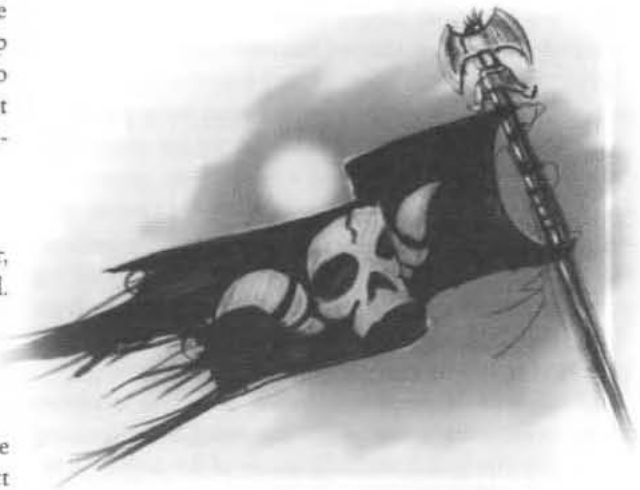
- Felltree's boys collect an item from a mysterious debtor, only to find that the man who hired them has died. They retain possession of the object, which carries with it a powerful curse. One by one, the company will go mad and die, possibly causing a great deal of damage to others in the process. The PCs are brought in, either by Felltree or by an outside party, to lift the curse. They can do so simply by removing the object (which the company would resist and would result in the curse being placed on the PCs' heads as well), or by devising some different way of breaking the object's hold on its new owners.

I27. PARADE GROUNDS

This open area of ground in front of the Palace Guard Barracks is used for marching, drilling, and similar exercises. There are usually several dozen Palace Guardsmen here, sometimes as many as one hundred, all broken down into twelve-man units and drilling with ruthless efficiency. In the early days, the grounds were simply dirt, but the great clouds of dust which the marching kicking up became a nuisance and an eyesore. Gravel was subsequently laid down, giving the ground a slate-gray look that distinguishes it from nearby territory. To the west, the great arch from the Palace Guard Barracks rises above a long cobblestone path, which ends at the gates to the City Treasury.

I28. GRAIN STORES

The city has not fallen under siege since the humanoid invasion and the regular trade flow means that food is always arriving in great quantities these days, but the City Council believes in preparation. To that end, they have prepared a series of storerooms, like these, which hold stockpiles of grain in anticipation of disaster. The buildings in this district are converted strong points: fortress-like mansions purchased by the city and filled to the brim with dried grain. Similar locations are scattered throughout the city. A Palace Guard patrol unit is assigned to each one, though they watch for saboteurs more than thieves. All told, there is enough grain to feed the entire population of the city for one week — a staggering amount when you consider just how large the city is. The Council has never had to tap the grain stores, but specific protocols exist determining exactly when and how it should be made available.



129. COURT OF THE HONORABLE BRISTOL STONEMETTLE

This building was constructed out of rough granite, quarried from the nearby bluffs of the Dwarven District. Its walls have been carved to resemble that of the Law Courts building (location F16), though they are much smaller and less refined. A large set of scales has been mounted over the doorway and a slogan reading, "Fairness, Justice, and Truth" in Dwarven has been chiseled beneath it.

Inside, a small desk and a shelf full of scrolls crowds the humble entryway. A rather bored-looking human clerk sits at the desk dutifully copying bits of minutiae. Beyond it lies a large central chamber furnished in the manner of a city courtroom. The judge's bench is a bit higher than normal and shaped for a dwarf. An oak docket and several rows of benches complete the room, while doors on the left and right lead to the judge's private chambers and a small library of legal texts, respectively.

This courtroom has been legally sanctioned by the City Council, but it is privately run, founded and presided over by Bristol Stonemettle. Instead, it is used to try civil cases in which all parties involved have agreed to argue their cases before Judge Stonemettle in hopes that they can settle much more quickly than it would take to have their case heard in the Courts of Law.

RESIDENTS

The Honorable Bristol Stonemettle presides over the cases tried here. He is a heavy-set dwarf with a noticeable gut and cheeks splotched with gin blossoms. Despite his overindulgence in food and drink, he is a respected judge and has presided over many prominent cases in the last century. He set up shop here as a sort of unofficial retirement, no longer willing to endure the rigmarole of the Law Courts, but still relishing the chance to practice law. Here, he could render decisions in civil cases, issuing decisions to which both parties could agree, and collecting a hefty fee for his services. On the bench, he is crusty and no-nonsense, given to droning lectures about the letter of the law. Off-duty, he is boisterous and rather crude. He likes his liquor and has a penchant for short human women that gives even strong supporters the creeps. But he knows his job, and the logic of his numerous decisions is enough to keep his clients from tearing each others' throats out.

His clerk is Wills Dunderbrock, a former advocate fallen on hard times. He makes his living here, running errands for His Honor and taking care of the countless little tasks that Stonemettle doesn't want to handle himself. It's drudgerous work and severely wounds Dunderbrock's pride. He keeps threatening to quit, but Stonemettle knows it's little more than empty words. Dunderbrock has a gambling habit, and without the (very good) money he receives here, he would run afoul of some fairly nasty PCs to whom he's in debt.

Bristol Stonemettle: Dwarf Exp11.

Wills Dunderbrock: Exp5.

Dunderdock has a lockbox under his desk, where he stores court fees; it usually contains about 100 gp in various denominations. He often skims from it, but Stonemettle doesn't call him on this too often. The judge himself possesses a *ring of the ram*, which he uses to blow the doors off of taverns when he's on a bender.

ACTIVITY

The cases tried here do not involve criminal defendants. Rather, Stonemettle hears civil cases involving money loans, graft, and similar disputes between private citizens — cases that would otherwise clog the official courts and take years before they are heard. For a fee of 5 gp per party, Stonemettle listens to their pleas, hears the evidence,



and renders a summary judgment intended to settle the matter. Both parties agree to abide by his decisions before the case begins; both may hire advocates if they wish, but they must pay for such representation themselves. Stonemettle allocates no more than a single day for each case; as the shadows grow long and the taverns start to open, he has a penchant for cutting arguments off and rendering a decision on the spot. His judgments may be cold and harsh, but they always follow the city's laws, and he can quote precedent from earlier cases with surprising ease, considering his drinking habits. The winning party receives an edict stating the outcome of the case and the money, goods, or services to which he is entitled. If the loser doesn't abide by the edict, the Civic Guard accepts it as grounds enough to act.

HOOKS

- In a night of drunken revelry, Judge Stonemettle and a player PC hit it off. When the dust settles the following morning, the dwarf is nowhere to be found and the PC has a writ authorizing him to act on the judge's behalf. He may try to duck out of the responsibility, but there are several large nasty clients waiting who will hunt him down and force him to hear their cases. The other PCs will need to find Judge Stonemettle if they want to save their friend from a stultifying life on the bench.

130. PETITIONER'S SQUARE

This wide public roadway has become a meeting place for every crank, hothead and malcontent with a gripe against the city government. A Council edict long ago stipulated this area as "a meeting place where all are free to speak their minds," leaving it open to those with lots to say and nowhere else to say it. Soapboxes and makeshift stages line the street, filled with political ranters and firebrands venting their outrage over every conceivable issue. Here, someone might complain loudly against the City Guard. A little further down, someone may be railing against the existence of the Humanoid District. Their rants rarely have any religious overtones — eccentrics of that stripe can be found in the Park of the Divine Vista (location J7) — nor do they attract street performers, who find their audiences in the Bazaar and the Entertainment District. Most of those who speak here are harmless eccentrics from the fringes of society, while a few are more serious individuals who just want to blow off a little steam. Only a tiny handful are actually dangerous. The Palace Guard keeps a close eye on things, but they are forbidden to act against anyone as long as they limit their actions to mere speeches. The City Council treats this as an essential "safety valve" to release tensions in the city, and won't hear of its patrons being harassed. What happens when those patrons leave the square is quite another story, however.

Average speaker (varies): Com3.

Palace Guard (12): Ftr2-8.

Palace Guardsmen wear masterwork breastplate and carry a masterwork longsword as their primary weapon. They may carry a *+1 longsword* at the DM's discretion.

131. DIPLOMATS' MANSIONS

Each of these opulent mansions is reserved for ambassadors from foreign lands whose permanent job it is to ensure smooth relations between their homelands and the city. They were designed and decorated to accommodate the whims of residents who may stay in the place for no more than a few years: the main walls nondescript and plain, the interiors spacious but unfurnished. They are technically owned by the city, each protected by sentries from the Palace Guard, and are loaned out to diplomats as a gesture of respect. But for all intents and purposes, they belong to whichever diplomat occupies them and decorated as he or his nation sees fit.

The specifics regarding which diplomats live here — and their general attitude towards the city and its inhabitants — depend on the specifics of your campaign world. As DM, you should fill it with ambassadors from whichever nations populate the world, adjusting their stats and personalities appropriately. Nearby lands will likely have a permanent ambassador in the city, as will any nation with particularly close political connections. On the other hand, the city avoids making permanent allies, since they have no wish to become entangled in the vagaries of outside politics. Neither do they seek to foster enmity with any nation — even an evil or aggressive one — since doing so would disrupt the delicate balance necessary to maintain peace in the city. The occupants of these mansions — whoever they are — will have their own agendas, of course, but must also respect the city's need to maintain order.

Only those foreign nations that have maintained friendly relations with the city for a suitably long period of time will receive the favor of one of these mansions for their ambassadors.

Average Diplomat: Ari9.

Palace Guard (10): Ftr2-8.

Palace Guardsmen wear masterwork breastplate and carry a masterwork longsword or masterwork halberd as their primary weapon. They may have a *+1 longsword* or *+1 halberd*, as the DM sees fit.

Otherwise, the treasures found in these mansions should be appropriate to the rank, nation of origin and length of stay in the city of the diplomats in question.

QUESTS

The Government District buzzes with constant activity, and the government goes about the monumental task of keeping things running smoothly. Quests set within that hive tend to focus on the plotting and scheming of the city's movers and shakers. Nothing happens by accident in the Government District. Every action has a root cause, which requires care and diligence to seek out. A seemingly innocent beginning could easily lead adventurers into a sea of crosses and double-crosses, skullduggery, and grand plans mapped out along an infinitely malleable political playing board.

POLITICAL GAMES

PCs with interest in the political side of the city can find plenty to occupy them within the Government District. Here, the passage of laws takes on the aspects of epic combat, and secrets and information become as valuable as gold. Those with an interest learn to play the game in hopes of improving their prestige and power... and perhaps even join the City Council itself one day. Historically, even a middling career on the City Council will lead in time to a noble title — and with it, an annuity from a grateful city and the right to live in the elite Nobles District. Campaigns of this nature tend to focus on the Council Palace (location I1), where most of the political dickering takes place. As the campaign proceeds, the action moves to other locations, as the PCs use social gatherings, secret meetings, and official events to play their subtle games of intrigue.

The first step in running a political campaign is to define the PCs' goals. This should entail both long-term and short-term goals: those which can be achieved in just a single adventure, and those which will require time and care to fully realize. Their goals could vary. They may wish to prevent a certain personage from exerting his influence on the Council. They may wish to see the city focus its resources on specific areas — preparing for an invasion, for example, or clamping down on evil cults. What the player PCs hope to accomplish will guide every step they take within the vipers' nest of the Council Palace.

Once their goals are set (or at least articulated), the next step entails the creation of allies and enemies for them. This will spring quite naturally from their stated goals: Those who will benefit from their activities will become allies, while those opposed will become enemies. They might have already made adversaries on the Council, such as Sir Milton of the Lamplighter District or Osgood Antarax from the Humanoid District; such enmity will doubtless trickle down to the lower echelons of power, as followers line up against the PCs for perceived transgressions.

The twisted web of friends and foes creates a natural fodder for adventure ideas, as the PCs jostle for position and favors. A pattern of give and a take settles in; the PCs may be asked to perform certain tasks in order to gain the goodwill of a key noble, for example, while an enemy of theirs may need to be stopped for committing some underhanded deed that will hurt their position. In between, opportunities will arise for the PCs to advance, seize opportunities, or achieve some of their short-term goals. As they advance, new alliances will be made and new enmities formed, prompting a whole new round of favor trading and new opportunities for adventure. They will have to balance the needs of their new position with their own personal desires, and fulfill responsibilities previously unknown within the campaign. The higher they rise, the more power they amass, until they stand at last among the greatest in the greatest city in all the world.

A political campaign can make an excellent coda to a successful adventuring campaign as the PCs, having amassed wealth and fame in their travels, now seek to parlay it into social status and legacy that will live on after them. And while most political campaigns will focus on charismatic or socially-based PCs, it can easily be expanded to include any number of more action-oriented PC types. Rogues can be sent out scouting missions, to dig up dirt on rivals or uncover secret information that could benefit the party. Fighters can be used as bodyguards, or to flush out assassins when the PCs' enemies start playing hardball. Wizards and clerics can use scrying magic to peer into their enemies' minds, or to assist allies in securing arcane knowledge. Clerics can also use the Diplomacy skill to make friends and gain influence. Spellcasters are also part to some of the most important institutions in the city, such as the Arcane Academy (location K2) and the various temples around The Spire. Their connections there could have a profound effect on their comrades back in the Council Palace who are working hard to meet their collective goals.

Action-oriented adventures can affect the PCs' political fortunes as well. Thwarting a threat to the city is bound to endear them to citizens and nobles alike... though some, who may have counted on a disaster to seize more power for themselves, might set them into their cross-hairs. Even smaller adventures can reverberate within the halls of power. Corruption is everywhere within the city, and airing it out angers those who benefited from it. Rescuing a ship from a sea monster may endear them to the ship's owner, but upset his rivals, who were hoping that fate would eliminate their competition for them. Vanquishing a barrow wight could earn perks with the city's holy orders, but looting its tomb could incite the wrath of the noble family to whom the wealth belongs. The effects of any such political fallout will be felt here, in the halls of power... and if the PC want to do anything about it, they may have to put on their best clothes, and learn to fight an entirely different sort of battle.

THE PALACE GUARD

Campaigns centered around the Palace Guard are very similar to those based around the ordinary City Guard (see Quests in the Guards District chapter, page 345). The city's elite military force takes on members of all classes, serving in a variety of positions and providing an excellent structure for adventuring.

The key difference is that a Palace Guardsman must often serve as a bodyguard. While all City Guardsmen are expected to keep the general populace safe, Palace Guardsmen are often assigned a specific figure, with whom they travel and whom they protect as a specific duty. This figure could be a fellow player PC, or an NPC. The former option allows for greater sense of egalitarianism, while the latter permits the DM to guide the players into new and interesting situations.

Another key distinction is in the Palace Guard's relation to the Treasury (location I3). Not only are they charged with protecting the city's biggest single source of wealth, but they must safeguard the transportation of that wealth to the Treasury itself (this includes acting as bodyguards for tax collectors). The are also charged with arresting forgers. While based in the City Treasury, their duties could take them to any corner of the city, in pursuit of those who scheme to bilk the city of its hard-earned monies.

There is also the opportunity for more traditional forms of adventuring both within and outside of the city. As an elite unit, the Palace Guard may be sent on diplomatic missions to faraway locales, guarding important figures or standing watch over rare and valuable objects. They may be asked to combat threats to the city's safety, traveling to distant lands to uncover dangers from traditional fantasy-style campaigns. And of course, such threats often arise from within the city itself, leaving it to the Guard's most prestigious members to handle.

Palace Guardsmen must live at the Barracks (location I2), and they are expected to adhere to a strict code of conduct at all times. Palace Guard PCs are expected to adhere to a code of conduct consistent with their standing. They must obey their superior officers without question, man their posts unfailingly until relieved, follow the protocols of the Palace Guard, uphold the honor of their fellows, and defend the city from all threats, internal or external. Failure to do so results in punishment, reduction in rank, or even expulsion (in which case they may never serve in the City Guard again, much less the Palace Guard). However, repeated success in their missions and a record of distinguished service might grant them some leeway in terms of gaining more private quarters in the Barracks and a little more wiggle room in obeying rules and regulations. Players are asked to make sacrifices when they join the Palace Guard, but they should feel the benefits as well: additional prestige, more resources, higher pay, and the ability to call on their colleagues in this elite force when necessary.

PCs who excel at their duties may rise to the rank of commander, with numerous Guardsmen under their control. Such PCs will often get sucked into the politics of the city, turning the campaign into a variation of "Political Games," outlined above. But they can also serve as the vanguard for major events in the city's history — invasions, religious revelations, natural disasters and the like. As the PCs advance in level, the tasks they are asked to perform increase in difficulty until they, like their fellow officers in the Guard, as revered as the city's greatest heroes.



THE MAGIC OF THE GROVE

The Elven Grove (location I5) is a testament to natural beauty, imbued with magics that coexist in harmony with the city around it. But those magics are very powerful and can spin out of control if not governed properly. Signs of it can be seen in the odd lawns at location I9, or in one of the adventure hooks at the Palace Guard Barracks (location I2). If handled properly, it can even be spun out into an entire campaign. Inasmuch as the grove embodies anything, it is the idea of proper balance between nature and civilization, confirming to all who view it that the two can exist side-by-side. But if that balance were somehow disrupted, it could become a terrible conflict as nature struggles to assert itself in the heart of this urban district.

Initially, the incidents would be minor and the grove would not necessarily seem to be at the heart of it. The Palace Guards Barracks, with its elven-inspired architecture, could exhibit unusual behavior, as described in its entry. Pastoral locations, such as the Willowbacks' home (location I8), could suddenly sprout wild new growth, or attract a sylvan monster from outside the city. More buildings could disappear, replaced by the strangely luxuriant lawns of location I9. And trees in the district could subtly change their position, moving from one side of the street to the other for example.

Eventually, however, the phenomenon will become more dangerous, threatening nearby buildings and people. More trees spring up, suddenly and without warning. Root systems expand with supernatural quickness, disrupting building foundations or paved roadways. Sylvan monsters appear without warning, attacking random passersby. The capper is the Grove itself, expanding far past its borders while the sentient trees who guard it turn actively hostile against what they refer to as "meatlings."

The final straw comes in an overt act of war. Treants and similar creatures, bounds up in a mystical spell, come pouring out of the grove to make war upon the city. Their aim is to cripple the Government District and throw the remainder of the city into chaos, spreading growth and foliage until nothing remains but green. Their ranks are constantly replenished from the Grove and while the Guard can hold them off for a time, they will eventually overrun the city unless they are stopped.

Obviously, the PCs can work to contain the damage as the crisis grows, and perhaps seek answers as to the cause... which could be any number of things. The most straightforward example is an evil or misguided druid, possibly Leader of the Circle Angus from The Spire District (see location J9). He seeks to "restore the natural balance" by first driving the Grove mad and then setting it loose against this, the strongest bastion of civilization in the world. On the other hand, the cause could be less intentional than that. Perhaps the magic of the Grove simply goes awry, misinterpreting its task of protecting the trees as an order to destroy everything else. It could be an effort to discredit the city's elves, or even spark a civil war. The elven population will be held at least partially responsible for the disaster, and if enough people believe that they orchestrated it deliberately. The ancient battle over the Spire could be fought anew, only this time in closer and deadlier quarters, with civilians in the middle everywhere.

Whatever the cause, it will be up to the PCs to uncover it and reverse it if they can. Clues should be planted throughout the developing crisis, allowing them to investigate possible perpetrators and slowly learn why this is happening. Between saving city residents from shambling mounds and keeping the halls of government from collapsing into rubble, they could grow closer to the miscreant at the heart of it all. Then at the climactic moment, as Birnam Wood comes charging headlong upon Dunsinane, they discover the means of halting the disaster. It will almost certainly mean working through streets gone mad with sentient undergrowth, and possibly fighting their way into the heart of the Grove itself. Alternately, the solution could lie elsewhere, in a hidden corner of the city where no one would think to look. In that case, the climactic revelation would consist less of battling the forces which stand against them, and more of simply learning the revealed facts and learning the proper way to turn back the calamity.

Even if the PCs successfully halt the trees' advance, the incident will leave lingering wounds that take many years to heal. Some in the city will want to see the Grove chopped down, lest the magic which drove it mad return. Others will be even more extreme, calling for the destruction of every tree within the city limits. The PCs' words can go a long way towards cooling such tempers, especially if they played a large part in saving the city. But other issues will not diminish so easily. The elves' standing in the city will almost certainly decline, and while civil war may be averted, it will still be hard going for their race for awhile. Attacks against elves will rise in number, prompting new laws and perhaps a shifting of the City Guard's priorities and forcing the Elven Legion (location P2) to gear up for something resembling civil war. And regardless of what happens, no one will ever look upon the Grove — situated in the very heart of the Government District — with the same innocent eyes again.

TABLE I.1: GOVERNMENT DISTRICT RANDOM ENCOUNTERS

d20	Encounter
1-2	Palace Guard patrol
3	Off-duty Palace Guardsmen
4-6	Messenger
7-9	Scribe/Civil servant
10	City Council representative
11	Craftsman/Tradesman
12-13	Foreign Dignitary
14-15	Treasury Convoy
16-17	Lawyer
17-18	Noble
19	Thieves
20	Druids

MAP SECTION J: THE SPIRE DISTRICT

OVERVIEW

The Spire District takes its name from the singular landmark that dominates the city and is, in many respects, the main reason for its existence. Located directly to the east of the Government District and just south of the main thoroughfare, it is the city's spiritual center, and one of its greatest tourist attraction as well. When the city was first laid out, the area immediately surrounding the Spire was declared sacred ground and set aside for temples and the general purpose of reverence and meditation. But even so, the district filled up quickly, as the city began to draw pilgrims from all over the region and various corners of the world, and new religious sects staked their claim to dwell in the shadow of the Spire. As a result, the Spire District hums with activity just as intense as what you will find in the Travelers District or the Bazaar District.

The Spire itself occupies the heart of the district that bears its name, of course. At the city's founding, the official religions of the human, dwarven and elven kingdoms that had just fought over the Spire staked equal claims to the land immediately surrounding the divine landmark. By mutual agreement, each sect had the privilege of building a massive temple right next to the Spire. The three temples, acting together, later added a wide walkway paved with marble flagstones connecting each other, thus forming a triangle that, in effect, walled off the Spire from the surrounding city. Of course, this was the true point of building the walkway, so that the Spire would be protected from the crowding that would in inevitably follow as the city grew. Also — and just as important — the act of connecting the three temples and thereby pushing away the rest of the city made the point that the main religion of each race, together, would always dominate the spiritual life of the city, no matter how many other sects came along and tried to compete with them for followers. Quite literally, no other religion would ever get closer to the divine than these three.

It is no surprise, then, that the main human, elven and dwarven religions remain the city's three most popular religious sects to this day. Their leaders rotate the district's City Council seat among themselves, each holding it for a year at a time (Grand Matriarch Ursula Delores of the Children of the Creator is the current delegate). Their temples are colossal structures, each large enough to provide ample living and work space for hundreds of clerics, as well as generous portions of ceremonial space for temple meetings and public religious services. Only the Guardians of the Spire, the fighting-monastic order dedicated to protecting the Spire and keeping peace in its immediate surroundings, have claimed as much of the district for themselves. Their temple-barracks compound occupies the entire southwest corner of the Spire District. Also, a large public park set aside for private meditation in the shadow of the Spire (location J7) spreads out just to the northwest of the landmark. Here, an eccentric mix of itinerant lay preachers who have no temple of their own, spread their message to anyone willing to hear it, sermonizing from the gazebos that dot the park.



Smaller temples belonging to lesser sects jostle for what room is left south of the main thoroughfare, beneath the impassive gaze of the Spire. Some of these are less insignificant than others. The True Children, which started as a splinter group from the Children of the Creator, has grown to the point where it is the city's fourth-largest sect, and actually requires a good-sized (if modestly appointed) temple to house its clergy. The humanoid shamans have a sizable temple of their own in the district, as a result of the treaty that ceded part of the city to them. Their representation at the foot of the Spire is quite respectable, but most of the humanoid shamans are not content with this and will not be satisfied until their temple is as large as that of any of the big three. But these temples that truly belong to the second rank are almost as rare as those that belong to the first, and it is easy for the smaller sects to get lost in the cacophony of religious fervor that is the Spire District.

Along the main thoroughfare, private residences and businesses that support and complement the temples crowd in as best they can. Some are inns that cater to the steady stream of pilgrims from out of town (such as the Dancing Pilgrim, location J12). Others are specialty shops, such as the one operated by Hazdrubal, the crafter of holy symbols (location J14).

On the whole, one cannot quite paint the feel of the Spire District accurately using broad strokes. the Spire itself and the three huge temples that surround it cut a huge hole of calm and open space in the middle of this busy and crowded city. No matter how long you live here, the Spire has a way of stopping you in your tracks, catching your breath as you gaze up at it, and focusing your mind on whatever god it is that you worship. On the other hand, it is impossible to ignore the crowds that the Spire draws to the city. Hordes of devotees, some who have come from faraway lands just to see the divine landmark once in their lives, pass through the district every day. Their very presence breaches the aura of contemplative calm originally envisioned for this part of the city and draws hawkers, merchants and service providers to tend to their needs for the right price. Even the Guardians of the Spire, the austere, silent watchmen of this holy place, have become a tourist attraction for the visual spectacle of their thrice-daily changing of the guard around the Spire. As much as it may strive to emphasize the sacred over the profane, the divine over the commercial, worship and meditation over hustle and bustle, the Spire District irreversibly encompasses both.

A GUIDE TO RELIGIOUS SECTS

This chapter describes the temples of the city's five largest religions, as well as several less prominent sects. However, that is just a cross-section of the spiritual life of the city. The Spire District plays host to a broad spectrum of religious belief and practice, although almost all of it is tied in some way to the Spire. There remains ample room for you as DM to create small and mid-sized religious sects of your own to flesh out the material found here, or to add religions from your existing campaign. The following discussion is meant to give you some guidelines for how religious organizations function in the city.

The city's religious sects fall into three basic categories: religions of race, religions of nation, and religions of abstractions. All of the city's five largest sects are religions of race, in that racial identity is the most basic qualification for membership (although, strictly speaking, the humanoid sect is really an amalgamation of smaller racial/tribal religions). Not everyone in the city of a certain race belongs to that race's religion, but everyone of that race may belong to it by the simple fact of their racial identity. This means that individuals of the same race but disparate alignments wind up cheek-by-jowl in the same temple, which can create some tense moments.

The Children of the Creator, Lady of the Heavens and Stone God Fellowship religions were all originally religions of nation — each was the official faith of the three kingdoms that fought over the Spire. They became racial religions by virtue of the fact that founding the city together gave the successors of those kingdoms a monopoly on the spiritual life of the city. Those three formerly national religions would thereafter speak for everyone in the city of that race, whether everyone liked it or not. But purely national religions still exist in the city by virtue of the sway that the Spire holds over spiritual life throughout the region and to a lesser extent, throughout the world. As soon as pilgrims from outlying lands started coming to the city, small temples representing their native religions started appearing in the Spire District.

The city has even more religions of abstraction. These are cults devoted to various deities associated with one abstract concept or another, such as luck, nature, death, war, etc. The Priests of Calamity (location J5) and the druidic Order of the Grove (location J9) are two examples. Most of these sects are strongly determined by alignment, much in the manner of the religions described in the *Player's Handbook*. For the most part, they function as secondary religions for city residents, gods that you would worship because they are relevant to your daily business, or some other matter of importance. A City Guardsman might stop at the temple of the god of war from time to time, and a sailor would do the same with the goddess of the sea. These gods have little or nothing to do with racial or national identity, and worshipping them is a way of hedging your bets, getting a little extra divine protection in a way that is especially appropriate to your individual life. This chapter should not preclude you as DM from adding your own religions of abstraction.

Unaffiliated preachers — clerics without a temple, or even just inspired lay folk — are another feature of the city's religious life. They espouse a wide range of ideas and some are quite mad, but driven by the power of their beliefs, they will speak of them to anyone willing to listen.

They all gather in the Park of the Divine Vista (location J7), and the description of the park lists a handful of the regulars who haunt the place. But, as with organized religions, you as DM should feel free to create your own.

A GUIDE TO TEMPLES AND CLERICAL ORGANIZATION

No matter what sect they belong to or what alignment they embrace, practically all of the city temples support themselves largely through providing services to the public based on their collective monopoly over divine magic. Mostly, this involves performing low-level curative spells, such as *cure light wounds* or *lesser restoration* (*make whole* is also popular among those who cannot wait for non-magical repair services). Selling magic items is particularly lucrative, as they can be fabricated on slow days and then set aside until sold. In essence, they allow the temple to make money off of spellcasting capacity that would otherwise go unused. Every temple has a stock of magic items available for sale at any given time, with lower-level items being in greater supply than higher-level items. Any item that can be crafted by a cleric of the temple may be available for sale at any given time. And if a temple doesn't have any of a particular item in stock, they can always make one on order.

Most temples are laid out similarly, so that they accommodate three basic functions: providing service to their followers, administrative offices for the temple and living quarters for the clergy. The main public entrance provides close access to the temple's public space, the centerpiece of which is generally a large room where the rituals are performed. The public space may also include small meeting rooms where clerics can attend to their followers in private, and a store where minor magic items can be purchased. The temple's administrative offices are usually located somewhat away from the public space. They are dedicated to the temple's mundane operational tasks, such as clerical meetings, reading documents, and crafting magic items. Finally, the clerics' private quarters are located farthest from the main entrance.

The manner in which the clergy of a temple organizes itself depends a great deal upon the temperament of its sect. A chaotic-aligned sect is unlikely to have a rigid hierarchy or more than a few definable ranks. A lawful-aligned sect, on the other hand, might well insist on a firm chain of command, with numerous ranks and well-defined responsibilities for each. But no matter how a temple's clergy sorts itself out, organizational logic and the nature of professional advancement practically demands a roughly pyramid-shaped structure. The lowest-level clerics form the base of the pyramid, as they are the least capable and most numerous members. In the temple of a typical small sect, the lowest tier of the organization is made of up of 1st-5th level characters who have at least half of their levels as cleric. Theoretically, they may be of any level, as it is conceivable that a cleric might be overlooked for promotion even if he has enough levels to qualify. But the vast majority will be young and relatively inexperienced, learning the organizational ropes as they wait for promotion.

A smaller layer of more experienced clerics sits above them, and they, by their nature, must handle the tasks that their less experienced juniors cannot, such as casting mid-level spells and crafting more powerful magic items. The middle tier consists of 6th or higher-level characters who have at least half of the levels as cleric.

In large temples, the ranks of the clergy can get a bit unwieldy, and so they insert a rank in between the lowest and middle-management tiers, for 4th-7th level characters. The lowest tier then consists of the true beginners, the ones who still have much to learn, and they get stuck with the most menial tasks. This intermediate rank distinguishes clergy who have advanced beyond that stage, but are not yet ready for middle-management responsibilities — or it gives them somewhere to wait until places in the next tier up become available.



On top of them all sits the leadership caste, consisting of the highest-level clerics. They make executive decisions for the sect and may not have much to do with the temple's day to day operational details. In a small temple, this layer may consist of one cleric only, the leader of the sect. Larger temples may break out the leadership tier into more than one rank. The largest generally need (and have available) at least a handful of senior clergy of 10th level or higher (with at least half of the levels as cleric, if multiclass) to form a sub-tier underneath the sect leader to handle administrative duties, craft the more powerful magic items and form a chain of succession in case something happens to the leader.

LOCATIONS

J1. THE SPIRE

The Spire is arguably the strangest feature of the landscape in the known world. Certainly, it is the strangest in this corner of the world. It is a thin, needle-like pillar of stone that rises 300 feet straight up into the air from an unnaturally narrow base. From a distance, it looks so delicate that a strong wind could blow it over. And yet it has stood rooted to this spot since time immemorial. Now, it is an object of reverence not only for the city's three main racial religions, but for a variety of foreign and smaller home-grown sects. Year-round, day after day, pilgrims from all of them come to this spot as a demonstration of their faith, as well as more secular tourists and curiosity-seekers.

Landscaping the immediate vicinity of the Spire was one of the first tasks undertaken by the city's original planners. They isolated it from the hustle and bustle of the rest of the city by enclosing it in a triangle formed by the main human, elven and dwarven temples. A large walkway, 10 feet wide and paved with white marble flagstones, connects the three temples and forms the sides of the triangle. On the inner side of the walkway, the Spire is roped off and access is forbidden to all except the Guardians of the Spire sentries. On the outer side, vast stretches of lawn allow large crowds of visitors to adore the Spire from a safe distance.

RESIDENTS

Pilgrims and sightseers can be found here at all hours of the day — and even at night, when torches are lit all around the perimeter of the Spire. In fact, some religious sects (as well as secular tourists) insist that nighttime is best for viewing the Spire, as the lurid torchlight and the moon's haunting glow cast eerie shadows on and about the landmark, emphasizing its otherworldly nature.

Safeguarding this holy place is the primary sworn duty of the Guardians of the Spire. The order of fighting monks maintains a strong presence here at all times of day, in every season, rain or shine. Three squads of ten disciples and one prefect each stand watch just behind the guard ropes along each face of the triangular walkway. The sentries on each face are in turn commanded by a brother/sister militant. And the entire watch is supervised by a custodian. Although sheer numbers and the order's famous *elan* and fighting skill make this force formidable, the Guardians of the Spire also prefer that the prefects and brothers/sisters militant assigned to this duty have at least some spellcasting ability. They take their self-appointed duty with the utmost seriousness; they really see themselves as the divine landmark's last (and only) line of defense, and they want as many different capabilities for it as they can muster.

At first, one might wonder why the Spire should need guarding at all. What can even the most powerful spellcaster do to a 300-foot tall tower of solid rock? And why would anyone want to do *anything* to an object that is universally believed to be divine? But unfortunately, the Spire needs a strong guard precisely because it is so revered. Overzealous visitors would chip off a flake to take home with them, or carve graffiti into the living rock.



The arrival of the humanoids only made the Guardians' task seem more important. Certainly, these orcs and goblins and such claim to revere the Spire. But the Heavens themselves only know what would happen if they let such beasts get close enough to the Spire to touch it.

Thrice daily, a fresh troop of monks marches out from the Guardians of the Spire Temple to relieve those currently on watch. Their procession is something of a tourist spectacle, and it is usually watched by a crowd of respectable size (see location J4).

Guardians of the Spire Custodian: Mnk15.

Guardians of the Spire Brothers/Sisters Militant (3): Mnk5/Clr5.

Guardians of the Spire Prefects (9): Mnk3/Clr2.

Guardians of the Spire Disciples (90): Mnk1.

ACTIVITY

The crowd that gathers at the Spire is, as a general rule, respectful and well-behaved. They pray; the meditate; they gaze in awe. Every now and then, one of the faithful will give in to a fit of religious ecstasy, but on the whole they're quiet, as crowds of that size go. The Guardians of the Spire rarely have to deal with any real trouble.

On the other hand, that's not to say that there's *never* any trouble. Any crowd offers ripe pickings for cutpurses, and thieves tend to be notoriously irreverent. Arguments can always break out in any large gathering, especially where religion is concerned. The question of who or what created the Spire and why has been known to reduce even the most patient theological discussion to blows. Arguments amid the crowd can get out of hand very quickly, sparking fistfights or riots if they are not contained quickly. The Guardians don't like to leave their posts, but a prefect and part of his squad will leap out into the throng to put down any serious disturbances that they spot.

If you step over the guard ropes and approach the Spire, the nearest Guardians disciple will quickly step in front of you and remind you that no one is allowed to get any closer to the holy object. You then have 30 seconds to retreat. If you don't, that disciple and each of his immediate neighbors will attack you to inflict non-lethal damage, with the prefect of that squad assisting as necessary. Once you are subdued, the Guardians will hold you until an investigator from the Civic Guard can come and make a determination on whether or not you should be released. If you are foolish enough to rush them, that entire squad will swarm you and strike for lethal damage.

HOOKS

- A wealthy pilgrim from a foreign land is admiring the Spire, but also scanning the crowd for a robust and skillful group (like an adventuring party) who will serve his purposes. He wants a piece of the Spire for himself, and, being rich and powerful, he is used to getting what he wants. He will pay handsomely anyone who will distract the Guardians sentries while he slips by with a hammer and chisel. It's a brash (even foolhardy) plan, but he's paying a lot. And he may have powers of his own that will help even out the odds stacked against him.

J2. CHILDREN OF THE CREATOR TEMPLE

This enormous temple centers on the main hall, which is immediately accessible from the main entrance. The focus of this high-ceilinged public space, where clerics of the temple and members of the public alike may come to meditate, is the altar — a 10-foot tall sliver of stone carved in imitation of the Spire and covered with a thin coat of silver, inlaid with gold filigree to accentuate the crags in the stone. In back of the main hall is a suite of administrative offices, from which a grand balcony opens out on the second floor. Smaller consultation rooms spread out on either side of this axis, and the shop with curatives and other magic items is located off to one side as well. Clerics' private quarters take up the wings of the temple building.

This impressive temple houses the largest of the city's religious sects, the Children of the Creator. Over 200 clerics work, live and pray here. They offer a variety of services to the public, from spiritual counseling to the practical application of divine magic to sale of divine magic items. The Temple does a brisk trade in the last, as it is the city's largest single producer and seller of magical curatives. It is also something of a political organization, as its size and prominence places *de facto* responsibility for preserving order in the city on its broad shoulders.

RESIDENTS

The Children of the Creator is the direct descendant of the religion practiced by the humans who fought with the elves and dwarves for access to the Spire before the founding of the city. At that point, it was little more than a national religion (devoted to any god or group of gods appropriate to your campaign). But because it was the dominant faith of the humans who co-founded the city, it quickly became the source of religious orthodoxy for *all* humans who lived in the city, whether they were native-born or immigrated from somewhere else. And by virtue of that fact, it became (and remains) the largest religious sect in the city, since humans are more numerous than any other race.

Like most religions of the Spire, the Children of the Creator holds that its creator god also created the Spire. Furthermore, their doctrine preaches that the Spire is the trail left by the god as he departed to make room for human settlement of the world. In this view, humans and humans alone are favored by the god, and the Spire and

its surrounding lands belong to humans by right — thus forming a large part of the humans' motivation to fight for the Spire.

So the sect's origins are, without a doubt, hostile to other races. But in practice, the reality of being the most popular religion in a highly successful multiracial metropolis also means that they would be very foolish to upset the social and political balance. Throughout the history of the city, the Children of the Creator has, in its official words and deeds, backed off of this aspect of its doctrine and done whatever it felt it had to do in order to preserve harmony between the humans and the other races. The humanoids are a different matter, and the Children of the Creator doesn't like them any more than do the elves and dwarves. But again, their official position is that their followers must respect the city's laws and existing political arrangements. They take a similar stance towards Sir Milton Derek (see location H2), the "not evil" vampire-noble who has wormed his way into the city's political fabric. They certainly don't like him, but as long as he minds his Ps and Qs, there is little they can do about him.

The sect's size has yet another practical consequence that draws it farther from its xenophobic origins. The Children of the Creator has always been particularly vulnerable to heresy and schism. From time to time throughout its history, the sect has filled up with factions who feel strongly about this or that aspect of church doctrine or practice. And from time to time, one of them feels strongly enough to make a fuss within the sect, or to split off from it altogether. The most notorious of these, of course, was the schism that produced the True Children sect (see location J3 for more details). It's an historical event that, although long past, still produces a sinking sensation within the hearts of sect officials whenever they speak of it.

As a consequence, the Children of the Creator feels that it must accommodate a broad range of beliefs and practices, much more so that the Stone God Fellowship and the Lady of the Heavens sects, which must appeal to a smaller and more ideologically uniform group of followers. The sect strives for neutral good alignment as a matter of official policy. But in practice, a broader range of alignments can be found among the Temple clerics and the lay followers. The good and neutral alignments account for the vast majority of the clerics who serve in the Temple. Evil is actively frowned upon, but even then, the evil alignments account for anywhere from 5-10% of the temple clerics. The Children of the Creator started as a racial religion, after all, and remains so to this day. Race ultimately trumps alignment as a determining factor in who can or cannot belong. This general feeling that the sect must remain as inclusive as possible is reflected in its holy symbol, an equilateral triangle. According to sect doctrine, the top point of the triangle represents the pinnacle of the Spire, while the broad base symbolizes the community of followers, who have spread out upon the earth that their god has set aside for them.

The Temple provides a broad range of public services based on divine magic and spiritual counseling. Clerics are on duty at all time to serve the public, whether the task at hand is casting a curative spell or simply lending a sympathetic ear. Every three days, at regularly scheduled times, either the Grand Patriarch/Matriarch or one of the archbishops will appear at the grand balcony at the back of the temple and deliver a sermon to the faithful, who gather on the lawn. The imposing exterior of the temple makes for a dramatic backdrop, as does the Spire itself shooting up into the sky behind the temple. Needless to say, the Children of the Creator always draws a large audience. As the sect has grown over the course of time, it has seen many of its members emigrate from the city, only to return on pilgrimage. Converts to the faith living in foreign lands also come to the city as pilgrims. To help the poorest among them, the temple has set up several hostels (see location J8), where they will receive barebones accommodations.

The sect organizes itself along strictly hierarchical lines. The most junior clerics are known as acolytes, and along with undergoing religious education from senior clerics, they must perform various mundane tasks around the Temple and the pilgrim hostels, such as cleaning the premises. They may also help with the various public services that the temple provides, such as casting low-level spells, inscribing *cure light wound* scrolls and the like.

Immediately above them are more senior clerics who hold the rank of priest. Priests provide the bulk of temple public services, using their divine magic to minister to the ill and injured, and creating healing potions and scrolls. The Temple also sends out priests to various corners of the city, so that the sect's followers may receive basic clerical services without leaving their district. They train acolytes in the basics of ritual and doctrine, but also undergo some spiritual instruction themselves from clerics senior to themselves.

Those clerics hold the rank of bishop. Bishops are veterans of the Temple, and it is very rare for someone to rise this far in the hierarchy with less than ten years of service. Bishops supervise the religious education of the acolytes and observe them and the priests to formulate recommendations for promotion (or discipline), which they present to the archbishops on a regular basis. They also craft divine magic items and are brought in to cast more powerful divine spells, such as *greater restoration* or *regenerate*, when serving the public requires it.

The archbishops deal with the temple's high-level administrative and doctrinal matters, and also with political issues, such as the sect's public image. They do not involve themselves closely with the Temple's day-to-day operations, but they do craft powerful divine magic items as time allows (of course, they are the only Temple clergy able to do so). There are only nine archbishops at any given time. Archbishops are appointed by the head of the Temple, who holds the title of Grand Patriarch (or

Matriarch, as appropriate). The Grand Patriarch/Matriarch is the ultimate fount of authority for the entire sect. He or she is elected by the archbishops when the post becomes vacant.

Clerics of the Temple receive a stipend for personal expenses (size depending on rank, of course), as well as room and board. They must abide by a strict code of conduct, most of which stresses in some way the principle that they must, above all, revere their god and the Spire, and do no harm to their followers. Clerics may marry, but Temple strictures discourage it. Clerics who marry cannot live in the Temple with their families, and if they choose to take up residence outside the Temple, their spouse and children cannot live within the official boundaries of the Spire district. Most clerics who marry choose to leave the clergy altogether. The Temple high officials have never doubted the wisdom of this policy, as it has the practical effect of reducing competition for the higher ranks of the Temple clergy. There have been instances, however, where archbishops — having attained a respectable rank — have chosen to marry and raise a family, now that they cannot be blocked from further advancement.

Currently, Grand Matriarch Ursula Delores (neutral good) leads the Children of the Creator. A pleasant-looking woman with touches of gray hair who is gracefully making her way through her middle years, Delores was chosen for the job on the assumption that her political skills would help stabilize the sect's position as the city's dominant religious organization. In that, she has not disappointed. During her fifteen years as Grand Matriarch, the Children of the Creator has seen its membership continue to grow on pace with the city's human population, and its relationships with the Stone God Fellowship and elven religions have never been calmer. Delores considers Patriarch of the Temple Tern Silveranvil and High Priest Javer Nerise to be her closest personal friends, and her congenial manner helps persuade humans of many different outlooks that the sect will best meet their spiritual needs. She airily dismisses the True Children and various fringe religions as wayward malcontents who, if left alone, will eventually return to their spiritual home.

On this last point, not all of her archbishops agree with her. The two most junior archbishops, Kolb Wylde (lawful neutral) and Jostus Fricher (chaotic good), feel that the Grand Matriarch takes the ongoing quarrel with the True Children far too lightly. They both believe that their continuing existence poses a serious threat to the Children of the Creator's authority, and that they must be brought back into the mother church as soon as possible. Presently, neither archbishop feels brave enough to openly politick against the Grand Matriarch, but their opinions are sufficiently known amongst the rank and file, and are quickly becoming a rallying point for dissatisfied clergy.

Grand Matriarch Ursula Delores: Clr20.

Archbishops (9): Clr16-18.

Bishops (30): Clr11-15

Priests (60): Clr4-10

Acolytes (100): Clr1-3.

Guardian of the Spire Sentries (10): Mnk1.



It is not necessarily the case that all clerics of the Temple have served the order for their entire adult lives. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The acolytes and priests have little in the way of coin or valuable personal items. Each priest, however, has a *ring of protection +1*. The bishops have only slightly more coin than their junior clerics, but they each have a *ring of protection +2* and a *periapt of wisdom +2*. Each archbishop has about 100 gp saved up in a small box in his private quarters. Their personal items include a *ring of protection +3*, a *periapt of wisdom +4* and a *pearl of power, 4th level spell*. The Grand Matriarch keeps 100 pp and an emerald worth 175 gp (an heirloom of her family) in a small box in her private quarters. Her personal items include a *ring of protection +4*, a *periapt of wisdom +4* and her totem of rank, a *staff of healing* with a crown inlaid with seven small diamonds that add 500 gp to its value.

On the other hand, the Temple is quite wealthy in magic items, especially those that use divine magic. This should not surprise anyone, of course, because it is the city's largest single manufacturer of divine magic items. They keep plenty of curative potions and scrolls in stock— no less than 100 each of the most popular orisons and 1st level spells (such as *detect magic* and *cure light wounds*), 50 each of the most popular 2nd and 3rd level spells (such as *cure moderate wound* and *cure disease*) and 25 each of the most popular 4th level spells (*cure critical wound* and *neutralize poison*). Higher level spells and less popular spells of all levels are available as scrolls or potions in smaller quantities. Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion. The Temple library contains at least two magic tomes of note: a *tome of understanding* and the sect's greatest single treasure, a *book of exalted deeds*.

The Temple's net wealth is almost incalculable, fueled by donations from the faithful and sales of divine magic items and services. However, most of this is to be used for church business, and is taken up with various charitable works around the city. An assigned archbishop usually prepares the church budget, to be approved by the Grand Matriarch. She could free up a great deal of money almost instantly, if she felt sufficiently moved and believed it would directly aid the Children of the Creator or its followers. The Temple's money is kept in the City Treasury (location 13) for safekeeping.

ACTIVITY

Despite the austerely fearsome Guardians of the Spire sentry teams posted at each entrance, the public may freely enter any part of the Temple except for the administrative offices and private quarters. Visitors are met by a priest acting as receptionist, who will guide them to a room where they can receive the services that they desire, then summon clergy of the appropriate rank.

The clerics of the Temple do not go about armed. Instead, they rely on the Guardians of the Spire to protect them. If a threat arises that they cannot handle, a bishop or more senior official will send a messenger to the Guardians Temple for help (location J4). The clerics, of course, can use their spells and their substantial store of magic items to defend themselves. If it comes to physical blows, the clerics will strike with their fists or use impromptu weapons (candlesticks, chair legs, etc.) as clubs.

JOINING THE CHILDREN OF THE CREATOR TEMPLE

PC human clerics may join the Temple, although it is ultimately up to the DM. To join as acolytes, they may be of any level, as long as at least half of their levels are as cleric. To join at the rank of priest, they must be of at least 5th level, with no less than half as cleric. Stepping in at the rank of bishop would be quite difficult given the responsibilities that come with the job, and a PC would have to be at least 12th level, with no less than 8 as cleric. It would be even more difficult to step in as archbishop. A PC would have to be at least 18th level, with no less than 12 levels as cleric. Theoretically, a PC could replace Grand Matriarch Delores at the head of the sect, but he would have to be 20th or epic level, with at least 12 levels as cleric. In addition, it would be all but impossible to do so without prior service to that temple, or the Leadership feat and a famous reputation that precedes him.

HOOKS

- An ambitious young priest of the Temple has heard rumors that an ancient and long-forgotten holy artifact — dating back to the original battle in the shadow of the Spire between the humans, dwarves and elves— lies hidden or buried somewhere in the city. He hopes to find it and thereby become a hero within the order, but he needs help from the PCs.
- A priest tasked with serving the community at large is unhappy with his assignment. He has been ordered to minister to a part of the city in which he feels very uncomfortable, as if the locals don't want him around, and may even harm him. His superiors dismiss his complaints, so he hires the PCs as bodyguards on his own.

- An expatriate community of lay followers has become large enough that they have asked Grand Matriarch Delores to set up a satellite temple in their land. Faintly suspicious of the Guardians of the Spire's current attempts to expand their responsibilities, she would rather hire the PCs as private bodyguards to escort the priest and disciple whom she has tasked with the mission.

J3. TRUE CHILDREN TEMPLE

The True Children's temple is located just north of the Guardians of the Spire compound and just west of the Children of the Creator Temple. In fact, although the True Children are surrounded by a thin ring of smaller buildings (shops, private residences and tiny minor sect temples), their temple dominates the field of view from the Children of the Creator Temple's grand balcony.

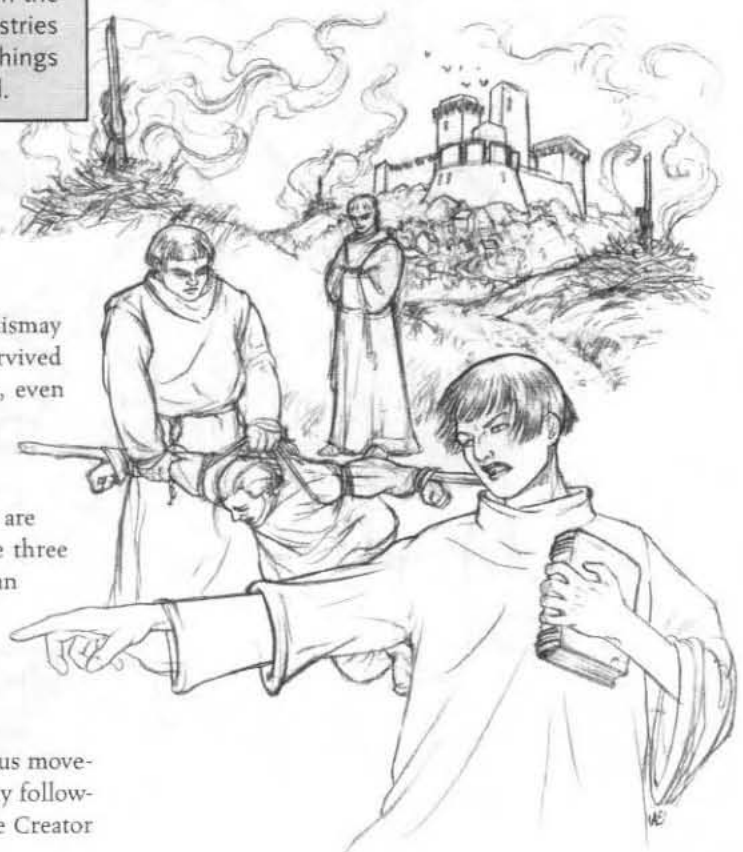
The Temple building itself is dignified, with an impressive facade of columns in front of the main entrance, but painted in plain whitewash and not at all ostentatious despite its grandeur. The interior space is organized to fit the rectangular shape of the building. The public rooms, including the main worship hall, take up the front half. Administrative offices in the middle separate it from the clerics' private rooms. The Temple is always well-kept, but its decor seems to go out of its way to avoid gaudiness. There is almost no gold or silver in the interior decorations: nothing fancier than tapestries woven from fine cotton (not silk). The finishings are plain, with very little ornament of any kind.

This modest, but well-kept temple houses the clergy of the True Children, a sect that splintered off from the Children of the Creator to protest what they saw as the mother church's betrayal of its core beliefs (namely by growing too friendly with other races). Much to the dismay of the Children of the Creator, they have survived and even prospered through the ensuing years, even though the growth of their ranks has forced them to compromise their original convictions in ways that have made them closely resemble the mother church that they abandoned. They are now the fourth-largest sect in the city, after the three mainstream racial religions. Their adherents can be found in every sphere of human activity (which is to say, everywhere in the city), among all social classes and walks of life.

RESIDENTS

The True Children were born as a formal religious movement when a handful of clerics and about 100 lay followers loyal to them renounced the Children of the Creator and went off on their own. They were disgusted with the mother church's increasing complacency, its active interest in friendly coexistence with the elves and the dwarves, and its obvious interest in courting the favor of secular institutions and wealthy followers. They felt that the Children of the Creator had turned its back on a central tenet of their faith — that the god had created the world for humans and humans alone, and that it was their destiny to rule alone. The True Children understood an important implication of this tenet as applied to the politics underlying the city — that the peace between the three races could only be temporary, a stopgap created by mortals pending the day when the humans would have enough strength to declare war anew and enforce their god's will. The mother church, they felt, had forgotten this entirely.

The True Children made their great break when they interrupted the Grand Patriarch's sermon from the grand balcony of the Temple and declared, as one, that they no longer considered themselves members of the sect. They then stormed off, never to set foot in the Temple again. The True Children promptly set up a temple of their own — a small, inconspicuous affair, but no worse than one could expect from a brand-new sect. They attracted new members quickly, as word of their heresy spread throughout the human community, and before two generations had passed they were wealthy enough to move into the much larger facility that they occupy to this day. In spite of their remarkable success, however, they have never come

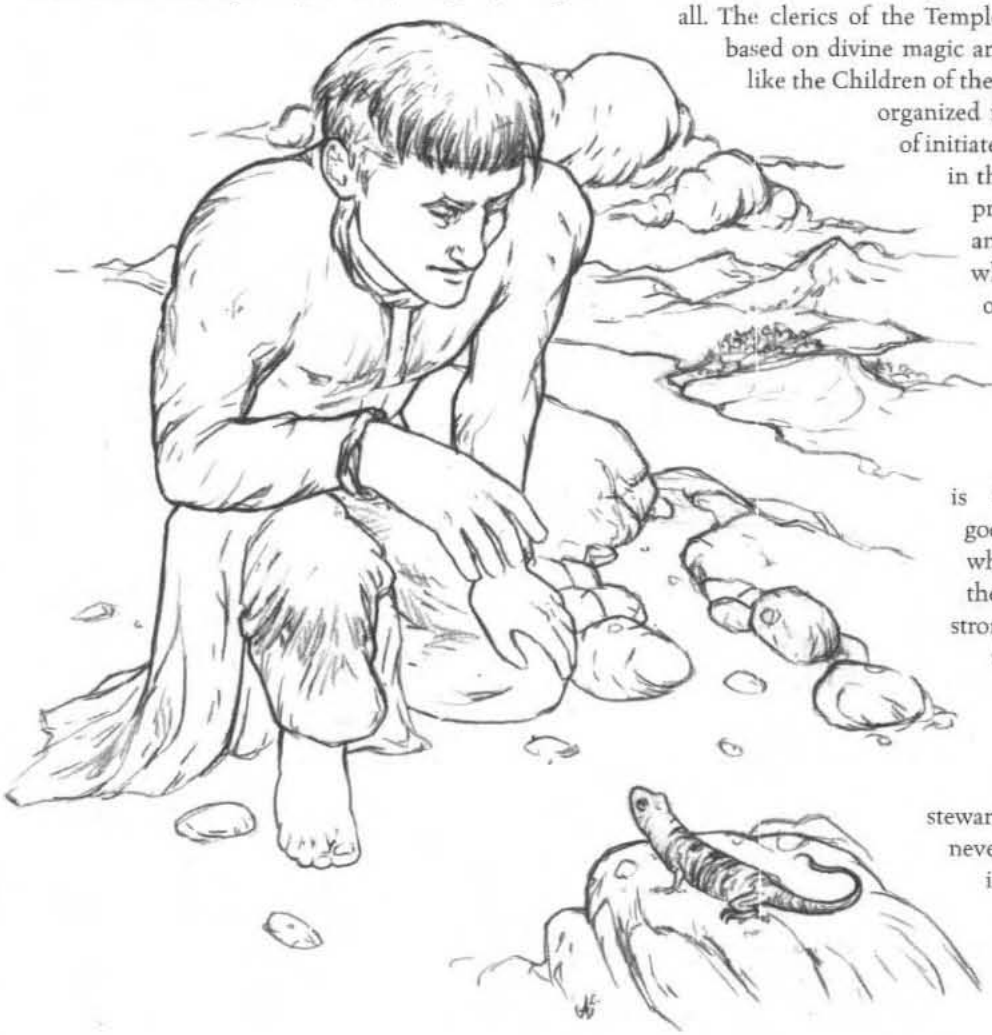


close to matching the Children of the Creator in number of followers, and the impact of the schism that they created has been more psychological than material.

The early True Children distinguished their faith from the Children of the Creator by preaching doctrine that is striking for its intense dislike of other races. The sect's founders urged their followers to disassociate themselves completely from elves and dwarves — from all non-humans, in fact. Some of the clergy even called for an armed crusade against non-humans, so that the humans could finally take for themselves what the god had intended solely for them. But cooler heads, aided by some stern words from the city authorities and the Guardians of the Spire, soon prevailed. The True Children's growth also diluted its message, as people disaffected with the Children of the Creator for a wider variety of reasons — a feeling that the larger church had grown too impersonal, or even just boredom — joined their ranks. They had rather less interest than the sect's founders in separating humans from the other races, and the clergy responded accordingly in their preaching. As the membership grew, the sect also realized the impracticality of telling its members that they had to disassociate themselves completely from other races, especially in a city so tightly integrated.

Nowadays, the message that the sect sends to the larger public retains some of its old fiery rhetoric about humans being the god's chosen race. It has never changed its holy symbol: a thick vertical line (representing the Spire) crossed with a sword. But there is rather less talk about taking the Spire away from the elves and dwarves, and the clergy even restrain themselves from preaching a crusade against the humanoids, whom they despise (ironically, here the True Children find common ground with the elves and dwarves, as well as their old mother church). Instead of preaching self-segregation and separatism, the clergy emphasize the importance of demonstrating through virtuous deeds that the humans are, in fact, favored by the god of the Spire. This shift in message has gradually pushed the True Children's fundamental alignment toward lawful good, although they have clergy and lay followers from all of the good alignments, as well as a smaller number from the neutral alignments. The sect does not tolerate evil, and will bar evil humans from even entering the Temple to the extent possible.

In structure and function, the True Children still imitate what one might call the model of their parent, the Children of the Creator. It was dogma, and not outward form, that caused the original True Children to rebel, after all. The clerics of the Temple offer the public services based on divine magic and spiritual counseling, just like the Children of the Creator. The clergy are also organized into a five-tiered hierarchy of initiates (equivalent to the acolytes in the Children of the Creator), priests, bishops, archbishops and headed by a senior cleric who holds the title of Father or Mother. And the clerics' duties by rank replicate those of the Children of the Creator.



The current leader of the True Children is Father Arcadius (lawful good), a tough former paladin who left adventuring to join the clergy. Arcadius believes strongly in the current tenor of the sect's message, with its emphasis on good deeds. Battle-scarred and blunt-spoken, he is not much of a politician and under his stewardship, the True Children will never have the kind of influence in the halls of power that Grand Matriarch Ursula Delores wields for the Children of the Creator. However, he does proj-

ect a real, rough-hewn charisma, and his fervent belief that all humans must demonstrate themselves worthy of the god's favor by doing good in the world has a way of sweeping up both his fellow clergy and their lay followers with his enthusiasm.

Despite (or perhaps because of) the force of his personality, Father Arcadius has two enemies within the True Children's leadership cadre. Archbishop Diedre Makaros (neutral; herself a cleric of the Temple for her entire adult life) has always resented that someone who essentially chose the clergy as a form of early retirement rose to the top spot in the Temple. She also believes that Arcadius' fervor is ultimately bad for the sect, that by laying so heavily on the value of "goodness," he is driving away existing and potential members of neutral (to say nothing of evil) alignment. She sees the True Children losing back considerable ground to the Children of the Creator, and feels strongly that they should emulate the old mother church's example and work harder to accommodate disparate points of view within their sect.

Archbishop Spehr Kalris (lawful neutral) also opposes Father Arcadius' leadership, but for much different reasons. Unusually young for one who holds such high rank, he can match Arcadius' vigor effortlessly, and he yearns to take the True Children back to their militant roots. He believes in the old notion of a holy pogrom, although only against the humanoids and the vampire Sir Milton Derek (location H2). In his heart, he is still debating whether or not it is right to purge the elves and dwarves, as well. He has begun to broach the idea in his most recent preaching, to see if it generates much controversy. So far, he hasn't generated much — either no one takes him seriously, or the humanoids are so unpopular that forcibly removing them from the environs of the Spire is quite palatable to the lay community. Archbishop Kalris will continue to test the waters, and if he can drum up a following among the laity, he will challenge Father Arcadius' leadership by organizing a proper crusade against the humanoids.

Father Arcadius: Clr8/Pal7

Archbishops (9): Clr11-13

Bishops (15): Clr7-10

Priests (25): Clr4-6

Initiates (50): Clr1-3

Guardians of the Spire Sentries (8): Mnk1.

Not all clerics of the temple have served the order for their entire adult lives. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The initiates and priests have little in the way of coin or valuable personal items. Each priest, however, has a *ring of protection +1*. The bishops have only slightly more coin than their junior clerics, but they each have a *ring of protection +1* and a *periapt of wisdom +2*. Each archbishop has about 50 gp saved up in a small box in his private quarters. Their personal items include a *ring of protection +2* and a *periapt of wisdom +2*. Father Arcadius gave practically all of the loot he had gained over years of adventuring to the temple upon joining the clergy. He retains only 200 gp and his old arms and armor — a *+2 heavy flail* and *+2 SR 13 half-plate* — which he keeps in his private quarters. The personal items that he carries with him as a matter of habit are those that come with his rank: a *ring of protection +3*, a *periapt of wisdom +4* and a *staff of healing*.

The Temple is well supplied with magic items. They keep plenty of curative potions and scrolls in stock — no less than 50 each of the most popular orisons and 1st level spells (such as *detect magic* and *cure light wounds*), 30 each of the most popular 2nd and 3rd level spells (such as *cure moderate wound* and *cure disease*) and 10 each of the most popular 4th level spells (*cure critical wound* and *neutralize poison*). Higher level spells and less popular spells of all levels are available as scrolls or potions in smaller quantities. Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion.

The Temple also has funds totaling around 100,000 gp, which it spends on public charity projects and to maintain its overall structure. Father Arcadius can authorize the expenditure of this money in any amount, provided he believes it will go to the good of the church or its followers. As with the Children of the Creator, it keeps this vast fund safely under lock and key at the City Treasury (location I3).

ACTIVITY

As at the Children of the Creator Temple, the Guardians of the Spire post sentry teams at each entrance, but the public may move about freely as long as they stay clear of the administrative offices and private quarters. Visitors are met by a priest acting as receptionist, who will guide them to a room where they can receive the services that they desire, then summon clergy of the appropriate rank.

The True Children clerics do go about their everyday duties armed, although minimally. Each keeps his armor in his private quarters under normal circumstances (each initiate has a chain shirt, and higher ranking clergy are armored as described above), but always carries a light

mace strapped to his belt. This is largely Father Arcadius' doing, in keeping with rhetoric about being soldiers of the good in order to prove themselves worthy of the god's favor. In case of a disturbance, the clerics of the Temple will actively support the Guardians of the Spire with spells. If summoned to arms, off-duty clerics will don their armor before rushing to the fight. Father Arcadius will equip himself with his old paladin's gear.

JOINING THE TRUE CHILDREN TEMPLE

PC human clerics may join the True Children Temple, although it is ultimately up to the DM's discretion. To join as initiates, they may be of any level, as long as at least half of their levels are as cleric. To join at the rank of priest, they must be of at least 4th level, with no less than half as cleric. Stepping in at the rank of bishop would be quite difficult given the responsibilities that come with the job, and a PC would have to be at least 8th level, with no less than 4 as cleric. It would be even more difficult to step in as archbishop. A PC would have to be at least 12th level, with no less than 8 levels as cleric. Theoretically, a PC could replace Father Arcadius at the head of the sect, but he would have to be at least 18th, with no less than 10 levels as cleric. In addition, it would be all but impossible to do so without prior service to the Temple, or the Leadership feat and a famous reputation that precedes him.

HOOKS

- Archbishop Kalris hires the PCs to dig up any information from Father Arcadius' career as an adventurer that might discredit him and weaken his authority. Evidence that he killed good-aligned beings or otherwise violated the paladin's code will suffice.

J4. GUARDIANS OF THE SPIRE TEMPLE

The Guardians of the Spire's compound sits on an immense plot of land just to the southwest of the Children of the Creator temple. It consists of five buildings, the largest of which is a temple, which contains the order's communal rooms, chapels for worship in various denominations and administrative offices. The basement vault also houses the order's treasury. Just to the south of the temple is the training complex, where members drill in fighting techniques and combat formations. The remaining buildings are barracks.

This sprawling complex of barracks, offices and temple space houses the Guardians of the Spire, the multi-racial and multi-denominational order of monk-warriors dedicated to protecting the Spire. Their current duties (self-appointed, but universally accepted) involve watching over the Spire (location J1) and the Park of the Divine Vista (location J7) to protect them from mischief; standing sentry at the city's most important temples; and patrolling the immediate vicinity of the Spire to preserve public order. The Guardians are a mysterious group, noted for their asceticism, stoicism and secrecy. They command widespread respect in the city for their piety and the services that they render. But they guard the inner workings of their organization so closely — even from the mainstream religions that support them financially — that some in the city suspect them of nefarious motives and dark deeds done in private.

RESIDENTS

The Guardians of the Spire trace their origins back to the time when the city first began to draw large numbers of pilgrims from foreign lands. The surge in commerce that these visitors brought was largely welcomed, but the mainstream religious sects became concerned that having so many more folk about — especially foreigners, whose ways and motives are not always easy to understand — made it more likely that someone would vandalize the temples, or even the Spire itself. Rather than rely completely on the City Guard for protection, a small group of priests decided that they ought to take matters into their own hands.

Thus inspired, seven mid-level priests — three humans, two elves and two dwarves — banded together to form the Guardians of the Spire. All of them had considerable training in the fighting arts, and some had served in the City Guard or worked as mercenaries before joining the priesthood. They all embodied a peculiar combination of deep piety with a warrior's skills and the will to fight in defense of their faith; they cast their new order in their own image. So the Guardians of the Spire have remained down through the years. The order received funding from all three mainstream religions (who saw in it the chance to exert greater control over their district) and it quickly began to attract followers. Their members supplemented, then supplanted entirely, City Guard patrols that watched over the temples, the Spire and the Park of the Divine Vista. Although the Guard still has a strong presence in this district, they also know that for the most part they don't have to worry about it because the Guardians always keep a tight lid on things.

The Guardians organize themselves along military lines. The lowest-ranking members are known as disciples. They are the order's foot soldiers, its rank and file. When off-duty, they are still required to perform menial chores around the temple and barracks, such as cleaning and waiting on the senior leaders. The order's basic tactical

unit is the squad, which consists of no more than ten disciples commanded by a prefect. In addition to field leadership, prefects are charged with maintaining orderly conduct in the barracks and enforcing the order's rules. 2-5 squads may be combined into a cohort led by a brother or sister militant. Brothers/sisters militant are also charged with low-level administrative duties, such as purchasing supplies or new weapons, and assisting in religious rituals performed in the temple. Formations larger than a cohort must be commanded by a member with the rank of custodian, and there are only seven at any given time. The number seven was fixed as a tribute to the founding members of the order, and by rule three must be human, two dwarven and two elven. When not leading in the field (and only rarely does the order need to field a formation that large), the custodians attend to administrative duties, discussing organizational policy and managing the order's material assets. The leader of the order holds the title of Master of the Order, and he does so for life, or until voluntary retirement.

All together, over 700 members of the Guardians of the Spire live, train and pray here. There are 600 disciples, 80 prefects and twenty brothers/sisters militant, in addition to the seven guardians and the Master of the Order. Whatever their rank, they live spare, disciplined lives. Their living quarters are sparse, with simple furniture and holy symbols as the only permitted decorations. Disciples bunk four to a modestly-sized barracks room, prefects two to a room. All officers of superior rank have their own private rooms, but they are subject to the same restrictions. Not even the Master of the Order may hang superfluous decorations in his room.

The rules of the order keep its members to a strict daily schedule that begins at dawn and prescribes precise times for taking meals, combat training, meditation and devotion, and of course, guard duty for those who have been assigned it. Members — male and female alike — wear loose white tunics and breeches made of coarse cloth. The tunics bear the T-shaped symbol of the order on the front, a solid black cylinder standing on end (symbolic of the Spire) with a narrow ellipse suspended above it (symbolic of the deity that created the Spire). Prefects and brothers/sisters militants wear badges of rank on the breast. Guardians wear silver medallions around the neck to signify rank. The Master of the Order's medallion is made of adamantine inlaid with gold. Male and female members alike must wear their hair closely cropped, or be shaven bald.

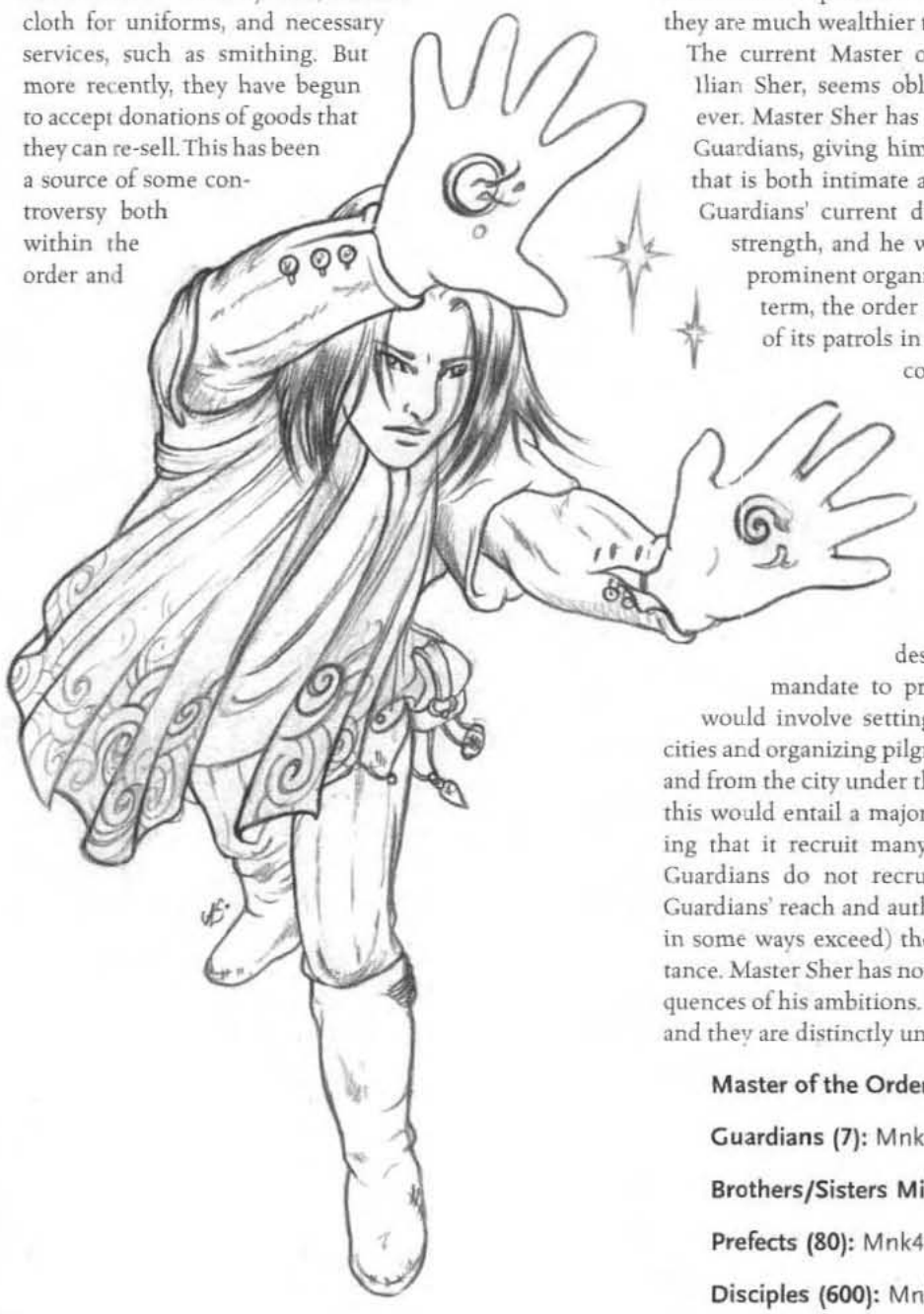
In addition, disciples must remain silent at all times unless spoken to by their superiors, except when in their barracks rooms, when performing religious rituals, during combat training, or in actual combat. Otherwise, they must eat and perform their duties in silence. Higher ranks must also observe this rule of silence, except that they may speak to give orders or in performance of duties that require verbal communication.

In short, the Guardians of the Spire combine monasticism and militarism into an austere way of life that sets them apart from the rest of the city. They project an air of otherworldliness that fascinates many, but makes others uneasy. One of the Guardians' most important daily rituals is the changing of the watch, in which a new shift of guards marches out from the Temple compound to the Spire and the Park of the Divine Vista to relieve those currently on duty. This takes place three times every day — at dawn, mid-afternoon and midnight — and over the years, has become something of a public spectacle. A modest crowd usually gathers to watch the bare-headed warrior-monks, clad all in white, march back and forth in tight formation with their battle standard at their head, maintaining perfect silence except for the orders barked out by their officers (the Guardians wear soft shoes instead of boots, and keep their weapons in a firm grip as they march so they won't rattle). The midnight changing of the guard is said to be the most visually striking, as they carry torches that cast a lurid glow upon them.



Like the City Guard, the Guardians of the Spire are a racially diverse organization, but tightly integrated at the same time. There are no racial restrictions to membership written into the rules of the order, and humans, elves, half-elves, dwarves, halflings and even a few half-orcs have joined (although in practice, full-blooded evil humanoids are never accepted). Clerics from each race visit the Temple regularly to perform religious services, and the order respects differences in doctrine and worship between the various faiths of the Spire.

The order is supported by donations from the three main religious sects, as well as private donations large and small. Small coin donations are collected through the alms box at the Spire. The Guardians also accept donations in kind — usually food, bolts of cloth for uniforms, and necessary services, such as smithing. But more recently, they have begun to accept donations of goods that they can re-sell. This has been a source of some controversy both within the order and outside it (that is, among the very few who are aware of the practice), for some worry that the Guardians are becoming too interested in worldly things.



In fact, the Guardians of the Spire have amassed an impressive collection of material assets that contrasts with their austere lifestyle. In addition to the hoard of coin that they keep in the basement of the temple, the order owns several farms, mills and other small businesses in outlying regions. These were donated at various points in the order's history by noble families, foreign pilgrims and wealthy commoners, and the Guardians have just never seen fit to sell them. Combined with the order's notorious secrecy about its own affairs (it refuses to show its accounts even to the religious sects that support them), their financial practices have actually led to rumors that they are much wealthier than they really are.

The current Master of the Order, a half-elf named Ilian Sher, seems oblivious to these concerns, however. Master Sher has spent his entire adult life in the Guardians, giving him an understanding of the order that is both intimate and perceptive. He sees that the Guardians' current duties do not require their full strength, and he wishes to make it an even more prominent organization than it is now. During his term, the order has already increased the extent of its patrols in the district, and he has plans to cover an even greater area with more frequency. However, he is quite unaware that the City Guard views this as encroaching on their turf, and they (and their supporters in the Council) are not entirely happy with it.

Master Sher also has designs to extend the Guardians' mandate to protecting foreign pilgrims. This would involve setting up chapter houses in foreign cities and organizing pilgrim caravans that would travel to and from the city under the order's protection. Eventually, this would entail a major expansion of the order, requiring that it recruit many new members (currently, the Guardians do not recruit). It would also expand the Guardians' reach and authority so that it would rival (and in some ways exceed) the City Guard in size and importance. Master Sher has not thought out the political consequences of his ambitions. But most of the custodians have, and they are distinctly uneasy about them.

Master of the Order Ilian Sher: Mnk18.

Guardians (7): Mnk15-17.

Brothers/Sisters Militant (20): Mnk10-14.

Prefects (80): Mnk4-9.

Disciples (600): Mnk1-3.

You may vary the members of the order by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as a monk.

The Guardians of the Spire have amassed a pretty fair fortune over their long history, but it is not as rich as some of its detractors suspect. Depending on the flow of coin donations and the order's expenditures, there may be anywhere from 30-60,000 gp in the basement vault at any time. There are no locks or other physical impediments, but the vault is closely guarded, and no one has been foolish enough to take on an entire temple full of Guardians in order to reach their treasure.

Members of the order are not allowed to keep coin or valuable personal items with them. They are not surrendered to the order upon joining up, but they cannot be kept in the temple compound. Members receive no pay, only room and board. So there is no coin to be found elsewhere — not even in the Master of the Order's chamber — and nothing else of value except for magic items. Among those are the *+1 ki focus quarterstaff* carried by each prefect; the *+1 seeking light crossbow* and *+2 speed quarterstaff* carried by each brother/sister militant; and the *+3 speed quarterstaff* carried by each custodian. The Master of the Order arms himself with a *+4 thundering speed quarterstaff*. As monks, the Guardians of the Spire forswear the use of armor. But each prefect and brother/sister militant wears *bracers of armor +2* and the custodians and Master of the Order each wear *bracers of armor +4*.

JOINING THE GUARDIANS OF THE SPIRE

PCs may join the Guardians of the Spire, as long as they meet the prerequisites for the rank they seek and are deemed worthy (that last part is entirely at the DM's discretion). PCs joining at the rank of disciple may be of any level as long as they have at least 1 level of monk. PCs who wish to join at the rank of prefect must be at least 4th level, 3 as monk, and must have experience in a formal military organization, such as an army or a mercenary band. It is more difficult to step in at the rank of brother/sister militant. The PC must be at least 9th level, with at least half of those levels as monk. He must also have substantial prior military service, including service at comparable rank. Theoretically, it is possible for a PC to step right in as a custodian or even Master of the Order, but he must be 12th level or higher (16th or higher for Master of the Order), with at least half of those levels as monk. Also, an outsider who wishes to step in at such a high rank without a history of service in the order must already have widespread fame in order to merit any consideration at all.

In addition, a PC seeking the rank of brother militant or higher must have the Leadership feat. A Guardian of the Spire may have levels in any divine spellcasting character class (including druid), but may not have any levels in an arcane spellcasting class.

ACTIVITY

No one except members of the order are allowed within the Temple compound unless they have official business within. Every entrance is guarded by four disciples standing sentry, supervised by a prefect. Anyone claiming to have official business will have to wait until the prefect on duty can verify their story.

Intruders will detained for interrogation by a brother/sister militant to determine their identity and purpose. If an intruder tries to escape or fight back, the guards and as many of the order's members as necessary will strike for nonlethal damage until he is subdued. Once interrogation has yielded the desired information, the interrogator (consulting with superiors, if necessary), will make a judgment as to whether to simply expel the intruder or turn him over to the City Guard for criminal prosecution.

HOOKS

- The Guardians are deeply suspicious of the Priests of Calamity (see location J5) — or, alternately, any neutral evil or chaotic evil-aligned sect. One of the custodians has taken it on his own initiative to destroy the sect by attacking its temple. Unbeknownst to Master Sher, he wishes to hire the PCs for the dirty job (so it can't be traced back to the Guardians).
- Not all of the order's senior leadership are oblivious to the problems that Master Sher's ambitions could cause for the order. One of the custodians asks the PCs to spy on the City Guard to learn what action they may be planning against the order (if any). If the PCs are members of the order, he asks them to make a great sacrifice for the benefit of their fellows, leaving the Temple to enlist in the Civic Guard. If the PCs are members of the Guard, he may offer them inducements (financial or otherwise) to provide him with intelligence on an ongoing basis.

J5. PRIESTS OF CALAMITY TEMPLE

The Priests of Calamity are notorious enough as it is, and so their temple, at least on the outside, keeps a low profile. They house their order in what was once a large pilgrim's inn, and the skull rimmed with fire (the order's unholy symbol) painted on the sign is the only obvious indication that it has changed functions. The former common area now serves as the temple's ceremonial hall, the back rooms as offices, and the guest rooms as accommodations for the clerics. Inside the temple, however, black and lurid red rule the color scheme. The centerpiece of the ceremonial hall is the altar: an obsidian replica of the Spire wreathed at the base by red quartz flames.

These devotees of the god of destruction are not universally welcomed in the city. They revel in carnage and chaos, and they do not even try to conceal the malevolence of their deity. But their religion does genuinely revere the Spire, and as such, the Council cannot legally bar them from the Spire District (it also helps that they bribe and blackmail city officials to protect themselves). The city is stuck with this cult of cruel subversives, whether it likes them or not.

RESIDENTS

The Priests of Calamity serve as a spiritual (if one may correctly apply the term) outlet for those outcast souls who simply do not fit in with the city's more wholesome, life-affirming sects. It is a multi-racial sect, and there are humans, half-orcs and humanoids among both its clergy and lay followers. Thieves, assassins and other sorts of criminals feel at home here, and some humanoids use the sect as a secondary faith after their tribal religion.

Because their religion is not racially-oriented, the Priests of Calamity care nothing for anyone's claim to be the true Children of the Spire. In their theology, the god of the Spire embodies the most important primal forces of the cosmos — chaos and destruction. All mortals and all work of mortal hands are doomed in the end, from their point of view. Everything dies, everything is ultimately destroyed. Only the god endures. And the god that the sect reveres created the Spire as a reminder to mortals of their insignificance. The god looms over all, dominating everything in its shadow. Only it is worthy of reverence. Given these certainties, they believe that one has no reasonable choice but to embrace chaos and destruction as a way of acknowledging the greatness of their god, with every fiber of their being.

Needless to say, this is not a wildly popular worldview in a wealthy city that thrives on trade, commerce and the peace that makes it all possible. Even so, the Priests of Calamity draw enough adherents to validate their existence and keep their modest temple staffed by 50 clerics. As befits a sect whose orientation is primarily chaotic evil, they do not have a rigid hierarchy. Their priests carve up duties according to experience, but the rules of their order allow for unusual flexibility when it comes to who is in charge.

The leader of the order holds the title of High Master, but all of the other clerics hold the rank of priest. The rules of the order specify that the priests with more seniority (and more magical power) have the right to order around more junior clerics, but everyone holds the same rank. In spite of the lack of hierarchy, the order still divides labor in a way very similar to how other religious sects do it: The priests with the least seniority perform the most menial tasks, while those with the most attend to administrative matters, high-level fundraising and issues of temple policy.

What makes the Priests of Calamity unusual in terms of their organizational structure is their rule regarding the High Master's succession. Any priest, no matter how short his tenure at the temple, may challenge the reigning High Master for his title at any time. The two must immediately fight each other in the temple's main hall, under the gaze of all available priests of the order. They fight until one yields, or to the death. The winner assumes (or retains) the title of High Master; the loser (if he is still alive) becomes a common priest of the order.

The current High Master is Sammael Ker (chaotic evil), a short, shifty-eyed human with a deceptively charming smile. High Master Ker is as effective a leader as the Priests of Calamity could hope for. Cunning and politically astute as well as cruel (he killed his predecessor even as she conceded defeat in their duel), he is always looking for information regarding the order's standing in the city and for ways to advance its fortunes. He takes a keen interest in sect devotees, and uses them to nurture close contacts between the Temple and thieves (both Guild thieves and freelancers alike), assassins (such as the band led by Sinara the Ruthless; location L25), smugglers and other elements of the city's criminal underworld. He tries to keep his flanks secure by bribing or blackmailing city officials from the Council on down, and he is always looking to build out a network of spies that will keep him abreast of everything that is going on in the city, as well as help him keep the Mirror Guard out of his business. Knowledge is power, and one never knows what data may be turned to one's own advantage.

As an avowedly evil-aligned sect, the Priests of Calamity put a rather unusual spin on the notion of public service, since the divine magic at their command is more suited for inflicting harm rather than healing and curing ills. Instead of providing services in the temple, the clerics stand ready to hire themselves out to commit malice in exchange for a fee. They will wound, curse or poison someone, or do most anything else that only an evil cleric can perform. This can include participating in acts (such as robbery or even mur-

der) that involve serious violations of the city's criminal laws, although the temple will weigh the risks involved before agreeing to anything. Most often, the clerics get hired to help out with low-level feuds and rivalries. But they will also hire themselves out to adventuring parties who require their particular brand of divine magic. The risks of such ventures are high, but are lucrative for the Temple. Because of the nature of their work, all clerics of the Priests of Calamity go about armed. Standard equipment for a cleric of the order is a morningstar, with a light crossbow to boot if adventuring is involved. Every cleric also has a suit of chainmail, which they wear only if they expect trouble.

High Master Sammael Ker: Clr14.

Senior Priests (5): Clr10.

Mid-level Priests (15): Clr5.

Junior Priests (30): Clr1.

It is not necessarily the case that all clerics of the temple have served the order for their entire adult lives. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.



The Priests of Calamity have acquired wealth as if they were a major merchant firm rather than a small religious sect, thanks to their connections to the criminal underworld. However, they also spend more than other small sects; bribes and employing spies tends to drain the temple of funds. Nonetheless, the temple has amassed a treasury worth about 25,000 gp in coin and jewelry, as well as contraband luxury items and trade goods. The goods they keep in the temple basement, the coin in a vault that they added on to the basement. The vault is guarded by a large portcullis (DC 25 Strength check to lift), and by a poison dart trap which springs when certain items (DM's discretion) are lifted (CR 7; mechanical; manual reset; Atk +18 ranged; poison (carrion crawler brain juice, DC 13, paralysis); multiple targets (up to three targets in a 10-ft.-by-10-ft. area).

Like most temples, the Priests of Calamity don't pay their clerics much and restrict the extent to which they can amass personal wealth. Some try to get rich independently, but as a general rule magic weapons, armor and items represent the majority of what may be considered treasure here. All clergy with 5-10 levels (overall, in case of multiclass) wear *+1 chainmail* and carry a *+1 morningstar.* All clergy with 10 or more levels (overall, in case of multiclass) wear *+2 chainmail*, a *strand of prayer beads* (with one *bead of smiting* and one *bead of summons*) and carry a *+2 morningstar.* High Master Ker possesses the totems of his rank: *+3 chainmail*, a *+3 morningstar* and an *ioun stone, pale green prism.*

The temple is also an excellent source of divine magic items that make use of spells from the destruction and evil domains (these are the products that separate the Priests of Calamity from most of the city's other temples, after all). They keep in stock 25 scrolls each of the 1st-3rd level spells from these domains, 10 scrolls each of the 4th-6th level spells and 5 each of *disintegrate* and *blasphemy*, the 7th level spells from those domains (there are presently no clerics in the temple capable of casting spells of higher levels). Rings, staves and wondrous items that use evil divine magic exclusively should also be available at the DM's discretion.

ACTIVITY

A single priest of the temple will greet all visitors (with a certain suspicion if they are strangers). Visitors may have the odd sensation that they are being watched — and indeed they are, from a pair of small observation rooms above and to each side of the main entrance. One priest is stationed in each room, from which they can observe all visitors without being detected. Visitors inquiring about

services will be led to a quiet corner of the ceremonial hall (an office, if it is a really important matter that requires iron-clad discretion) to discuss their needs.

PC clerics may join the Temple, although it is ultimately up to the DM's discretion. Because of the Priests of Calamity's lack of formal hierarchy, they will join at the rank of priest no matter what their level. A PC cannot join the order at the rank of High Master, because their rules of succession are very precise. The PC will first have to join as an ordinary priest, then challenge the reigning High Master. In practice, however, this is only a formality, as a priest who has been in the order for just a moment can challenge for the High Master post.

HOOKS

- High Master Ker finds out that one of his senior priests has worked out a plan to recruit an army of humanoids and invade the Dwarven District by infiltrating through the Old Mithral Mine (location A19). He approves of the plan in principle, but also fears that if it succeeds, it will create the most potent threat to his leadership of the Temple that he has ever had to face. He hires the PCs to spy on the priest and cut him down in his hour of victory.
- Smugglers who worship at the temple need a little temporary help in getting an unusually large cargo of contraband into the city. High Master Ker has agreed to find some suitable candidates in exchange for a tithe of the profits. He hires the PCs.



- One of the weaknesses in the order's intelligence network is sources of information about other temples, particularly the good-aligned sects. High Master Ker will pay handsomely for information about the inner workings of other religious sects, and even more for spies who will provide him with a steady stream of intelligence.
- High Master Ker suspects that Sinara the Ruthless has double-crossed him. Instead of striking back directly, the High Master wants to frame her. He tries to manipulate the PCs into assassinating a city VIP and leave clues incriminating his new enemy.

J6. HUMANOIDS TEMPLE

It is hard to deny that this temple is something of a shambles. The walls are faded, and cracks in the masonry can be seen without even looking closely. Inside, decorations and miscellaneous items lie haphazardly about, and the floor shows no evidence of having been swept in a very long time. Outside, the surrounding lawn and shrubs are shaggy and untrimmed, making the entire temple an eyesore. The temple is laid out with the main hall, where most of the interaction with the public takes place, perpendicular to the main entrance. A long, wide hallway runs from the opposite side of the main hall down the length of the building, past administrative offices to the private quarters in the back.

This relatively under-utilized temple, located just west of the Park of the Divine Vista, houses a motley assortment of clerics and shamans that represent the various tribes that populate the Humanoid District. Under the terms of the peace settlement with the humanoids, they were given a temple large enough to be considered of the second tier — respectable, but smaller than those of the three main religions. The humanoid leaders were unhappy at not getting a larger temple closer to the Spire. But the fact is, the humanoids have never been able to fill the space that they have with clerics, and they don't take good care of the buildings or the grounds. The humanoids say that is because their ability to move about outside their designated territory is so strictly limited, while most everyone else maintains with varying degrees of insistence that it shows that the humanoids don't revere the Spire nearly as much as they claim.

RESIDENTS

The humanoids were granted a temple in the Spire District as a condition of the settlement that granted them part of the city as their own. But it is a little misleading to say that they have a single religion. Yes, all of the humanoid tribes believe more or less the same thing, that they are the true children of the god of the Spire, but that the love of the

divine father (whoever he happens to be) is not unconditional. Their creed states that the god departed from this world to test his children. If they proved their worth through fighting other races, the god would return and destroy those other races, granting ultimate victory and dominion over the world to the humanoids.

But it varies from tribe to tribe the extent to which victory over the other races is a pre-condition for the god's return. Those who preach that ultimate victory is a hard and fast requirement leave open the question of why they would need their deity's aid if they were already beating their enemies. Different tribes also vary in the extent to which other humanoid races are included or excluded for the god's grace: Will the orcs have to fight the goblins after the humans, elves and dwarves have been defeated? They also differ in how they judge the timing of the god's return: Does it anger the god that for now, the humanoids have agreed to share the Spire with other races? And of course, the precise nature of the god varies from race to race, as each humanoid culture has their own deity whom they revere (and whom they believe created the Spire.

Even more important than doctrinal differences (some of which are actually quite minor), the humanoids are divided by rivalries between tribes. Some hate each other just as much as they hate the humans, elves and dwarves. Some tribal rivalries go back many generations, and have never really been eased by their common desire to gain access to the Spire. These rivalries cannot help but carry over to the temple that they are all supposed to share. For that reason, the Temple has never maintained much of a hierarchy, because no one's authority is even close to being universally respected.

Instead, the clergy of the Temple can best be described as a loose association of tribal priests who are linked by common political interests, and not much else. Each humanoid tribe has from one to three representatives here, but no one is really in charge in the sense that everyone else accepts his or her authority. Urkbak and Gekalt, the kobold clerics who lead the tribe that now inhabits what's left of Reinhold's Municipal Engineers (see location B18) occasionally perform clerical duties here, and as tribal leaders they are probably the most prestigious figures to do so. But they don't live here (and nobody likes the idea of taking orders from kobolds, anyway). Most of the Temple clergy live here full-time and consider it a welcome — if disorienting — relief from the squalor of the Humanoid District.

Because of its chronic disorganization and the low density of its clerical population, the Temple doesn't really do much as an institution except offer services centered on divine magic to the small number of humanoids that have official permission to work outside the Humanoid District. It has a small selection of divine magical items for sale. Twice per week, and again on the humanoid Holy Days, the temple clergy make a show of standing before the Spire at midday and worshipping it. It is one of the few activities that all of them can agree upon, because the point of doing so is to remind other races of the humanoids' rightful claim to the Spire. Otherwise, morale among the clergy tends to be low, and their daily activities are disorganized. The main hall of the temple is used for a variety of purposes: ragtag religious rituals are performed here, and clergy minister to their public and sell magic items. Often, all three activities take place here at once, as clergy work with the hum of others' activities in the background.

Urkbak and Gekalt (see location B18).

Senior Humanoid Clerics (Varies): Clr4, as per the *Monster Manual*.

Junior Humanoid Clerics (Varies): Clr1, as per the *Monster Manual*.

There is no treasury to speak of here; this temple is quite poor compared to the other of the district's temples. Its sheer lack of organization creates an atmosphere of distrust; no one feels that a collective treasury would be safe from looting as long as representatives from other tribes are around. As far as valuable personal items go, each cleric/shaman of the Temple has as private possessions standard treasure for his CR. All personal magic items should be simple weapons or light armor, or have divine magic as a requirement for creation.

Their stock of magic items for sale is quite low, because they don't have that many clergy on hand to make them, and also because they have no organized system for churning them out. Assume that there are no more than ten each of scrolls or potions for 1st-3rd level spells, and no more than three each of potions or scrolls for 4th-6th level spells. All other magic items are available at the DM's discretion.

ACTIVITY

There are no guards at the entrances (the Guardians of the Spire refuse to provide them), but that doesn't mean that the Temple clergy are unwary. Unless obviously accompanied by a humanoid, non-humanoids who enter the temple will be treated with deep suspicion. It will be hard to get the attention of any individual Temple cleric unless you are from the same tribe, or are at least of the same race.

All of the Temple clergy go about armed with simple weapons, mostly maces or clubs strapped to their belts. They also wear light armor under their robes. In case of an attack or a disturbance inside the temple, the clergy will attack the intruders willy-nilly, without any tactical cooperation with each other. Any coordination that they achieve will be pure coincidence. In fact, the first instinct

of some clergy will be to seek out their peers from a rival tribe and finish them off in the confusion, or to attack their personal or tribal enemies on the presumption that treachery is involved.

Without a direct affiliation with one of the tribes that lives in the urban wreckage of the Humanoid District, it is almost impossible for a PC cleric to join the Temple. Even if one should succeed, he would have no formal rank and would always have to watch his back against clergy affiliated with rival tribes.

HOOKS

- A shaman from a humanoid tribe wants assassins to strike down the clerical representative of a rival tribe. He is also clever enough to want to hire someone other than the city's more notorious assassins, to avoid the inevitable suspicions, so he hires the PCs.
- One humanoid tribe is planning a surprise attack on a rival tribe. To avoid suspicion about its preparations, it's using its representative in the Temple to recruit mercenaries outside the Humanoid District. A small party of highly skilled adventurers is most desirable for the task, as it will be easier for them to slip into the Humanoid District undetected.

J7. PARK OF THE DIVINE VISTA

This park-like space is dotted with twenty little gazebos — partially enclosed, circular platforms raised just slightly off of the ground — meant to accommodate the motley assortment of itinerant preachers with which the city is blessed (or cursed, depending on your perspective). Each gazebo is simple in both design and construction. They consist of a circular wooden platform with a few steps leading up to it, half-enclosed by tall planks (to help project the speaker's voice out toward the audience) and shielded from the elements by a hood. A wrought-iron frame holds all of these components together. Each gazebo is 5 feet in diameter, so that it can fit a single Medium size speaker comfortably. They are also spaced so that a small crowd can gather in front of one without disturbing the audience in front of another.

When not used for haranguing the faithful and the curious, the gazebos also host those who simply want to spend some time meditating in a semi-private space in the shadow of the Spire.

RESIDENTS

Named the Park of the Divine Vista for its position at the foot of the Spire, this space was originally intended as a public place of meditation and contemplation. As the city grew, however, it began to draw a more diverse crowd, as sects from foreign lands staked claims in the district and the three established sects began to fray at the edges. Those with something to say but no temple of their own to say it in gravitated to the Park, haranguing anyone who would listen.

Neither the Council nor any of the three mainstream racial sects were terribly pleased about this phenomenon. But the Guardians of the Spire, who had by now taken responsibility for security in the park, refused to clear out the street preachers just because of their unorthodoxy. After all, the Guardians themselves had formed without prompting from the Council or any of the mainstream religions. The Council could not bring itself to sic the City Guard on the Park of the Divine Vista either, nor would the mainstream religions use their priests for the task. So instead, the Council decided to control the situation by building sheltered platforms at discreet intervals from each other, and decreeing that although anyone could use them to expound upon their religious beliefs, there would be no preaching except from the gazebos.

Since then, the Park of the Divine Vista has become arguably the liveliest place in the district. Some of the more notable itinerant preachers who currently frequent the Park are discussed below. As DM, you are welcome to add others of your own creation.

Pireth, Messenger of Doom: Most of the city's racial religions are apocalyptic, at least by implication. They believe that their race is favored by the god of the Spire, and to varying degrees, they leave a suggestion that someday, the god will establish that as a fact proven beyond any possible argument. Whether this will happen in the near or distant future is often left unclear in official sect doctrine. And in fact, the largest racial sects have set this matter of the god's final judgment well to the side, lest it interfere with the day-to-day business of making this highly profitable multi-racial city work smoothly. Apocalypse is a topic best hidden under the rug.

Not so for Pireth, a particularly wild-eyed itinerant preacher who frequents the Park of the Divine Vista. Pireth was once a priest of Children of the Creator Temple (location J2), but he left the sect to preach according to his own ideas. Those who knew him in former times say that he simply went mad, but Pireth says that he had a moment of divine revelation. In that moment, he believes, the god appeared before him and told him that he would soon return to the Material Plane and finally sweep the world clean for his Chosen Children. But not just all humans — the god would choose only those who had remained faithful to him. So the essence of Pireth's message is that everyone must prepare for the imminent return of the god. The humans must make themselves one with the god through intense meditation and prayer, while all non-humans must order their affairs in advance of their imminent destruction.

However, it must be noted that Pireth has been preaching this message for several years now, and the cleansing of the world has yet to take place. The Council still con-

siders him an annoyance and a potential threat to social calm. He is persuasive enough so that although most humans don't take him seriously, a few still make their peace with their particular god just in case. Non-humans, once angered by his message, now treat him as a minor irritant, to be ignored like the loud drunk in the corner of the tavern.

Otto Stouthead, Retired Paladin: A remarkably commanding figure for his size, Otto Stouthead is an aging halfling who has spent most of his adult life adventuring in places that even worldly residents of the city only dream about. Otto describes himself as a retired paladin, but the fervor that drove him into and through the life of a defender of the good are still quite apparent in the street preacher that he has become. He peppers his sermons with exhortations to strive against evil and uphold the law, and to live with a warrior's courage no matter what your walk of life. But the core of his preaching is his belief that the Spire is not a relic of a racial god, but the creation of a god who wished to inspire awe and buoy the hearts of everyone of good will. His theology has not gained him a terribly wide following in the city, but he holds to his idiosyncratic beliefs, come what may.

Otto accepts no offerings; he lives off of the fruits of his adventuring years. He owns an inconspicuous little house at the northern edge of the Spire District. His hoard of wealth contains a few pieces of jewelry and some other luxury items, but he never wears them. Because of his adventuring background, Otto can be an excellent source of traveler's tales and legends of faraway places, mixing in hard facts with embellishments and fiction.

Gudmun, Renegade Half-Orc: Gudmun is another odd fellow, a renegade half-orc who has disavowed all of his connections to the orc side of his heritage. He was born in the Humanoid District to an orc of the Rotten Jaw tribe (location B7) and a human woman sent to prison for thieving. His upbringing was not terribly unusual for one of his background, and he seemed destined



for no more and no less than the brutish life of a Rotten Jaw. But then, suddenly, his outlook underwent a complete reversal. To this day, no one who was close to Gudmun at the time knows exactly what happened to him, and it is doubtful whether he himself fully understands it. He refers to it only as his moment of revelation. He says that he came to realize that the humanoids' claim to the Spire (and hence, citizenship in the city) is all a sham, and that most of them do not revere the divine landmark at all, certainly not compared to the humans, elves and dwarves. He now believes that all humanoids are soulless, incapable of genuine communion with the god, and that they have no claim to being the true Children of the Spire.

Gudmun could not go on living in the Humanoid District, and so he passed through the Monster Gate, never to return. He determined to preach his new beliefs to whomever would listen. But with no connections outside his native district and no money to his name (and no marketable skills with which to earn any), he couldn't set up his own temple. So he came to the Park of Divine Vista and has been a fixture here ever since, accepting meager donations from his audience. It is no surprise that Gudmun finds many sympathetic ears for his diatribes against the humanoids, but even then, there are also those who find his message dangerous to the hard-won peace that has existed between the humanoids and the other races. Given his message, one would think that the True Children (location J3) would extend him a welcoming hand, but most of the sect's leadership grimaces at the thought of allowing a half-orc into their clergy. The hard-line Archbishop Kalris has heard of Gudmun, however, and keeps an eye on the turncoat half-orc whose message dovetails with his own view of the world.



Tegra the Cloud Giantess: Perhaps the most curious attraction of them all is a cloud giantess named Tegra. The city has a small, but noticeable giant population, most of them working as longshoremen by the Docks (location M21). As a cloud giant and a lady, Tegra prefers not to sully herself with physical labor. Instead, she styles herself a spiritual leader of her race and preaches here in the park, even though she can barely fit under a gazebo's roof. In her belief system, the Spire points toward a point of contact between the Material Plane and the plane on which the god of the giants lives. Somewhere above the peak of the Spire is a gate between the two planes, and finding it will literally grant you physical access to the god. She can't pinpoint its exact location, but she takes it on faith that it is there. In her view, then, the Spire is not a divine creation or a deity itself, but a sort of road sign that points to the god.

The Guardians of the Spire still keep watch over the Park. During the day and evening, ten pairs of disciples arrange themselves around the perimeter so that they can keep a close eye on comings and goings, as well as see everything that's happening in the Park. A brother or sister militant, assisted by two prefects, moves about the Park, acting as roving observers. From midnight to dawn, the watch consists only of four pairs of disciples supervised by a prefect. The Civic Guard usually has a squad or two here as well; the Park's penchant for attracting malcontents is of concern to them, though they generally allow the Guardians to handle all but the most serious problems.

The Guardians view themselves strictly as peacekeepers. They are not there to take sides in religious disputes, or even to enforce all of the city's laws in this place. They strive only to prevent fights from breaking out between the preachers and their followers, and to protect the park itself from vandalism. Since the arrival of the humanoids and their insistence that they deserve just as much access to the Spire as anyone else, both have become more difficult tasks.

Pireth: Clr4.

Otto Stouthead: Halfling Pal14.

Gudmun: Half-orc War3.

Tegra: Cloud giant, as per the *Monster Manual.*

Guardians of the Spire Brother/Sister Militant (Varies): Mnk10.

Guardians of the Spire Prefect (Varies): Mnk4.

Guardians of the Spire Disciple (Varies): Mnk1.

As a general rule, the preachers who use the Park of the Divine Vista do not have much in the way of coin or valuable personal items. The reason they're here, after all, is that they can't afford to set up a temple of their own.

ACTIVITY

Basically, there are only two major activities at the Park of the Divine Vista: talking and listening. Sometimes, someone will plop himself down in a gazebo to meditate, drawing inward and shutting off the outside world. But for the most part, there are those who preach and those who hear them. Not everyone in the audience is a devotee; some will stop and listen to a speaker out of curiosity, while others scoff openly and even try to debate the preacher. And of course, it's too much to expect that all of the preachers and their followers will agree with each other. Loud arguments will draw the attention of the Guardians of the Spire. The sentries communicate with their officers by a system of hand signals and calls. A prefect who spots trouble may act on his own initiative and order sentry teams to converge on the location. The Guardians also keep an eye out for pickpockets, as the rapt crowds that gather here offer excellent pickings.

PCs who visit the park at a busy time — say, a holiday afternoon — will be met by a cacophony of voices, most of them loud and strident. Clusters of people, some of them larger than others, gather around each occupied gazebo. Some of the more popular preachers will have followers floating through the crowd, trying to recruit an audience from those who don't seem to be listening to anyone in particular at the moment. Less vigilant PCs may also find that someone who seemed at first a devout follower of this preacher or that is actually a cutpurse.

HOOKS

- Many of the itinerant preachers who come to the park fear that they have made powerful enemies. All of them, lacking the institutional backing of a proper religious sect, feel alone and unprotected, in spite of the fact that some of them have a decent-sized following. Pireth, for instance, suspects everyone — from his former colleagues at the Children of the Creator Temple, to the elves and dwarves, to the Guardians of the Spire themselves— of wanting to assassinate him. His only choice is to hire private bodyguards. His fears are wild, but that doesn't mean that no one wants him dead. Other preachers may take similar actions, or pool their resources to hire the PCs on a rotating basis.
- Word has reached Gudmun that his human mother lies dying in the Humanoid District, still a prisoner of the city's justice system. He does not dare show his face there again because of his old apostasy. He knows that the Rotten Jaw might kill him on sight as a traitor, and that their rivals might kill him for his old affiliation. Instead, he wishes to hire the PCs who will infiltrate the district and deliver a message for him.
- Tegra believes that she knows the location of a sacred text written by her cloud giant ancestors that will help prove the existence of the interplanar gate that she describes in her preaching. But it's located in a foreign land, with many hazards to overcome along the way, and she asks the PCs to help her find it.
- Tegra has heard rumors about Sheercliff, the philosophically inclined stone giant who leads a solitary existence in the Humanoid District (location B12). She would meet with him to discuss her religious ideas, but she does not know how to find him. If the PCs have knowledge of the Humanoid District, she hires them as guides.
- Though he is a halfling of faith and fervor, Otto Stouthead is not above telling a tale or two from his younger days. And no adventurer of his experience is without at least one story of treasures left unrecovered and exotic places left unexplored. In his weaker moments, Otto will urge adventurers younger than he, to take up where he had to leave off.

J8. CHILDREN OF THE CREATOR PILGRIM HOSTEL

In terms of its layout, the hostel looks very much like a typical traveler's inn, except that its common area is too small. It doesn't serve food or drink, so there's no reason to have a large common room. There are five guest rooms downstairs and ten upstairs, each outfitted with two beds that are no more than a straw mattress on an old wooden frame. In addition to the small common area (not much more than a foyer, really), there is a storage room and an office downstairs. The entire building is painted a drab off-white, and the public areas contain little in the way of decoration, only a holy symbol hung in the common area.

This clean, but spare building is owned by the Children of the Creator Temple (location J2) and operated as a hostel for lay followers who have come to the city on a pilgrimage. The pilgrims who stay here receive little — only a bed in an otherwise unfurnished room that they will probably have to share with someone else — but the hostel is at least clean and safe, and they pay nothing in return. Even so, those who can afford to stay elsewhere generally do.

RESIDENTS

Those who stay at the hostel tend to be the most devout of the devout — those so devoted to their religion that they will journey to the city even though they have little or no means to support themselves. Their origins vary (except that all have come from foreign lands) as do their precise motives (except for their determination to see the Spire, if only once in their lives). They are often dirty and dishevelled, being humble folk who arrive in the city without a clean change of clothes to their name. Some have an unsettling fervor stirring behind their eyes, their piety having driven them on with a rare fury. But the clerics who run the hostel take them all in, as long as they can show a holy symbol as proof of their devotion.

Once they have been allowed in, pilgrims can stay for as long as they like and come and go as they please. And in truth, all of these factors taken together have made the hostel a useful waystation for foreigners who want to infiltrate the city. Spies, smugglers, fugitives — any human who wants to enter unnoticed — need only carry a holy symbol to get a bed for the night. Affecting poverty and piety allows one to hide in plain sight, indistinguishable from the other pilgrims who come and go without much comment from anyone.

That is all the more true now, since the current manager of the hostel is a lazy priest named Ernst Jeko (alignment neutral). Jeko rarely leaves the back room, unless his assistant, acolyte Cherik Bettle, is off-duty or otherwise engaged. He never pays attention to the guests and does as little work as he can get away with. Not terribly ambitious, he has already risen as high in the church as he cares to. He has figured out how to give orders to the acolytes below him, and how to dodge orders from the bishops above him.

Cherik Bettle (alignment lawful good) is another matter, however. Young and dedicated, he has his sights set on higher rank and is determined to go as far as he can within the clergy. He hopes — a bit naively — that if he helps Jeko run a tight ship with this hostel, the senior temple officials will notice and remember him.

Ernst Jeko: Clr3.

Cherik Bettle: Clr1.

Pilgrims (Varies): Com1.

As DM, feel free to alter the guest roster as you see fit.

Except in the most unusual cases, none of the pilgrims have any valuable personal possessions. Ernst Jeko wears the *ring of protection +1* that comes with his rank. He also carries a vial around his neck with a potion of *cure light wounds* in it (one dose), but otherwise he and Bettle keep their modest personal possessions in their rooms at the temple. There is a small unlocked cashbox in the back room with 100 sp in it — the hostel's petty cash — but nothing else of value in the building.

ACTIVITY

Unless Cherik Bettle is in or near the foyer, anyone who wants to stay here will have to cause quite a commotion to draw out Ernst Jeko. No matter who answers, the cleric will check to see how many beds are open and assign them accordingly. Bettle treats guests politely, Jeko with absolute indifference.

HOOKS

- Cherik Bettle knows little of the hostel's history as a waypoint for dubious characters, but he thinks that one of the guests has been behaving suspiciously. He wants to report this to his superiors, both to avoid trouble and show off his vigilance, but he wants to be more sure of himself first. He approaches the PCs and asks them to spy on the questionable guest. He can offer little but *cure light wound* scrolls and low-level divine magic services in return.

J9. ORDER OF THE GROVE TEMPLE

The main entrance of the temple opens onto a large, high-ceilinged circular space with a shrine — a pile of rocks fastened together so that they form a tower, like the Spire itself — in the middle. Rooms at the back serve as administrative offices, and the caretakers of the temple live in rooms on the second floor. The walls of the building appear to have been assembled from large, moss-covered stones fitted together haphazardly and patched by mortar. This is very much by design, for the druids wanted their temple to feel as if it were made of pure, unfinished stone — the stuff of nature, rather than human intelligence. In fact, it feels like a cavern. There are no windows except for eight porthole-like openings placed at equal intervals about 15 feet above the floor of the altar space. As a result, the temple generally requires lamp or torchlight at all hours of the day.

This modest temple houses a small druidical order — no more than twenty members in all — that worships the Spire as a deity in and of itself rather than the production

of a deity. As an order of druids that has chosen to set itself up in the heart of a great city, they are also unique, and their grotto-like temple is something of a curiosity in a neighborhood already filled with wonders.

RESIDENTS

Since the founding of the city, various druidical cults throughout the region have incorporated the Spire into their belief system. But the Order of the Grove is the first to actually set up a temple in the city, right in the shadow of the sacred object itself. The order believes that the Spire is not the handiwork of a creator god who favors a certain race, but is itself a deity. They hold that their god has, for reasons that the druids still debate amongst each other, chosen to remain on the Material Plane in the mute, solid and unmoving form of a 300-foot tall geological formation. In a sense, the god that they worship is not a discrete being, but all of nature itself. The existence of the god as a feature of the landscape tells us, in their view, that the divine exists throughout all of nature, whether it be animal, vegetable or mineral. The sect's fundamental alignment is chaotic neutral, and its membership favors the chaotic and neutral alignments. It has no racial requirements for membership. In theory, it is less hostile to humanoids than most of the other sects; but then, few humanoids follow a path that would lead them to the Order of the Grove.

Because of its modest size, the sect hierarchy is not terribly deep or rigid. The lowest-level druids of the temple are called initiates, and they perform only mundane and simple functions, such as cleaning and maintaining the premises and providing the least-demanding public services. There are currently twelve initiates. Above them, the druids (and there are only six of them) train the initiates in the ways of the order and provide the bulk of the temple's service to the public (not that there is a huge demand for druidical services in the heart of a huge city). The leader of the sect is Angus (chaotic neutral), a tall, imposing human with a yellow beard that falls down to his belt. He holds the title Leader of the Circle. His second-in-command is a half-elf with sunken cheeks and dour disposition named Sister Tia (lawful neutral).

Angus was born in the city, the son of respectable tradespeople. But he left as soon as he came of age, to wander through the wilderness in outlying areas. During this time, he took up druidic practice. Eventually, he decided to return to his hometown, and he joined the Order of the Grove Temple at the rank of druid. His understanding of the city's ways made him valuable to the order. The previous Leader of the Circle promoted him to Brother, and he assumed that role upon his predecessor's death. Angus is nothing if not a true believer; his experience of living in the city has only sharpened his dislike of it and the entire urban way of life. Given his druthers, he'd like to see the entire city disappear and the region around the Spire returned to its natural state. He seriously believes that this would please the god; it would certainly please him. Whenever Temple funds allow it, he preaches his sect's doctrine at the Freelance House of Worship (see location J15), and when they do not, he finds a gazebo at the Park of the Divine Vista (see location J7) and preaches there.

Though she also follows the druidic way of life devoutly, Sister Tia takes alarm at Angus' more violent bursts of fervor. She believes that it is only a matter of time before he plots some wild-eyed act of sabotage in the name of wiping the city from the face of the earth that will not only cause great harm, but bring doom to their small and relatively defenseless sect. To that end, she tries to keep a close watch on her boss.

Leader of the Circle Angus: Drd11.

Sister Tia: Half-elf Drd8.

Druids (6): Drd3.

Initiates (12): Drd1.



The Order of the Grove is a small and not terribly wealthy sect. Their treasury consists of an unlocked chest filled with 2,000 gp kept in Leader of the Circle Angus' office. All of the druids of the temple go about casually armed. Under their robes, they wear an exotic brown-green colored armor woven from heavy plant fibers (treat as leather armor). They also carry scythes strapped to their belts. Initiates have no magic items on their person, but all six druids carry masterwork scythes and wear an *amulet of natural armor +1*. Sister Tia's armor has been enchanted so that it functions as *+1 leather armor*. Her weapon is a *+1 scythe* and she wears an *amulet of natural armor +2*. Leader of the Circle Angus' armor has been enchanted so that it functions as *+3 leather armor*. His weapon is a *+2 keen scythe*. He also wears an *amulet of natural armor +4* and a *lavender ellipsoid ioun stone*. Apart from that, the druids of the temple have almost nothing in the way of coin or valuable personal items.

The Temple possesses a modest stock of magic items, in keeping with its size. They keep some curative potions and scrolls, but their specialty is druidical magic, of course. They stock about twenty each of the most popular orisons and 1st level spells from the druid's spell list (such as *purify food and drink* and *cure light wounds*), ten each of the most popular 2nd and 3rd level spells (such as *cure moderate wounds* and *lesser restoration*) and a few each each of the most popular 4th level spells (such as *cure serous wounds* and *flame strike*). Higher level spells and less popular spells of all levels are available as scrolls or potions by request. Other items should be available at the DM's discretion.



ACTIVITY

The Temple is open at all times in spite of the size of the staff, but of course, there are more druids on duty during business hours than in the middle of the night. Visitors will be greeted by two initiates, who will ask what business they have at the temple, then fetch an appropriate member of the order. The druids offer some of the same divine magical services that clerical temples offer: healing, curatives and such. They also specialize in using their magic to help city residents with animal and plant-related problems. These usually involve escaped pets or gardening problems and, truth be told, they tend to insult the druids' dignity. But they are also an excellent source of income for the temple, which has precious few.

If attacked, the druids of the Temple will defend themselves with spells and their physical weapons, if necessary. If the situation appears to be getting out of hand, however, Leader of the Circle Angus will order two disciples to go for help, one to the Guardians of the Spire and the other to find the nearest City Guard patrol. The druids will fight to the death to defend their Temple.

PC druids may join the Order of the Grove, although it is ultimately up to the DM's discretion. To join as initiates, they may be of any level, as long as at least half of their levels are as druid. To join at the rank of druid, they must be of at least 4th level, with at least 3 as druid. To join at a higher rank, a PC druid must be of at least 10th level with no less than 6 as druid, and he must convince Angus and Tia of the advantages of letting him join (again, this is a matter of the DM's discretion). It is very unlikely that a PC without prior service to that Temple could step into such a position without the Leadership feat and a famous reputation that precedes him.

HOOKS

- Leader of the Circle Angus has heard tales of an exotic species of shrub that will flourish in places where there is very little sunlight. He thinks that having some will spruce up the Temple, but they can only be found in a land across the seas (or so the tales say). He is willing to spend much of the Temple's resources on outfitting an expedition to find this plant and bring a specimen back to him.
- Sister Tia thinks she overheard Leader of the Circle Angus muttering darkly about how there will be trouble the next time he visits the Enchanted Lawns (location I9) or the Druids' Grove (location P25). She fears that he will use the occasion to work some kind of enchantment on these holy places to stir up trouble. She asks the PCs to tail herself and Angus the next time they visit either of these places.

J10. TEMPLE OF THE SKY

Like the large human and dwarven temples with which it shares the shadow of the Spire, the Temple of the Sky is an imposing structure built of marble and stone. But there is something about the design of its facade — hard to identify, precisely — that gives it an airier, more graceful feel.

The main foyer opens onto the main hall of the Temple, the literal centerpiece of which is a white marble statue, a miniature replica of the Spire, that reaches almost to the high ceiling. The entire ceiling, in turn, is painted as a replica of the sky, complete with clouds and the sun at high noon. Warrens of consultation rooms flank the main hall, and the back of the Temple is taken up with priests' quarters and administrative offices. Of these, only the office of the Rector of Permissions is ever open to the public.

The Temple of the Sky is the city's largest center for the elves' main religious sect, Lady of the Heavens. It is not necessarily that sect's most important site — it can be argued that the rites enacted at the Hall of the Elements (location P3) by the priests of the Temple of the Four Points (location P22) play a more central role in the religious life of their community. But it represents the elves' all-important claim to the Spire, so its political significance is enormous. It is also the place where non-elves must go to get official permission to enter the Elven District, and so the temple clergy also find themselves in the role of diplomats.

RESIDENTS

Lady of the Heavens enshrines the mythology and religious doctrine that the elves of this region have believed in and followed since long before the founding of the city. It was the official religion of the state in the ancient elven kingdom, and it is still the official religion of the city's elves. As with the main human and dwarven religious sects, Lady of the Heavens teaches its followers that they are the chosen race of the creator deity, of whom the Spire is some sort of physical manifestation. Like those other sects, Lady of the Heavens has had to temper the xenophobia of its core teachings in order to ensure peaceful coexistence with the other races at the foot of the Spire.

But within the sect, the clergy of the Temple of Sky are something of a breed apart. They minister to the spiritual needs of the elves who live outside the Elven District, but they are also an outpost of the elven religion planted among competing sects and other races in a vast and diverse city. They live many years away from the distinctly elven atmosphere of their native district. The clergy of the Temple of the Sky are not only more cosmopolitan, more sophisticated in their view of the world outside the Elven District than other priests of their sect, but also more so than most elves in general. They become more used to the company of other races — all the more so because it is the current policy of the Temple to encourage good relations with the other major racial religious sects. When their service at the Temple ends, some priests report that they feel like strangers in their own homeland, and they prefer to settle elsewhere in the city. This tension is sometimes felt strongly within the House of Nerise (see location P21, and the Overview of the Elven District), which traditionally dominates the Lady of the Heavens clergy.

The Temple of the Sky has the least hierarchical clergy of any of the three major temples at the foot of the Spire. Gradations of seniority are simply not that important because elves are so long-lived that, for the bulk of his career, a priest of the Temple will know his job just as well as anybody else, and everybody else will know his job just as well as he does. This breeds a certain egalitarianism in the ranks, and it seems silly to pretend otherwise. As a result, there is only one rank below that of the senior leadership, that of priest. Priests perform just about every duty that there is to perform in the Temple, whether it is lending an ear to someone's troubles, using divine magic, crafting magic items, performing rituals, or simply tidying up around the premises. There are 150 priests staffing the Temple, about half of them members of the Nerise family, or from families allied to them.

The senior leadership consists of only eight veteran priests, almost all of them Nerises themselves, or tied to the House of Nerise through favors that the Nerise have done for them or their families. Six of them hold the rank of canon, and their duties consist mainly of overseeing the administration of the Temple. The leader of the Temple clergy is the High Priest, whose most important roles are to lead the major rituals and to represent Lady of the Heavens in dialogues with other sects. The High Priest of the Temple of the Sky is also the titular leader of the sect, although he will sometimes find himself crowded by a sufficiently powerful Priest of the Temple of the Four Points. The Temple's second-ranking priest has what is perhaps its most important job, however. The Rector of Permissions oversees the granting of passports to enter the Elven District and personally reviews all extraordinary requests.

This diplomatic aspect of the temple's activities makes them unique among the religious establishments of the Spire District. Strictly speaking, it has nothing to do with religion, but given how closely the elves control access to their district — and given the fact that the Temple of the Sky is their only permanent outpost outside the district — it makes practical sense. Every day, the priests handle a steady stream of personal requests for passports that will allow entry into the Elven District. Some of them are purely social, others are related to business and tourism. Passports for 1-day, 7-day, 30-day and indefinite stays in the district are available, with the requests for shorter stays being more likely to gain approval than those for longer

stays. Passports for indefinite stays are only granted to those who are permanently relocating to the district, and those receive very close scrutiny indeed. If granted, the passports are free of charge, but recipients are, of course, free to drop a few coins in the Temple collection boxes.

The current Rector of Permissions is Ranan Aer (alignment neutral), a cousin of Aer clan Elder Norres Aer (see location P13). Ranan Aer is a unusually plump for an elf, with bright eyes and a quick, though sly smile. He views every request that comes across his desk with an eye to how it may be made useful to the House of Aer, and he has been known to meddle to that end in some mundane requests that shouldn't dignify his attention. He does not view this as a corrupt practice, as he would never grant a passport to someone who was likely to cause trouble for the elves, whatever *quid pro quo* was offered (too easy to trace it back to him, after all). He is simply always on the lookout for the chance to do a favor to gain a favor owed to his family.

The current High Priest, Javer Nerise (alignment neutral good), is well aware of how his Rector of Permissions views his job, but is willing to overlook it. It is worth it to him to keep the dynamic and wealthy House of Aer happy by retaining one of their own in such an important position. It not only makes the Aer more likely to contribute money to the Temple, but it binds them to the House of Nerise, which has always viewed the Lady of the Heavens clergy as their seat of power. It also binds the Aer to him, in the event that he should ever fall out with his more conservative sister, the clan Elder and Priestess of the Temple of the Four Points Ileea Nerise.

The priests of the temple go about unarmed, wearing only the forest-green cassock of their order and their sect's symbol — a tree with a spike rising above the branches. They are a relaxed and easy-going lot, prone to a good-natured chuckle at the expense of the stern Guardians of the Spire sentries that keep watch over their Temple. The alignment of the Lady of the Heavens clergy leans heavily toward neutral good.

High Priest Javer Nerise: Elf Clr 16.

Rector of Permissions Erden Aer: Elf Clr10/Ari2.

Canons (6): Elf Clr 10-15.

Priests (150): Elf Clr1-9.

Guardians of the Spire Sentries (8): Mnk1.

It is not necessarily the case that all clerics of the temple have served the order for their entire adult lives. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The priests of the Temple have little in the way of coin or valuable personal items. Each canon wears a *ring of protection +2* and a *periapt of wisdom +2*. Rector Aer keeps a *+2 shocking burst mace* in holster attached to the underside of his desk. He also wears has a *ring of protection +3* and a *periapt of wisdom +4*. High Priest Nerise wears a *ring of protection +4* and a *periapt of wisdom +4*. His totem of rank is a *staff of healing*.

On the other hand, the Temple keeps a good supply of curative potions and scrolls in stock— no less than 500 each of the most popular orisons and 1st level spells (such as *detect magic* and *cure light wounds*), 30 each of the most popular 2nd and 3rd level spells (such as *cure moderate wound* and *cure disease*) and 15 each of the most popular 4th level spells (*cure critical wound* and *neutralize poison*). Higher level spells and less popular spells of all levels are available as scrolls or potions in smaller quantities. Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion.

Lady of the Heavens has accumulated considerable wealth down through the ages as the official religion of a great and powerful nation. The Temple of the Sky alone has access to 100,000 gp, which it keeps in the vaults of the Treasury (location I3). High Priest Nerise may access these funds at any time for any purpose simply by issuing signed warrants drawing upon the Temple's account. He is answerable to no one for how the funds are spent — unless his sister ever decides to force an audit upon him.

ACTIVITY

Visitors to the Temple will be greeted by the nearest available priest. Since passport-seekers visit every day, the presence of non-elves causes barely a ripple of notice. The humanoid races are distinctly unwelcome, however — not that they would ever care to visit the great temple of the elves, anyway.

All but the most junior priests are qualified to perform all of the Temple's basic services, so there should be no need to shuttle a visitor up to more senior priests, unless the request is extraordinary (for instance, a high-level spell is required). Whatever the request, the visitor will be taken into a private consultation room. In the case of a passport request, the priest will ask a series of routine questions about the purpose and nature of the visit, using spells like *zone of truth* or *augury* for guidance, if necessary. Specificity in one's answers is a good way to inspire trust in the interrogating priest: "I wish to purchase a longbow of a type made only by Saleli Family Bowyer," rather than, "I want to buy an elven weapon." The priests are under orders

to screen out anyone who may intend criminal or subversive activity, or even just general mischief. All requests from large groups or wealthy or important individuals are immediately kicked up to the Rector of Permissions, as are any appeals from those who are refused passports.

JOINING THE TEMPLE OF THE SKY

PC elf clerics may join the Temple, although it is ultimately up to the DM's discretion whether and how. To join as priests, they may be of any level, as long as at least half of their levels are as cleric. To join as senior clergy would be very difficult without a connection to the House of Nerise, and a PC without a history of prior service to the temple would need to be of at least 12th level, with at least 9 of those levels as cleric. To have a PC replace Rector Aer would be almost impossible without some major disturbance in the internal politics of the Temple. The same with having a PC replace High Priest Nerise; in addition to which the PC would have to have a connection to the House of Nerise that trumps the blood tie between Javer Nerise and the present clan Elder.

HOOKS

- If the PCs approach Erden Aer for permission to enter the Elven District, he sizes them up and makes a characteristic offer: The Rector of Permissions will give them all 30-day passports if they will help out an elven trader with close ties to the Aer who was robbed by brigands in a foreign land. The merchant has not been able to receive justice yet from the local authorities. Rector Aer requires the PCs to travel to that land and either recover the stolen assets or take vengeance on the robbers.
- Much to the horror of both the Head Priest and the Rector of Permissions, one of the seals used to stamp passports has disappeared. It would cause quite a scandal (and much mischief) if it were to end up in the wrong hands; as it is, they would both be in serious trouble if news of this got out. Javer Nerise, in particular, would lose face before his sister, the clan Elder. He therefore authorizes hiring the PCs to investigate the matter discreetly and quickly, and he offers a hefty reward for the return of the seal.



J11. STONE GOD FELLOWSHIP TEMPLE

The Stone God Fellowship Temple is built from perfectly cut blocks of the same veined white stone used to build the Hall of the Ancestors. This rare material can give the building an otherworldly glow at midday, when a particularly bright sun reflects off of the white stone and lights up the blue and purple veins. It also brightens the interior of the Temple in a way that is exceptional for dwarven structures.

The heart of the Temple is the worship hall, which is actually located in the big bulge at the eastern side of the building. It was designed and decorated in imitation of the Hall of the Ancestors. To reach it from the main entrance, you must pass through the circular foyer (adorned in imitation of the Shrine of the Spire), pass the shop selling magic items, and then turn left and proceed down a long hallway, past private consulting rooms and administrative offices. It is an eccentric design choice, but it is meant to give a visitor the illusion of passing into the earth, thereby entering the embrace of the element in which the dwarves feel most comfortable.

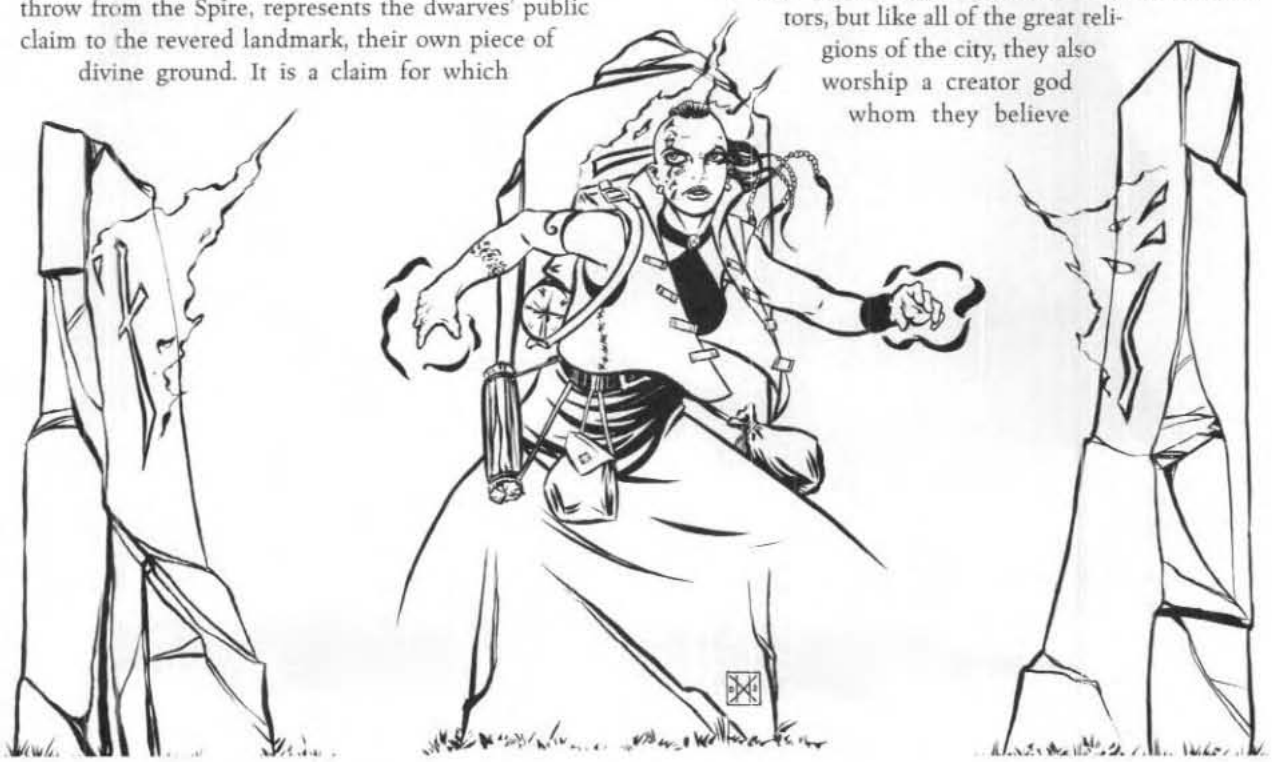
This grand temple is the great outpost of the dwarven religion outside of the Dwarven District. One could certainly argue that the Hall of the Ancestors (see location A30) and the Shrine of the Spire (see location A9) are more important to the spiritual life of the city's dwarven community. But this temple, literally located just a stone's throw from the Spire, represents the dwarves' public claim to the revered landmark, their own piece of divine ground. It is a claim for which their ancestors fought and died, and so the priests of the Temple take pride in their work even though they do not keep quite as busy as their peers in the Dwarven District. The clerics provide priestly services to the dwarves who live and/or work outside their quarter, as well as to those visiting the Spire. The clerics of the Temple have a reputation for folding their magic into weapons, and they receive frequent visits from weaponsmiths, dwarven and otherwise.

RESIDENTS

The official religion of the city's dwarves is the direct descendant of the tribal religion of the dwarven kingdom that fought over the Spire prior to the city's founding. Dwarves who emigrate to the city from abroad may or may not choose to belong to the faith, but it is far and away the dominant religious sect among the dwarves who live here, and forms a pillar of communal life in the Dwarven District.

As with Lady of the Heavens, but unlike the human religious sects, the temple in the Spire District isn't really the headquarters of the faith. That description applies best to the Hall of the Ancestors. There are only about 150 clerics of all ranks here in the Temple, and ministering to the dwarves who live outside of the Dwarven District doesn't take all of their time. But the Temple plays a very important political role in that it embodies the dwarves' claim to ownership of the Spire. It reassures them that no one can ever deny their access to the Spire.

As to whether the tension with the humans and the elves (much less the despised humanoids) is temporary or permanent, that is a source of constant debate among the dwarven clergy. The dwarves revere their ancestors, but like all of the great religions of the city, they also worship a creator god whom they believe



created the Spire. However, their god is not of the heavens, but of the earth, and they believe that he created the Spire not from above, but from below, as an expression of his own essential nature. To the dwarves, it follows, therefore, that the Spire's very existence is in and of itself proof that they are the god's favored race. After all, who among all the races of the Material Plane is more at home among stone and rock than the dwarves? The priests of the sect debate among themselves whether or not this proves that the god himself is made of earthly material, but this is a minor point of contention within the sect. The important point is that the dwarves feel an elemental connection to the Spire that they consider unique, and lurking in the back of the mind of every true believer is the question of how much longer they will have to share it with their unworthy neighbors.

For the majority of dwarves (and Stone God Fellowship clergy), the question stays in the back of the mind, and they don't dwell on it much. They live in a prosperous city, where their kind owns a large chunk of land by rights and doesn't have to let in anyone they wish to keep out. At the same time, they have the right to live and work outside their allotted district, and the peace that their ancestors felt compelled to make with the elves and humans has lost most of its unease with the passing of the ages. The presence of the humanoids is a constant irritant, but all things considered, there is no need to take drastic action, at least for now.

But for a small, stubborn minority (including some Stone God Fellowship clergy), the question edges closer to the front. To believe devoutly in the tenets of their faith is to take seriously the idea that the Spire really does belong to the dwarves, and the dwarves alone. When and how will this become a reality? Will the god manifest himself and wipe the other races from the face of the world, leaving only his favored children? Or will the dwarves have to do it themselves, armed with the righteousness of their cause and at least the tacit support of their god? There is no agreement among the militant few on how to answer these questions, but if they ever reach a consensus, action could be distressingly swift.

As representatives of the dwarves who are sent out from their home district into the city at large, the clerics of the Temple are not immune from these disputes. But in general, they try to present a unified front, to show the rest of the city that their race stands strong and united at the foot of the Spire. They devote themselves to providing their fellow dwarves with services based on divine magic and selling magical items. Some of the latter include weapons, armor and mithral charms donated by dwarven smiths and enchanted by the temple clerics. The Temple is also willing to sell its services to non-dwarven smiths who specifically want Stone God Fellowship clerics to enchant their handiwork. There is no evidence to suggest that dwarven clerics are better at enchanting weapons and armor than anyone else, but some believe that they have a superior talent for it by virtue of the dwarves' traditional passion for metalwork. The Temple profits from this myth and does nothing to dispel it, of course.

Unlike the large human temples, the Stone God Fellowship Temple has a relatively small number of novice-level clerics (who hold the rank of acolyte), and the novices are outnumbered by their seniors, the mid-level clerics who hold the rank of priest. In part, this is because dwarves who enter the clergy almost never change their minds, and the Temple knows that they will remain there throughout their lives. Combine this with the dwarves' long life spans, and the Temple has less need of candidates for replacing the ranks of the senior clergy. The acolytes perform only menial tasks, and spend much of their time learning sect doctrine, temple practice and the history of the dwarves from the priests appointed to instruct them. Priests of the Temple are selected personally by the Patriarch of the Hall, based on talent and suitability of character, but also on clan affiliation, as over-or under-representing one clan or another would create political problems for him back in the dwarves' home district.

The leadership caste of consists of eight high priests (two from each clan), and the Temple's senior leader, the Patriarch of the Temple. They, too, are chosen by the Patriarch of the Hall, with the Patriarch of the Temple always promoted from among the high priests. They attend to the Temple's administrative and political affairs.

The current Patriarch of the Temple is Tern Silveranvil, cousin of the Patriarch of the Hall, Barak the Contemplative (location A30). Patriarch Tern is keenly aware of the political nature of his position, and his leadership emphasizes the public role that the Temple clergy must play. He is keen on maintaining friendly relations with the human and elven sects (not so much the humanoids, although he would never countenance the use of force against them). He feels that the dwarves have done well under the city's historical arrangement, and upsetting that equilibrium would be folly. To that end, the militants among his clergy disturb him, as do the rumblings of discontent in the Dwarven Underground. The day has not yet come when he feels he has to crack down on these extremists before they cause trouble, but it may be close at hand.

All clerics of the Temple go about armed, even though it has sentry teams from the Guardians of the Spire posted at each entrance. The dwarves each carry a simple weapon (usually a heavy mace) on a belt loop and wear chainmail under a short beige tunic with their holy symbol — an oval beneath a vertical line stitched in black.

Patriarch of the Temple Tern Silveranvil: Dwarf Clr17.

High Priests (8): Dwarf Clr10-15.

Priests (100): Dwarf Clr4-9.

Acolytes (40): Dwarf Clr1-3.

Guardians of the Spire Sentries (8): Mnk1.

Not every cleric of the temple has necessarily served the order for his entire adult life. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The disciples and priests have little in the way of coin or valuable personal items. Each acolyte, however, wears a *mithral shirt* under his tunic. The priests have only slightly more coin than their junior clerics, but they each wear *+1 chainmail* and a *periapt of wisdom +2*, and carry a *+1 heavy mace*. Each high priest has about 25 pp saved up in a small box in his private quarters. They each wear *+1 light fortification chainmail* and a *periapt of wisdom +4*, and they carry a *+2 disruption heavy mace*. The Patriarch of the Temple keeps 100 pp in a small box in his private quarters. He wears *+1 heavy fortification chainmail* and a *periapt of wisdom +4* and carries a *+2 shocking burst heavy mace*. He also wears his totem of rank, a *stone of controlling earth elementals* set in a platinum medallion, as a pendant on a mithral chain that adds 300 gp to its value.

The Temple keeps a good supply of curative potions and scrolls in stock — no less than 200 each of the most popular orisons and 1st level spells (such as *detect magic* and *cure light wounds*), 20 each of the most popular 2nd and 3rd level spells (such as *cure moderate wounds* and *cure disease*) and 5 each of the most popular 4th level spells (*cure critical wound* and *neutralize poison*). Higher level spells and less popular spells of all levels are available as scrolls or potions in smaller quantities. Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion.

The Temple also has access to 100,000 gp, which it keeps in the vaults of the Treasury (location 13). The Patriarch of the Temple may access these funds at any time for any purpose simply by issuing signed warrants drawing upon the Temple's account.

ACTIVITY

The clerics of the Temple tend to be a cosmopolitan lot. Dwarves who come here will get the friendliest reception, of course, but humans, elves and other non-evil races are also welcome. The sight of a humanoid, however, will cause the acolytes in the foyer to reach for their weapons and demand that the visitor states his business. Humanoids will not be allowed past the foyer, unless a fellow dwarf will vouch for him... and there is no reason why any dwarf in his right mind would do so.

In case of a disturbance, the clerics will not wait for the Guardians of the Spire to help them. They feel that they are quite capable of defending themselves (being dwarves, after all). The clerics closest to the action will draw weapons and attack, while those farther away will use their spells in support. For their part, the Guardians of the Spire tend agree that the dwarves don't need anyone to look out for them. Their sentries, posted at every entrance as a courtesy, will normally wait if they hear a disturbance inside the temple. If it doesn't die down after a minute or so (i.e., 10 rounds), they will go to find out what's wrong.

JOINING THE STONE GOD FELLOWSHIP TEMPLE

PC dwarf clerics may join the Temple, although it is ultimately up to the DM's discretion. To join as acolytes, they may be of any level, as long as at least half of their levels are as cleric. To join at the rank of priest, they must be of at least 4th level, with no less than half as cleric. Stepping in at the rank of high priest would be quite difficult given the responsibilities that come with the job, and a PC would have to be at least 10th level, with no less than 6 as cleric. Theoretically, a PC could replace Patriarch of the Temple Tern Silveranvil at the head of the sect, but he would have to be at least 16th level, with at least 10 levels as cleric. He would also have to have the Leadership feat. Even more importantly, he would have to gain the approval of the Dwarven District's power brokers, since the dwarves' religious leadership is so closely bound to their political and social structures. This would be a particularly daunting task for an outsider with no base of support in one of the dwarven clans, and it would be all but impossible without prior service to the Temple, or an exceptionally famous reputation that precedes him.

HOOKS

- Patriarch Tern Silveranvil wants to know more about the spread of religious militancy among the Dwarven Underground and any direct connections between them and his clerics. The present dwarven leadership has not been able to learn enough about these young hotheads to ease his anxieties. He is looking for a dwarf PC who has no roots in the city (and thus has no rooting interest in Dwarven District politics) to go undercover and learn whether or not they are plotting against the dwarves' religious leaders.

J12. THE DANCING PILGRIM INN

Sitting in a prime location on the south side of the main thoroughfare, just a short walk from the Stone God Fellowship temple and the Spire, the Dancing Pilgrim might be mistaken for a small mansion. The facade is quite grand, with a row of columns marching across it, and the staff keeps the entire building sparkling white. It is also unusually large for an inn, because its twenty guest rooms (sixteen upstairs and four downstairs) and sumptuously appointed common area are spacious and accommodating. Because the Dancing Pilgrim prides itself on providing a high level of service and amenities, it also needs more rooms for staff use than most inns, as well as a large kitchen, all of which are located downstairs and out of the guests' view.

A pilgrimage to the Spire is supposed to be an act of religious devotion, separate from worldly concerns. But it is an immutable fact of life that some pilgrims are more able to afford more material comforts than others. It is those holy travelers on whom Duns Elderer, proprietor of the Dancing Pilgrim Inn, casts a hopeful eye. The Dancing Pilgrim is the Spire District's premier destination for the pilgrim who wants to travel in style and sees no contradiction between luxury and piety. Elderer and his staff provide their guests with luxurious accommodations, attentive service and elegant surroundings — in return for which they charge a suitable price.

RESIDENTS

Duns Elderer, an oily but pleasant-looking man with a penchant for fine clothes and a gift for superficial deference, owns and operates the Dancing Pilgrim. Elderer is a businessman first and foremost, and he enjoys his reputation as innkeeper to the city's elite religious tourists. He has a definite gift for keeping his guests happy, whether by fawning over their wealth and importance, affecting solemn piety when discussing the Spire, or bullying his staff in a calculated display of effort on behalf of his paying customers.

The Dancing Pilgrim was already a reputable establishment before Elderer acquired it, but he has turned it into a prestigious one by upgrading its appearance, installing more luxurious furnishings, and adding staff to wait on the guests. He has succeeded by all measures, as the inn entertains a steady stream of dignitaries from outlying lands, all of them moved by piety to visit the Spire and compelled by habit to do so in the greatest possible comfort.

In fact, the Dancing Pilgrim has become such a fixture of the Spire District that the Guardians of the Spire have even offered to post a guard by the entrance to give its guests an extra measure of security. But Elderer declined this generous (and unprecedented) offer, lest the Guardians discover the larceny that lurks beneath his plastered-on smile and velvety voice.

A stoic dwarf named Magnus Stritt serves as the night manager. He has relatively little direct contact with Elderer, but wouldn't have much of an opinion of him one way or another even if he did. Stritt keeps his head down and goes about his job. Guests find him efficient, highly competent but taciturn, an unsettling contrast to his officious boss. Stritt has no idea that Elderer is skimming the collection boxes, but he wouldn't really care if he did.

The Dancing Pilgrim employs a large staff — a dozen footmen and chambermaids and four cooks on duty during the day, and half as many at night. Catering to the guests' every whim, whether it involves attending to their possessions, running their errands, or preparing and serving food on demand, is a labor-intensive business, and Elderer's business model requires him to employ more workers than most establishments of the same size. None of them are terribly fond of their employer, however, as he always seems to be barking at one of them to get a move on, for no apparent reason (dealing with the taciturn Stritt is a relief by comparison). On the other hand, waiting on rich tourists can be pretty lucrative when they tip big, and that by itself makes working at the Dancing Pilgrim a desirable job. In spite of Dun Elderer, few of the staff actually quit their positions.

Duns Elderer: Com4.

Magnus Stritt: Dwarf War2.

Footmen, Chambermaids, Cooks (20): Com2.

Guests (varies): Ari3.



For such a high-class establishment, Elderer keeps very little cash on hand. He takes most of the day's receipts home with him, not fully trusting Stritt or the servants while he isn't around. He leaves only 150 gp in the cash box. Of course, the furnishings in the inn are worth rather a lot; if you had the time to ransack the place good and proper, you would find gold and silver items (candlesticks, ewers, holy symbols and the like) worth a total of 6,000 gp.

ACTIVITY

If you arrive during the day, Duns Elderer will rush out from wherever he is at the moment to greet, hover and fawn over you — if it appears that you have plenty of coin to spend, that is. To emphasize the impression that he runs an efficient ship here, he may yell at a random footman or chambermaid to get a move on. If you don't look terribly affluent, he will pull up short and deal with you as briskly as he can. If you arrive at night, Magnus Stritt will attend to your needs politely and efficiently, but with as few words as necessary. He prefers to communicate with nods, subtle facial expressions, and an assortment of curt, enigmatic gestures.

So as not to seem too materialistic, the Dancing Pilgrim sets out a row of collection boxes in the lobby of the inn, by arrangement with the more respectable religions represented in the Spire District. What those temples don't know, however, is that Elderer skims off some of the donations for himself — just enough so that they won't figure out that something is missing.

HOOKS

- Duns Elderer has been receiving mysterious notes from someone who seems to know that he steals from the collection boxes. It appears to be building up to a serious blackmail attempt. Elderer cannot go to the authorities, of course, so he hires the PCs to help him find out who is doing this to him and to stop them.
- One of the chambermaids suspects Duns Elderer of stealing from the collection boxes, but doesn't dare act against him. Instead, she discreetly takes the PCs aside and begs them to spy on him and report him to the City Guard if they find anything incriminating. She may also suspect that Elderer is stealing from the guests (falsely: Elderer is greedy but not so stupid as that).



J13. THE FEROCIOUS ANGEL INN

By all appearances, the Ferocious Angel is a modest, but tidy inn catering to pilgrims, no different from many others in the Spire District (or in the Travelers District either, for that matter). Its location is oddly obscure, set away from the main thoroughfare and hidden behind a couple of larger buildings, but it is laid out and decorated as a typical traveler's inn.

It is the guests, and not the architecture that make this location unusual. Every now and then, reports surface that angels or demons were sighted in the Spire District. Outsiders are not common to the city, and so such sightings are usually dismissed as hallucinations brought on by religious fervor. Unbeknownst to everyone except its proprietors (and its extraplanar guests, of course) the Ferocious Angel was built on a natural multi-planar gate, a nexus point between different planes of existence. Celestials, demons and all sorts of other exotic beings come and go through here all the time. Since the Ferocious Angel was built on this spot, some of the intelligent ones have chosen to interrupt their travels and spend a night or two in this inn. The owners wish to keep this fact hidden, however, for they fear the chaos that would descend upon them if it became widely known that outsiders were passing freely through the Spire District. Fortunately for them, they are both former adventurers who have just enough wherewithal to keep their guests in line.

RESIDENTS

Business partners Beradin Lazlo, a paladin retired from adventuring, and Haldin Steers, a cleric (lawful good) who was once a priest of the Children of the Creator Temple before he left to go adventuring with Lazlo, run the Ferocious Angel. Having seen as much of the world as they cared to see, they envisioned running the inn as a quiet way to spend the rest of their days without dipping too much into the treasure hoard they had accumulated. Running a pilgrims inn would be easy, they reasoned. Surely pious folk wouldn't present the same problems as a bunch of rowdy travelers looking for a good drink after a day on the road.

Their assumptions may have been correct, but after discovering the interplanar nexus in their basement, they never really got the chance to test them. They promptly decided to turn away the normal tourist traffic, but decided against closing up altogether (thereby raising suspicion about what was going on) and abandoning the building (leaving it to some poor soul less equipped to deal with outsiders).

Instead, these two veterans figured that it was best if they kept an eye on the visitors from other planes who would be passing through this site one way or another. They were much better equipped than most to keep them in line, using spells and the threat of a good thrashing. Guests are encouraged to stay on the premises, and some are required to do so. Those whom Lazlo and Steers do permit to leave must disguise themselves and act with discretion, stay close to the inn and return within four hours. Even so, their precautions only work passingly well, and most of the mysterious angel and demon sightings in the Spire District are, in fact, caused by the Ferocious Angel's guests.

Fortunately, Lazlo and Steers have help in the form of Seldea, an astral deva who befriended them in the early days of the business and now spends much of her time here. As an angel, Seldea respects the former adventurers for the effort that they put into safeguarding their world. She understands enough of life on the Material Plane to know that they could easily have abandoned this nexus point, let the visiting outsiders fall where they may, and retired comfortably on their personal fortunes. And so she spends at least part of each day watching the comings and goings through the nexus and keeping an eye on the guests while Lazlo and Steers go about their business. She goes about cloaked and closely hooded to conceal her angelic nature.

Beradin Lazlo: Pal11.

Haldin Steers: Clr10.

Seldea: Astral Deva, as per the *Monster Manual*.

Guests (varies): Assorted outsiders, as per the *Monster Manual*.

Lazlo and Steers each maintain a modest residence in the Spire District, and they keep their personal fortunes (standard treasure for their CR) there instead of at the Ferocious Angel. They only keep a small cashbox containing 200 gp in the office.

As for personal items, that is a different matter. Lazlo keeps his *+2 outsiders, evil bane holy bastard sword* behind the counter. He also keeps his old *+2 invulnerability plate armor* in the office. Similarly, Steers keeps his old *+1 dancing quarterstaff* behind the counter and *+2 chainmail* in the office. He also carries on his person a *ring of protection +1* and a *wand of dismissal* with 20 charges left. Seldea keeps her *+3 heavy mace of disruption* concealed under her cloak.

ACTIVITY

Lazlo and Steers have their routine for turning away guests from the Material Plane down to a tee. Whenever someone who is obviously of this world enters, he will be told, politely but firmly, that there are simply no more rooms to be had; they're booked full at the moment, thank

you very much, and they have no idea when a room will come open. They will give the bum's rush to anyone who refuses to leave, aided by Seldea if necessary.

If a fight breaks out in the Ferocious Angel for whatever reason, Seldea will immediately go into action to hold off the threat while Lazlo and Steers go for their weapons. If they judge that they have time, they will also go for their armor. Lazlo also has the option of only donning part of his armor to save time, in which case treat him as wearing a +2 *invulnerability breastplate*. Steers' first option against outsider foes is to use his *wand of dismissal* and his spells to neutralize them.

HOOKS

- For Lazlo and Steers, the worst has happened: a guest from one of the planes of evil eluded their control and murdered an innocent bystander. He's taken off on them, and they no longer know where he is. They don't dare report the matter to the Civic Guard or the Guardians of the Spire, because then their secret will be out for sure. They need a private party of trackers who understand the meaning of discretion to track down the demon and destroy it, quickly and quietly.
- A pair of demons comes through the gate, seeking one of their own: Trillotus the Shaded, the half-fiend poet who lives in the Lamplighter District (see location H20). They quickly slip away from Lazlo and Steers, and launch a hunt for their target. Lazlo asks the PCs to find them and stop them from whatever they are planning.

J14. HAZDRUBAL'S HOLY SYMBOLS

Hazdrubal's shop feels cramped, although it is no smaller than any other one-man establishment in the city. He doesn't keep it terribly clean, and the walls are lined with shelves filled with devotional items. The back room of the shop contains a small forge and some metalworking tools.

In this small, nondescript shop the renegade duergar Hazdrubal crafts and sells holy symbols.

RESIDENTS

Hazdrubal is a most unusual character, a renegade duergar who came to the city because he could no longer live among his own people. Unlike most duergar, Hazdrubal is of good alignment (chaotic good, to be precise), and when he came of age, his clan exiled him from their native land. Being a skilled craftsman, he set up this modest shop in the Spire District, fashioning and selling holy symbols to devout natives and pilgrims alike.

Being of good alignment, Hazdrubal feels a natural affinity with good-aligned religions and prefers crafting and selling to these believers. And although it took a while for him to gain their trust, all of the major good-aligned sects in the city know him enough to rely on him (a simple *detect good* spell could confirm his character, after all).

Occasionally, though, Hazdrubal will get a customer who presumes upon his duergar nature and requests that he make an unholy symbol for an evil-aligned sect. Business is never good enough so that he can afford to turn away a customer, and in such cases, he will oblige his client. But he will also try to weaken the evil nature of the item by tempering it in holy water, requesting that one of his friends in a good-aligned sect cast *bless* upon it, or something similar. He also keeps a secret list of such customers, and will report anyone who is especially suspicious to the City Guard.

Hazdrubal works alone and lives alone in the small apartment above his shop.

Hazdrubal: Duergar Exp5/War2.

Hazdrubal keeps his entire fortune, 100 gp and 2,000 sp, in a chest at the back of his shop. He generally unlocks it at some point during the day, and keeps it unlocked unless he leaves for some reason, or until he closes up and retires upstairs. The lock requires a successful DC 15 Open Lock check to pick. His only personal possession of note is a +1 *holy dagger* that he keeps strapped to his leg.

ACTIVITY

At first, Hazdrubal casts a wary eye on anyone who enters his shop, easing up only if he has a strong feeling that he is dealing with someone of good alignment. Since he doesn't know any magic, he cannot tell the alignment of anyone he is dealing with through magical means. He will fight to the death if attacked. He prefers not to die fighting anyone, of course, but, as an outcast who has finally found a viable place in the world, he feels that he has nowhere else to go if he is forced out of his niche here.

HOOKS

- After years of handling himself admirably, Hazdrubal has finally done it this time. He crafted a unholy symbol that wasn't sufficiently evil for a client, and now that client wants retribution. This has happened to Hazdrubal before, but he doesn't know if he can tackle this particular angry client by himself. He hires the PCs bodyguards to help him take care of his problem — even better, he would like to have the client assassinated.

J15. THE FREELANCE HOUSE OF WORSHIP AND CONGREGATION HALL

This low wooden building is deliberately unadorned, the better to accommodate its customers. The main meeting hall runs the length of the establishment, with an area in front for altars or speaking posts, and marked lines on the floor for placing pews. A series of skylights opens it up to the air, though they can be closed with wooden hooks if the renters so wish it. A series of storerooms beside and beneath the main meeting hall hold all manner of religious trappings — candelabra, wooden altars, banners and tapestries, sigils rendered in a variety of mediums and so forth. All of them can be brought out at a moment's noticed, or changed with very little fuss. The basement contains a series of chairs and pews, which can be fitted to the floor of the main hall, or arranged in whatever manner the renters wish.



As noted elsewhere, the Spire attracts all manner of religions to the city, but it also brings a host of fringe groups as well: cults, sects, crazed prophets, anyone who believes they may be the "true" recipients of the god's blessing. While the more established faiths have their own facilities, most marginal groups lack the resources for their own house of worship. They're forced to cram into private residences, or preach from the gazebos in the Park of the Divine Vista (location J7), competing with each other for limited space. This congregation hall exists to facilitate such worshippers — those too small or too specialized to have a place of their own. For a modest fee, they can rent the hall for an hour, a day, or even a week. The staff will dress the area to their specifications and give them the privacy they need to conduct their services, guarding the doors against outside intrusion. The hall might hold a group of pious abstainers one evening and an infernal cult the next; the only things that change are the trappings on the walls.

RESIDENTS

A quartet of organizers sees to the details with brusque efficiency: three men and one woman, led by the eldest of their number, Agitius Sturnwatch. They were originally scholars, and they began the business as a way of reaching out to the fringes of the city's religious life. They have a broad knowledge of most religions and can dress up the hall appropriately with just a brief overview from the renters. Cults of personality require a simple approach devoid of abstract symbols, while nature cults appreciate tones of green and brown. Specialized items can be incorporated into the design with few problems, and whatever rites the congregation chooses to indulge in are practiced behind the security of closed doors. The only caveat is that they pay for their time in advance and that they vacate the premises as soon as their time is up. The four organizers can turn the place around with remarkable speed, but they dislike it intensely when worshippers linger past their allotted time.

Prices for renting the hall are 1 gp per hour, 5 gp per night, and 25 gp per week. The owners ask for one hour's preparation time before any worshippers arrive. A pair of Guardians of the Spire are present during most ceremonies, to ensure that the worshippers aren't disturbed.

Agitius Sturnwatch: Adt7.

Other Organizers (3): Adt4.

Guardians of the Spire Sentries (2): Mnk1.

There is no treasure to speak of here. The organizers carry very little money on them, and the Hall's various trappings are all made of brass or other mundane materials. Occasionally, one of the cults using the place will bring in something of value or even a magical item. The details of such materials are left up to the DM.

ACTIVITY

Depending upon when one arrives, the Hall will either be open and receiving clients, or closed for a given ceremony. Sturnwatch is happy to conduct business regardless, however, negotiating out front when the Hall is occupied by worshippers. The ceremonies which take place here run the gamut from the pious to the unspeakable. The organizers never ask, and with the doors closed to the public, they see no reason to pry. All that matters is that their fee is paid on time and that the worshippers, whoever they are, clean up after themselves.

No one at the Hall expects trouble, and the organizers are adamant about refusing entry to anyone who isn't supposed to be there.

HOOKS

- A cult has overpowered the Guardians of the Spire sentries, sequestered itself in the building and now refuses to leave. Agitius Sturnwatch begs the PCs to intercede, either by persuading them to leave or adopting more stringent measures.
- The PCs pass by the Hall just as a cult has decided to incinerate itself within the walls, using torches and smuggled oil to set the place alight. The Guardians of the Spire sentries has gone for help, but their efforts may come too late. It is up to the PCs to find a way to stop the fire and/or save as many of the cultists (who are reluctant to leave) as they can.
- A cult has requested a particularly rare and valuable stone for use in its ceremonies. The owners ask the PCs to retrieve one for them, offering to have it polished and return it back to them for resale if only they can use it for the cult's meeting.

J16. TEMPLE OF THE LUCK GODDESS

This well-kept, but unassuming temple sits in the shadow of the Stone God Fellowship temple next door. Nonetheless, its location very near the base of the Spire suggests that it is quite venerable. Its north wing is entirely taken up with consultation rooms and the main shrine, which centers on a marble statue inlaid with gold that depicts the sect's holy symbol. The main entrance also reflects the design of the holy symbol: bas-relief sides of a coin, one with an arrow pointing up and the other with an arrow pointing down, flank the tall doorway. The south wing of the temple is taken up with administrative offices and clerics' private rooms.



This modest-sized temple houses the cult of the Luck Goddess, one of the city's more popular religions of abstraction.

RESIDENTS

The Luck Goddess has always been a popular deity in the region, and her cult has thrived in the city as a secondary religion for ages. Her followers see the needle-like Spire as an object that points up and down at the same time. To them, it is therefore the very embodiment of the principal of luck, which grants no inherent bias to good or bad fortune. "The way up and the way down are very much alike," the clerics of this temple like to say. It's a bit of wisdom that is reflected in their holy symbol: a vertical line flanked by two sides of a coin, one with an arrow pointing up on it, the other with an arrow pointing down. The Luck Goddess has

followers from all walks of life, but is particularly popular with merchants, traders and gamblers. The Temple serves the public by offering spiritual counseling about the vagaries of fate and fortune, but also (and more profitably so) by selling divine magical services (mostly spells removing bad luck or investing one with good luck) and magic items (luck charms are especially popular).

Despite its longevity and popularity, the cult of the Luck Goddess is only a secondary religion to most, and its Temple has a smaller clergy than one might think. There are 33 clerics living here presently. A variety of races are represented, although halflings disproportionately so. Twenty clerics hold the lowest rank, that of initiate. They, of course, perform the simplest and most menial tasks. Ten clerics hold the rank of priest, and they spend much of their time either tending to their followers' more complicated needs or crafting magic items. All priests who reach 11th level are automatically promoted to reverend (assuming that at least 6 of those levels are taken as cleric). At the moment, the temple has three reverends: a halfling named Lila Strongshank (lawful neutral), a human named Elspeth Mace (chaotic neutral) and half-elf Cirrus Vale (neutral).

The temple has a distinctive method of choosing its leader, but one that is not terribly surprising, given the object of its worship. Every three years, on the Human Holy Day, all Temple clerics who hold the rank of reverend gather in the office of the present leader. There, they cast dice to see who will serve as leader for the next three years; the cleric who rolls the highest "wins." Reverend Strongshank is the current leader. She rolled an unusually high number during the last leadership lottery and therefore commands great respect among the Temple clergy. Good fortune, it seems, runs especially strong in her.

With each Temple leader guaranteed only a short term, it is hard to make long-term plans that would dramatically change the sect's course. Temple ritual and practice remains more or less unchanged from the founding of the sect. Like her many predecessors, Reverend Strongshank feels that it is enough to make sure that the Temple operates smoothly on a day-to-day basis, doing what it always has. Besides, luck is a great constant of mortal existence; the role that it plays in our lives never changes, so why should the cult of the Luck Goddess?

If the Temple's succession rules discourage bold leadership, they also discourage internal politicking and contribute to its organizational stability. Everyone who is eligible to lead will get their chance in short order. Reverend Mace is secretly preparing the most severe challenge to the proper succession that the Temple has had in many years, and even then it is relatively meek. She is currently looking for any and all possible ways to unduly influence the roll of dice at the next succession rite.

Reverend Lila Strongshank: Halfling Clr13.

Reverend Elspeth Mace: Clr13.

Reverend Cirrus Vale: Half-elf Clr13.

Priests (10): Clr5-10.

Initiates (20): Clr1-4.

Not every cleric of the Temple has served the order for his entire adult life. The DM may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The Temple of the Luck Goddess has accumulated a good-sized fortune for a temple of its size, due to its longevity and popularity. 50,000 gp stored in sacks sit in a basement vault that is secured by a *greater spell glyph of warding (planar ally)* keyed to an amulet worn around the neck by all reverends of the temple. If activated, the glyph will summon six azers, who will fight to the death to defend the vault. The Temple has a long-standing deal with the azers and keeps them on retainer, as it were, in exchange for any gems which they receive.

The Temple of the Luck Goddess allows its clerics unusual leeway in terms of accumulating personal wealth. Each cleric has coins and/or gems and jewelry equal to standard treasure for his or her level. In addition, each cleric, regardless of rank, has a *stone of good luck* as a token of service to the Luck Goddess. Each priest also has an *elemental gem* (plane determined randomly). Each reverend has a *periapt of wisdom +6*, and the current leader of the Temple wears a *pale green ioun stone* as a badge of rank.

The Temple stocks a variety of divine magic items, but specializes in those that give bonuses or inflict penalties on one's enemies. They keep a few curative potions and scrolls in stock, but on the whole they leave that market to other temples. Instead, they keep 50 each of orisons and 1st level (such as *resistance* and *doom*), 25 each of 2nd and 3rd level spells (such as *aid* and *prayer*) and 10 each of the 4th-7th level spells (such as *divine power* and *greater dispel magic*). Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion, except for items that cannot be made by a cleric of lower than 14th level.

ACTIVITY

All who desire the help of the Luck Goddess are welcome here. Visitors are greeted by an initiate, who then gathers all of the available priests and initiates. These clerics then draw lots to see who will actually serve the visitors.

The clerics of the Luck Goddess do not go about armed. Neither are they a large enough temple to merit regular sentries from the Guardians of the Spire. If there is a violent incident, the clerics will attempt to defend themselves with their spells (the priests will also use their *elemental gems*) while one of their number runs off to find the nearest City Guard or Guardians of the Spire patrol.

Neutral-aligned PC clerics may join the Temple of the Luck Goddess, although it is ultimately up to the DM's discretion. To join as initiates, they may be of any level, as long as at least half of their levels are as cleric. To join at the rank of priest, they must be of at least 5th level, with at least 3 as cleric. To join at the rank of reverend is much more difficult, given that this will automatically give the PC a shot at leading the temple before very long. A PC must be of at least 11th level with no less than 6 as cleric, and he must gain the unanimous consent of all current reverends. It is very unlikely that a PC without prior service to the Temple could step into such a position without the Leadership feat and a famous reputation that precedes him.

HOOKS

- Reverend Mace has heard rumors of a rare tome containing instructions on crafting an item more powerful than the *stone of luck*. She desires this knowledge — but keeps her intentions secret from the rest of the sect because she wants to use it to heighten her chances of becoming the next leader of the Temple. She hires PCs — who have no connections to the Temple — to find this tome for her.

QUESTS

The various faiths gathered in this district see themselves as belonging to the spiritual realm, and many of them sincerely believe that the Spire District ought to be a haven from worldly things. But it is unrealistic to think that all of the city's religions (especially the larger sects) would be entirely free from intramural conflicts that could rend the fabric of a sect, whether the cause be theological differences or the base temptations of wealth, power and influence. It is also unrealistic to think that all of the city's religions get along with each other perfectly well (no matter how much the Children of the Creator, Lady of the Heavens and Stone God Fellowship seem to have resigned themselves to mutual friendship). Furthermore, given how closely many of the city's religions are tied to racial identity, it is difficult for them to stay aloof from the larger political conflicts that lies under the surface of daily life here. All of these potential sources of trouble could erupt at any time, and catch PCs up in them — especially if one or more PCs has gone to the trouble of joining one of the city's temples.

CONFLICTS WITHIN RELIGIOUS SECTS

The hierarchical nature of the city's religious sects inevitably means that one person runs a temple, and his or her ideas about what that religion means prevails over anyone else's. It is also usually the case that, once appointed, the head of a temple remains in that position for life, or until voluntary retirement. For senior clergy who disagree with the head of a sect on theology— or who want the top job themselves — this can be very frustrating. It can also be tempting to engineer an early departure for the person currently in charge. It's hardly pious behavior, but the lures of worldly power and politics can chip away at even the holiest soul.

At present, both of the major human temples face some kind of discontent within the ranks of senior clergy, and possible internal conflicts threaten all of the other large sects. This is not entirely surprising, as preserving perfect unity within any large organization is always a challenge. And the larger the organization, the more likely it is that some senior members think they should be in charge instead of the current leader.

Archbishop Kalris of the True Children is the closest to open revolt against his church. He knows that his preaching and writings have grabbed the attention of some sect followers. He believes that he has Wilmot Bellevue, the second son of the powerful Bellevue family (see location E12) in his hip pocket, so he can call on their money and connections if needed. He wants to assure himself that more of the junior clergy support him before he mounts an open challenge to Father Arcadius. But when he is ready, the opening salvo will take the form of direct attacks on Father Arcadius' leadership and character. The old man has betrayed the god's wishes by accepting the presence of humanoids at the foot of the Spire. Civil law be damned! Only the will of the god is important, and their doctrine of their faith has always been that the god intended the Spire and the lands around it for humans and humans alone!

At that point, Kalris will have two choices, both of them perilous:

- He can brush aside Father Arcadius, leading his followers into a war of extermination against the humanoids. This would take the form of armed gangs attacking humanoids wherever they are found outside the Humanoid District, as well as attempts to sneak into the Humanoid District and raid their strongpoints. In this case, he will hire small groups of mercenaries to help, disguising them as True Children clerics.
- He could try to displace Father Arcadius directly, so that the entire True Children sect would be at his beck and call. Such a coup could take any of a variety of forms,

including kidnapping Arcadius, forcing him into exile, or even assassinating him. PCs might be enlisted in this struggle as assassins or henchmen. Once the coup has been launched, Kalris will see the need for bodyguards, and/or for thugs to intimidate anyone who opposes him. Conversely, the archbishops who remain loyal to Father Arcadius (and who might read Kalris' intentions as he prepares his schemes), may want to hire bodyguards or spies of their own.

CONFLICTS BETWEEN RELIGIOUS SECTS

Potential conflict between religious sects always simmers beneath the city's calm surface. Bigots and hotheads in all of the mainstream racial religions refuse to accept the compromise upon which the city was founded, and who cite xenophobic doctrines that pre-date the city as their justification. Some in the Children of the Creator who have never accepted the defection of the True Children. And of course, the humans, elves and dwarves barely suppress their seething resentment of the humanoids and their foothold in the Spire District. Race aside, religions based on alignment also oppose each other: good against evil, evil against good, and neutral wary of both lest one gain a decisive edge over the other.

Within the Children of the Creator, Archbishops Kolb and Fitcher are both known for their militant belief in the illegitimacy of the True Children. They have a modest following among the clergy and lay followers alike. One of them could use the issue as grounds to challenge Grand Matriarch Ursula Delores' leadership. But they could also initiate a violent campaign against the True Children, by attacking their most devout followers, their clergy or even the temple itself. Their belief in the righteousness of their cause is such that they could justify any violence on ethical grounds. In any event, they would need mercenary proxies to help them, and probably bodyguards for themselves as well. Human PC clerics would likely find themselves in an awkward position, forced to take sides.

Of course, the wild card in any open conflict between sects — especially major sects — is how the Guardians of the Spire would react. Any side in a conflict would want the Guardians on their side, of course, and would court their favor. But no one would know in advance how they would react. In truth, the Guardians would stay neutral in any dispute, just as they do not favor one religion over another in peaceful times. Grand Master Ilian Sher would sternly resist any attempt to get him to take sides, but



it's a matter of the Guardians' organizational temperament as well. In fact, the Guardians would take the first opportunity to separate the warring sects and make peace between them. They would welcome the aid of any like-minded PCs in such an endeavor.

RELIGION AND THE SECULAR WORLD

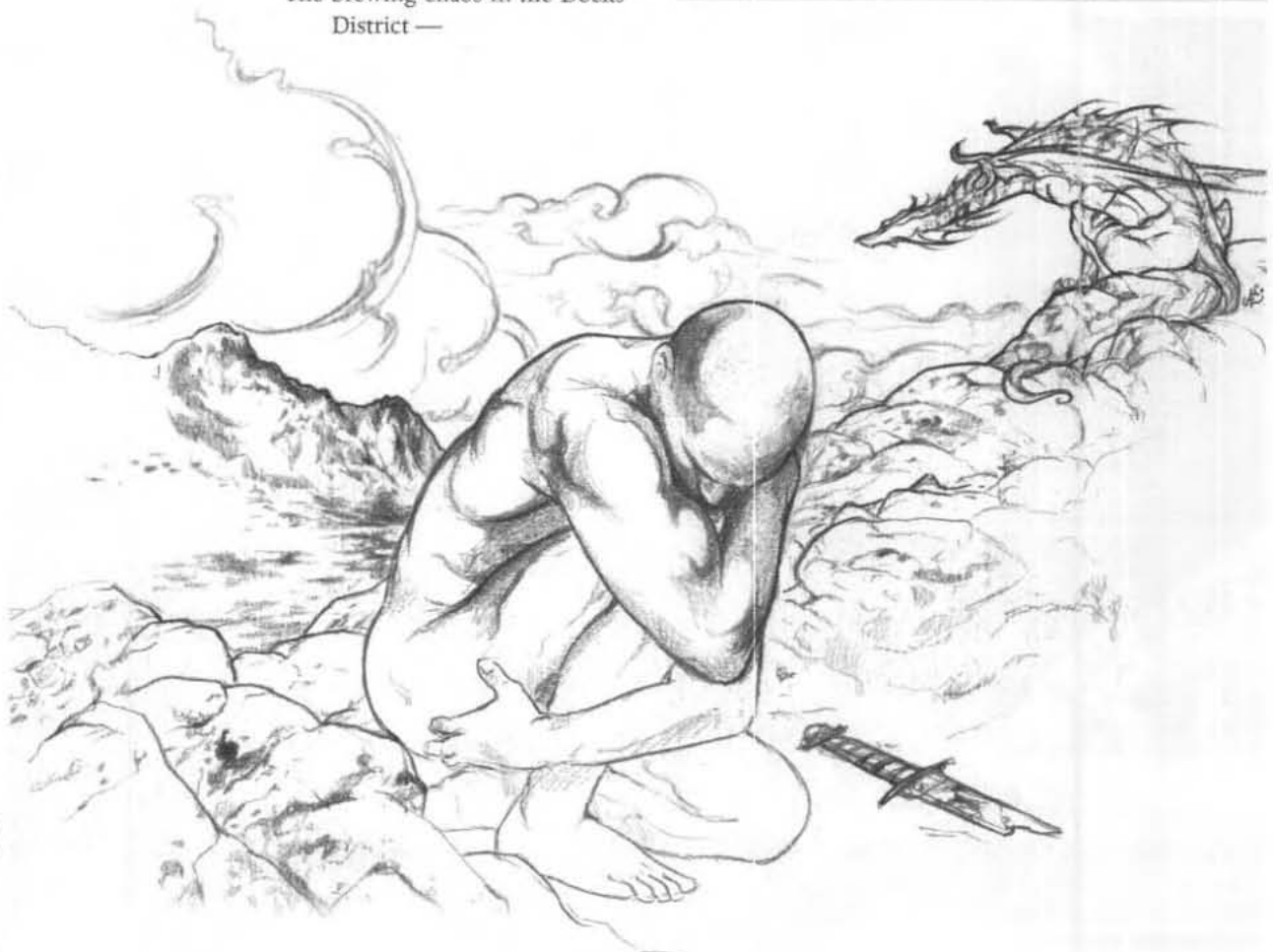
The city clerics — and this generally holds true across the religious spectrum — like to believe that the spiritual realm ought to remain separate from worldly affairs. But in practice, all of the large temples and many of the smaller ones get caught up in city politics, economics and social dynamics. Whether they like it or not, they affect and are in turn affected by the world outside the Spire District. The larger the temple, the greater the ripples that radiate outward from whatever action it takes.

The Priests of Calamity is not at all bashful about its involvement with worldly affairs, although those affairs tend to be clandestine and illegal. Though their temple is small, they have become a favorite sect of the city's criminal underworld. A PC that joins the Priests of Calamity would almost certainly be ordered to take part in criminal activity at some point in his career, providing divine magic support for the enterprise.

The brewing chaos in the Docks District — as the smugglers of Todson's Imports (location M16) square off against Tomlin Goodberry's Shopkeepers Association (location M42) and elements of the Thieves' Guild (locations M17 and G3) — might be irresistible to the Priests of Calamity, prompting them to exacerbate tensions to the point of open war. The evil sect could easily establish itself as long-term villains for the PCs, seeking to sow dissension and chaos which the PCs must constantly oppose.

Table J.1: The Spire District Random Encounters

d20	Encounter
1	Guardians of the Spire patrol
2-4	Pilgrim
5-6	Cleric (human)
7	Cleric (elf)
8	Cleric (dwarf)
9	Cleric (miscellaneous race)
10	Itinerant preacher
11-12	Casual sightseer
13	Outsider (see location J13)
14	Pickpocket
15	Civic Guard patrol
16-17	Beggar
18	Messenger
19	Craftsman/Tradesman
20	Merchant



MAP SECTION K: ACADEMY DISTRICT

OVERVIEW

The city is home to some of the greatest scholars, arcane spellcasters, and religious figures known to the three races. While there are plenty of wizards, sorcerers, paladins, and clerics scattered throughout the streets, many of them first came to the city seeking to expand their horizons and study with other like-minded students. It was this quest for self-improvement that began what is now known as the Academy District. The design of the district is a testament to stoneworking, elemental magic, and proper civic planning. Many of the buildings themselves are breathtaking. The district is dotted with imposing stone towers, statues of learned beings of all races, and with the thrum of strange magics in the air, it takes only a short time on the streets before a visitor feels another energy bubbling to the surface. Many fresh-faced adventurers call this part of town home, and their youthful enthusiasm rubs off on anyone who wanders through. This district does more than just teach the tales of the past. It also holds the key to the future. Every day, heroes and villains are being shaped here that will be greater than any of those that live in any bard's legends. They are just waiting for that one final spark to begin the path to greatness.

The two institutions that dominate the landscape of the Academy District are the Arcane Academy (location K2) and the College of Oracles (location K1). These buildings are the easiest way to make your way towards this part of town. They can be seen from anywhere else in the city, second only to the Spire itself in visibility. The rest of the district has sprung up around these two mainstays of instruction. Both schools are considered to be the most prestigious places of learning anywhere in the world. A thousand heroes have come from their hallowed halls. Each new class has high expectations thrust upon them, and each year the new adventurers meet those expectations head-on. Of course, with two such institutions in such close proximity, a heated rivalry is bound to form between them. While most outsiders see the rivalry played out in the occasional cutting remark or the mostly harmless pranks that befall one school at the hand of the other, it becomes much more serious the higher up the ladder one goes. When the time comes to charm a new merchant in town or to court the favor of the City Guard, the intrigue quickly thickens to an unfriendly game.

Strangely, the one thing the schools do not war over is the seat on the City Council. Tradition has long dictated that the Headmaster of the Arcane Academy serves on the Council. The Arcane Academy is the elder of the two institutions and its leader has always received deference in questions affecting the whole city. Also, the rest of the Council feels the delegate from the Spire District is adequate "religious" representation on the council. For the most part, the clerics in charge of the College concede this point. They have enough trouble keeping dozens of divine spellcasters representing a wide spectrum of beliefs in line while studying at their school.



By distracting their presumably best and brightest member with the burden of budgets and Council meetings, the clerics would lose far more than they would by letting the wizards have it.

In addition to the schools, this district boasts both a gigantic library and the largest collection of living creatures in captivity. While these are independent of the colleges, they are both subject to the subtle wars that those institutions wage. The library is filled with thousands of books on hundreds of subjects. There are no spell books or other magic tomes available (both schools prefer this arrangement for their own reasons) but just about anything else can be found upon its shelves. The zoo started out as an exhibition of mundane animals but soon expanded to include far more monstrous creatures. City residents can come here to view countless infamous beasts without having to sign on with a hardy band of adventurers. The zoo has rapidly become a large source of income for the district. While the prospect of an education draws many bright candidates to the area, humble commoners also come just to see a beholder or displacer beast first-hand. Hardy adventurers looking for a challenge — and a big paycheck — may try to capture the next beast they encounter in the nearby dungeon and bring it to the zoo instead of killing it.

The Academy District draws plenty of scholars, but it also draws members of other classes as well. The most well-known organizations are called "delver's guilds." These brotherhoods collect members from all walks of life and pool their resources to aid young adventurers. A member of a delver's guild gets access to magic items, skilled laborers, and advice that new adventurers could find useful. There are also a small variety of other tutors, swordmasters, men-at-arms, and instructors that offer their services to the young men and women that find themselves drawn to the streets. The City Guardsmen also offer a unique chance to learn alongside combat wizards and paladins.

A more recent development is the rise of Garden Street, whose shops, services, and unique individuals have brought even more visitors to the district. While it initially began as a response to the elitist discrimination of the divine and arcane schools, it is rapidly becoming the new face of this part of the city. The schools are closed to those unwilling to submit to their demands, but Garden Street is open to magic-users of all kinds. It has quickly become the place for students and citizens to rub elbows, have a few drinks, and get into trouble. While the energy of youth turns the gears of academia by day, at night that steam pours down through Garden Street. The off-key renditions of bar songs echo across the streets and the bards always keep a tale or two in reserve for those nights when drunken revelers simply can't get enough.

LOCATIONS

K1. THE COLLEGE OF ORACLES

Each entrance into the College of Oracles is dominated by a huge domed building. The northern structure is the famed Council of Oracles where school leaders come together to decide the fate of the students. To the south, the sounds of singing mean that someone is using the Circle of Enlightenment to worship their god. Between those two buildings lies the famous Hospice of Bonata where many of the city's sick and injured are cared for. Unlike the nearby Arcane Academy, the rest of the space is fairly open and natural. Trees dot the landscape and students bustle about, engaged in debate, gossip, and discussion. And yet that strange feeling of the uncanny lingers in the air, even if it is lighter than the rest of this district.

The College of Oracles (called the Circle of Oracles by its staff and students) is the main rival of the Arcane Academy for prestige in this part of the city. It is younger than the wizard's school but more people think highly of it because of the good work in which it is engaged. While the staff and students see the College as a vibrant and dynamic counterpoint to the fussy old Arcane Academy, in truth, it resembles its rival far more than its adherents would admit.



The Circle of Oracles began as a reaction against the unyielding dominance of the three major racial religions, the Children of the Creator, the Stone God Fellowship and Lady of the Heavens. These three sects had a privileged position in the city because they were the official religions of the three kingdoms that fought over the Spire. In the peace that followed the battle, they effectively walled off the holy landmark so that no other temple but theirs could ever have such intimate access to it. By design, any religious sects that came along afterward could have no better than second-rate status.

Bonata, a neutral good cleric of a cult barely represented at all in the city at the time (and founder of the hospice that still bears his name) decided to change all that. His goal was to establish an institution that would counter the influence of the three major temples, as well as establish divine magic as a purely academic subject every bit as worthy of study as arcane magic. He envisioned a place where clerics could go to learn from other clerics, regardless of sect — not necessarily mere spells, but ideas as well. In cooperation, they would become numerous, and in numbers they would find strength. By bringing together cults and sects that might otherwise wither and perish in the shadow of the major temples, they could unite to make themselves strong enough to challenge the city's religious establishment.

As Bonata advanced in age he saw that a system would need to be set into place for his dream to outlive him. He quickly established a hierarchy that could be relied upon to effectively govern it. Teachers or "Oracles" would hold the reins of power, devoting themselves to the Circle first and to their own faith second. There were only two ways to become an Oracle: a current Oracle could select a successor and immediately step down from his post, or the entire Council could hold a vote to add a new Oracle. These two methods have kept the numbers of Oracles in flux. Currently they number around 100, though there has been as few as 50 and as many as 250. Clerics from large, established sects could join the faculty if they wished, but they would receive no deference on account of their affiliation.

The site of the cleric's college has changed very little since its founding. Three buildings have been added, as well as the creation of a magical artifact called the Fountain of Knowledge. The rest of the campus has been kept green and slightly wooded. There are many places on the campus that can be used as a quiet place for study, meditation, and prayer. Even clerics who don't formally belong to the school enjoy coming here to collect their thoughts and pray. Some Oracles were worried that druids might overrun the wooded areas but the threat never materialized. The nature worshippers have their own centers in different areas of the city, and while a handful come here every now and again.

RESIDENTS

The Council of Oracles not only run the College, but they also issue occasional pronouncements on the state of affairs in the city. While they cannot directly influence hearts and minds like the major temples can, their decrees hold more power than many in the city's religious establishment would like to admit. The Oracles make these decisions through voting. On most issues a simple majority is required. The fact that the Oracles rule themselves is not lost on scholars. While there are no elected leaders of the Council, some Oracles are more famous (or infamous) than others. They include:

Shaddaq: This dark-skinned foreigner is neither drow nor elf but hails from a distant land beyond burning sands. While he has trouble accepting other gods besides his own, he has a martial prowess that matches some fighters.

Ulick: As a cleric of a sun-god, Ulick finds unnecessary clothing distasteful. While he respects the decency set by others, he still causes stirs when he and his students take to the streets for action, as he often requires them to shed things like armor and shields.

Corwinn the Cad: Some call him a confidence man and despise him for preying on the weak minded. He says he is merely doing the work of his trickster god and strengthening those who need it the most.

Pardieu: A holy man who came to the City in search of his brother, The Great Hahl. He claims to be able to talk with the spirits and other's gods in ways they cannot understand. Some jaded students consider him simply a mad man.

Bishop Lara Dorne: She made her way into the Council of Oracles through her silent service to the Children of the Creator (see location J2). She has taken a vow of silence, which makes communicating to her students challenging.

Illithas: Illithas is the Oracle most students hope they don't get. He's fat, he leers at his female students, and the popular rumor among the student body is that he forged the letter from his Oracle naming him to the title from beyond the grave.

Shaddaq: Clr12.

Ulick: Clr14.

Corwinn the Cad: Clr10.

Pardieu: Clr15.

Dorne: Clr12.

Illithas: Clr10.

Average Oracle (Varies): Clr8.

Average Student (Varies): Clr2.

The Circle's funds are all kept in the City Treasury (location 13), and only accessed when the school has need of new supplies. Shaddaq carries a *mace +2* and wears a *ring of protection +3*. Ulick wields a *wand of searing light* and keeps a *+1 shield* in his rooms. Corwinn the Cad has a set of *gloves of dexterity*, while Bishop Dorn has a *pearl of Wisdom +4* which she keeps on her person at all times. Pardieu has no magic items; he claims he does not need them. In addition, all of them carry holy symbols of their respective deity which may be worth quite a bit of money. The specifics of any Oracles with magic items are up to the DM.

ACTIVITY

When a student wishes to study with the Oracles, they arrive on campus and enter the outer hall of the Council Chamber. The staff in the outer hall interviews the subject and decides if the student is willing to learn and whether there is a compatible Oracle for him. This rarely means the student is placed with a cleric of his own deity. The student may have to deal with a different alignment, philosophies, or even a cleric completely opposed to his beliefs. The student is assigned to his Oracle for the space of one year. Each Oracle chooses how many students he may instruct at a time. The student may leave the service of his Oracle before the year is through, but if he does so without the permission of his Oracle, he will never be allowed to enroll again.

The life of a student under an Oracle is a widely varying experience. Some Oracles hound their students with theological questions and do their best to wrest the cleric from his path. Others barely talk to their students and only enlist their aid in times of need. While students do not have to pay to study under an Oracle, some invoke "vows of poverty" that let the Oracle spend the student's money as if it were his or her own. At the end of the term, the Oracle offers a few final words of wisdom and tells the student to return to the Chamber for a new Oracle. There are no grades and a student can stay enrolled as long as he wants. In recent years, the Oracles have rejected the notion of formal tuition — which would make them less reliant on donations from the temples, but also limit their students to members of the wealthier sects. The idea, however, is gaining momentum.

There are many advantages to studying under an Oracle, though few match the prestige and power of the Arcane Academy. The students that have come from the cleric's college find that their studies there make it easier to build a relationship within the lay community. Such clerics are believed to possess all of the dedication but none of the fanaticism of their brethren. In addition to a better social standing among the people, many of the temples offer better deals on supplies and require lesser tithes upon monies gained by adventuring. The temples know that thanks to the Spire there are already hundreds of temples to hundreds of gods in the city. This number grows everyday and the longer the city can go without sectarian strife, the better. The other major benefit of going to the school is that it is the easiest way of becoming an Oracle.

The majority of Oracles only set foot on campus when business calls to them or they wish to use the Circle of Enlightenment to show off their particular deity. Most maintain offices in the temples throughout the city. An oracle can be identified in the street by looking for the infinity symbol somewhere on their person. The Oracles are usually given free rein as to how they identify themselves. Some wear formal robes with the symbol embroidered in fine silks. Others prefer something more subtle and wear a simple ring with the symbol. A few have tattooed the symbol on their person.

HOOKS

- One of the Oracles a PC is studying under plans to retire at the end of the year. He is planning on leaving his spot on the Council to the acolyte that can prove himself worthiest.
- Some temples in town start to question the funding of the Council of Oracles. What happens when the politics between the Spire District and the Academy District begin to go south? The problem worsens to the point where either party hires the PCs as intermediaries to help negotiate a truce.
- Someone or something is killing off Oracles one by one. Every victim is found with his or her eyes burned out of the skull. The college hires the PCs to investigate.

K2. GESTIA ARCANE ACADEMY

The towers of the Academy buildings loom over the campus courtyard as if they expect you to bow to them in a deferential greeting. Much power resides in these walls and even more will be born of those who travel through them. Every now and then, the sky lights up briefly with a shimmering purple flash.

The Gestia Arcane Academy is one of the oldest institutions in the city. The eight towers of the main buildings cut an impressive profile in the skyline, so much so that most denizens of this part of town use them to navigate. No other structure in the city is taller, save for the Spire itself. In addition to the five main schools, a number of smaller buildings have cropped up in the shadow of the towers that teach smaller, more specialized classes.

The Academy began during the fitful birth of the city. While the three races were still figuring out how they were going live side-by-side, a small group of magic-users drifted toward the Spire. Many of the wizards came to study the Spire itself, but one had grander plans. His

name was Larrus Gestia, and he knew the strength that his band of mages possessed. They could sell their spells to the highest bidder, untouched by religion and political alliance. This mercenary attitude made the magic-users very wealthy and gave Gestia the money to fund an academy with his name on it. His attitude also made a lot of enemies, but he dealt with them ruthlessly and firmly established his academy as an important part of the city. Eventually, he was ennobled for his contribution to the city, and his descendants still live in the Nobles District (see location E6) and continue their family's association with the Academy.

Throughout the centuries the Academy has become one of the city's great institutions. Many of the wizards in the city studied at the Academy and to this day, having an Academy education in one's background gives an arcane spellcaster an aura of prestige that someone without that credential inevitably lacks. Sir Magnus Valkenbane (see location E4), one of the great heroes of the humanoid invasion, is arguably its most famous headmaster after Gestia himself, and his descendants continue to support the Academy. In fact, the material advantages conferred by an Academy education are subtle, slight or purely a matter of perception. But it is also a fact that it has become the greatest single repository of magical arcana, not only in the city, but in the entire region.

The Arcane Academy carries on a subtle, but intense rivalry with the College of Oracles (see location K1). The wizard-scholars have, from the moment of the College's founding, seen the clerics as a threat to their traditional dominance of the district, and the College of Oracle's return their dislike in spades. Everyone in the city knows that they hate each other but they have never engaged in open warfare or spilled blood on the streets of the city. That doesn't mean they pull any punches, however. They have engaged in every other avenue of warfare you can think of and invented a few more. One of the more public faces of the battle is the constant prank war that the students of both schools engage in. These battles do their best to only target those affiliated with the rival school, but many citizens have inadvertently been caught in the crossfire and ended up with smoldering hair or an extra arm for a few days. Most recently, the wizards enacted a ritual that caused every Oracle to speak a different language for the better part of the day. The riposte is still coming.

While the students engage in pranks for a little harmless fun, the struggle behind the scenes are more intense. Both schools do their best to influence patrons like merchants and nobles to support their school alone. Many council members realize that if the colleges were to ever unite on a subject, they could easily make this part of the city



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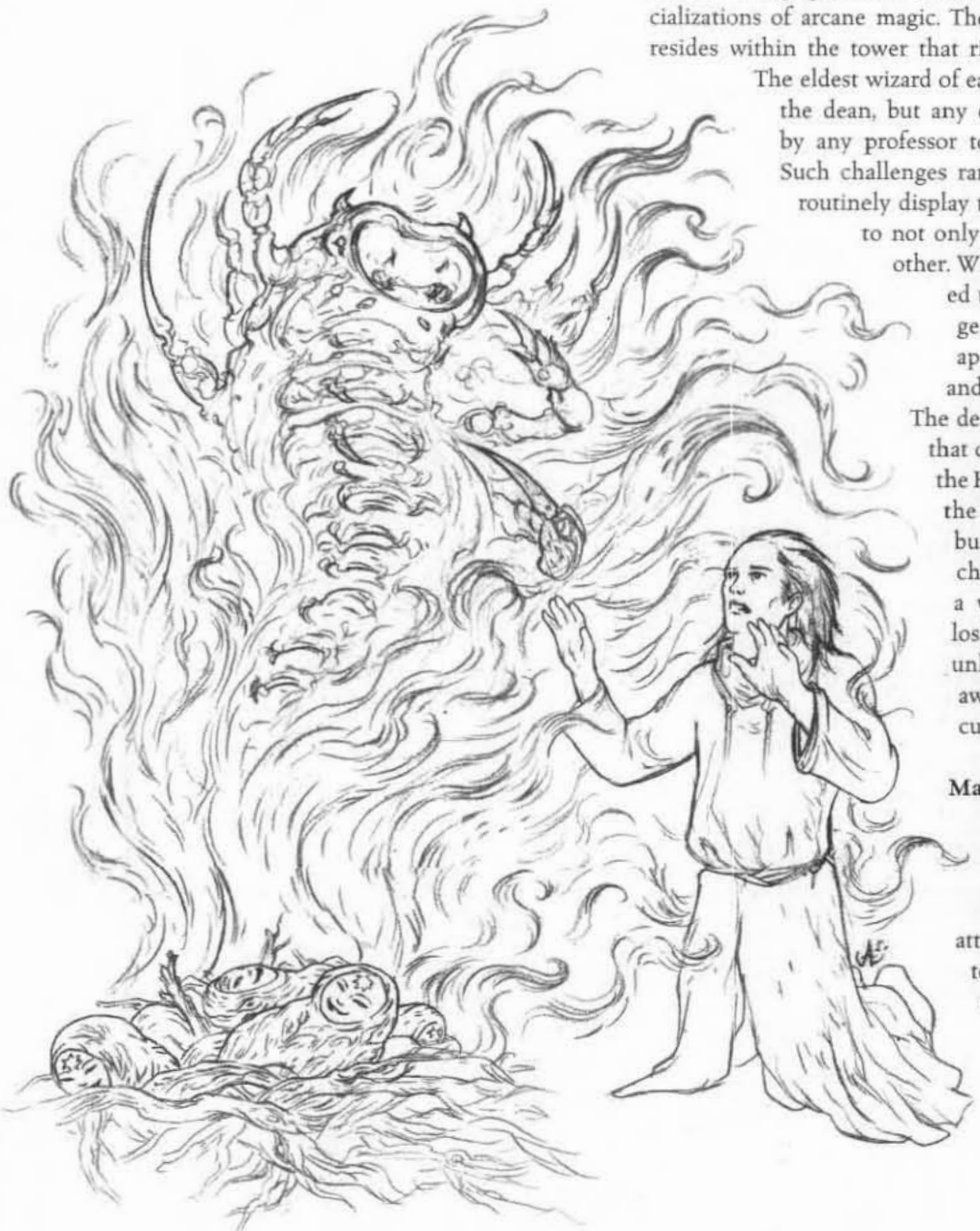
one of the most powerful. The smart ones do their best to keep the two institutions at odds with each other in order to limit their influence. Other Council members simply blunder into the war and make things worse anyway. With the expansion of the city, one of the biggest battlegrounds has been land and housing. The Arcane Academy houses most of its students on-campus. The Oracles have begun a price war with nearby landlords, besting the Academy's bids and driving the price of new housing up. They have a nasty tendency to discover the upper end of what the Academy is willing to pay and bid just below it to wrench more money out of the school. On those occasions where the Academy withdraws its bid, the Oracles will often leave the building they just purchased empty out of spite.

A more recent threat has arisen on Garden Street. Up until the development of that area 25 years ago, most of the people in district were students, professors, Oracles, or otherwise connected with one of the schools. The attention being drawn by the merchants on Garden Street, while good for the coffers of the district, draws a lot of unwanted attention to the Academy. Whereas students used to be able to study undisturbed on the main plaza, recently vendors and street performers have shown up looking to disrupt the quiet academic air that has reigned here for so long. The Academy blames the Oracles for letting them in on their land and the issue may finally push the Academy to start brawling in the streets.



RESIDENTS

Each building specializes in one of the eight school specializations of arcane magic. The dean of each building resides within the tower that rises from that building. The eldest wizard of each building is generally the dean, but any dean can be challenged by any professor to move into the tower. Such challenges rarely occur, as the deans routinely display their power and abilities to not only the faculty but to each other. While they are still expected to teach classes, they are generally not at a loss for apprentices, sycophants, and ambitious underlings. The deans are the only wizards that can challenge to become the Headmaster. Challenging the Headmaster is risky business, however. If a challenge fails, the best a wizard can hope for is losing his position; the unlucky ones never walk away from the Arena. The current deans are:

Dean of Abjuration: Marcus Qiulus. This mage is a favorite of students due to his lenient policies on homework and class attendance. He still enjoys teaching his classes and is a generally pleasant man to deal with. He has no ambition beyond his current position.

Dean of Conjuration: Oberheim Wetzel. Oberheim is the first of two brothers appointed as a dean. Even at their age, he and his brother Mortenheim try to outdo each other. Before he was appointed dean, his brother had no interest in the school. Now Oberheim is constantly made to look the fool.

Dean of Divination: Alessa. The only current female dean, Alessa spends much of her time trying to mingle with the city's nobility looking for a husband. She rarely spends time on campus. Most of the professors that teach under her are left alone to their own devices.

Dean of Enchantment: Gerontus Sebaff. Sebaff is the oldest and arguably most powerful wizard at the Academy. Most students agree that he could challenge Garrolan and win but Sebaff doesn't seem interested. Some think that he's content where he is and uninterested in the politics of becoming Headmaster. Others whisper that Garrolan has something on him that keeps him in place.

Dean of Evocation: Luthen. Luther is the latest in a long family line of wizards who have taught at the Academy. While his heritage is impressive, Luther himself is barely competent. He is fat, obnoxious, and the enrollment for the School of Evocation has dipped because of his poor management skills.

Dean of Illusion: Fellen Meyr. Fellen is the youngest dean and looks to be on the fast track to being the next challenger to the Headmaster. He's charming, ambitious, and definitely ruthless. Fellen gets very upset when people are dismissive of illusionist spells as trickery without substance. Rumors persist that he's killed students in class to prove his point about the real power of his spells.

Dean of Necromancy: Mortenheim Wetzel. Dean of Conjuration Oberheim's younger brother and archrival. While he has done little to combat the negative stereotypes of necromancers, his rise from student to dean has been nothing short of meteoric. While he currently seems happy in his current position, many students wonder when he'll get the bright idea to challenge the Headmaster so he can make his brother's life unbearable.

Dean of Transmutations: Aphex. Aphex is actually two beings merged into one. Some days the male personality emerges (the wizard) others it's the female (the sorcerer). While its classes have been timed out so that they aren't taught by the wrong personality, seeing the dean in private is both disturbing and confusing. Many professors think Aphex will be the next dean to be challenged and deposed.

The current Headmaster is Garrolan the Gazer. Garrolan previously served as Dean of Abjuration, but his skills as a wizard are well-rounded. He is easily a match for any of the current Deans except for Sebaff, and even that would probably be a close contest. Garrolan hasn't made many friends with the current deans. His administration has been one of stand-offs and power struggles of every kind imaginable. His public demeanor suggests that he views his position as Headmaster as an unfathomable burden that he would do anything to be rid of, and yet he takes ruthless steps to secure his power on a daily basis. He is short with his staff, rude to the students, and barely tolerates any wizard untrained by the Academy in his presence. Garrolan the Gazer is a twisted, old, lonely man...but he holds an enormous amount of power.

Dean of Abjuration Qiulus: Elf Wiz12.

Dean of Conjuration: Oberheim: Wiz14.

Dean of Divination: Alessa: Wiz10/Sor3.

Dean of Enchantment: Sebaff: Elf Wiz16.

Dean of Evocation: Luthen: Wiz12.

Dean of Illusion: Fellen Meyr: Wiz10.

Dean of Necromancy: Mortenheim: Wiz14.

Dean of Transmutations: Aphex: Wiz6/Sor6.

Headmaster Garrolan the Gazer: Wiz15.

Professors (50): Wiz6-8.

Students (400): Wiz1-3.

The Academy is well-funded, with over 30,000 gp held at the City Treasury (location 13). Individual professors often have a personal hoard stashed somewhere, totaling anywhere from 100–1,000 gp, with the more senior professors generally being wealthier. The larger personal fortunes are invariably trapped with magical spells of one sort or another. The doors to each of the deans' towers are trapped with a *glyph of warding* spell, cast by the occupying dean who knows the only password.

The number of arcane magical items at the Academy is almost beyond measure. The Deans typically have one ring, one staff, and one wand apiece, of a type appropriate to their level. Garrolan carries a *staff of passage* wherever he goes, as well as a set of *bracers of armor +6* and a *ring of wizardry II*. The other deans have similar items as appropriate. Most professors carry a minor wand or ring, and even a few students carry wands or staves — mostly family heirlooms loaned to them by more powerful relatives. Details as to the exact nature of each wizard's equipment are left up to the DM.

ACTIVITY

Students enroll in classes for a period of one to eight years depending on the school and the type of study. Classes are taught by Academy graduates as well as talented students that challenged and defeated their professors in the Testing Arena on the northeast side of campus. Most

wizards graduate in four to five years. The ones who stay beyond that usually have an eye on a teaching job (and a professor who they think they can defeat). Classes start large but get smaller as the student progresses upward. The school uses a complicated grading system that not only confuses the students but also confounds some professors, especially the new ones; a few professors wave off the formula and evaluate students on an unrelated basis and pass or fail them on a whim. While this system may be arbitrary, most wizards that come here are willing to put up with just so they can brag about where they were trained.

Professors at the Academy are well respected both in and outside of the school. Socially, they are on par with the Oracles of the Cleric's College but most professors only grudgingly accept them as equals. In addition to teaching, professors are required to spend a day or two in their office to counsel students and do administrative work. Most professors possess at least 6 levels of wizard and those that have taken up a prestige class are treasured even more. Those wizards unable or unwilling to start their career at the academy often come here to find the specialized training that a prestige class can offer. While these classes are attached to the various buildings, professors at this level generally receive quite a bit of autonomy due to their specialization.

HOOKS

- Garrolan becomes ill from some sort of magical sickness. He issues a proclamation: anyone that finds a cure for the illness will be automatically accepted into the Academy (either as a student or a faculty member, depending on level). Non- magic-user adventurers will be offered a spot on the Field Trip team (see location K5).
- A new wizard comes to town and chooses to challenge Garrolan the Gazer after signing up as a mere student one day ago. Garrolan hires the PCs to investigate this mysterious wizard's background so he can figure out the best way to defeat him.

K3. DELVER'S ROW

In the shadow of the Testing Arena, a series of two-story houses stretch down a small street. At the entryway to the street, a sign proclaims it to be "Delver's Row" and a series of coats of arms rings the proclamation. Each of the houses contains a delver's "guild" — a collection of adventurers that have passed down weapons, spells, money, and information to younger adventurers so that the can succeed in fighting the forces of evil. As with the city's proper and formally recognized trade guilds, a quick survey reveals something important — that not all guilds are created equal.

While the spellcasters are very well represented here, this part of town does not exist in a vacuum. The city is filled with fighters, rogues, and adventurers of all sorts. The schools do a lot to try and keep everything apart but they also understand that most adventuring groups are not comprised entirely of spellcasters. The solution is a unique one to the city. They are called "Delver's Guilds" and they encourage young adventurers to band together early in their careers and give back to the next generation of adventurers when they have moved on.

The houses on Delver's Row vary in size, shape, and lushness. Most of them are two-story affairs, and house some six to twelve delvers at any time. Depending on the slant of the particular guild, there may be small training facilities available for a small fee to non-Delvers. A common recruitment tactic is to waive the fee to use the facility but then deliver a recruitment pitch for the guild. While many guilds have come together through shared alignments, this is not a universal case. The purpose of the Delvers is to build well-oiled adventuring machines that can donate their excess treasure back to the guild, which funds the next generation, and so on. The Delvers have heard of the Globe Club for Venturers (location F28), but consider Randolf Wilhelm a snooty upstart. In contrast, they see themselves as a support network for the working adventurer.

RESIDENTS

The first Delver's Guild began 200 years ago when a group of adventurers returned to the city flush with treasure and not entirely sure about how to spend it all. Two of them were graduates of the schools, one from the Academy and one from the College. They had put aside their differences and knew that for any up-and-coming adventurers to be successful, they would have to do the same. They also feared the backlash of the schools, so when they pooled their money to start the Fraternal Order of Delvers, they did so anonymously. Their names have been lost to time, but the FOD still stands to this day.

The majority of other delver's guilds model themselves after the FOD. Delvers can be identified by the Elvish letters that spell out their names. They maintain lodgings near the campuses of both schools where members can live. While a Delver is in school, he must pay a tithe of 20% of all adventuring earnings to the guild. This percentage goes down if there are multiple members of the same Guild on an adventuring team. Once the Delver has struck out on his own, he can donate as she sees fit, but nobody wants to see their house in rags and desolation, so the Guilds are usually flush with cash. Delvers can then draw upon the funds and items donated as necessary.

Some examples of Delver's Guilds follow. The DM may add more, according to the character and needs of the campaign. Stats of individual members vary wildly from guild to guild, running the gamut of every possible adventuring type in play.

The Fraternal Order of Delvers: This is the oldest and most prestigious of the houses on Delver's Row. Their crest depicts an eagle clutching many arrows, each one representing a different character class. Many Oracles and professors at the Academy are members of this guild. It no longer runs public recruitment; to even be considered, an adventurer must be recommended by at least two Delvers of the order. The recruits are generally taught lessons of respect and order, ranging from serving as an older Delver's manservant during the Storm (see below) to memorizing the names, birth dates, and histories of influential members. All members of FOD are of good alignment.

The Balance: These Delvers have the crest of a scale with a sword on one side and a wand on the other. Some City Guardsmen have come out of this guild. The Balance recruits year round and doesn't really participate in the Storm (see below). Any recruit must have a clean reputation in the city and no connections to the Thieves Guild. Rogues who are not Thieves Guild members may join, but not if it can be proven that they have robbed from the poor and otherwise needy. Balance members are of neutral alignment.

The Moonlit Legion: This guild claims that it was formed by one of the founding members of the FOD after he became fed up with their incessant demands. The Legion's crest is a black shield with a crescent moon pointing to the left. The Moonlit Legion doesn't care about other allegiances as long as the dues are paid on time. Recruits are often sent to sabotage other Delver's Guild functions, as the Legion generally does not have its own. Its house on Delver's Row is generally kept empty and is only used when important guests are visiting the city. Surprisingly, while paladins are not banned outright, anyone with infernal abilities is. The Moonlit Legion is comprised of evil-aligned members.

The Silver Sisters: This guild is often the target of other Delvers' romantic interests. It was founded by a family of six sisters, each one an adventurer. Their crest is a silver downward pointing triangle. Depending on whom you ask, they are compassionate women doing their best to change the world or vicious man-hating harpies taking revenge on men everywhere. The Silver Sisters remains a female-only Delver's Guild.

The Filthy Animals: This guild is less concerned with adventuring than it is with having a good time. Its crest is a dog holding a sack of gold in its mouth. They throw the craziest parties but don't really have members that give back to them, so they often send recruits out on quests to help pay for their debauchery. Other Delvers have done their best to get them disbanded, but they always seem to come back. To be an Animal, you must be chaotic in alignment.



The adventurers that become Delvers have access to a variety of useful items. Older delvers often leave treasure to the house as well as information and magic items that are of no use to them. The exact amount varies from house to house, but usually amounts to about 2,000 gp and 3-5 magic items of moderate power per guild. Such items are usually kept under lock and key when not being used by the members; any use of traps to protect them varies from guild to guild and is ultimately up to the DM. The houses may seem like ripe targets for thieves and brigands, but would-be burglars should take note. These houses are filled with brave young men and women that spend most of their day listening to tales of glory and bravery and are just itching to make a name for themselves. The Thieves' Guild has an official hands-off policy as far as the Delvers are concerned.

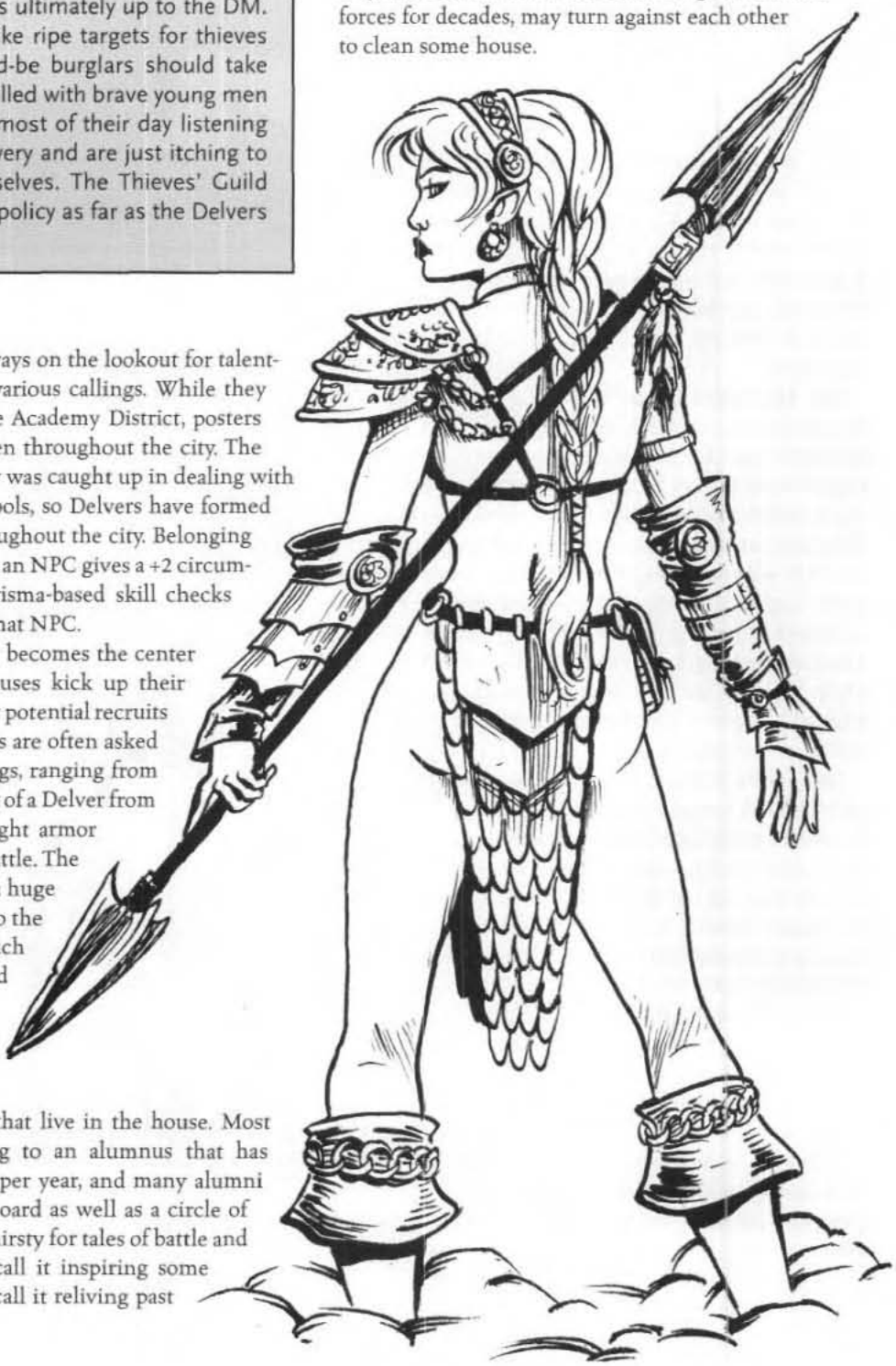
ACTIVITY

The Delvers are almost always on the lookout for talented young adventurers of various callings. While they recruit most heavily in the Academy District, posters for their efforts can be seen throughout the city. The early part of Delver history was caught up in dealing with discrimination by the schools, so Delvers have formed a network of contacts throughout the city. Belonging to the same Delver guild as an NPC gives a +2 circumstance bonus to any Charisma-based skill checks when the skill is used on that NPC.

In the fall, Delver's Row becomes the center of "The Storm" as the houses kick up their recruitment efforts and put potential recruits through the paces. Recruits are often asked to do a variety of silly things, ranging from falling prostrate at the sight of a Delver from their guild to wearing bright armor painted bright pink into battle. The last night of The Storm is a huge party as those accepted into the Delvers drink and debauch with their new brothers and sisters, while those rejected drown their sorrows until next year.

Alumni are well-respected by the Delvers that live in the house. Most guilds offer open housing to an alumnus that has donated a certain amount per year, and many alumni enjoy the free room and board as well as a circle of eager young adventurers thirsty for tales of battle and glory. While the alumni call it inspiring some outside the organizations call it reliving past glories.

There is a small but passionate minority that considers the Delvers unfair. Only those students affluent enough to pay the dues are allowed their protection. While no official resistance has cropped up, a few shop owners don't deal with Delvers. Sir Nordham (see location K29) will not accept any Guardsmen with Delver ties. And although the majority of the Delver Guilds are upstanding institutions, there are a few bad apples that are threatening to tarnish the name of the organization. For the first time in its history, the Delvers, which have united against outside forces for decades, may turn against each other to clean some house.



HOOKS

- During Storm Week, various Delver's Guilds try their best to persuade the PCs to join. One of the rush pranks involves vandalizing the Globe Club for Venturers, or stealing a small item from its museum.
- Conversely, a Storm Week prank in which pledges to one of the guilds stole an item from the Globe Club for Venturers has backfired badly, as an enraged Randolf Wilhelm has somehow persuaded the Civic Guard to investigate. A conviction for burglary could get the pledges involved exile to the Humanoids District, in the worst case. The guild hires the PCs to break into the Globe Club and return the item, in the hope that doing so will negate the original prank.
- One of the Delver Guilds is dealt a terrible blow, as one of its most famous member is killed while attempting a feat of derring-do. It hires the PCs to recover the member's items and body for burial.

K4. GARDEN STREET

This street is lined with heavy oaks, hardy and green. The cobbled stones give way to dirt, and yet the dirt does not come up as dust or cling to the boots. From the other end of the street the howls of deadly creatures mixes with the laughter of children. There are a wider variety of people here than the rest of the district. There are still many students to be sure, but people from all walks of life have come for a taste of the small village life that they left behind to live in the city. It is strangely tranquil here. Somewhere, the soft sound of street musicians drifts by, and the smell of fresh apple pie beckons.

The most recent development in this part of the city is the growth of Garden Street. What began as a collection of displaced mages has become the commercial section of the district. Over the past 25 years, Garden Street has grown to be one of the more fashionable districts of the city, and yet appeals to noble and peasant alike. People come from all over the region to experience the small town feel of this street filled with unique shops and strange merchants.

The Garden Street neighborhood as it exists today sprang up to cater to the tourists who came to see Metusiel's Menagerie (location K6). It quickly became home to a quirky and somewhat motley assortment of small shopkeepers. The most famous of these was Sadani, the owner of Pipemaker's (location K19). His was the first large store on the street and it would set the tone for what was to come. You can walk into any part of the city and find a dozen taverns named after fantastical creatures and find a dozen blacksmiths willing to buy and sell weapons. But Garden Street soon became the place for a taste of the exotic. Instead of the typical tavern, water nymphs poured water from their holy spring to passers by. Instead of the typical dwarf ironsmith, druids peeled stout quarterstaves from trees and blessed them as they sold them, using the money they earned to plant more trees. Garden Street feels like someone *teleported* a far-off wild community into the city.

RESIDENTS

Stats and descriptions for individual NPCs and their treasure can be found in the individual entries for the shops on Garden Street.

ACTIVITY

In addition to the curious onlookers, Garden Street draws an assortment of folk who don't fit neatly into the academic templates of the Arcane Academy or the College of Oracles. Rangers marvel at Matusiel's Menagerie (location K6) and the way the beasts are treated. Druids are stunned by how well nature is able to thrive so close to the heart of a great city. Bards come here looking for a willing audience that's not comprised solely of drunks or adventurers coming off of a quest. The people of Garden Street have made something that's one of a kind.

But students also come to Garden Street. Here, they can blow off steam, impress members of the opposite sex, and possibly get into a rivalry with someone from the other school. While Garden Street itself is often seen as "neutral ground" in the legendary Prank War that rages between the student bodies, occasionally the conflict boils up here. For the most part, the businesses here take it in stride. It helps give their part of town its flavor and is worth a broken window or the occasional purple dog in the number of curious customers it brings out.

The Academy (location K2) despises everything that Garden Street represents. If he thought he could get away with it, Garrolan would ban all his students from spending time here. But he is no fool. Doing so would cause an uprising that would certainly rebound against the Academy. He bides his time for now and if he could find a way to damage Garden Street and make it wither on the vine without it being traced back to him, he would. In the meantime, he has begun to send his spies out to the streets at night to watch for students doing anything that would bring shame to the Arcane Academy.

The Oracles (location K1) first accepted Garden Street with open arms. Anything influential in the district that was not connected to the Academy had to open up the power base and break down the stalemate that was growing between the two schools. Of course, now that Garden Street has had time to take root, some Oracles are voicing concerns over the effect is has on students. The lawful good clerics are afraid that Garden Street is filled with too much wine and song, and too many women, and could tempt the pious from the path. The chaotic evil clerics don't like the friendliness of the area and find the goodwill towards men shown by the shopkeepers to be sickening

and dull. Already, some of the more extreme Oracles are banning their charges from Garden Street, and it is possible that more could follow.

HOOKS

- The merchants of Garden Street decide to have a festival to celebrate nature. During the masquerade parade, several orcs, gnolls, and goblins from the Humanoid District sneak into the party and disrupt a few things. Did they come to trash it or extend a hand in friendship to the forward-thinking leaders of Garden Street? The merchants hire the PCs to find out.
- Some of Oracles has decided to purge Garden Street of its wickedness. While most people can ignore the calls for repenting, what happens when the Oracles decide to punish the wicked by burning shops they feel are the worst offenders? The City's Eyes (location F9) refuse to take the case, so the merchants hire the PCs to investigate.
- The Academy finds a few unscrupulous merchants to set up shop on Pipemaker's Corner and begin destroying the reputation of the marketplace. Can the PCs stop them before the Guard gets involved?

K5. THE METROPOLITAN MUSEUM OF ARTIFACTS

These tall, but windowless buildings are filled with display cases containing a wide array of curiosities and magic items.

The Metropolitan Museum of Artifacts' collection of the strange and wondrous has grown so large that it requires four buildings to hold it all. The first building is devoted to the artifacts of the College of Oracles and Arcane Academy. The Museum's proprietors, the League of Artificers, is very careful not to bite the hand that feeds them and keeps this building as balanced as it can.

The second building holds long-term exhibits. They consist of artifacts that once belonged to adventurers now long dead, or low-power magic items that are no longer needed. This building's inventory changes the most frequently, as the Artificers also store their magic item inventory here. Adventurers interested in purchasing items from this gallery are generally directed to the relevant shopkeeper.

The third building is home to the children's museum and the temporary exhibit space. The children's museum is a favorite destination of schoolteachers as it gives children some hands-on experience with magic. Pipil from Pipil's Potions (see location K27) sometimes lets children sip from some of his most recent batch of potions. The temporary exhibit space often devotes itself to a single patron or theme. There are usually four exhibitions in a year and each one runs for a season. The current exhibition is devoted to the strange tomes that are often found in dungeons like *The Lives of Ratmen* and kobold poetry. The next exhibit is scheduled to feature *The Many Daggers of the Thieves Guild.*

The fourth building is rarely open to the public. It houses the Museum's administrative offices, but also the notorious Restricted Collection. The Restricted Collection contains the cursed items, the tomes of forbidden lore, and the items that adventurers pluck from the hands of evil. A request to see it generally takes a month to approve, as the applicant's name is vetted by the Academy, the Oracles, and the Mirror Guard. If none of those parties objects, the applicant is allowed inside but is only able to see the item that he specifically requested.

RESIDENTS

The Artifact Museums began as warehouses where local shopkeepers could store the strange items that adventurers brought back from their travels across the land. They didn't feel safe keeping masterwork weapons and such in their stores without the protection of a constant guard, so many of them pooled their resources and bought this space to store the items. As the city grew, more and more adventurers needed places to store the items they brought back. The shopkeepers got wise and offered to rent space in their warehouse for a modest fee. With the money they were making in rentals, the warehouse space began paying for itself.

The Museum took its first major step toward its current state when Artemus Lockemoor, a well-known adventurer, wished to show off his impressive private collection of weapons and armor to some friends and admirers. He paid the shopkeepers a bit more and they cleaned the warehouse up and hired a caterer. The private party was a success but the important idea was not lost on the shopkeepers: People were willing to pay money to see things like masterwork armor, magic weapons, and *bags of holding.* The money from the rentals soon went into refurbishing the buildings, and the shopkeepers formalized into the League of Artificers.

The current head of the League is Rikard Grondahl, an amiable gnome who also serves as curator. He began life as a student of the Arcane Academy, but soon dropped out. He found he had no interest in spells or conjurings; he was far more intoxicated with the creation of magic items, and with the way magic interacted with the material world. He drifted to the League soon after leaving the Academy, and found his calling studying beneath Artemus Lockemoor. He gained his mentor's position when the old man retired, and now leads numerous tours and lectures throughout the Museum.

The Museum is closely watched by a contingent of 50 mercenary guards, who cover every entrance to the four buildings and constantly patrol the grounds. They are well-paid to prevent any double-dealings, and most have been at least briefly lectured on the current inventory, in case a would-be thief tries to use a stolen item against them.

Rikard Grondahl: Gnome Exp12/Wiz2.

Guards (42): War6.

Guards (8): Wiz5.

Rikard Grondahl carries 50 gp in gems on his person. The museum itself takes in about twice that in any given day, and the receipts are kept in a strongbox under Rikard's desk (successful DC 25 Open Lock check to pick). The leader of each guard shift — always one of the wizards — is issued a *rod of negation* by Grondahl, for use in case a thief tries to apply a stolen magical item against the guards. The magic items on display here vary wildly, and can be almost anything. They number approximately 75, and can be inserted by the DM according to the specifics of the campaign, or generated randomly by consulting the pertinent charts in the *Dungeon Master's Guide.*

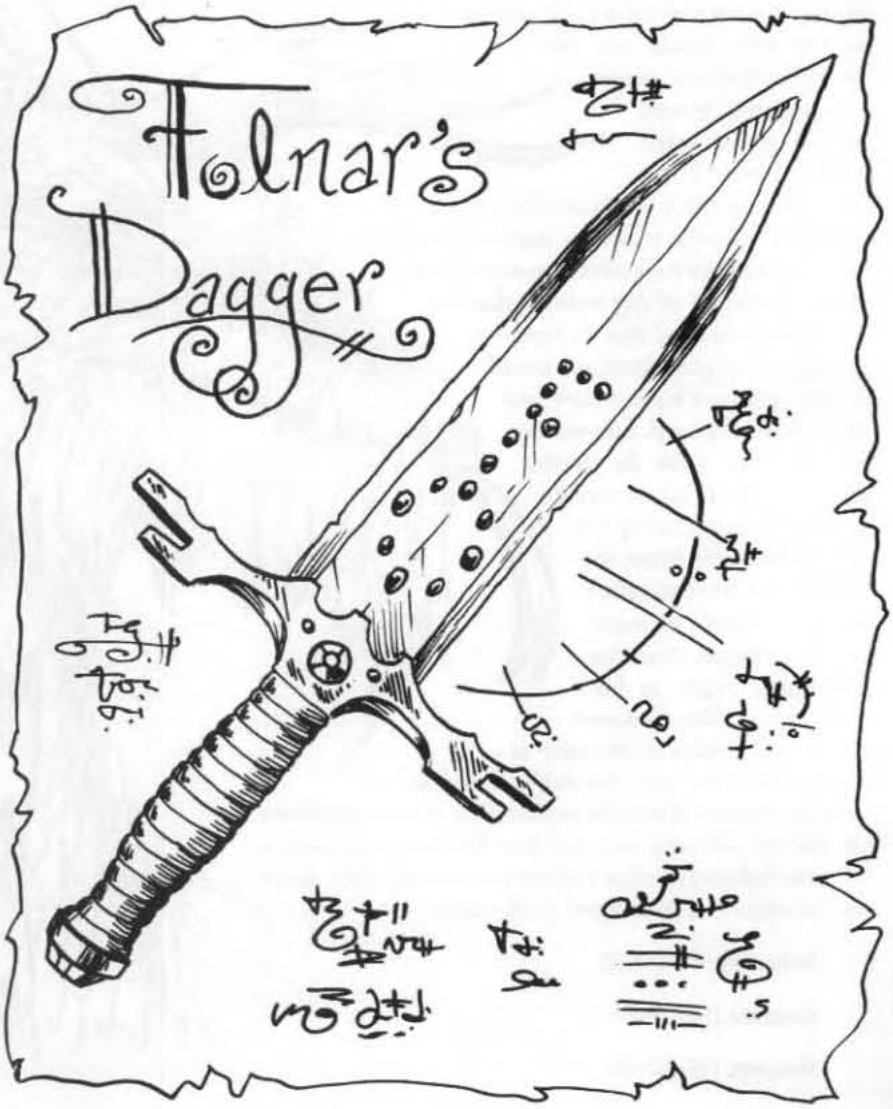
ACTIVITY

Two years after the formation of the League, the Museum opened to some acclaim but not as much as the Artificers hoped. They needed something to draw attention to the building as well as the unique items within. The head Artificer met with the Headmaster of the Academy and the Oracles to discuss their cooperation in the matter. While he knew he would never get them to work together, the wily old merchant also knew he could play on their sense of competition. In these meetings, the Artificer's Cup was born.

The Artificer's Cup, more commonly known as "The Field Trip" to the students, is a yearly competition between the Circle of Oracles and the Arcane Academy. During the cup, the Museum is closed to the general public while it is set up as a mock dungeon. A team of adventurers is selected to go through the dungeon and try to make it to the end. The team that designs the dungeon alternates from year to year between the clerics and the wizards, while the adventurers come from the opposing school. The Museum donates the magic items used in the dungeon and in recent years has made arrangements with Matusiel's Menagerie (location K6) for actual mythic creatures to be part of the experience as well.

A large crowd often gathers outside the Museum when the team enters the dungeon and criers dash out of the buildings to report the progress. Gambling houses across the city make bets on whether the team will succeed, who will not make it to the end, and a variety of other factors. Winning the Cup is a big deal to both schools who spend as much to training and/or designing the dungeon as trying to discover the weak spots of the other team. Being selected for the Artificer's Cup team is a great privilege for both schools and many of the teachers on both sides took part in the Cup competition.

The actual Artificer's Cup resides in the Museum itself during the month before the competition. The rest of the year it resides in the halls of the reigning champion.



K6. MATUSIEL'S MENAGERIE

This gateway is a blast of activity compared to the orderly streets nearby. Colorful streamers tied to thin parapets snap in the wind. The laughter of children mixes with a symphony of strange noises. The field is filled with dozens of other such exhibits, each one carrying an exotic beast, and surrounded by a cross section of the city's inhabitants.

This small park is home to a variety of animals. It has an excellent collection of creatures plucked from nearby dungeons for the public to gawk at.

RESIDENTS

The Menagerie is the creation of an elven druid named Matusiel, who despaired as she watched the expansion of the city bury the natural landscape surrounding the Spire. As a druid, she well understood the natural conflict between the order of man and the laws of nature. Matusiel cordoned off a field near one end of what would one day become Garden Street and gathered several animals in this small protectorate. While the city dwellers occasionally wandered through to see the regular animals, she noticed they were always most engaged by the examples of dire animals that she called. She realized that to keep her small patch of green land, she would have to put on a bit of a show and that show required noteworthy exhibits. She sunk the profits from a brief adventuring career into constructing safe but authentic habitats for exotic creatures and called in a few favors to populate the habitats. Once the Menagerie began to feature things like displacer beasts and umber hulks next to the oxen and the lamb, the public started to come in droves. While the exploitation of these creatures doesn't sit well with her, she does her best to provide a humane habitat as well as educate the general public about the wonders — and dangers — of nature.

Matusiel: Elf Drd10.

Keepers (10): Rgr4.

Keepers (10): Drd4.

Monsters: 30 exhibits, numbers within vary. DM's discretion as to their exact nature; stats as per the *Monster Manual*.

Mastusiel carries a *staff of the woodlands* and leaves the proceeds from her zoo (usually around 75 gp a day) guarded by various creatures in their habitats. She keeps her savings — nearly 5,000 gp — in the City Treasury (location 13).

ACTIVITY

Matusiel offers bounties on creatures brought back from the field to be put on display in the menagerie. She trades primarily in cash for beasts and prefers them alive. She will not put any humanoids or intelligent creatures on display, but any other creature in



the *Monster Manual* is fair game. As DM, you should scale how much she is willing to pay for a given monster to how much difficulty the PCs had in capturing it, as well as its rarity. As a rule of thumb, consider 1 sp/1 XP awarded to the PCs for capturing the creature to be a typical bounty.

HOOKS

- The Field Trip often borrows or purchases creatures from the Menagerie for use in the mock dungeons. In the weeks before the Field Trip, both schools often give her a "shopping list" of creatures that they need in particular. She hires the PCs as trappers, and she will pay them double her normal rates.
- On the Fool's Cap holiday, Matusiel often convinces a prominent city official or other noteworthy person to spend a day in one of the habitats instead of a creature as a charity stunt; in return, she will donate a portion of the day's admission to that person's favorite charity. When the person disappears out of the habitat before its unveiled, she comes to the PCs with a desperate plea: Find out where the VIP went, who took him or her, and get them back before the end of the day.
- Matusiel has no love for Roal Hammerhand of Roal's Genuine Monsters (see location C20). When she arrives at the Menagerie one morning to find one of her exhibits missing, she immediately suspects that he is behind it, and she hires the PCs to track the animal and bring it back to her. And if Roal needs to be roughed up in the process, it won't bother her much.

K7. LARRUS GESTIA'S STATUE

This statue memorializes Larrus Gestia, founder of the Gestia Arcane Academy. It stands in the middle of the campus commons and it is often used as a meeting place for students between classes. Students eat their lunch here, find a shady spot to study, and generally relax in between the day's classes. During the Artisan's Festival, many artists stake out a spot on these grounds in the hopes of catching a student looking for a painting or sculpture to perk up his or her dreary dorm room. Asking any of the students lounging nearby will bring up a variety of tall tales that have sprung up around both the founder and his statue. Some say that the direction that Gestia is pointing is the first clue to finding the location of his long hidden treasure. His descendants, Sir Geraint and Eddis Gestia (see location E6) deny that this is true... but how would they know? And even if they did, they wouldn't tell.... Others say the soul of the founder is bound within and that the current Headmaster consults with it in the dark of midnight. Others whisper that the spirit of the current Headmaster resides within the statue, and that Gestia occupies the old man's body... taking a very active hand in how his school is run to this day.

K8. THE ILLUMINATED LIBRARY

> The thick stone walls of this building look stout enough to repel the fury of the gods. Majestic steps rise up to an arched entryway built into the side of a pyramid. A great stone eye looks out from the pyramid, watching over all who enter. Inside, bookshelves stretch up into the shadows and huge tables cut across the dark marble floors. A circular desk sits in the foyer with a simple sign that reads, "Ring Bell for Service" in various languages.

This vast storehouse carries information ranging from the mundane tax records of shop keepers to the hidden legends of forgotten kings. All you have to do is sort through it all. The Illuminated Library is one of the few projects that the Arcane Academy and the College of Oracles have collaborated upon with any success. The library houses every scrap of public information available about the city. It also contains hundreds of private collections of lore donated by prominent citizens as well as graduates of the schools. The use of magic here by anyone other than the staff is strictly forbidden. Offenders get three strikes. First, there's a stern shushing. Second, the offender is hit with a minor nuisance spell like *curse* or *silence*. Finally, any third offender is banned from the library for life.

There is one rule in the Illuminated Library: No magic tomes exist here. Neither school wishes to encourage independent study, or watch the other school recruit from curious dabblers who picked up a magic scroll from the library.

RESIDENTS

Like so many other things in this district, the library has two Main Librarians. One represents the interests of the wizards, the other represents the clerics. Luckily, the current librarians rarely feud... at least, no more so than any other old married couple. Kallas and Linneth each found their love of books wrapped into a love of each other. Their marriage has insured that the petty games the schools play with each other affect the library as little as possible. Kallas, the wizard, mans the front desk and directs patrons to the proper section. Linneth , the cleric, helps out on the floor. The service bell never actually rings. Kallas always shows up just in time, a trick he uses to keep the Library's patrons unsettled.

Kallas: Wiz8.

Linbaneth: Clr8.

The proceeds from non-students use of the library are kept in a small box at the front desk. It is not locked and generally contains less than 100 gp on any given day. If opened by anyone other than a librarian, it *marks* the thief in a way that anyone with magical abilities can immediately identify.

ACTIVITY

While it is open to all citizens from dawn until dusk, only students of the schools are able to use it for free. Other citizens must either pay a yearly donation (100 gp) or an hourly fee (1 sp) to use the library. Patrons may bring in scribes to aid them if they wish. Competent scribes may be found through the Scribes Guild (location I11), but Kallas also keeps a list of Guild scribes who live nearby and he can have one brought to the Library at a moment's notice.

HOOKS

- Linneth suspects that Kallas may be cheating on her. She quietly asks the PCs to follow Kallas to see if he has a mistress or if his late nights out are just a simple misunderstanding.
- While the records show that a vital piece of information for a PC's quest is where it should be, the actual book is not physically there. If the PCs are known for their subtlety and secrecy, the librarians may hire them to track down the thief and the missing book(s).
- The quiet halls are an excellent place for assassins of an old enemy to strike. The stacks themselves are *silenced*, leaving studious PCs extremely vulnerable to a knife in the dark...

K9. THE CHANCELLOR'S MANOR

This intimidating building sits tucked in the corner of the Academy's main campus. While the Deans make their homes in the towers attached to their colleges, the Chancellor is allowed to retire to this large home for some much-needed solitude. The home seems to naturally change whenever a new Chancellor moves in. Since Garrolan (see location K2 for stats) became the Chancellor of the Academy, many students and long-time residents feel the building has taken on a chilling sensation, and most folks move quickly past. This is no coincidence. Garrolan keeps many low-level spells in place here to put off any interlopers or uninvited guests. Spells like *fog cloud* and *ghost sounds* also make guests uncomfortable on those rare occasions when he entertains. Garrolan spends most of his time on campus or handling personal business. He generally spends only a few hours a day at home, preferring magical means to refresh his energy rather than conventional sleep. When he is not at home, he activates a pair of gargoyles (as per the *Monster Manual*) above the door. If some unfortunate rogues try to break in, not only will they find little of value (Garrolan keeps the good stuff on campus; the house only yields 1d6 x 100 gp in knick-knacks and hard cash) but the gargoyles will begin to exact a slow and subtle retribution. They will follow the thieves to their homes or their guildhall, and then report their findings to Garrolan. Garrolan will then make his own arrangements to punish the thieves painfully and horribly, according to his humor.

K10. THE TESTING ARENA

The most mysterious building on the campus lies to the northeast of the scholastic buildings. It has high walls that could easily tower over a giant. The walls are covered with lightly glowing symbols that surge with power in random intervals. While it is open-topped, birds and other winged creatures give it a wide berth so as not to fly overhead. Strange lights and sounds echo from within and nobody outside of the Academy ever sees what goes on inside.

This area is the only one not named after an alumnus of the school. It has always been, and will forever be known as, "The Testing Arena," where the school not only tests its new spells, potions, and magic items, but it also tests its students. While the Oracles encourage their students to acquire practical experience through temple service and spreading the names of their gods in the world, the Academy uses the Arena to test its students in a number of controlled exercises. Younger students are given the benefit of the doubt and trained with illusory versions of creatures and traps. The switchover to the real thing is left to the discretion of the professor in charge. Some professors give their students fair warning when the monsters become real. Others find that not differentiating between what's real and what's not makes the students work harder.

RESIDENTS

The only time anyone appears here is during testing, when a student prepares to measure himself against his master's preparations, or one of the school staff has a new spell or magic item which he wishes to gauge. Usually, the tests include only a handful of students — sometimes only one — overseen by a single professor. Besides the odd monster conjured for the sake of testing, no other living thing can be found here.

Average Student (Varies): Wiz4.

Average Professor: Wiz8.

Monster (Varies): as per the *Monster Manual*

Unless a professor or one of the students brings in an item, there is nothing of value in the Arena.

ACTIVITY

In addition to serving as a locale for testing students, this area is also home to the experimental labs the professors and advanced students use at the Academy. Most spell and item design work is done here, where there is little or no risk of damaging the buildings of the main university. Much of the money obtained from alumni, patrons, and the sale of magic developed here rebuilds and maintains the building. Because of the changeable nature of the central arena, professors often use it to test their new spells under strange conditions. Poor students as well as less fortunate city dwellers can make decent money by volunteering as test subjects for these spells (the fee equals 1d10 gp x 100 x spell level, adjusted by the DM for how "experimental" a spell might be). Staff is always kept to a minimum during these experiments, to prevent any unnecessary injuries.

The final use for the Arena is one the Academy doesn't like to talk about. When a challenge is issued between wizards for any reason, they are expected to fight the duel inside the Arena walls rather than brawl in the streets. The Academy faculty have different opinions on the value of these duels. Some see it as a strangely barbaric custom; others approve it as a valid system of determining which wizards have the ambition and the power to take the reins of command. While classes are only cancelled during special duels (the last time this happened was when Garrolan challenged the last Headmaster and won), students often skip classes if a particularly heated rivalry is being settled here.

ARCANE DUELING

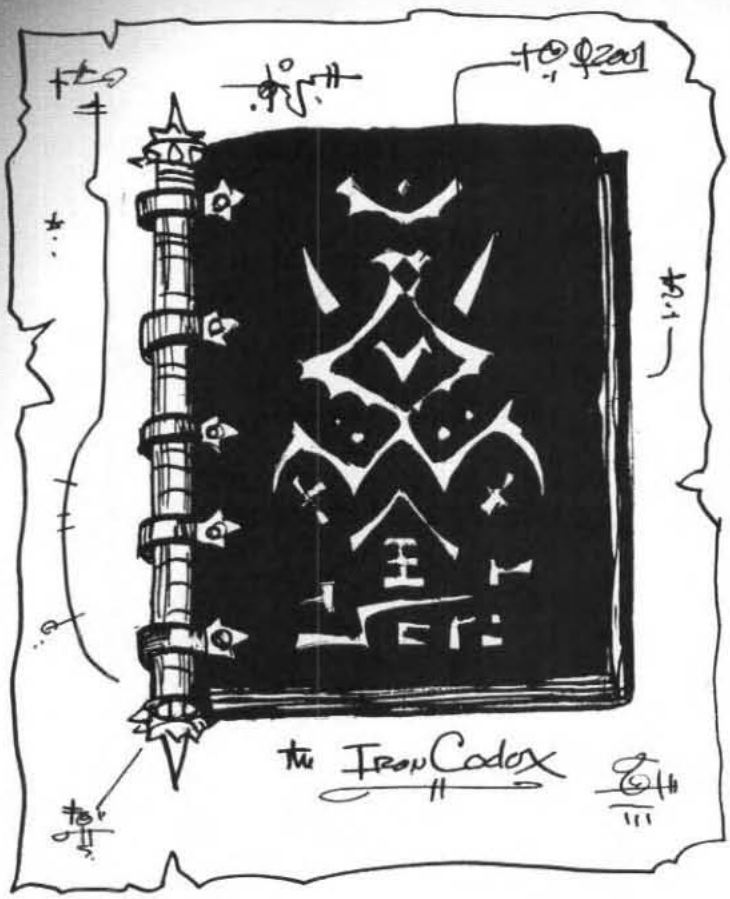
Arcane magic duels are fought until one combatant yields or is no longer able to cast spells, whether because of wounds, spell effects or spell depletion. Duels are not fought to the death, and a combatant must always have the chance to yield to his opponent. If a duel results in the death of one of the duelists, the survivor is subject to expulsion from the Academy and criminal prosecution.

You may simulate a duel as a combat between the two duelists. Roll for initiative as the first step. The winner has the right to cast first. From there, the two combatants take turns casting spells at each other until a winner is determined. Area effect spells are generally frowned upon, however, and spells that may cause the death of one's opponent in one blow (such as *power word: kill*) are strictly prohibited, at least without giving the target the chance to yield.

HOOKS

- After depositing some creatures at the Menagerie (location K6), the PCs are contracted by a shady fellow requesting the same creature type for double the price. They must transport it to the Testing Arena... and not get caught.





- One of the professors wants to show his students how arcane magic functions in a situation in which one must think very quickly (such as combat) and hires the PCs to help him demonstrate.

K11. VALEKENBANE MEMORIAL LIBRARY

The official title of this building is the Sir Magnus Valkenbane Memorial Library but most of the students refer to it as Garrolan's Library, as it was founded by Garrolan the Gazer as part of his eventual legacy to the Arcane Academy. Garrolan has specified that the Academy will rename the library after him after his eventual passing. Unlike the Illuminated Library, this building contains many magic tomes, spells, and other such research materials. Access to the various books in the library is restricted to members of the Academy. This access is classified by year and class ranking as well, so the freshman aren't able to scribble down a *cloudkill* on the first day and save it until they can actually cast it. One of the easiest and most popular methods of paying alumni dues is "donating" unused scrolls and spell books to the library when they are found in the field. Wizards from the Academy are given full cash value to apply to their schooling. Non-Academy wizards usually receive half-price, but this is one of the few places where the Academy is willing to openly deal with non-Academy mages.

K12. THE COUNCIL CHAMBERS

This circular, domed building is one of the most impressive at the college. It is built in a classical style with a series of columns on the outside. A variety of symbols and sculptures of gods dwell at the top of each column. The main room of the building contains a large circular chamber built by the same stone smiths that built the Circle of Enlightenment (location K14). It is meant as a safe place for clerics to gather regardless of belief or current grudges between deities. Only Oracles are allowed inside the chambers. Once a month, the current Oracles meet to discuss what is happening in the city, as well as resolve any disputes between themselves.

K13. THE FOUNTAIN OF KNOWLEDGE

A small patch of grass and trees surrounds this area. In the center of this park stands a shining fountain made from precious metals and magic. Many Oracles attribute the blessing and creation of the Fountain to Bonata, but there are no records that officially say so. The Fountain bubbles constantly and the sound of it has a calming affect on the many students who study nearby.

The Fountain itself is a magic item of some power. Rather than build an unwieldy library containing thousands of tomes on religion, the Oracles have magically committed whatever knowledge they see fit to the waters of the fountain. Anyone who drinks water fresh from the fountain — that is, it may not be taken outside the small gazebo covering the fountain — must make a DC 10 Will save. If successful, the drinker benefits as if affected by one of the following spells (his choice) cast by an 11th level cleric: *commune*, *divination*, or *find the path*. If the drinker fails the Will save, however, he suffers permanent 1d4 Wisdom loss. The wisdom of the Oracles works in mysterious ways.

K14. THE CIRCLE OF ENLIGHTENMENT

With so many clerics converging in one place, building a temple for each deity at the College of Oracles would be unduly costly, space consuming, and ripe for a political brawl as each set of clerics tried to outdo each other in the opulence of their temple. But the first Oracles also realized that there needed to be space to worship. As such, they cashed in some favors with the renowned Silveranvil clan (location A4), and built the dome that dominates the southern end of campus. The dome covers a sunken stone circle that has stadium seating ringing the outside of the pit. In the center of the pit is a massive unadorned stone altar. The Oracles named it the Circle of Enlightenment. Here, in this generic space, any cleric of any sect can conduct organized worship of his or her god. Services must

be scheduled in advance, and reservations are taken on a first come, first serve basis. Most of the clerics at the college have access to their temples in the Spire District and would rather worship there, so this is rarely a problem.

The Seneschal of the Circle is named Hannara (Clr10). She keeps the schedule of the Circle straight. She is also technically an Oracle, but the only student the Seneschal may take is the one she intends to succeed to the position.

K15. BONATA'S HOSPICE

This humble building is as simple and unadorned as many other places in the College. Traffic consists largely of outsiders afflicted with injuries and sicknesses of some sort. A small plaque outside of the main entryway proclaims in Common that this is, "Bonata's Hospice."

Bonata's Hospice has grown out of its collection of shacks, tents, and improvised buildings into an impressive building with three wings, four floors, and the best mundane medical care in the city. While many of the temples around the city can heal the sick and raise the dead, the Hospice has made a few breakthroughs without the help of *cure* spells.

RESIDENTS

Bonata's Hospice is staffed entirely by students from the College of Oracles. As its name might suggest, the Hospice has a long-standing official relationship with the College through the idealistic priest who founded both institutions, Bonata.

The current head of the Hospice is Anefreous Alune. Anefreous is a perfect example of the purpose of the Circle of Oracles. Some might even say he is also an example of the idea taken to extreme. When Anefreous came to the cleric's college, he worshipped a dark and savage lunar god. He was paired with an Oracle that not only worshipped a rival god, but a deity that Alune had declared his mortal enemy. While their relationship was tense at first, they worked side by side at the Hospice. When a wasting disease that struck a few years ago claimed the Oracle, Alune forsook his original god and devoted himself to his mentor's deity, a benevolent god of water. After his conversion, he devoted himself to the Hospice and quickly rose to the head of the organization.

Anefreous Alune: Clr11.

Attendant (20): Clr1-6.

Patient (Varies): Com1.

The Hospice has a large supply of *healing* potions and *cure* spells, which it dispenses as needed to patients (usually only after any non-magical healing measures have been tried). Theoretically, only the Oracles have access to them, but the items have comparatively few security measures in place to protect them. Most are kept in cabinets and lockers scattered throughout the hospital, left unlocked and unguarded. Suspicious interlopers will be stopped, however, and signs of theft will be reported to the City Guard immediately.

There is no coin or other valuables here, aside from whatever minor religious trinkets the patients choose to bring in with them.

ACTIVITY

The halls of the building can be just as bloody and as deadly as a dungeon, especially when a barbarian is still *enraged* when brought indoors. Not every Oracle works directly at the Hospice. Many first-year students start their tenure at the college here, turned directly over to the staff of the Hospice and put to work as best they can. A first-year student will spend most days doing anything from healing the sick, to labeling potions, to swabbing the floors at night. Some clerics balk at the idea of menial labor, but they are quickly humbled when their Oracle comes around asking why they aren't happy serving others.

The Oracles who work here perform a variety of functions. While the healers are the most well-known and obvious members of the staff, not every Oracle that works here is lawful good. Clerics with unusual domains are prized for the specialized service they bring. Evil clerics that truck with the dead are often used to dispose of the remains of the poor and unknown sick. Trickster clerics keep spirits up in the children's ward and hold a position or two in the asylum. While druids and rangers are still confined to Garden Street, the Hospice always needs medicinal herbs as well as healing potions.

In addition, the Hospice always welcomes lay volunteers who will care for its many patients. Volunteers often receive good deals when purchasing potions from the Hospice.

HOOKS

- Sir Geraint Gestia (see location E6) wants some fresh bodies for nefarious purposes but doesn't want to pay for them. He hires the PCs and directs them to the Hospice as an excellent source of fodder.
- As it turns out, Alune's conversion is a lie. He still worships the moon god and plans to destroy the Hospice in a grand sacrifice to his deity. The PCs learn of this by chance while recuperating in the Hospice from their latest adventure.

K16. ZENAAS MIR, CHILDREN'S MAGE

Zenaas Mir (Wiz9) has grown too old for adventuring. While he could probably still make a decent living as an adventurer, the thought of stumbling around some dank dungeon for weeks at a time makes him ill. He has turned his formidable skill and wry personality to the entertain the children of the city. He could never teach at that blasted Academy, so he travels to festivals and birthday parties with a few tricks up his sleeve and is content with the reward of young smiles instead of piles of gold. Many students and faculty at the Academy look down their noses at him; they believe that he is squandering his gift. But there are also those that understand that he may well be inspiring the next generation of wizards, who will likely one day grace the halls of the academy as students and professors.

K17. HOME OF DOTHAN VAN BROCK

A madman undoubtedly built this ramshackle house — spurs and half-completed renovations stick out from all sides, and doors open up onto multiple balconies scattered about its three-story surface. The roof is sharply slanted, but a flat platform has been built on top of it, accessible through a trap door in the attic. A wind sock floats on a pole on one corner of the roof. The inside is well-furnished but chaotic. Toys and knickknacks dominate the proceedings: anything from miniature crystal balls to wind-up soldiers has been crammed onto every available square inch of shelf space. The kitchen is the only area untouched by such trinkets; neatly ordered stacks of books and scrolls can be found in the drawers intended for dishes. The front stoop features a sign depicting a pair of inordinately happy sprites dancing in the woodlands; the caption below them reads, "Go Away."

RESIDENTS

The house belongs to Dothan Van Brock, a wizard of eccentric and reclusive reputation. Rumored to be a fiendish practical joker, he has alienated many potential friends through his pranks, and as a result has withdrawn from society. His main connection to the outside world comes through correspondence with various professors of the Academy, in which he evinces a keen interest in shapechanging magic. Neighbors, however, say he's more prone to earth-style spells such as *transmute rock to mud*.

In truth, Dothan is no wizard at all, but rather a copper dragon who has been unwillingly *polymorphed* into human form. The former Dothantius Draconis once tricked a powerful sorcerer into getting lost in the desert where he dwelled, a prank he thought was quite funny at the time. The angry spellcaster returned and transformed him into his current shape — a gangly, redheaded human with bony joints and intense green eyes. Ashamed at this turn of events Dothan retreated from his usual haunts, taking with him as much of his hoarded treasure as he could carry. He arrived in the city and, comforted somewhat by its energy and pulse, decided to put down roots.

Dothan: Mature Adult copper dragon *polymorphed* into human form. Use the details in the *Player's Handbook* and *Monster Manual* as appropriate.

Dothan has several magic items in his collection of knickknacks, including a pair of *figurines of wondrous power* (a bronze griffon and a marble elephant), a *deck of illusions*, and a *Murlynd's spoon*. Finding them amid the mountain of semi-interesting junket in his house is quite a task (successful DC 30 Search check to locate, and the searcher should know what he or she is looking for). Dothan also keeps a *broom of flying*, which he uses whenever he's feeling particularly nostalgic. Finally, he has a great chest buried in the basement where he keeps a fraction of his hoarded treasure — 20,000 gp and gems worth roughly twice that. He has yet to reveal its existence to a single soul and his *transmute mud to rock* spells have sealed it inside a foot of solid granite.

ACTIVITY

Dothan has dedicated himself to expanding his home. But even though he possesses basic carpenter's skills, he seemingly lacks the focus to finish any project he starts. He can sometimes be spotted scurrying around his house via a *spider climb* spell, working on one extension for a few minutes before giving up and moving to another.

He has also searched in vain for some means of reversing the spell placed upon him. But as time goes on, he wonders if it would be better just to remain in human form, rather than return to dragon society. Here, his magical powers are respected and he has plenty of people whom he can prank. Were he to return to his old life, he'd be nothing but a punch line — a jokester who couldn't handle it when the joke was on him. So he remains trying his best to fit into human society and doing what he can to alleviate encroaching ennui. His chaotic home reflects the middling success he's had in both endeavors.

He's a lonely soul at heart and longs for companionship, but his inappropriate sense of humor leads many to forsake him. He puts up the facade of a recluse, fearing the abandonment which will inevitably ensue when he gets close to anyone. Those who can put up with his irritating jokes and retain good relations with him will find that they have a friend for life (and with Dothan, that's a very, very long time).

HOOKS

- Dothan latches onto the PCs and irritates them incessantly with a variety of thoughtless but admittedly clever pranks. He intermingles it with a few genuine efforts to help —arriving in the nick of time to aid with a foe, or hunting down an important and hard-to-find item without being asked. It's clear that he's trying to ingratiate himself to them; the question is, can they deal with his annoying side long enough to accept that?
- An object which the PCs need rather desperately has been bought up by Dothan and added to his collection. In order to retrieve it, they will need to either bargain with the ex-dragon or break into his house and steal it. Smart PCs might mask the theft as an elaborate practical joke, which could provoke any number of reactions from Dothan.
- One of Dothan's fellow copper dragons has been secretly holding correspondence with him — another prank which will reveal the ex-dragon as a disgraced member of his former species. He begs the PCs to help him thwart the trick before he is humiliated — which means finding the other dragon's lair and disposing of Dothan's letters.

K18. FERRAS SHADESTONE'S HOUSE

This well-decorated house belongs to the assassin Ferras Shadestone (Ftr4/Rog4). Shadestone is known in very disreputable circles for his dirty deeds. Thanks to the rivalry between the Circle of Oracles and the Arcane Academy, he doesn't have to take as many out of town contacts as he used to. Those in the know say that Shadestone was instrumental in helping Garrolan defeat the previous Headmaster. Shadestone himself is a notorious and disreputable character on those occasions he goes out in public. He has been well paid for his crimes, but he's now unsure how to spend his money. When he arrives at a tavern, his obnoxious behavior soon clears it out.

K19. THE PIPEMAKER/ PIPEMAKER'S MARKET

The street is thick with vendors of varying shapes and sizes; passersby gawk not only at the goods but the sellers. Mixed amongst the dwarves, elves, and humans are a humanoid or two hawking rough wares along side the apples and leather goods for sale at the other booths. Even with the traffic that wanders through here every day, the nearby grass is a brilliant green. The bazaar seems to be spilling out of a strange building on the corner of the street; it's in the shape of a large overturned pipe, with the entrance carved into the cylinder of the pipe itself. Brightly colored tent flaps stretch down the side of the pipe, shading all manner of strange and exotic goods from the sun.



Pipemaker's is the heart of Garden Street. It is located at the western end of the street on the corner of Garden and Piety, the north-south street that runs along the Circle of Oracles. This building marks the beginning of Garden Street and it also is the center of a small flea market that occupies the first block or two down the street. Everything sold by the vendors in these makeshift shacks is theirs to keep. Many of the vendors that set up shop are desperately trying to raise money for some other enterprise. Some want to build their own store on Garden Street or move to the more prosperous Bazaar District. Some want to get out of the city. Every booth is unique and chances are the goods offered there won't be found anywhere else in the city.

RESIDENTS

The story that Sadani, the owner of Pipemaker's, tells about the peculiar shape of his building is quite fanciful. He claims that he carved it himself to stop a giant from destroying a small village where he lived. He offered the pipe to the giant as well as an entire harvest of pipeweed. He also slipped some sleepweed inside and the giant fell asleep for a hundred years. He wasn't too keen on being around when the giant awoke, so he brought the pipe with him to the city, where he originally made his living as a tobacconist. The unusual shape of his shop brought many customers, and Sadani's outrageous tales of adventure brought them back. His shrewd business abilities allowed him to expand outside the pipe and import goods from faraway lands so that city residents with a taste for the exotic would come to him.

Sadani: Wiz9.

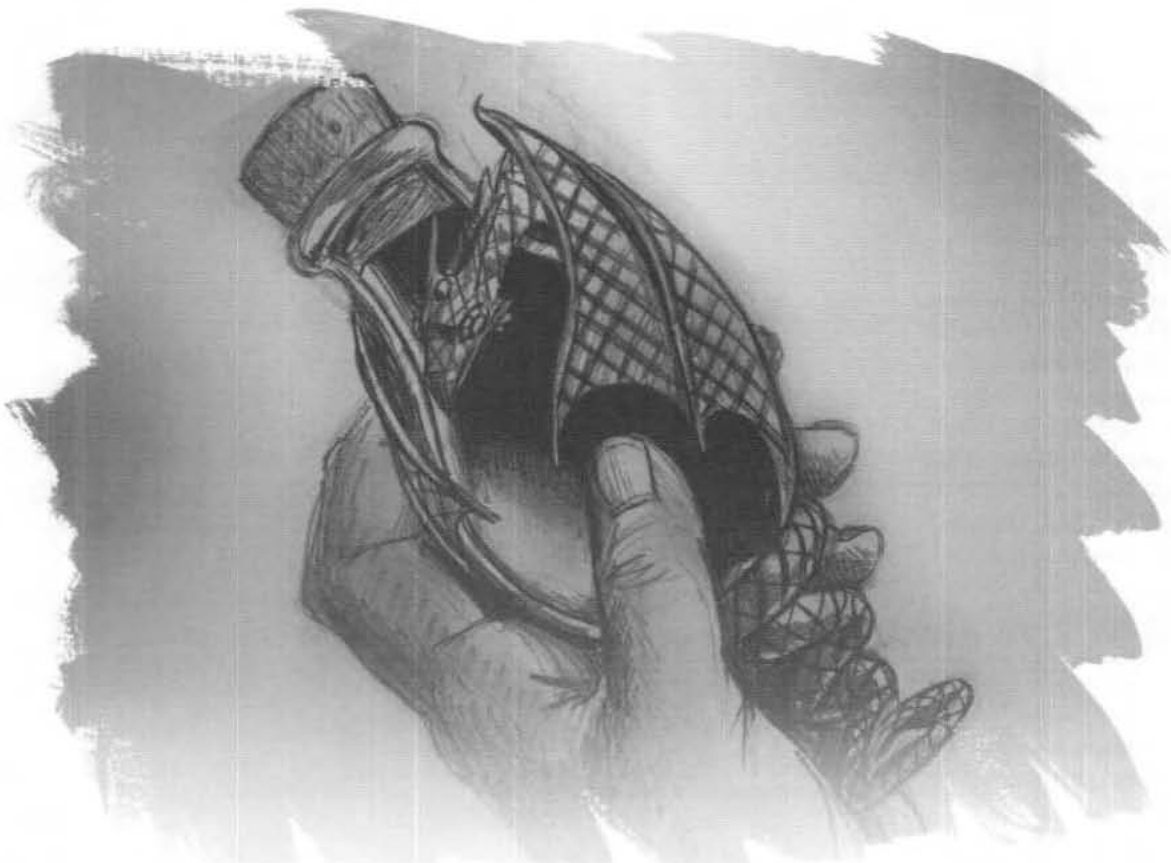
Other Vendors (Varies): Exp2.

Customer (Varies): Com1.

> Each of the vendors here carries 10-30 gp in mixed coins. The wares on display run the gamut from masterwork drinking mugs to odd perfumes (*eau du owlbear*, for examples. Exact details are up to the DM, though everything here holds at least some value.

ACTIVITY

Surprisingly, Sadani encourages the small vendors outside his shop. He realizes they bring in customers to his shop as well as Garden Street in general. He could easily charge a fee to the vendors but when asked about it, he merely smiles cryptically and tries to sell the inquiring mind on some new bric-a-brac he has on his store shelves.



HOOKS

- Someone is murdering the street vendors outside Pipemaker's, and Sadani hires the PCs to investigate. Is it a bloodthirsty vendor bent on eliminating competition, or perhaps a ghost of a failed vendor has possessed someone to do his bidding?
- Sadani is looking to retire soon. As some of his best customers, he enlists the PCs to help him choose a worthy successor to make sure Pipemaker's Corner stays the way it is.
- Some enemies of the PCs decide to strike while they are browsing the market one day. Can they identify friend from foe in the confusion?
- A vendor has an item vital to the PCs quest. What if the vendor is not interested in money...and wants to send the PCs on a quest of his own?

K20. THE DEAD FISHMONGER

While many taverns exist in the city, this part of town is the only one that has one run by a necromancer. The food here is cheap but decent if you can put up with the decor. Obmak (Wiz4) originally came to the city to become a necromancer. He doesn't like to talk about his days at school. He flunked out after sophomore year when his first trip to a live dungeon ended in disaster. He wasn't sure where his training could be useful until he came upon a tavern and inn that was ready to close. He bought the place, cleaned it up as best he could, and put his best foot forward. His great idea was to use the meager undead servants that he could create as the help. He could then undercharge his competitors without worrying about paying his staff or subjecting them to the harassment of the customers. So far, the plan has met with varying degrees of success. Obmak is kept busy in the kitchen while his undead staff handles the bar and busing tables. The patrons that can stomach the staff find the food decent and the prices tough to beat.

K21. WHISPERS

This tavern caters to a shadowy clientele. The owner is an old Academy wizard that recognized the need for a public location where shady deeds could easily be arranged. Whispers is not known to the general public. It can be entered by invitation only. Buying a membership costs a one-time 500 gp fee and either a monthly 10 gp charge or a yearly charge of 100 gp. Members can bring one guest. An invisible stalker (as per the *Monster Manual*) keeps the riff-raff out. The entire inside is covered in *silence* spells. There is a stack of papers at each table as well as an iron can. Patrons of the club communicate to each other through the messages written on the papers. When the papers are thrown into the can, they automatically incinerate. Stavos (Wiz6) does provide high-class refreshments for free but few people come here to drink. Not only is Whispers frequented by the Thieves Guild, it also has come to be a good neutral ground for warring wizards. Stavos keeps close watch on any known wizards in the place. The entire space can be rented out for a "private party" at a cost of 100 gp an hour. While the club contains little of value, anyone able to get past the stalker can make it to Stavos' apartment above the bar and find a few minor magical items (1d4) and 1,000 gp in an unlocked chest.

K22. GEMSTONES BY EDGAR

Fashionable nobles across the city favor this shop. Edgar (Rog5) is an excellent appraiser of gemstones, which he uses to fit into one-of-a-kind jewelry. A vicious pair of fighters known as Mr. and Mrs. Shek (both Ftr5) bodyguard him when he leaves the shop for any reason. When he's in his shop, they hang out at the tavern across the street where they drink on Edgar's tab. Edgar carries all the money he makes from the store on him in a special money belt that will magically slag the coins inside if the belt is removed without his reciting the proper phrase. It's usually somewhere in the neighborhood of 2d6 x 200 gp. He's looking for someone that could build him a belt that would *teleport* the money to a safe location, but so far, he hasn't found anything.

K23. FAMILIAR FEELING

This is one of Garden Street's more popular shops. In addition to helping adventurers feed and care for their animal familiars properly, the proprietor also carries a variety of accessories for familiars ranging from matching hats to properly sized armor. There are also some familiars on hand that can be bonded, as well as spell components that can be used in the summoning of familiars. Children as well as owners of familiars love this store — one of the first that started out as a vendor on the corner outside of Pipemaker's.

K24. THE SPOT

While the Illuminated Library (location K8) offers a wealth of knowledge for the dungeon delver, it does not lend out its tomes to anyone. The Spot (as in, "X Marks The...") began as a response to that policy. This shop buys old treasure maps, used scraps of riddles, and all those strange books that adventurers always seem to come across. Adventurers desperate for a clue on how to crack a particular riddle or magic word often come here to sift through the junk that previous adventurers have left to see if there are any clues offered by the past. Anything bought at the Spot is specially marked with a sigil in one corner, so that the store never buys back what it has previously sold.

K25. SORCEROUS SWEETS

The Sweets sells magic-brushed candy. It started as a final project at the Academy to help raise funds. It proved so popular that the wizard who came up with the idea — a chatty half-elf named Malenius (Half-elf Wiz8) — opened up this shop on Garden Street and now donates some of the proceeds to the Academy. The candy ranges from flying cotton candy to gumdrops than can taste like anything. Their effects are invariably amusing, but neither

terribly helpful nor harmful. A list of possible effects from the candy is provided below; roll or choose whichever one is most appropriate. The shop also has a small selection of potions for sale but they often have garish labels and silly flavors to them.

Table K.1: Sorcerous Sweets Effects

Roll	Effect
1	The candy floats on air
2	The candy routinely changes color
3	The candy stays cold, regardless of outside temperature
4	The candy emits happy noises
5	The candy is a perfect replica of some other sort of food (apples, cherries, etc.)
6-7	The candy periodically moves in place (candy worms wriggle, jelly beans jump, etc.)
8	The candy periodically throws off brilliant, but harmless sparks.
9	The candy can double as a simple musical instrument, such as a whistle.
10	The candy turns the taster an unnatural color (blue, yellow, etc.) for 1d4 hours.
11	The candy causes taster to levitate exactly one inch off the ground (falling rules still apply) for 1d4 hours.
12	The candy causes smoke to rise from taster's ears for 1d4 hours.
13	The candy causes taster to sing uncontrollably for 1d8 rounds.
14	The candy causes an ever-changing series of horns to sprout from taster's head for 1d4 hours.
15	The candy causes taster to grow a furry tail for 1d4 hours
16-17	The candy raises or lowers the taster's voice by two octaves for 1d4 hours
18	The candy causes the taster to view the world in shades of a single primary color for 1d4 hours.
19-20	Roll twice on this table, ignoring this result hereafter.

K26. THE FOOL'S FRET

This tavern is one of the bawdier establishments in the Garden Street community. It's actually a block or two away but most of the clientele are either regulars of Garden Street or tourists who get lost. The big feature is the Open Stage Night when anyone can climb up on stage and perform. While the performer does his or her act, the staff collects money and trash. Two buckets are suspended above the stage and at the end of the performance; the items collected by the barmaids are separated and dumped into the buckets, one for coin and the other for garbage. Whichever is heavier is dumped onto the performer. If she did poorly, she gets doused with spilt warm ale, pipeweed ash, and half-eaten food. If she did well, coins and other valuables rain down. Many famous bards in the city got their start here before moving on to cushier jobs in the Artisan and Entertainment Districts.

K27. PIPIL'S POTIONS

This store sells potions reaching the end of their potency. They are still good for something but they command a cheaper price because they may not be as useful. For each potion purchased here, there is a 50% chance that it will have its normal effect. There is a 25% chance that its beneficial effect will be halved (length of effect, bonus granted, etc.), rounded up. There is also a 25% chance that its beneficial effect will be only one-fourth of normal. Many of these potions come from the Hospice and the Circle of Oracles. Pipil (Clr3) is also good at identifying potions and buying them back. Good ones get donated to the Hospice. Bad ones end up on his shelf or the 10 gp "Mystery Bin."

K28. TALL TALES TAVERN

Bippo Ogleton (Halfling Drd6/Brd2), runs this small inn. It is designed with the Small size patron in mind. Chairs are lower, drinks smaller, and regular sized patrons find themselves banging their heads and stooping too much. Because of its unique construction, it is able to fit in three floors of entertainment where other taverns would only be able to fit in two. Bippo is considering turning the third floor into a small inn and/or bed and breakfast. While this tavern is popular with halflings, gnomes, and dwarves, the regulars frown upon bringing anyone here who is too big for the place.

K29. CIVIC GUARD STATION

The familiar banner of the Civic Guard is a welcome relief from the strangeness of the rest of this district. But even here, the odd energies on display put everything slightly off. One might see, for instance, a pair of Guardsmen wearily hauling a drunk wizard up the steps even though the miscreant's feet aren't touching the ground.

The Civic Guardsmen in this part of town do not have it easy. But if you need fighters trained to handle all manner of strange phenomena, this is the place to get them.

RESIDENTS

Between the side effects of magic, the pranks that students pull on each other, and the bickering for funds that often catch this building in the middle, life is always interesting for the Civic Guardsmen stationed here. The force is made up of a mix of hardened men at arms and fresh rookies. Most Guardsmen don't ask to be stationed here, but the Guard often puts rookies here to test their dedication. If they can handle a tour here busting up spell component smuggling rings and chasing down rampaging children that got into their dad's giant potions, they can keep order anywhere. Two of the Cadre Wizards (see location F8) are permanently attached to this district, since the likelihood

of needing someone with knowledge of arcane magic is higher here than in most other parts of the city. While the building has a few small temporary holding cells, any creatures or magic-users being held for major crimes are usually transferred to the Guards District, where they can be properly contained.

Captain Wiston Nordham, a stiff-upper-lip sort who is loathe to lend out his staff to other districts when magical crimes are committed elsewhere, runs the show. Both schools want him lean harder on the rival school's students. Luckily, his paladin's honor has kept him clean, and he intends to keep his men free of the entangling rivalry which defines of much of the district's politics.

Captain Wiston Nordham: Pal8.

Civic Guardsmen (100): Ftr1-7.

Cadre Wizard (2): Wiz2-8

Civic Guardsmen are equipped according to regulation: studded leather armor, chain shirts for corporals and higher ranks, and a small wood shield, baton (treat as a quarterstaff), short sword, and a light crossbow or short bow. Captain Nordham carries a *+1 longsword* handed down to him by his father, a suit of masterwork plate mail, and a *rod of negation*. The Guard Station may hold 5-20 magic items of varying qualities, which were confiscated from unruly residents. Sir Nordham keeps them in the building as briefly as possible, either by returning them to their sobered-up owners, or donating them to the Museum of Artifacts (location K5). These items can either be chosen by the DM or determined randomly by rolling on the pertinent charts in the *Dungeon Master's Guide*.

ACTIVITY

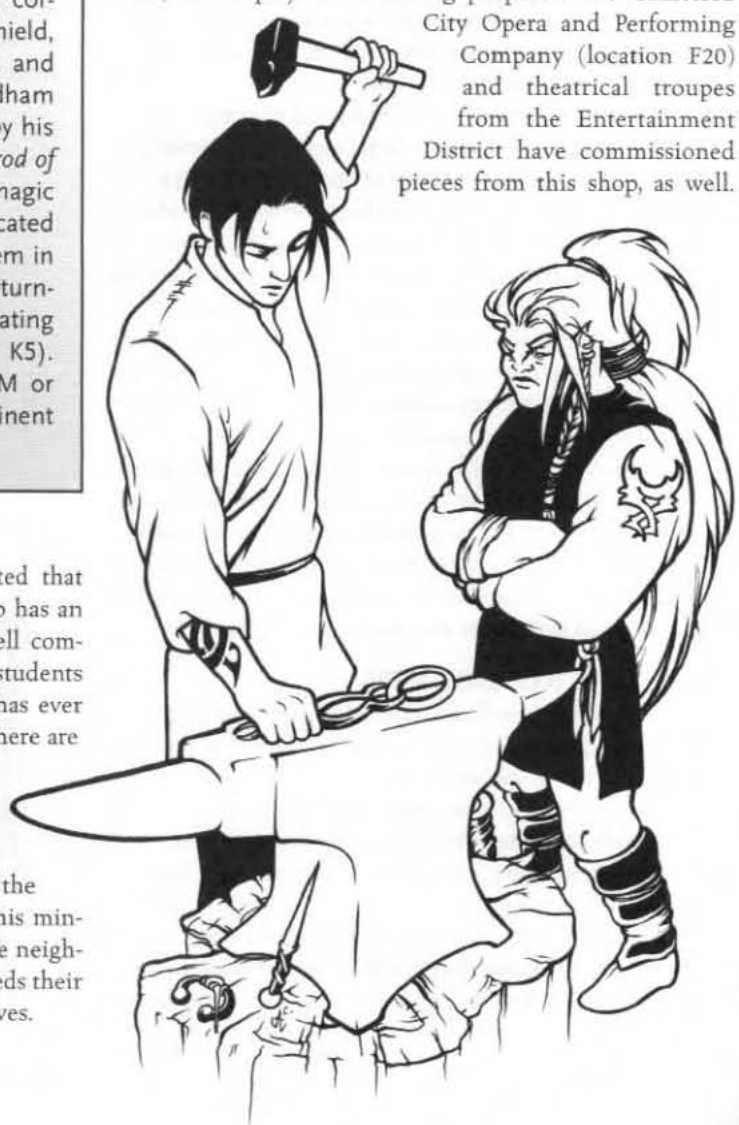
Some members of the Thieves Guild have noted that on mornings after large celebrations, the lock-up has an unusually large number of magic items and spell components confiscated from drunk and disorderly students during the evening's festivities. While no thief has ever been bold enough to make a play for this stash, there are plenty of rogues that think such a heist might be possible.

HOOKS

- A powerful evil wizard ends up holed up in the guard house until the morning. He sends for his minions to free him. If the PCs happen to be in the neighborhood, they will find that the night watch needs their help to hold off the evil minions until help arrives.
- Someone steals the guard house's cache of confiscated magical items. But when one of the wizards from whom they were confiscated sobers up, he somehow traces the theft back to the PCs and comes looking for them in a fell mood.
- Both colleges form "campus police," private mercenaries who attempt to interfere with the City Guardsmen. Captain Nordham sees them as little more than sponsored gangs, but as he is supposed to remain neutral in all rivalries between the two institutions, he resorts to hiring the PCs to deal with the gangs in the name of preserving public order.

K30. REPLICA MAKER'S

The artisans at this shop (Exp10) make high quality replicas of legendary items. Of course, these items don't actually function, but if you want a sword that looks just like the one that Sir Ronald Bellevue wielded at the Battle of Monckton Point, then this is the place to go. Many nobles come here to commission replicas of weapons that they've seen in the Metropolitan Museum of Artifacts (location K5) for display or costuming purposes. The Chartered City Opera and Performing Company (location F20) and theatrical troupes from the Entertainment District have commissioned pieces from this shop, as well.



Some less scrupulous folks have also had weapons made here, and then sold them to rubes as the genuine articles. Most city dwellers won't fall for it, as they can recognize the small brand that the artificers put somewhere on each item, but the excellent craftsmanship often fools an unsuspecting outsider.

K31. MONK'S HOODS

Every year, new styles in clothing come and go. For those who care less about fashion and more about budget, Monk's Hoods is here to serve their needs. The store is filled with second-hand clothes, unclaimed commissions from tailors, and serviceable, if slightly damaged, items discarded by hardy adventurers. That *elven cloak* might have a green slime stain on it, but at the prices here most people don't mind (only 50–75% of the normal price). Occasionally a bit of magic clothing gets misfiled down here as well, leading numerous otherwise uninterested customers to peruse its shelves in search of a one-of-a-kind bargain.

K32. THE WRINGER

Many students find that a life of academic study doesn't accurately prepare them for a life of adventuring. The Academy concentrates too much on craft and the Oracles do not feel obligated to provide physical training for their students. Health-minded students come to this establishment to learn about the basics of combat and tactics. The proprietor is a retired City Guard captain named Rudolph Scrunt (Ftr9) who grew tired of watching skinny wizards being pushed around by brawny fighters. His methods are tough, but fair, and one of the first things new clients see on the wall are a variety of letters pinned there thanking The Wringer for the techniques that saved their life. He charges 5 gp per one-week session, with a guaranteed refund for all those unsatisfied with his methods.

Training with Captain Scrunt for a full year will gain a character with levels in one or more arcane spellcasting class a permanent +1 competence Attack bonus. However, a multiclass character with levels in a non-arcane spellcasting class may not qualify for this bonus. The total bonus accumulated in this way may not exceed +1/5 levels.

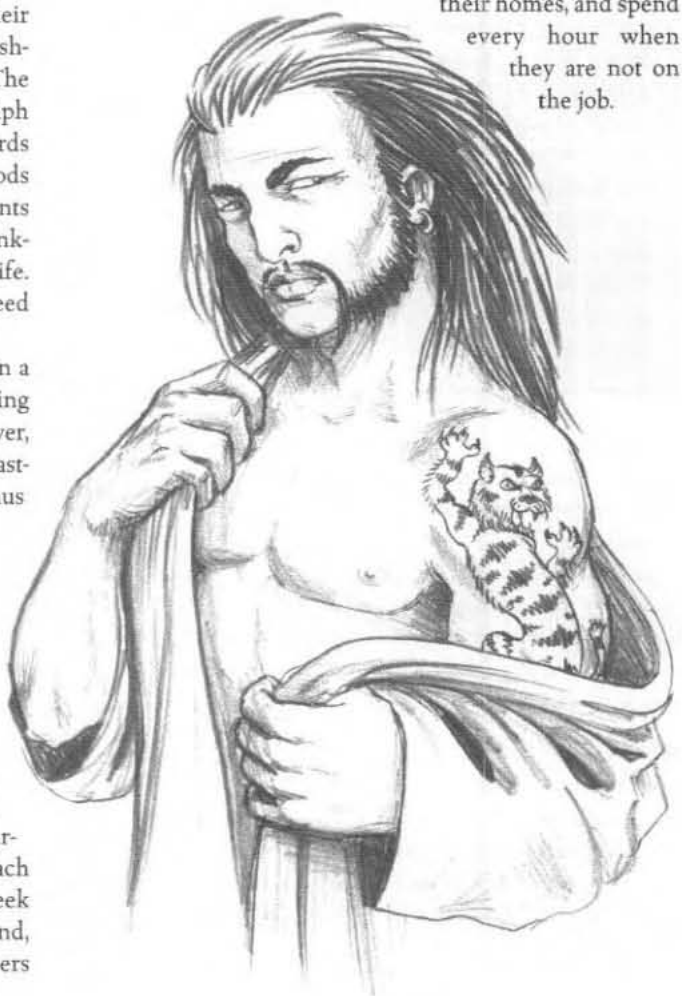
K33. THE SIX SCENTS

This incense shop sells a variety of fragrances but its utility to adventurers is the owner's ability to make potions that can be burned as incense rather than ingested. This shop also offers regular potions but few people come here for such a mundane purpose. Incense potions go for five times the listed price but are easier for unconscious adventurers to ingest. The owner, Lirita (Drd8) was sick of hearing about adventurers who died because they couldn't imbibe potions. Each potion made in this manner generally takes an extra week of preparation. Lirita doesn't keep the good stuff on hand, but will happily cater to any special orders her customers may have.

K34. CHAMBERS ROOF CLEANERS AND CHIMNEYSWEEPS

A sign out in front of this establishment announces it as a chimneysweep. It is a modest and unassuming storefront, attached to an unusually tall building — taller than any other on Garden Street. Inside, a bare desk and counter are the only furnishings in the main room. A middle-aged man sits behind it with a neat ledger, ready to take down orders.

The sole employee on duty here — Rory Chambers, a retired ship captain and one-half of the business's husband-and-wife team — takes orders and collects payments from customers in the front room. His desk is small and unobtrusive, and he keeps accounts in a pair of plain-bound books that never leave his sight. None of the customers ever see the tall chamber beyond this room, kept hidden by a pair of locked doors (successful DC 20 Open Lock check to pick). They don't see the two large trees which spring up from the earthen floor of that chamber, nor the plethora of cages and walkways which frame them from every angle. It is here where the employees make their homes, and spend every hour when they are not on the job.



RESIDENTS

Rory and his wife Ilsa own a troop of winged monkeys, which they acquired overseas under mysterious circumstances. The small flying beasts are ideal for re-thatching roofs, cleaning obstructions out of chimneys, and similar tasks, which would be fairly risky if undertaken by humans. Every morning, Ilsa sets out with the monkeys in a covered wagon, carrying a list of the day's jobs. At each assigned location, she uncovers the wagon and barks commands to the monkeys, who fly up in a huge cloud to begin work. Highly trained, they do their jobs speedily, following orders from their mistress like a cadre of well-schooled soldiers. When the task is complete, they return to the wagon with a whistle from Ilsa, and proceed to the next location. They can cover 20-30 rooftops per day in this manner, weather and building size permitting. Only the sheer size of the city and the limited number of monkeys keeps them from driving other chimneysweeps out of business.

Rory Chambers: Exp7.

Ilsa Chambers: Com6.

Winged Monkeys (41): As per the *Monster Manual*, save that they may fly at as speed of 60 ft, with Average maneuverability.

Though quite successful, the couple spends most of their money caring for the beasts. They have a savings of 150 gp kept in a satchel beneath their mattress in the living quarters above the store. In addition, Rory keeps a *+2 short sword* in his office, a relic from his seafaring days.

ACTIVITY

Rory and Ilsa charge 5 sp per roof for their services. They have also been known to use the monkeys to deliver messages and perform other small errands, for which they charge anywhere from 1sp to 1 gp. Much of their operating expense goes to exotic fruit for their pets, which they purchase in the Bazaar District. The monkeys all follow the couple exclusively, and will obey no other master. Brushes and other equipment are kept in a small storeroom adjacent to the monkeys' sleeping quarters.

HOOKS

- One of the monkeys absconds with a valuable object he found in a clients' chimney. The object was stolen and the thief promised it to a disreputable underworld figure — Stavros Elmond of Todson Imports (location M16). When he didn't deliver, Stavros had him killed. The PCs are tasked to find the murderer which may lead them, falsely, to the Chambers' business (the object is in the tree where the monkeys sleep).
- A powerful but destitute wizard has kidnapped the monkeys, hoping to extort a ransom from their owners. The Chambers cannot offer much, but they beg the PCs to rescue the monkeys and return them safely.
- Cartographers have expressed an interest in learning where the monkeys came from, perhaps financing an expedition by the PCs (who must first prize the details from a reluctant Rory Chambers).
- The Chambers have decided to broaden their income by using the monkeys as spies. The PCs must track them down before they sell a dangerous secret to the highest bidder.

K35. SULLY'S

Sully's is tucked into a building that most people think is abandoned is owned and operated by a wretched dwarf named Sully (Dwarf Rog4/Ftr2), who is very often mistaken for a goblin upon first meeting. At first glance, Sully's is a pawn shop, where desperate souls sell off prize possessions to scrape by to their next wages. Sully "buys" a weapon at its full market value, but will eventually charge anywhere from 300 to 500% its value in small, regular "interest payments." Filled with sentimental wares such as dolls and paintings, the shop keeps a surprising selection of well-made weaponry. Every now and again, a weapon of masterwork quality or a magic weapon graces its poorly-built shelves. Neither shrewd nor successful, Sully is unlikely to come by these weapons through legitimate means. He has a deal with some of the orc and goblin tribes in the Humanoid District: notably King Weed (location B5) and the Rotten Jaw (location B7). He sends them supplies, weapons, and gold — left at a rendezvous outside the city — in exchange for first taste on salvage from their raids. Rumors of this terrible exchange have gotten out into public but to be honest, Sully doesn't care. He spends his nights counting his profits and dreaming about moving away from the city. He keeps his gold in a secure floor safe (successful DC 20 Open Lock check to crack, 1d10 x 100 gp and one masterwork/magic item inside).

QUESTS

The odd atmosphere permeating the Academy District bleeds out into any adventures which might take place here. Parties who spend too much time here may find themselves subjected to freakish occurrences, such as passersby inexplicably growing feathers in their hair, or the sky turning from blue to orange and then back again. The endless "Prank War" and other jostling between the Arcane Academy and the College of Oracles affects everyone here, leading to a fantastical atmosphere that beggars belief. Even the most mundane event may have otherworldly beginnings, and the high amount of magical energies can turn a routine errand into a rollicking, untethered adventure.

THE GATES OF REPRISAL

Back in the earliest days of its rivalry with the College of Oracles, the Headmaster of the Arcane Academy put a plan into motion to ensure that they could never supplant the successors of Larrus Gestia as the district's most potent political force. He secretly commissioned the construction of various gates linked to other planes and hid the activation trigger in his study. If anyone ever rose up against the Arcane Academy, he would trigger the gates and a variety of creatures would come pouring through to destroy the city. The Headmaster died before passing the knowledge onto his successor and those gates lay dormant...until now.

This adventure familiarizes the PCs with the various hotspots in and around this district. The DM is encouraged to modify, expand, and change up the gate locations to keep the players guessing. This quest gets very serious very quickly and can run the PCs ragged if they're not careful.

The PCs are attending the Founder's Day Procession, where all the wizards from the Arcane Academy dress in their finest robes and parade around the district before returning to the Testing Arena for some strange and secret ceremony. To add a bit of authenticity to this year's proceedings, the marshal of the parade borrowed an artifact from the Museum. This artifact is, of course, one of the triggers of the gates. As the parade marches past the Chancellor's Manor (location K9), a shimmering blue gate appears and a bevy of extraplanar monsters come tumbling out.

After a quick battle with the creatures (in which the PCs can participate), the marshal reads an inscription on the side of the artifact and seals the gate. No sooner has the gate shut but criers come running from all over the district to report similar gates! The wizards break into teams to combat and close the gates and the PCs are asked to help as well. Once they have beaten back the monsters, they can recite the incantation (which the marshal gives them), which will presumably reseal the gate. The party is assigned to the following gates:

The Museum (location K5): This seems to be the most logical choice for many PCs and it is a good place for information on the artifact which started all the trouble. Players that ran though The Field Trip before will get a second chance here except this time the monsters are playing for keeps. Ex-Delvers can use what they've learned the first time around, while those who have donated items to the Museum might find themselves searching madly for those items in order to help turn the tide. This segment should end with a nice fight near the Restricted Collection. When they've closed the gate with the incantation, they can do a little research on what the artifact was and where the other gates are located.

The Zoo (location K6): The fact that there are already monsters here should make the PCs sweat a little bit. While none of the beasts on display have broken free yet, their presence puts everything on a timer. Can the party stop the extraplanar monsters before they overwhelm the staff and break the captive creatures free? The gate is, of course, open in the habitat of one of the nastier creatures on display. Throw a creature with a CR one or two levels higher than the party to push them around while they make the incantation. If they can make it out without any major casualties of their own or the beasts kept here, Matusiel will reward them.

Pipemaker's Corner (location K19): The challenge here is rescuing the innocent shoppers and keeping the monsters from destroying the market. The monsters released here seem to be more interested in smashing booths and causing havoc than actually killing people. The PCs must act carefully if they don't wish to harm any innocent bystanders here. The way they handle themselves in public will affect their reputation in the district — and probably the city at large, too — for a long time to come. If they do a good job on damage control and act like a team, they are hailed as heroes. If they let monsters run wild, show little concern for nearby innocents, or take their time sealing the gate, the public will look down upon them.

Sully's (location K35): While there is a gate at Sully's, his contacts in the Humanoid District have taken it upon themselves to use the chaos and strike a blow for the oppressed humanoids in the city. They have raised a defense around Sully's and actively protect the gate. The PCs will have to face goblins and orcs entrenched in around a city block and then face the creature summoned within. The humanoids are well armed with the best of Sully's dubious stock. Sully, curiously, is nowhere to be found (he's taken a powder so that he may claim ignorance later when the City Guard comes around).

The Fountain of Knowledge (location K13): This mission is time-critical. The monsters sense the power of the Fountain of Knowledge and wish to either claim it or destroy it. If the PCs have been facing nameless, slathering hordes, this is a good time to hit them with an intelligent monster that can think for itself. While the campus of the College of Oracles stands wide open, a fight on open ground can still be made difficult by flying enemies and the like.

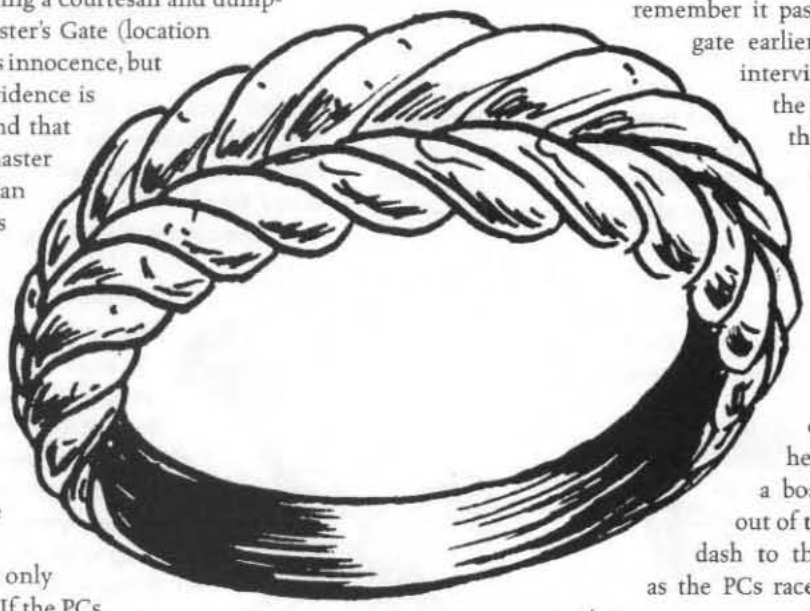
The Testing Arena (location K10): Before the PCs can get into the Arena to seal the final gate, they have to convince the Deans and the Headmaster to let them in. Garrolan believes that the wards on the walls will contain whatever comes through. But this gate gets bigger...and bigger... and bigger... Finally, after some spirited debate, the PCs are let inside with the marshal. At an appropriately dramatic moment, the marshal turns on them, revealing himself as the descendant of the Headmaster now intent on unleashing his ancestor's birthright at last. A few monsters

pop out of the gate and he begins to summon something really big. If the PCs can stop him, the city is saved. If he takes more than five rounds summoning, let something come through that the players might have the slightest chance of beating... if they hadn't just gone through five fights this evening.

THE ARREST OF GARROLAN THE GAZER

Like many of his forerunners, Garrolan the Gazer has made enemies in his rise to the position of Headmaster. While these enemies number in the hundreds, few would dare strike and run the risk of incurring the powerful mage's wrath. But when one enemy boldly attacks, the others smell blood in the water and soon Garrolan has only one place to turn: the PCs. In this quest, one of Garrolan's enemies strikes with a deceptively simple ploy and it's up to the PCs to discover Garrolan's innocence.

The evening begins at a quiet dinner at the Chancellor's Manor (location K9). A knock interrupts dinner. Captain Nordham has arrived with an arrest warrant for Garrolan. He is accused of murdering a courtesan and dumping her body near Monster's Gate (location B1). Garrolan protests his innocence, but the damning piece of evidence is a ring found on her hand that belongs to the Headmaster of the Academy. Garrolan claims the ring was stolen, but the Guard Captain doesn't buy it. How could he let a common thief steal such an heirloom? He is held over for trial at the Courts of Law (location F16) and is allowed to contact one person.



Garrolan turns to the only people that he can trust. If the PCs have sided with the Academy in the past, then he knows they can be relied upon. If the PCs have sided with the College or come from Garden Street, this illustrates the depths of desperation to which Garrolan has sunk. If they are apprehensive, he reminds them of the destabilization that the Academy will go through if he is forced out as Headmaster; a power struggle would cause no end of trouble for the school and for the district as a whole. Indeed, Garrolan suspects that treachery from within his organization may have played a role in his framing, and he needs agents uncorrupted by the Academy to solve the mystery. He tells them, however, to report their finding directly to him. He will find the suitable course of action for the findings.

The first step is locating the killer: a non-Guild thief named Kurro, who knew the slain girl and was paid to place the Headmaster's Ring with the corpse. The Deans were behind the whole thing, and have left a convoluted path to follow. Kurro was told that he could purchase the ring at the Humanoid Pawnshop (location B19), where the original thief had sold it. The ring was actually stolen by a pair of kobolds from Reinhold's Municipal Engineers (location B18), whose clerics needed it for casting a spell. The Deans permitted the kobolds to enter the academy unobserved and then make off with the ring, thus removing all suspicion from them. Once Reinhold's Engineers had completed their ritual, they sold the ring to the Pawnshop, which the Deans were certain they would do. Kurro found it as they said he would, and then simply planted it next to the dead girl's body.

The PCs may unravel the plot in any one of several ways. Questioning students at the academy may reveal that a pair of small beings were seen running from the academy on the night of the theft. Guards at Monster's Gate may have seen Kurros plant the ring there and remember it passing through the gate earlier. The PCs could interview Angus Fell at the pawnshop to see if the thief tried to sell anything there. Whatever path they choose, it should eventually lead them to Kurros. If the GM wishes there to be an exciting climax, he can arrange for a boat to take Kurros out of the city, and a mad dash to the Docks District as the PCs race to catch him in time.

If confronted forcefully, Kurros will crack and reveal the full extent of the plot. He is willing to implicate the Deans in exchange for leniency. Armed with this knowledge, the players have a few choices at this point.

Tell Garrolan only: The Headmaster is appreciative and keeps the PCs' involvement a secret. A week or so later he is released from his cell when the witnesses refuse to show up at his hearing. Garrolan quietly eliminates those Deans that he feels were important to the conspiracy. Since the PCs served him so well in the beginning (and if they are of the correct disposition), he gives them first crack at being his assassins. Alternately, he can simply use them to put a good scare into the Deans, rather than actually killing them. Between Garrolan's careful planning and the PC's

skill at combat, none of the Deans are safe. They cower at Garrolan's power and he will stay Headmaster for a very long time.

Tell the authorities: While Garrolan appreciates being freed, he does not appreciate having secrets like this out in the open. He understands why the PCs told the authorities but he will never completely trust them again. A great scandal rocks the Academy as the Deans are accused of murder one by one. One of the Deans finally takes the fall. For the most part, the PCs are kept out of this mess but Garrolan is willing to nominate any PC wizard of appropriate level to the Dean position vacated by the criminal. Garrolan maintains leadership of the Academy but his paranoia increases tenfold. The PC wizard also has a target on his back, since he helped the Headmaster. The Academy will never be the same.

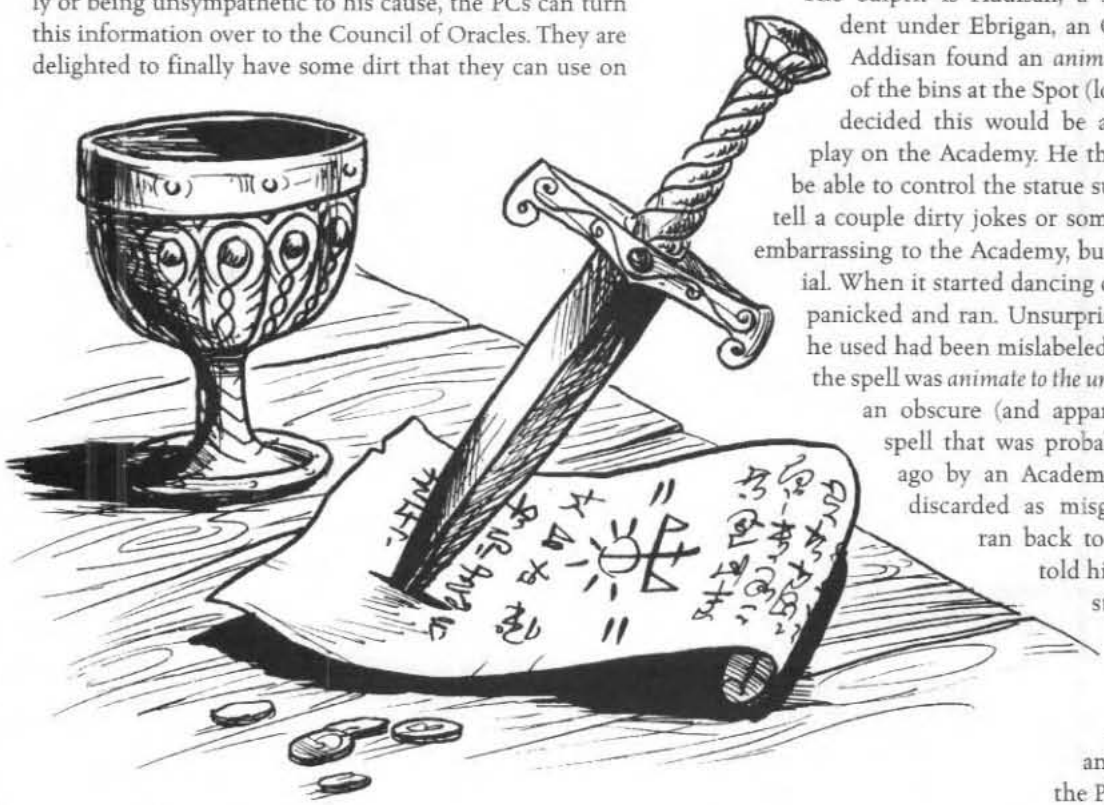
Tell the Deans: This puts the PCs in a position of kingmaker. The Deans will be willing to deal with the PCs as long as one of them gets to be Headmaster. As outsiders, the PCs are the perfect group to decide which Dean gets booted upstairs. As Garrolan awaits his permanent exile to the hell of the Humanoid District, the Deans curry the PCs' favor with gold, spells, and promises of power. While Garrolan is hardly innocent, the cruel irony of the one crime he didn't commit being the one that they catch him on doesn't go unnoticed. Once the PCs pick a new Headmaster, he treats them with a mixture of caution and respect... though he might always try to eliminate *them* as a threat to his newfound power.

Tell the Oracles: Either through betraying Garrolan totally or being unsympathetic to his cause, the PCs can turn this information over to the Council of Oracles. They are delighted to finally have some dirt that they can use on their enemies and elect to tell the Deans what they know and also aid in Garrolan's release. While he may suspect at what has happened, he can't confirm it. In the meantime, the Oracles use their newfound political clout to increase their influence over the Arcane Academy. Soon, the magic college is just a minor subsidiary of the clerics' school, its former potency now reduced to nearly nothing.

PRANK WARS #1: THE DANCING MASTER

This small quest begins when the PCs are on the campus of the Arcane Academy. The quiet day is suddenly ruined by the statue of Larrus Gestia (location K7) leaping off its pedestal and dancing down the campus. It does courtly dances, peasant dances, lewd dances, and everything in between. The statue is soon off campus and heading down Garden Street with no sign of stopping. The few people not immediately drawn to this spectacle notice a hooded figure dash off in the other direction. Who do the PCs go after?

Made of solid bronze, the statue is both heavy and awkward. It leaves fools unfortunate enough to get out of the way as it dances seriously injured when three hundred pound limbs smash into them. It does a lot of damage to Garden Street as it knocks over booths and people, and puts holes in carts. The statue is essentially impervious to attack, though a quick *paralyze* or *turn to stone* spell might slow it for a bit. The real key to restoring order is tracking down the culprit and casting the counterspell also on the scroll.



The culprit is Addisan, a second-year student under Ebrigan, an Oracle of spirits. Addisan found an *animate* scroll in one of the bins at the Spot (location K24) and decided this would be a good prank to play on the Academy. He thought he would be able to control the statue subtly and have it tell a couple dirty jokes or something similarly embarrassing to the Academy, but ultimately trivial. When it started dancing out of control he panicked and ran. Unsurprisingly, the scroll he used had been mislabeled. The full title of the spell was *animate to the unknown drummer*, an obscure (and apparently powerful) spell that was probably crafted long ago by an Academy professor and discarded as misguided. Addisan ran back to his Oracle and told him his breathless story. Amused, Ebrigan tries to protect and defend Addisan from any accusations by the PCs.

But as stories of the destruction that the statue wreaks filter back, he gives him and asks the boy to recent the spell. Addisan can't, of course, because he dropped it during his frantic run home.

The spell was recovered by Sully (location K35) and quickly put up for sale at his shop. He tries to squeeze the most gold that he can out of the PCs if they come asking for it. He doesn't care if the statue dances right into the harbor; he wants to get paid. While the Academy will reimburse the PCs for gold spending, he wants to see all of it, up front, or no sale. Once the PCs get this scroll back from this viper, they can try to track down the statue. The statue is on a course for the Docks District; once it reaches the water, it sinks and continues dancing until the spell duration runs out. If the PCs stop and return the statue, the Academy is grateful and treats them justly. If they fail, the Academy loses a lot of face and things around school are very tense for the next year or so.

PRANK WARS #2: TASTES GREAT, LESS MAGIC

To avenge their humiliation at the statue prank, the wizards strike back by sneaking into Pipil's Potions (location K27) late one night swapping all the labels... right before Pipil heads to the campus of the Circle of Oracles and hand out free samples. While there are no poisons or bad potions in this batch, the prank squad that they sent into the shop wasn't as safe as it should have been. The students are safe but the patrons at the shop buying potions while Pipil is away are another story entirely.

The potions Pipil brings to campus are mostly harmless. He brought a supply of what he thought were *cure light wounds*, *bless*, and a variety of helpful spells. Of course, the potions he handed out were *fire breath*, *invisibility*, and numerous unpleasant-tasting spell component vials like essence of bugbear and so on. The results don't hurt anyone, but they do cause a general panic, and the PCs must act quickly if they wish to keep the cleric's college from descending into chaos. Once the wounds are healed and the population settled, Pipil gasps. There were other potions in the batch back at the shop!

When the PCs arrive, Pipil's son Mithil beams with pride at the potions that he's sold. There are two missing from the batch that was mislabeled. The first is a *charm* potion mislabeled as a *barkskin*. This potion was sold to a ranger heading out to track down some marauding monsters in the nearby swamplands. The second was a *bull's strength* potion mislabeled as *transformation* potion. It went to a nobleman looking for an inexpensive way to make a splash at a masquerade ball being held at Castarwood Manor (location E5). Handling these problems effectively requires the party to split up and track both parties... hopefully before they can harm themselves or others.

Assuming the party can correct all of the damage, Pipil offers them one free potion of any type he has in stock or a lifetime discount of 25% on future potion purchases.

PRANK WARS #3: THERE'S A MONSTER IN MY SOUP

After the peril of Pipil's potions, the clerics are seething to get back at the wizards. A day or two passes before the next big opportunity to strike occurs. It's a glorious chance at revenge: Matusiel (location K6) is leaving the city for a week to celebrate a nature festival with some old friends. Without her watchful eye on the menagerie, the animals inside are easy pickings. The clerics take advantage of the opening, call in a few favors, and liberate a creature from the zoo to disrupt the wizards' midterms. If they can get it to the Academy campus they set it loose and watch the fun. If not, they'll hit Garden Street and hope for the best.

The creature choice is left open not only for the DM to assign a proper challenge rating to it, but also to set the seriousness of the encounter. If you want things to escalate out of control, have the clerics unleash a truly vicious and evil monster on Garden Street and watch the players race to stop it. If you want the encounter to include a decent amount of fighting, set loose a couple of elementals or possible a low-level golem. If you want to play it up for laughs, imagine a gelatinous cube oozing down the middle of the street. No matter what the choice, the clerics will hang around to make sure some wizards get fouled up in the mess.

Unlike the wizards from the last battle, the clerics are ready to take responsibility if things go wrong. So if they release, say, a basilisk, they've stocked up on *stone to flesh* potions to use once the point is made. But they also won't stand by and let some do-gooders or rivals try to end the fun however. They'll resist PC efforts to end the encounter, forcefully if necessary. If they do end up joined in battle, make it obvious the clerics are out to wound pride and not body. Let them cast spells that humiliate opponents rather than hurt them. Let their critical hits drop a PC's pants and not the character hit points. Make the players wish they were dead instead of actually feeling beat up. The clerics will be laughing all the way. Hopefully, the PCs will get the joke.

Eventually it will come time to put the pet back in the pen. The condition in which the creature returns to the Menagerie will generally determine how Matusiel reacts to the whole affair. If it is unharmed, she'll laugh along with everybody and perhaps complement the clerics on the perfect execution of one of the world's most classic pranks. If the beast is beat up, she will be glad that its still alive but be a little upset with anyone that caused it harm. If the beast is killed, anyone associated with the whole debacle will be banned from the zoo for life and will get a terrible reputation down on Garden Street. No matter what happens, Matusiel beefs up security at the zoo so it won't happen again.

PRANK WARS #4: NO LAUGHING MANOR

The wizards take the initiative after having to deal with one of Matusiel's pets. A large group of them settle in and cast an elaborate ritual. After hours of chanting and casting, they wait for the results to come rolling in. The first giggle occurs early in the morning and goes from there. The wizard's have cast a spell of their own devising called *contagious laughter*. Its area of effect is large enough to affect a good number of folk, but soon nobody will think it's funny.

The laughter is passed by touch contact. Resisting the urge to laugh requires a DC 10 Will save; success indicates the character has resisted the laughter, but two hours later, the compulsion returns, requiring a DC 15 Will save to resist. Two hours after that, the DC is raised to 20, and so on. Anyone laughing can't cast a spell or conduct a skill roll unless they make a Concentration check equal to the DC of the missed check + 5. The contagion starts in the cleric's college but soon spreads to the district and then the city. The constant laughter slows down the workday. It also can be deadly. Anyone laughing for more than 2 days must begin making Fortitude saves or else begin to drown as if being held underwater.

The way to stop the laughter is to find the clerics at whom the spell was initially targeted and get them to stop laughing. There is one cleric for every PC available. Killing them is an extreme way to solve the problem, but knocking them out and putting them to sleep works as well. When the last cleric is put down, the laughing comes to a slow but inevitable stop. The city wipes its eyes and continues with its day.

PRANK WARS #5: EARLY WITHDRAWAL

After the shenanigans with the laughing fit that nearly consumed the city, everything gets very quiet. Too quiet. Whether it is due to a crackdown on both sides or the fact that the masterminds of the student bodies are planning something big doesn't matter. The City Council hurriedly passes an edict banning the use of *contagious laughter* within the city limits. All the same, everyone is waiting for the other shoe to drop. You can see it in the faces of the students and feel it in the glances they share when they think you're not looking. It all comes to a head late one night when both sides decide to hit the Illuminated Library (location K8) and take out a few books without permission.

Each side has convinced their representative to be "out of the office" for a while while the deed is done. Each side is into the building and on their way to the pertinent books when they come across each other. A few words are spoken, a few taunts are issued, and then the fight commences. Bookshelves are overturned, scrolls and markers damaged, and even the building itself takes some damage. Here are the three main outcomes of such a fight between the wizards and clerics (depending on PC intervention).

The clerics win: The Academy's enrollment goes down as word of the incident spreads. The non-magic scholars that the Academy has oppressed for so long find the drive to fight back and the Academy's dominance of the scholarly scene as well as the magic scene begins to waver. Two Deans are forced to retire as they are set up as scapegoats for the damage done to the library. The Oracles graciously offer to refurbish and repair all the damage. The students are lightly disciplined but secretly offered chances to be Oracles in a few years time.

The wizards win: The Academy's dominance of the scholarly scene as well as the magic scene strengthens as their rivals take the blame for damaging the Library. Two Oracles are forced to retire as they are set up as scapegoats for the damage done to the library. The Academy graciously offers to refurbish and repair all the damage done to the library if they are allowed to name it after an alumnus of their school. The students are lightly disciplined but secretly offered chances to become professors in a few years time.

The PCs intervene: The entire incident becomes public, and a cry goes up to discipline both sides of the feud. Captain Nordham retires amidst rumors that he was paid off to stand by during the entirety of the recent Prank Wars. A new Captain of the District is sought, possibly commissioned from PCs of sufficient rank and class for the position. Two deans and two Oracles are forced to retire as they are set up as scapegoats for the damage done to the library. Both schools graciously offer to refurbish and repair all the damage done to the library and both pledge to do whatever is necessary to prevent such incidents from reoccurring. The students involved are quickly expelled; many of them vow vengeance on the PCs who ruined their lives.

TABLE K.2: ACADEMY DISTRICT RANDOM ENCOUNTERS

d20	Encounter
1-2	College of Oracles student
3-5	College of Oracles faculty
6-7	Arcane Academy student
8-9	Arcane Academy faculty
10-11	Civic Guard patrol
12	Messenger
13-14	Pickpocket
15-16	Craftsman/Tradesman
17-18	Merchant
19	Garden Street shopper
20	Delvers

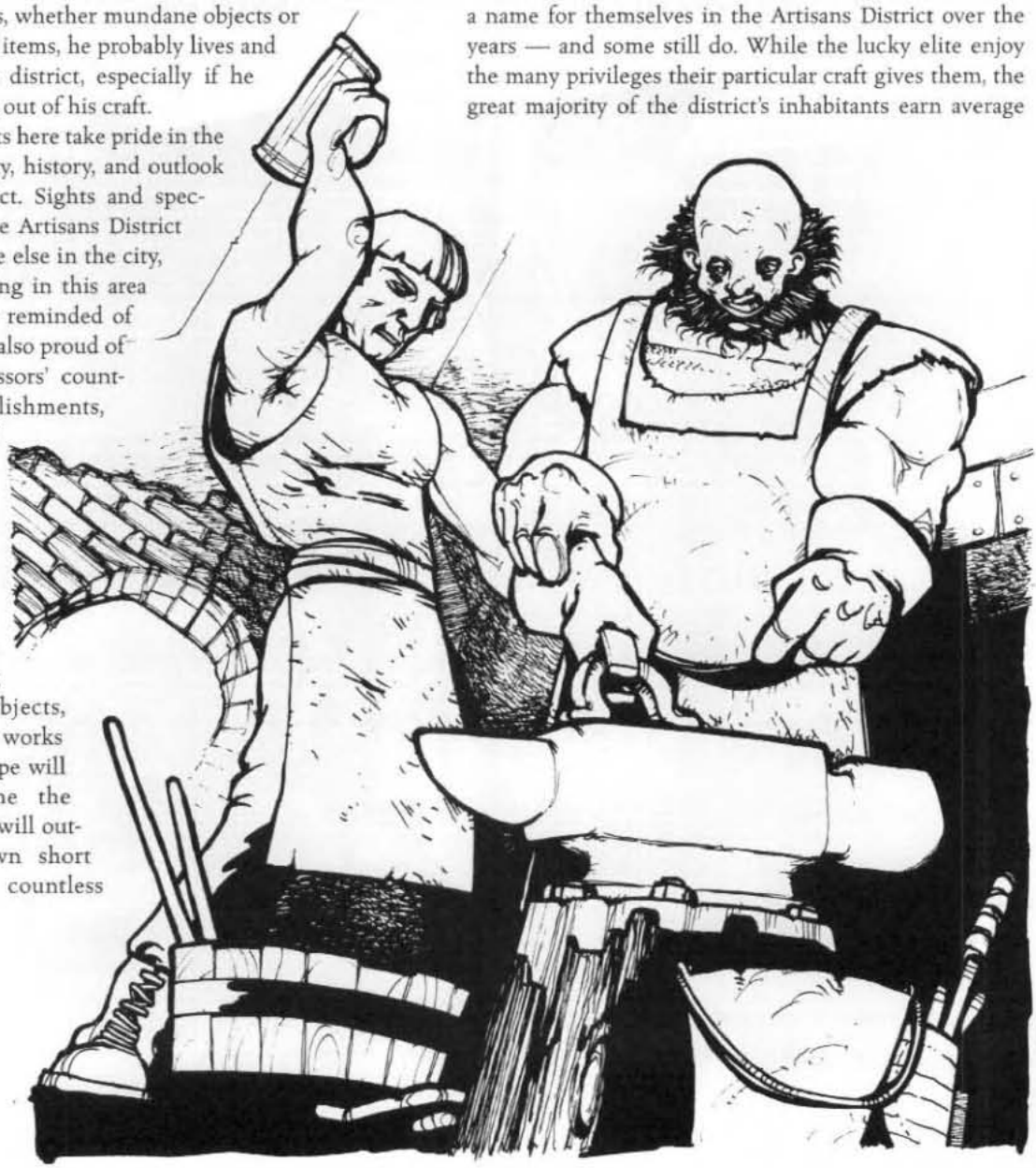
MAP SECTION L: ARTISANS DISTRICT

OVERVIEW

At first glance, the Artisans District seems to be one of the most original and unusual places in the city, filled with architectural wonders, sophisticated statues, and other easily recognizable landmarks. The majority of the artisans living in the city call this area home, including potters, jewelers, carpenters, weavers, masons, sculptors, painters, cobblers, clothiers, and those who practice a variety of other "creative" trades. If a person makes something with his hands, whether mundane objects or more "artistic" items, he probably lives and works in this district, especially if he makes a living out of his craft.

The residents here take pride in the unique identity, history, and outlook of their district. Sights and spectacles from the Artisans District occur nowhere else in the city, and those living in this area are constantly reminded of that. They are also proud of their predecessors' countless accomplishments, and many of them strive to surpass their masters' and spiritual forefathers' great achievements by designing and creating mundane objects, edifices, and works of art they hope will either become the next craze or will outlive their own short lifespan by countless centuries.

As a general rule, artisans who do not find it more convenient to do business elsewhere in the city set up shop in this district. Home to a vast array of different talents, races, social classes, and cultural heritages, the majority of those living in this district are promising apprentices and skilled experts of many varied crafts. From renowned sculptors and artful masons to virtuoso painters and innovating jewelers, countless individuals have made a name for themselves in the Artisans District over the years — and some still do. While the lucky elite enjoy the many privileges their particular craft gives them, the great majority of the district's inhabitants earn average



wages for people of their status; thus most denizens living in this area belong to the middle classes. A few people in the Artisans District, however, still struggle to make ends meet.

Many in the city view the Artisans District as a good place to obtain mundane items, works of art, and professional services at fair prices. While some artists and artisans offer discount prices on merchandise they create and others provide higher quality goods or services at seemingly low costs, an equal number charge higher prices for the goods they fashion. The fine craftsmanship of these items, however, usually compensates for their higher prices. Similarly, famous or especially skilled masters may charge more for their services than other masters of their respective guilds simply because they offer something many of their peers do not, such as unique designs, the use of rare materials only they know how to mold, or even their own peculiar and renowned signatures.

While peaceful and usually tranquil in the evening, the Artisans District reverberates with activity during the daytime, as crafters and artists of all kinds busily toil at their preferred craft or profession while potential buyers visit shops and storefronts hoping to find an item they need. Because of the vast number of artisans working in this district, many use it to launder stolen merchandise, such as paintings, jewels, statuettes, and fine cutlery. A small number of artisans even put their names, or the names of fictitious artists, on some of these illegally obtained goods to fool their buyers.

At night and in the evening, many more imaginative (or eccentric) artists work on various projects in the comforts of their own homes or workshops. People of all types also work in a handful of larger industries settled in the Artisans District 24 hours a day, while many businesses — such as the Bardic Hall (location L28) — attract a good number of people during all hours of day and



night. Thus, light emerges from many houses, shops, and establishments during the nighttime, casting their pale illumination into the practically empty streets. During such a time, the Artisans District takes on a quiet splendor all its own.

Because of the generally easygoing nature of its inhabitants, the countless unique sights found within the Artisans District, and the various goods and services offered by its many craftsmen and artists, numerous outsiders enjoy coming to this part of the city. Hundreds of merchants and wholesalers also frequent the area on a regular basis. Some bring raw materials to those working in the district, but the majority purchase wagons-full of finished products to be resold for a reasonable profit.

Because the salary and quality of life of the average craftsmen here, and also because of the clean environment and countless wondrous architectural designs of the area, many in the city regard the denizens of this district as snobbish dreamers who know little about the harsher side of life. The high cost of living in the district further engenders the notion that they are little more than rich bourgeois, and many fail to realize that it in fact lessens the quality of life of those living here. In truth, like many of their commoner brethren, the vast majority of artisans work hard for the little comforts they have. Only those who become virtuosos in their own professions actually become rich enough to afford the finer things.

LOCATIONS

L1. THE SCULPTURE GARDEN

A huge lawn dotted with countless intricate carvings of stone dominates the northwestern portion of the Artisans District. Alhough no fence encloses this strange garden of sculptures, the carvings from a rough barrier around the place. A large opening between the sculptures forms an entryway upon the northwest side. Inside, wondrously constructed carvings representing various humanoid and animal figures turn the place into a veritable maze. These sculptures were cast in copper, bronze, and other metals, chiseled from marble of different types, and modeled from clay of dissimilar hues. The most impressive sculpted shapes sit upon a wide dais of gray stone and tower above all others.

A noble family once owned this plot of land, but when they died off and left no heirs the land became public property. Shortly after, the city's Sculptors Guild claimed the plot and set up an impressive sculpture garden, which eventually grew to its current size. The legality of the Guild's claim has never been verified, but by now no one really cares. Over the years, the Sculpture Garden became one of the most highly regarded cultural institutions in the city. It provides excellent public relations for the Sculptors Guild and its members, who frequently use the place to meet potential patrons.

RESIDENTS

The Sculpture Garden attracts many visitors all year round. Most of those who come here admire the intricate sculptures from afar, satisfied to examine only those works of art forming the unique wall-like structure around the place. Many, however, willingly pay the small fee required to enter the grounds, and most of those who do leave impressed by their visit. Administered by a master sculptor named Lennart Rallion, the Sculpture Garden provides a small but constant stream of revenue to the Sculptors Guild. It also gives the apprentices of the guild a place to study the achievements and techniques of their predecessors, all of whom were veritable masters of their craft.

Proud to administer what he considers the most important cultural institution in the city, Rallion spends a great amount of time teaching the apprentices and experts who work for him. Most of these young sculptors only remain in his service for a short while, as each changing season brings new faces who come to work at the Sculpture Garden. The master sculptor proudly helps each and every one of his "students" for as long as they work under him. He also handles the administrative functions of the Garden and only trusts a handful of experts who proved themselves in the past to handle the fees paid by visitors.

Lennart Rallion: Exp14.

Journeyman Sculptors (12): Exp5.

Apprentice Sculptors (1d10+10): Exp1.

Sightseers (Varies): Com1.

The art works found in the Sculpture Garden hold great value. While most pieces were fashioned from simple clay or stone, others were made from valuable metal or adorned with semi-precious stones. The real worth of these carvings and statues, however, lies in their beauty and artistry, shaped as they were by some of the greatest sculptors in the world. Any art collector would pay a hefty sum for any of these sculptures, provided one could smuggle it out of the city.

ACTIVITY

The Sculpture Garden opens at dawn and closes at dusk. To enter the place, one must pay 2 cp to one of the members of the Sculptors Guild present. Only Master Rallion or one of a handful of journeymen working for him collects this entry fee. Members of the Sculptors Guild may enter the Garden as many times as they wish. Each

expert can also chaperone one guest for free each day. Guildsmen with the rank of master or grand master may bring as many people as they like, as many times a day as they wish. When someone from the Guild brings an outsider to the Garden, it is often to show off the works of renowned guildsmen, to promote the importance of the organization or the talent of its members, or to discuss models of different styles they can copy or modify to satisfy their clients' needs. On occasion, City Council members also come to the Sculpture Garden to meet with other personages of the city or dignitaries from foreign lands they wish to impress.

At nighttime, at least twenty apprentices and experts from the Sculptors Guild also guard the premises. While these men and women officially remain in the Gardens to hone their craft by studying the many works of art therein, their mandate includes preventing anyone from entering the premises. While most of them have little or no fighting experience, they use their great numbers to intimidate intruders while shouting and blowing whistles to alert nearby City Guard patrols.

HOOKS

- The Sculptors Guild organizes a yearly sculpting contest. Anyone can participate by presenting three of his best works. Judged by a panel of master sculptors, ten finalists are selected and given the chance to prove their skill. The Sculptors Guild gives these finalists any material they require (including food, drink, bedrolls, raw materials, and tools) and the chance to work in the Garden, under close supervision. The finalist cannot use magic or leave the Sculpture Garden for ten days. At the end of this period, the artisan who fashioned the sculpture judged best wins. His work remains in the Garden for a minimum period of one year (more if the work is exquisite). One of the contestants fears that his work will be sabotaged as he sleeps, so he begs the PCs to stand watch for him overnight.
- Several statues in the Garden come to life, and attack and maim a few visitors before returning to their original state just as mysteriously as they left it. The Sculptors Guild hires the PCs to uncover the source of this phenomenon and ensure that it doesn't repeat itself. Will the PCs discover a mad wizard who lives in a hidden hole under one of the large dais upon which one of the sculptures stands? Or is the phenomenon an unintended offshoot of magical experiments taking place elsewhere in the city? Is it a prank played by the student-wizards of the Arcane Academy (location K2)?

L2. THE CERULEAN DRAGON

One of the most impressive figures in the Sculpture Garden stands close to the entrance. A massive edifice shaped in the form of a powerful dragon greets every visitor who enters the place. A glossy varnish covers the sky-blue surface of the figure, turning it into an eerie and terrible visage; every shadowy nook in the statue seems to hold a great mystery — or a potential threat.

This gargantuan and ancient statue has long been one of the landmarks of the Artisans District. A closer examination reveals a thin layer of frost covering its surface, which causes the glossy effect. Regardless of the temperature outside, the Cerulean Dragon remains freezing cold all year round, which anyone touching the surface instantly notices. Because of this strange enchantment, and also because of its lifelike appearance and cruel-looking face, many in the city believe that the statue was once a powerful white dragon transformed into some kind of weird metallic alloy by ancient and unknown wizardry. Rumors abound about how the Cerulean Dragon came to the city before being turned into its present shape. Over the years, countless scholars attempted to uncover proof of the creator's existence and past deeds — was he truly a wizard, or was he a skilled sculptor working in some enchanted form of stone? But the initials carved upon one of the talons of the inanimate beast have never appeared anywhere else. Regardless, many still believe that this was the mark of a powerful warlock and they hope to discover whatever form of magic allowed him to create the dragon.

RESIDENTS

While many believe otherwise, the Cerulean Dragon was fashioned by someone untrained in the arcane arts. He was both a great forger and fine sculptor, using a highly malleable alloy he himself discovered and from which he carved the creature that haunted his most terrible nightmares. The result stands as one of the most impressive creations in the entire city. Unfortunately, no one knows anything about the sculptor's life or the secret of the alloy he used, and thus no one can reproduce this material today. The alloy has nothing to do with the statue's enchanted coldness, however, but rather other magics which further obscure the essentially mundane nature of the sculpture's creation.

Two centuries ago, a wizard from the Arcane Academy (location K2) summoned a family of mischievous ice mephits. The results cost him and several innocents their lives, and the mephits threatened to cause untold damage until another wizard intervened. He teleported the devilish outsiders inside the most durable hollow structure he

could find — inside the belly of the Cerulean Dragon. While they still have not figured out a way to escape, their presence causes the statue to remain unnaturally cold. Because the statue's alloy is so unique (unique enough to hold the mephits at least), everyone just assumed that the frost was another aspect of its nature. Should the creatures ever escape, they would wreak havoc upon the city in a fit of vengeful wrath.

Medium Size Mother Ice Mephit: 9 HD, as per the *Monster Manual*.

Ice Mephit (5): As per the *Monster Manual*.

HOOKS

- Following a localized earthquake that shakes this portion of the district, the ice mephits discover a hairline crack within one of the walls of their prison. After much labor, they make an opening wide enough for to escape. Fearful of being imprisoned again, the mother ice mephit now wants to flee the city. She orders her spawn to follow her through the streets as she attempts to find a way out. But their anger remains unchecked, and they will attack random passersby out of sheer spite. The PCs find themselves squarely in the path of the wrathful and desperate mephits. They can fight the creatures, but the mephits will fight to the death, as none of them want to be imprisoned again. Alternately, if they bargain with the creatures, they may be able to help them escape the city... possibly by leading them to interplanar gate beneath the Ferocious Angel Inn (location J13).

L3. THE WATCHTOWERS

These massive watchtowers rise 30 feet above the top of the main city wall.

Two sections of the city wall border the Artisans District on the east and northeast sides, and two great towers rise up at the joints. Lightly manned by the Wall Guard, these watchtowers serve to observe anyone approaching from the swamp beyond the border of the city. Many guards posted here also keep an eye on what goes on in the Artisans District. From the safety of these fortified towers, they can alert fellow soldiers of any unusual activity.

RESIDENTS

Each of these watchtowers was informally named after a guild that long ago "adopted" their garrisons as a gesture of thanks for their services. Today, the members of these guilds continue to buy drinks for the Guardsmen stationed in these towers, and they frequently toast their health in the local inns and taverns at the end of each shift. The westernmost of these towers, called the "Sculptors' Column," looms above the Sculpture Garden (location L1).



The men posted in this tower make it a point of honor to keep a close watch on what goes on within and around that cultural institution, as members of the Sculptors Guild treat them with kindness, generosity, and respect. The other tower, referred to as the "Masons' Pillar," stands close to the Pavilions to the east. Captain Kernek Ironaxe, the gruff but honorable dwarf veteran in charge of the Wall Guard here, lives in the Masons' Pillar. Both watchtowers house a light garrison of Wall Guard. All members of the City Guard stationed in the district report to Captain Kernek as a matter of course; it's simply easier than going through a separate chain of command.

These soldiers live in several small barracks spread throughout the district, and the garrison numbers 300 Guardsmen, half of whom are on duty in the Watchtowers at any given time. Captain Kernek is assisted by six lieutenants, three of whom are on duty at any given time.

Captain Kernek Ironaxe: Dwarf Ftr11.

Wall Guard Lieutenants (3): Ftr7.

Wall Guardsmen (150): Ftr1-7.

The Guardsmen here carry standard Wall Guard arms and armor: longsword, longbow or crossbow as their primary weapon, and chainmail armor augmented by a small steel shield. Most have no magical or masterwork weapons, but the lieutenants wield +1 longswords and wear +1 chainmail. Captain Kernek carries a pouch with a large chunk of amber (worth 90 gp) and 50 sp. He also has a +3 *battleaxe*, a masterwork heavy crossbow, and five +3 *bolts*.

ACTIVITY

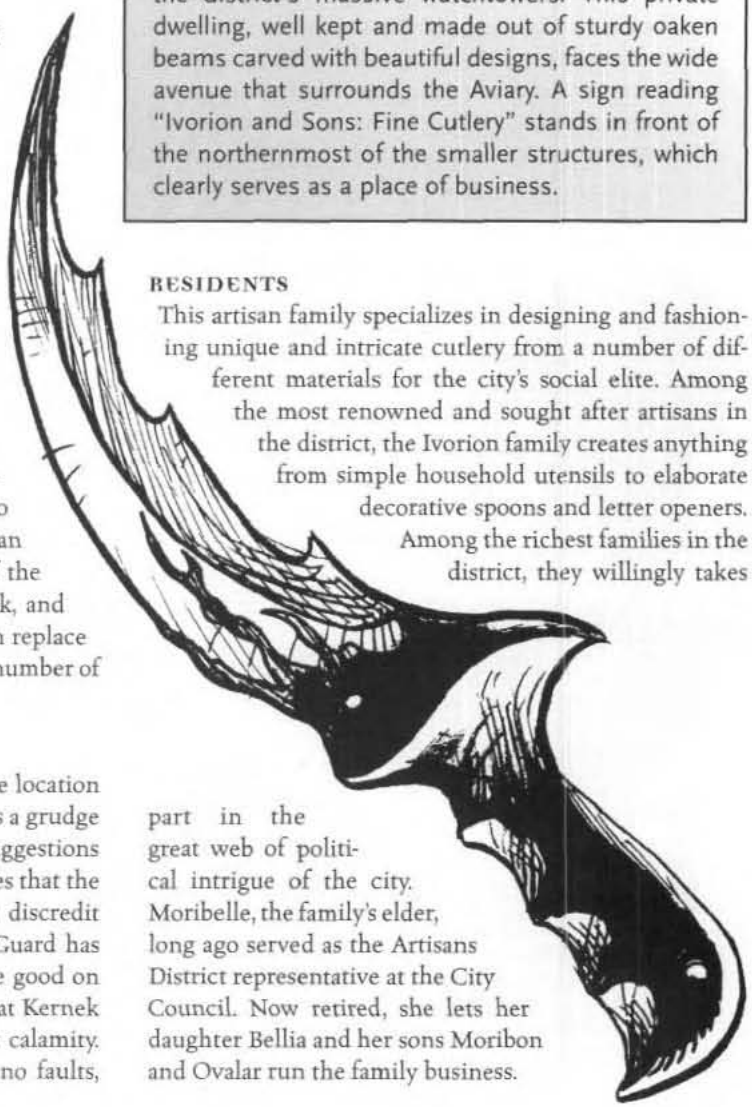
Members of the Sculptors and Masons Guilds sometimes visit the watchtower of their respective organization, but no other civilians can do this; officially, only members of the City Guard can enter the watchtowers. An official changing of the guard takes place each day at dawn, noon, dusk, and midnight. During these times, fresh Guardsmen replace those who finish their shifts, thus doubling the number of men on duty in the towers for a short while.

HOOKS

- Hinvi, a member of the Treevheim family (see location L17) and a lieutenant in the Wall Guard, holds a grudge against Kernek, who recently rejected his suggestions on how to better defend the city. Hinvi believes that the District Captain rejected his plan simply to discredit him, and he refuses to accept that the City Guard has neither the funds nor the manpower to make good on his ideas. He approaches the PCs, claiming that Kernek has lost his mind and is plotting some great calamity. Because a man in his position should have no faults, Hinvi offers to pay the PCs a great amount of money to bring Kernek to him. If the PCs agree and confront the captain, they realize that he seems quite sane. Will they take Hinvi's reward or will they turn against him?
- The PCs awaken in the middle of the night and find the eastern part of the district in turmoil. They learn that a large army suddenly rose from the earth beyond the great wall and stormed the city. The soldiers need all the help they can get. After joining the fray the PCs soon realize that the creatures they fight are monstrous undead, likely from the graveyard in the Lamplighter District (locations H5 and H6). Will they be able to prevent the massive army from breaching the city's outer defenses? Will they discover whose magic lies behind the ordeal?

L4. IVORION AND SONS: FINE CUTLERY

A lavish family residence with two small single-story buildings behind it stands close to one of the district's massive watchtowers. This private dwelling, well kept and made out of sturdy oaken beams carved with beautiful designs, faces the wide avenue that surrounds the Aviary. A sign reading "Ivorion and Sons: Fine Cutlery" stands in front of the northernmost of the smaller structures, which clearly serves as a place of business.



RESIDENTS

This artisan family specializes in designing and fashioning unique and intricate cutlery from a number of different materials for the city's social elite. Among the most renowned and sought after artisans in the district, the Ivorion family creates anything from simple household utensils to elaborate decorative spoons and letter openers. Among the richest families in the district, they willingly takes part in the great web of political intrigue of the city. Moribelle, the family's elder, long ago served as the Artisans District representative at the City Council. Now retired, she lets her daughter Bellia and her sons Moribon and Ovalar run the family business.

Bellia, a cunning and ambitious middle-aged woman, currently walks in her aging mother's footsteps. She serves Sir Yasmon Sorvir, the current representative of the Artisans District at the City Council (see location L9). She also happens to be the old man's lover. While many believe that Bellia manipulates Yasmon, she truly loves him. Thus, she now finds herself in a quandary. Will she betray her lover in the hopes of taking his place as the next district representative, as she had originally planned, or will she remain in his shadow until he decides to retire from political life?

Moribon Ivorion, Moribelle's eldest son, takes care of running the family business. Recognized as a great artist by many of his peers, Moribon is also a shrewd businessman. His open ambition has caused him difficulty in the past; he was once a prime suspect in the disappearance of an elf artisan who stole many clients from the Ivorions. While the City's Eyes' investigation never proved that Moribon was responsible, many in the district still believe that he killed the man and disposed of the body himself. These rumors, however, never hurt the outstanding reputation of the Ivorions, nor the wondrous craftsmanship of Moribon and his many uncles and cousins.

Ovalar, the youngest of the siblings, served in the City Guard, then set off to travel the globe in search of adventure, fame, and fortune. Now in his early forties, he seems content to live in the family dwelling and handle the security of the premises. Many of the men working as his guards served with him in the past.

Although they are not an aristocratic family, the Ivorions' great wealth allows them to be part of the city's political and financial elite. One of Moribelle's dreams was to have her family ennobled, but the City Council persistently ignores her requests, even though she has proven her worth countless times in the past. She suspects that the enduring scandal attached to Moribon's name and the stain on the family's reputation hurts their standing — but not that the her self-promoting persistence irritates them. She secretly hopes that her daughter's political ambitions will make this dream come true.

Moribelle Ivorion: Exp16.

Bellia Ivorion: Rog12.

Moribon Ivorion: Exp13.

Ovalar Ivorion: Ftr7.

Ivorion Artisans (28): Exp1-4.

Bodyguards (8): Ftr4.

Servants (20): Com1.

The Ivorion residence contains many riches, from stuffed animals and beautiful tapestries to coffers filled with coins and jewels. The workshop and store behind the family dwelling contains hundreds of spoons, knives, and forks made of silver, gold, ivory, and countless other materials. Valuable gems adorn some of these items, which they sell to the rich elite of the city for stunning amounts of money. A set of Ivorion cutlery sells for anywhere from 5 to nearly 50 gp, and the fine craftsmanship employed increases the value far beyond that of the raw materials alone. In addition Bellia carries a *potion of eagle's splendor* (9 doses left) and wears a *mantle of spell resistance*.

ACTIVITY

The only action that takes place here is fabrication of the family's signature goods. At any hour of the day, family members can be found in the workshop, poring over designs or carefully crafting a new set of plates. Visitors are welcome to view the workshop — especially if they're potential customers — but the Ivorions do not appreciate outsiders at their residence. Unless one is known to the family, or comes on urgent business, they will not be permitted inside the house.

HOOKS

- An old enemy of Ovalar finds his way to the Ivorion residence. With a group of well-armed thugs, he kidnaps the fighter as he returns from a night of merrymaking at the Bardic Hall (location L28), and demands a ransom of 10,000 gp. The family hires the PCs to deliver the ransom in exchange for Ovalar's life. Ovalar's enemy, however, has no intention of leaving him alive. All he wants is money and revenge. Will the PCs survive the ambush his thugs have planned for them? Will they be able to find Ovalar in time to save him?
- City officials, who secretly want to discredit Bellia and her family, hire the PCs to investigate Moribon's past. They claim to have the weapon which he used to commit murder, as well as the name of a would-be witness. The officials give full access to anything the PCs require, hoping that they will bring Moribon to justice and thus reopen the case against him. Will the PCs realize that the murder weapon is not the one actually used but rather an item like it? Will they discover that the witness is nothing but a fraud paid to lie under oath? If so, will they turn against their employers, or will they force Moribon into a false confession?

L5. THE AVIARY

A wide piece of land paved with intricate flagstones dominates the central northern portion of the Artisans District. Upon this large plot, merchants' stalls display a multitude of cages, roosts, and nests of different sizes and make. Hundreds of colourful birds of all kinds sit within these confines, singing, squawking, or just sleeping. The cacophony of their combined noise can overpower those who are not used to it.

One of the city's most striking commercial institutions, the Aviary is an open-air market for trade in birds of all sorts. Founded by a group of imaginative businessmen over a century ago, the enterprise seemed too strange to succeed and many believed it would never last longer than a few months. These skeptics were proven wrong, as the place flourished into one of the most important trading markets in the city, attracting tourists, merchants, and dignitaries from all over the world.

RESIDENTS

The Aviary mainly serves the city's fletchers as well as any craftsman who want feathers for decorative or artistic purposes. It also supplies the district's most famous quill maker (see location L8), who relies exclusively on the fine exotic feathers offered only at the Aviary. Indeed, so profitable are the birds' feathers that some merchants are reluctant to sell the birds themselves, preferring to keep them as a continued source of income. They often grow quite fond of their charges, treating them as valued pets or companions. Other merchants, however, are more than happy to part with their birds for the right price. A conglomerate of seventeen merchants, each of which owns and operates at least one stall at the renowned institution, runs the place. Though they compete with each other for the attention of customers, these men and women work closely together, often helping each other acquiring young birds and making new contacts in foreign lands to ensure they never run out of fowl.

Ceriban, a wise retired elf ranger, has been operating one of the most impressive stalls at the Aviary for many years. He and two other highly successful merchants, Urnita Birdsong and Eldredge Phirion, head the conglomerate and make most of the decisions pertaining to the Aviary's business practices, outlook, and rules. Once a month, they meet with all merchants operating in the Aviary to discuss current affairs. On occasion, these merchants can vote on important new bylaws or changes that needs to be made concerning their trade.

Ceriban: Elf Rgr12.

Urnita Birdsong: Half-elf Brd9.

Eldredge Phirion: Rog8.

Trader (14): Exp6.

Attendant (22): Com1.

Customers (Varies): Com1.

Each merchant has some 10–100 gp at any given time, though they may have more if they have just completed a sale. In addition, Ceriban wears a bull hide leather quiver with ten *+2 arrows* and holds an unstrung *+1 longbow* at all times. Urnita Birdsong wears a *necklace of magic missiles* and fights with a pair of masterwork daggers. Eldrege Phirion carries a *rope of climbing*.

ACTIVITY

Anyone visiting the Aviary can purchase feathers or birds as companions, familiars, or pets. Almost any type of feathers can be obtained, ranging from simple plumage used in creating arrows to elaborate plumes to fashion fancy quills and other artistic items. Feathers of any color, shape, and size can be purchased here. Prices range from a single copper piece to several gold pieces. They also vary according to current availability and rarity.

AVIARY BIRD PRICE LIST

The birds themselves can be purchased for the prices suggested below:

- Duck: 5 cp
- Eagle: 100 gp
- Exotic bird (Tiny): 200 gp
- Exotic bird (Small): 400 gp
- Hawk/Falcon, untrained: 20 gp
- Hawk/Falcon, hunting: 60 gp
- Owl: 10 gp
- Partridge: 5 gp
- Peacock: 40 gp
- Pigeon, untrained: 2 cp
- Pigeon, homing: 5 gp
- Raven: 3 gp
- Songbird: 1 gp

HOOKS

- Several exotic birds have recently died of a mysterious ailment. Sages believe that the disease will soon strike the human population unless the rare ingredients to produce the only known cure are brought back to the city. The City Council hires the PCs to seek three ingredients (a flower, the bark of a tree, and the blood of a rare type of animal), all found in foreign and faraway lands. The PCs have only three months to complete their mission and return to the city with enough ingredients to produce a cure. Otherwise, an epidemic will undoubtedly ensue.
- Members of an assassin's group operating within the district use the feathers of a bird openly sold at the Aviary to concoct a rare and deadly type of poison. The PCs learn of the feather's lethal capabilities while talking to a crazy old beggar, who says he knows how to make this poison and goes on to explain how it affects its victims. The subsequent death of a nobleman, seemingly with the use of this poison, confirms what the PCs learned. The noble's family asks them to stage a stakeout and find out who buys these feathers and how they use them. Their investigation eventually brings them to the Assassins' Den (location L25).

L6. BARATIR: MASTER CHANDLER

Dark red paint covers this simple, two-story high wooden dwelling, which faces the wide avenue that surrounds the open-air market of the Aviary. Puffs of billowing smoke rise from its three chimneys. A simple wooden sign stands in front of the house, with the image of a burning candle elegantly painted upon its surface.

This simple dwelling serves as both house and workshop to the most prolific candle maker in the Artisans District. An elaborate workshop, which includes a small store area displaying all sorts of candles, takes up the first floor of the building. A small storeroom containing various dyes,



scented oils, perfumes, and large chunks of various types of wax can be found on the second floor. The family's private chambers take up the remainder of this floor.

RESIDENTS

Darret Baratir, an honest and hardworking candle maker, owns this small house and workshop, which holds a good selection of items in the storefront run by his wife Gervia. Three young human apprentices currently work for Baratir, who not only enjoys teaching his craft but requires a number of extra hands to stay solvent. He's a chronic gambler, and has lost quite a bit of money at various games throughout the city. In the last few months, he, his wife, and their apprentices have worked long hours to make extra stocks of good quality candles. Though they produce a surprising number, the affliction that haunts the master chandler might soon force him to declare bankruptcy — which could cost Baratir not only his house, but perhaps even his marriage.

Darret Baratir: Half-elf Exp6.

Gervia Baratir: Exp6.

Apprentice Chandler (3): Exp1.

The storefront in Baratir's workshop holds hundred of candles of all shapes, sizes, colors, and scents. In total, they would be worth at least 200 gp, possibly more. The family has nothing else of value, but Gervia cherishes a small wooden amulet carved in the form of a deer (worth 1 gp), which her mother gave to her on her deathbed.

ACTIVITY

Visitors to this establishment can purchase almost any type of candle, from slow burning candles that give off green, blue, and red light to scented candles especially useful for masking an odor in a room. The price of these items varies from 1 cp to 5 cp, depending on the quality, the time they take to burn down, and how much time Baratir spent carving intricate designs into them.

HOOKS

- Baratir approaches the PCs and begs them for money. He admits that he owes a large sum to a small group of gamblers who operate from the Travelers District (see location G17). If the PCs agree to loan him the money, Baratir does everything in his power to repay them as quickly as he can. However, the PCs subsequently learn that the gambler owes more than what he originally told them, and that he has taken out loans with at least four other men — all powerful and rich individuals in their own rights. Will the PCs choose to defend Baratir against these men's thugs, or will they simply watch as they destroy him and steal his property?

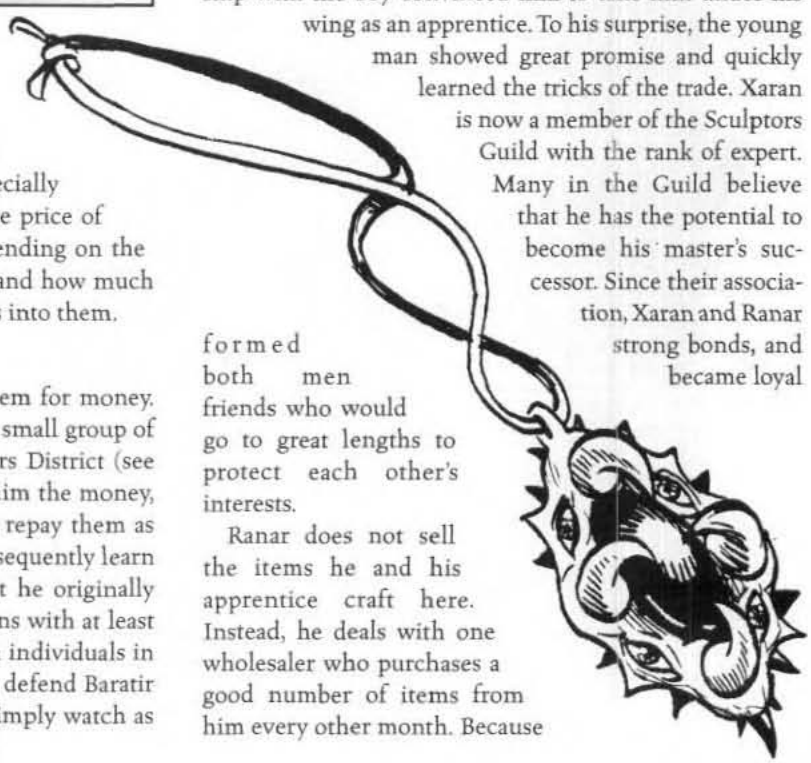
L7. THE HOUSE OF RANAR THE SHAPER

A beige stone house faces the city wall. Were it not for its elaborately carved walls, this small dwelling would look quite ordinary, but the beautiful carvings, although of the same coloration as the house itself, make it stand out among all others in the area.

RESIDENTS

Ranar the Shaper owns this modest dwelling at the edge of the district. A member of the dwarven Silveranvil Clan (see location A4), he long ago left his family to settle in the Artisans District, where he has made quite a name for himself. Over the years, the master sculptor became one of the most important and influential members of the Sculptors Guild. Considered one of the best living member of his profession by many of his peers, Ranar seems content to live in peace and quiet. He spends long hours toiling in his private workshop, and sometimes works upon the walls of his house, modifying the already beautiful designs.

Three years ago, Ranar met Xaran, an orphaned youth who tried to steal from him. The dwarf caught the young human red-handed, but for some reason did not turn him over to the Civic Guard. Taking pity on the cunning but desperate orphan, Ranar gave him food and temporary lodging. A week later, Xaran offered to serve the aging master sculptor in exchange for a roof over his head. Ranar had never taken on a servant before, but his growing kinship with the boy convinced him to take him under his wing as an apprentice. To his surprise, the young man showed great promise and quickly learned the tricks of the trade. Xaran is now a member of the Sculptors Guild with the rank of expert. Many in the Guild believe that he has the potential to become his master's successor. Since their association, Xaran and Ranar formed strong bonds, and both men became loyal friends who would go to great lengths to protect each other's interests.



Ranar does not sell the items he and his apprentice craft here. Instead, he deals with one wholesaler who purchases a good number of items from him every other month. Because

of his renown, Ranar also sells his best products directly to a handful of stores throughout the city. He has developed a quiet rivalry with Stonecutter Ellie (see location H35), the only sculptor in the city considered his equal. Surprisingly enough, he has never met her, preferring to respect her fiercely-guarded privacy and rely on his work to let her know that she has competition. Of course, he has no idea of Ellie's foul secret, and that their rivalry is hardly an even match.

Ranar the Shaper: Dwarf Exp16.

Xaran: Exp5.

A multitude of marble and stone statuettes, bowls, bottles, ewers, vases, boxes, and combs, as well as a number of other intricately carved items lie around Ranar's house. In all, over 4,000 gp worth of carved trinkets can be found here. Amber, amethysts, bloodstones, jaspers, garnets, quarts, and tourmalines worth a total of 1,300 gp as well as large chunks of unused rocks and masterwork sculptor's tools can also be found within. Four kegs of the finest dwarven ale from Graybeard's Golden Stream (location A25) and a massive unlocked stone chest containing 1,650 gp worth of coins and jewels lie with the master sculptor's private apartments. Ranar also wears a *force shield ring* and a thick dwarven girdle with the symbol of his clan (a large anvil with the outline of a thick bladed short sword imprinted upon its surface) worth 50 gp to any member of the Silveranvil Clan.



HOOKS

- Xaran has disappeared with some of Ranar's finished goods. Ranar, however, obstinately refuses to believe that his apprentice betrayed him. Since the Civic Guard believes Xaran stole from Ranar and refuses to do anything but arrest the young man if they find him, Ranar hires the PCs to locate his apprentice. The PCs' investigation eventually leads them to a man who recently purchased an item that was stolen from Ranar. From there, they discover an abandoned warehouse in the Docks District where members of the Thieves Guild operate (see location M17). The thieves reveal to them that a warrior actually sold them these items, which they later resold. If the PCs pay the thieves, they also reveal where this warrior can be found: He frequents the Painted Target Tavern (location G5), Kaman's Inn (location G6), and several other taverns in the Travelers District. The "man" is actually a cunning and powerful ogre magi who works for a foreign group of slavers. Xaran is one of three men he recently drugged and kidnapped. He plans to smuggle them out of the city soon.

L8. FINIELLE'S FINE QUILLS AND PARCHMENT

A simple wooden building, painted white and pale blue, sits at the corner of two streets. Its façade, on the narrow side of the house, faces the Aviary. Besides its large, bright blue door, a simple sign hangs from a vertical post, depicting an elaborate quill dipped in an inkwell.

Finielle, a highly regarded quill maker, sells all sorts of writing implements here: ink vials, parchments, and scroll sheets in addition to the fine quills she crafts herself.

RESIDENTS

A middle-aged woman of half-elven heritage, Finielle purchases the feathers she needs for her craft at the Aviary. She also buys stocks to fill the small and cramped store and workshop (which takes more than half of her house) from several suppliers located elsewhere in the city. In addition to the high quality and beautiful craftsmanship of her quills (which she often decorates using fine gold or silver threads, delicate leather bands or silk strips, and a number of other items), Finielle's store offers the best inks and highest quality paper and parchment anyone can find within the boundaries of the city. Most of the inkbottles, parchment, paper, and scroll sheets on sale here come from foreign lands.

Rumors say that she and Ceriban (location L5) entertain amorous relations, and many suspect him to be the father of the child she lost a few years ago. In truth, however, the two are simply good friends who once formed an adventuring company together. Two youths from the Blessed Saints Orphanage (location G11) work for her. They help Finielle run the store and maintain its stock while she crafts quills from her workplace at the back of the store.

Finielle: Half-elf Brd13.

Borin and Vorlina, Helpers: Com1.

Finielle's holds over 5,000 gp worth of inventory. Her private chambers also contain a locked safe (successful DC 20 Open Lock check to crack) with 2,375 gp and a *harp of charming*. Finielle also owns a masterwork rapier and a *+2 dagger*.

ACTIVITY

Prices for ink vials, parchment, paper, and scroll sheets vary from two times the prices in the *Player's Handbook* up to ten times higher, depending on the quality, craftsmanship, and origin of the item in question. Finielle's also offers scroll cases of ivory, wood, and leather, all made by skilled elven artisans from the city. These sell for 1-10 gp. The price of her quills starts at 1 gp apiece, but each lasts a long time. The most expensive quills she offers sell for 30 gp.

HOOKS

- Finielle has discovered a lost formula to produce a special type of ink, which remains invisible unless read in the moonlight. She wants to concoct this ink and offer it to her customers, but she needs to secure a plant considered illegal in the city because of its poisonous properties. She hires the PCs to locate sufficient quantities of the plant, stating that the type of poison the plant



produces must be sold somewhere within town. If the PCs agree, they first need to find the poison, then uncover who manufactures it and how he smuggles it into the city — a dangerous proposition at best.

L9. THE SORVIR RESIDENCE

A great manor of rosy white stone dominates this part of the district. Its walls hold opaque stained glass windows of dark blue and purple shades. Black iron bars block access to these windows, and, coupled with the massive square tower rising on its western end, they make the manorial estate look more like a fortified castle than a simple nobles' residence. A smaller building, this one made of wood, also stands near the impressive structure.

This estate— property of the wealthy Sorvir family — looks quite out of place in the midst of the Artisans District. Though not as large as some of the residences found in the Nobles District, House Sorvir, as many call it, remains an impressive sight. Its elaborate architecture and wondrous windows belie its true value. The smaller building besides the manor houses the servitors and mercenaries employed by the family.

RESIDENTS

Sir Yasmon Sorvir, the Artisans District's current City Council representative, heads this noble family, one of the oldest and richest in the city. The Sorvirs have long been a patron of the arts, and their property has hence lain here rather than in the Nobles District. The ancestors of the Sorvirs were among the first families to settle in the city. Already rich, they made a fortune in trade and quickly became one of the most dominant influences in the city. Long ago ennobled, the family now lives off its many business investments and the plots of land it rents throughout the city.

Many members of the Sorvir family, however, openly question the wisdom of Sir Yasmon, its elder. The venerable old man recently fell in love with Bellia Ivorion, a cunning and ambitious woman hailing from a rich artisans' family (see location L4). Despite the fact that Bellia helps Sir Yasmon on both the political and financial front (not to mention the fact that the old man has never been happier) most Sorvirs believe that Bellia lured the old man into a trap from which he might never emerge. None have yet deduced what Bellia hopes to gain from the relationship, and many in the family now cry for Sir Yasmon to be replaced. His cousin, Sarvamon, would like nothing more than to supplant the old man as the head of the family. None of the Sorvir nobles, however, dare make a move as long as Sir Yasmon continues to represent the district on the City Council — a position that supports the family's standing in the city.

A contingent of hired blades guards the premises and many servants work at the house as well, cleaning, cooking, caring for the horses, and tending to the family's every need. A guard keeps a vigil 24 hours a day from the five-story tower of the main residence.

Sir Yasmon Sorvir: Ari17.

Sarvamon Sorvir: Ari9/Ftr5.

Other Sorvir Nobles (30): Ari1-10.

Guards (15): Ftr4.

Servants (27): Com1.

The Sorvir Residence contains over 40,000 gp worth of fine art, collected over several centuries. While some of this wealth proudly lies within glass display cases for all to see, locked safes (successful DC 25 Open Lock check to crack) hold the most impressive and valuable pieces. Sir Yasmon Sorvir wears expensive jewelry worth 1,000 gp at all times, while Sarvamon carries a jewel-hilted (add 100 gp to its value) *+5 keen dagger* and a wears a *+3 chain shirt*. The family stable houses over twenty light warhorses of great vitality and spirit. These steeds can be sold for twice their normal value.

HOOKS

- Accused of murdering a drunk, Sir Yasmon Sorvir finds himself in a tight spot. Several witnesses saw him and his beloved Bellia leave House Lavandar (location G24), following an evening meal. Shortly afterwards, a man was found murdered in an alleyway besides the restaurant, a knife bearing the Sorvir family sigil struck in his chest. The authorities have arrested Sir Yasmon and Bellia for questioning, causing a huge scandal. The City Councilor claims he was framed, and hires the PCs to flush out the real culprit. While Sarvamon would like nothing more than see his cousin discredited, he had nothing to do with the incident. Who in the city would want to push Sir Yasmon out of his way? Another politician from the Artisans District? A citizen he angered with his politics? Or perhaps even a colleague/rival from the City Council?

L10. THE PAVILIONS

A wide patch of verdant land covered with over 50 stalls takes up the easternmost portion of the Artisans' District. The crafts on display all come from local vendors, displayed on simple tables lying in the open air, small wooden cabinets opening on one side, and larger tents packed full of goods and customers. A few permanent gazebos made from either sturdy wood or stone can also be found here.

The Pavilions is essentially a public square where artisans come to sell their wares. It caters mainly to visitors and bargain hunters looking for a pleasant environment away from the crowds of the Bazaar District.

RESIDENTS

The Pavilions attract visitors from all over the city. A good number of foreigners also come to the place as well. Like the more regular visitors, they shop for goods made by some of the best artisans in the city. Unlike other markets, artists and artisans run the Pavilions, offering the goods they make themselves rather than offering them through a middle man.

While many artisans use the Pavilions to trade their goods, not all of them do. The most famous craftsmen usually make a good living without having to leave their shops to drum up business. But not everyone in the Artisans District is so skilled or famous. For most of them, setting up shop here remains the fastest and most effective way to meet potential buyers. Among the general population of the city, the Pavilions hold a reputation as a great place to purchase goods of decent quality at modest prices.

Master Artisan (4-8): Exp10.

Journeyman Artisan (50): Exp5.

Apprentice Artisan (70): Exp1.

Customer (Varies): Exp1.

All sorts of goods are offered at the Pavilions, ranging from a few coppers to several hundred gp in worth. Vendors generally have no more than 50 gp in their stalls at any given time.

ACTIVITY

PCs may use the Pavilions to seek out new contacts, to find a bargain price on a piece of art, or to hire competent artisans to work on their projects. Open from dawn until dusk, the Pavilions attract a vast number of people every day, and all sorts of individuals can be found here, from City Guardsmen and local nobles to foreign barbarians and merchants from other lands seeking to fill the hulls of their trade vessels. Pickpockets and thieves view the Pavilions as the best place in the district to acquire valuables. The most experienced rogues, however, realize that many of the items sold at the Pavilions hold the signature of their makers, whether from their special design or the presence of an insignia of some sort. Thus, some of the items found at the Pavilions cannot be sold easily, or for more than a fraction of their actual values. The Thieves Guild focuses its attention on buyers, who often carry loose coins on their person, and most of the district's freelance pickpockets follow their lead.

HOOKS

- A group of guildsmen from the Thieves Guild currently operates at the Pavilions. Run by Fenita the Fortunate, an experienced member of the Guild, they steal items of great quality and sell them to a handful of unscrupulous craftsmen who modify and resell them. When the PCs notice a young man stealing a valuable statuette from one of the stalls, they risk crossing one of the Thieves Guild's most reliable operations. If the PCs investigate, they find out that there were several thefts of similar items in the past six months and the artisans of the Pavilions would gladly pay them good money if they could put a stop to these incidents. Do the PCs have what it takes to dismantle Fenita's group — and face the wrath of the Guild afterwards?

L11. THE GRAND MURAL

A magnificent and colorful painting covers a large section of the eastern city wall. While most of it remains in great condition, some portions of the mural have begun to decay. Overall, however, the images remain vividly striking, as small figures and great edifices — many clearly from the city itself — form an intricate panorama that spreads across several dozen yards of wall space. The mural covers a number of great events, both from the city's history and from mythology.

The Painters Guild created this mural without official sanction. They did so in a fit of collective whimsy, deciding that the cold stone needed a little sprucing up, and that their beloved city ought to present a friendlier face to the countless foreigners who come to visit the Pavilions each year. The end result was so striking that the City Council could not bring itself to order the Guild to whitewash it.

RESIDENTS

Since its creation, many decades ago, the Grand Mural became a great tourists' attraction, but its continued existence depends on the will of the many artists of the Painters' Guild, who freely give their time to keep it in good shape. During the daytime, a handful of artists work upon the Grand Mural while many city dwellers and foreigners come to admire the works of their predecessors, but rare are those who visit the place after nightfall. Members of the Civic Guard regularly patrol this area to ensure that no vandals scar the painting, which many consider the most impressive piece of art in the entire city.

Painter (Varies): Exp5.

Spectator (Varies): Com1.

HOOKS

- The images from the grand mural are shifting. Every morning, some of the scenes have changed, characters have disappeared, and new ones — mostly monstrous humanoids — have taken their places. It is as though the history of the city, as painted upon the Grand Mural, was being altered. Who is changing the images? What devilry are they using? The City Council wants to know, and so does the Painters Guild. The City's Eyes are flummoxed; they are clearly out of their depth with this incident. Both the Council and the Guild hire the PCs to discover the culprits — a group of wretched hobgoblin sorcerers belonging to the Nailed Boots tribe (location B23) in the Humanoid District. However, when the PCs find out that these sorcerers did not act out of malice but rather to educate the population so they can eventually be accepted in the city as other races are, what will thy decide to do?

L12. THE MONEYLENDER'S HOUSE

A two-story building in the form of a large "L" stands upon a small plot of land bordered by three different paved avenues. This edifice, built of burgundy-colored stone, holds no decoration or special design other than its thick windowsills of beige stone.

RESIDENTS

Dealing almost exclusively with artisans in need of financial backing, Terren Evralan the Moneylender lives in this rich and sumptuous house which he paid for with the high interest rates he charges his customers. Because of his merciless business tactics, Evralan unwittingly won the animosity of many professionals working in the district. Still, a lot of artisans continue to deal with him, as no other person openly offers to lend money to unrecognized craftsmen whose future earnings potential is questionable. Despite all his faults, Evralan takes a lot of risks when lending money, but he has made successful bets over the years to have accumulated a small fortune. Several mercenaries guard his palatial home. Garvon, an experienced soldier and perhaps the only real friend Evralan has, keeps a watchful eye on the premises, handling everything from the hiring of guards and servants to ensuring his boss' protection. All of these people live within the manorial house.

Terren Evralan: Rog13.

Garvon One-Eye: Ftr12.

Mercenaries (12): Ftr5.

Servants (15): Com1-4.

The house of the most well known moneylender in the district contains over 5,000 gp worth of various works of art, which includes well-wrought statuettes, beautiful paintings and carvings, grand tapestries, fine cutlery, elegant decorative swords and shields, and a multitude of other wondrous items. Evralan keeps a sum of 10,000 gp in a locked chest (successful DC 25 Open Lock check to open) hidden in a concealed cavity in the wall of his bedroom (successful DC 20 Spot check to detect). He also carries a *ring of invisibility* and a *+3 keen dagger* for protection. Garvon wields a *+1 bastard sword* and a *+4 shield* in battle, and each of his men carries a masterwork short sword and a spear.

ACTIVITY

Anyone can schedule an appointment with Evralan, but such meetings seldom take place at his house. At least three meetings are required before Evralan agrees to lend anyone a sum larger than 100 gp. For large amounts of money, he asks for goods he can keep as collateral; usually in the form of treasured works of art or property rights. Because of his constant dealings, Evralan also owns several pieces of property in the city, all of which are for sale.

HOOKS

- A master from the Thieves Guild hires the PCs to take part in one of the most important burglaries attempted in recent years. If the PCs accept, they are told, they can take half of whatever the thieves find and may even be invited to join the Thieves Guild with the honorary rank of experts (dogs); if they refuse, the thieves do not reveal to them the location of the theft. Even if they accept, the PCs only learn of their target once they are at the Moneylenders' House. In truth, the PCs work for a man hired by Garvon to test the security of the premises. If the PCs are caught, they are told the truth and paid for their services. If they succeed, their employer reveals the ruse and asks them to return the stolen goods, upon which time they will be handed a substantial reward for their troubles. If the PCs play their cards right, they can help Garvon upgrade security and make a friend for life. Evralan may even call upon them at a later time with helpful or lucrative offers.

L13. THE ROPE FACTORY

A cluster of four large buildings of dark gray stone lies in the southeastern corner of the district. These buildings are in poor shape, but many people come and go within.

One of the most lucrative businesses in the Artisans District, the Rope Factory supplies naval vessels, shops, and artisans with all kinds of different types of ropes. Chandlers from the city depend on the fine wires made at the Rope Factory to craft their goods; sailors rely on the sturdy ropes to man their sea vessels; and countless other experts, commoners, and even adventurers use the fine quality goods produced here.

RESIDENTS

Several experts operate this large shop spread out over four single-story buildings, which run 24 hours a day, seven days a week. Many unskilled laborers work at the Rope Factory as well, working long hours in questionable conditions to earn a meager wage. A conglomerate of business associates owns the Rope Factory and many in the district consider the place little more than a slave shop. Still, no one ever wrote a formal complaint to the City Council about the adverse working conditions of the place. In fact, many who work here seem truly glad to have a job — otherwise they would probably end up on the street. A manager named Vernamon supervises all those who work here.

Vernamon: Exp12.

Expert Artisan (5): Exp5.

Worker (100): Com1.

Thousands lengths of ropes of different types and quality sit in the Rope Factory, stored in crates ready to be shipped. Raw silk, hemp, and other materials can also be found in piles throughout the four buildings. Vernamon's office, situated in the southwestern edifice, holds a small safe containing 500 gp (successful DC 15 Open Lock check to crack) and several accounting books describing purchases, sales, and employees' salaries.



ACTIVITY

Three times a week merchants and wholesalers come to the Rope Factory and fill their wagons with boxes full of ropes of different grades. When they have departed and the sun has gone down, a contingent of well-armed men come to the Factory to bring the money it made that day to its owners. Vernamon takes charge of every step of this process. Profits are good thanks to the low wages and atrocious working conditions, and Vernamon is careful to bring every copper piece of profit safely to the Factory's owners.

HOOKS

• Several of the Rope Factory's laborers have disappeared. A few others have complained to friends and family of the rapidly changing — and declining — working conditions. A concerned family member asks Sir Yasmon Sorvir to investigate (in his capacity as the district's Council representative), fearing that the Factory may turn into a functional death trap for those who work there. Sir Yasmon hires the PCs to pose as workers and infiltrate the place.

L14. THE PAINTERS GUILDHALL

This bulky, two-story high building contains little on the outside to distinguish it from other structures in the district. Inside, however, is quite a different story. Hundreds of different images, each more colorful than the last, cover the walls, doors, and even the ceiling. Built in the southeastern area of the Artisans District, the interior of this great house looks more like a giant, three-dimensional canvas where countless master artists worked together to form a great tapestry of realistic and abstract images merged together in an eerie, bright, and fantastic form than an actual building. To add to the confusion, panels of multicolored stained glass cover every window of the building. Though at first glance the bright colors and chaotic patterns formed by the countless themes blended together might seem like a big jumble, the overall effect is indeed quite striking, beautiful, and inspiring.

This unusual building serves as the headquarters of the Painters Guild. The Guildhall is divided into several sections, each serving different function. A large meeting hall takes up the entire length of the first floor of the building. Elaborate frescos decorating the walls describe the founding of the organization as well as the lives of the first artists who belonged to it and the talented masters who followed them. The second, third, and fourth floor of the Guildhall comprises a number of different rooms, from small storage areas used to stock raw materials and tools to large workshops complete with everything one needs to paint. Administrative offices, private meeting rooms used by the grand masters, and a few small chambers for resident artists make up the fifth floor. All are decorated with a carefully-selected series of paintings, designed to both display the works of prominent members and to give the interior of the Guildhall a unique and inspiring atmosphere.

RESIDENTS

Only select individuals who show great promise or talent can hope to become members of the Painters Guild. Although exclusive, the organization includes a few hundred members spread throughout the city. A conclave of twenty grand masters leads the Guild. Below them are numerous masters, experts, and apprentices, all of whom are either truly gifted or highly driven individuals. Membership in the Guild isn't easy to obtain, and members enjoy many benefits, including free access to the meeting hall and workshops in the Guildhall as well as discounts on art supplies and equipment. The Guild also provides its members with employment opportunities, organizes monthly art galleries in different locations throughout the city, and pays for the legal defense for any guildsman in need.

Among the current grand masters of the Painters Guild, three stand out: Grand Master Orbinon, renowned for his expertise in using shadows to give three-dimensional effects to his work; Grand Mistress Litara Elesse, an Elf of noble blood who decided to pursue her dreams rather than remain in the Elven District to help uphold her family's dignity, and now regarded as one of the most creative souls in the city; and Grand Master Veonar Longbeard, an aging and multitalented human who also happens to be an expert mason and a master carpenter (though his true passion and talent remains painting).

Litara Elesse: Elf Brd14.

Orbinon: Exp13.

Veonar Longbeard: Exp17.

Master Painter (17): Exp10.

Journeyman Painter (Varies): Exp5.

Apprentice Painter (Varies): Exp1.

Each workshop in the Guildhall holds several canvases, most of them unfinished works of art. About 175 complete paintings from various artists hang upon the walls of the place. They could be sold for anywhere between 25 gp to 500 gp to art collectors and connoisseurs. Litara possesses a *deep red ioun stone*, a +4 *dagger of defense*, and a strange blue gem worth 400 gp. Orbinon carries a +2 *quarterstaff* and a pouch with 200 gp worth of assorted coins and small gems. Veonar wears a *headband of intellect* +4.

ACTIVITY

People come to the Painters Guildhall when they need to find reliable artists, whether for portraits of the aristocracy or abstract decorative canvases. Nobles, wealthy and powerful commoners, and even successful adventurers often commission work from the Guild's painters. The more artistic or visionary connoisseurs even purchase art from young and unknown talents hoping that the early work of these individuals will be worth a fortune one day. Because of this, the Painters Guild offers all sorts of paintings from almost all their members, both at the guildhall and in various art galleries throughout the city. The prices of these paintings range from bargain basement to stratospheric, depending on the talent and renown of the artist and the quality of the item.

HOOKS

- A young artisan living in the Co-op (location L22) has patented a new alchemical solution allowing the creation of paint that dries almost instantly. Veonar Longbeard claims that he invented it, and that the for-

mula was recently stolen from his private workshop in the Painters Guildhall. The Painters Guild hires the PCs to interrogate the young artisan and find out if he had anything to do with the theft. While he was not directly involved, he did purchase the formula from a group of thieves, one of which had a distinctive tattoo — the black shape of a flying eagle — above his left eye. If the PCs interrogate the district's residents, they learn that this man is a foreigner who appears to have left the city already. Can the PCs uncover who he was and for whom he was working? Was the Thieves Guild involved or would they help the PCs catch a freelancing thief of whom they did not approve?

L15. ORDABAL THE ENTREPRENEUR

This small house of sturdy oak looks quite ordinary. Its dark brown walls are in terrible need of repainting and the black rooftop could stand to be re-shingled as well.

The owner of this house, Felizius Ordabal, collects all sorts of trinkets produced by lowly artisans, inexperienced apprentices, and unskilled commoners who work in the district. He resells these goods to various stores and wholesalers interested in low quality merchandise at cheap prices. He converted the first floor of his house into a storage area, and lives on the second floor with his wife Narda and their seven children.

RESIDENTS

Ordabal counts Sofill's Dry Goods (location G7) among his most important and loyal buyers; it sells most of his junk as local arts and crafts for tourists who want to buy cheap souvenirs from the city. Ordabal, however, wants more out of life. He currently works hard to find contacts among foreign smugglers and adventurers who need to sell their findings quickly. He hopes to one day smuggle high quality valuable art. For now at least, this ambition remains only a dream.

Felizius Ordabal: Exp8.

Narda Ordabal: Com4.

Ordabal Children (7): Com1.

The storage area in Ordabal's home contains over 300 gp worth of cheap arts and crafts. In his private chambers, Ordabal keeps a locked iron safe (successful DC 15 Open Lock check to open) with a large sapphire worth 500 gp and a pouch containing 400 sp — his savings to date.

ACTIVITY

The shop is open from dawn until dusk, and visitors are welcome. Ordabal works hard to earn a descent living, and many lowly artisans in the district appreciate what he does for them. Ordabal is seldom at home, as he busily toils to find new deals to replenish his stock. Once a week he stays home and receives wholesalers and store managers who wish to buy from him.

HOOKS

- Sofill's Dry Goods recently ended its association with Ordabal, claiming that the last few batches of goods he sold to the store were worthless. The items were apparently so fragile that most of them broke within a day of their purchase, and the buyers returned them to the store. The staff of Sofill's not only had to deal with angry customers, but an accompanying loss of reputation. Ordabal hires the PCs to help him convince the manager of Sofill's to continue to do business with him, promising that he will be more careful with the items he sells in the future. What Ordabal has in stock, however, is no better, so PCs agreeing to work for him may have to convince him to lose half of his current inventory if he truly wants to keep his promise.
- Ordabal has made contact with smugglers in the Warehouse District — specifically, smugglers of the Ebon Lotus Society (see location N32). He has even met Urbane Tarmont himself, and he thinks that he has finally turned a financial corner. Unfortunately, he has also, by pure accident, come dangerously close to the gang's dark secrets, and Tarmont wants him dead. After one attempt on his life, Ordabal is deeply afraid and turns to the PCs for help.

L16. THE DREAMING STARS

Four massive four-story high buildings form a thick rectangle of pale beige brick. Each wall holds several windows, doors, and balconies, suggesting that many different dwellings can be found within. A large painted silver star stands out from the dark brown, shingled rooftop of each of these edifices.

Long ago, a rich family fallen on hard times owed a large sum of money to several master masons. Because the family could not pay the masons, the workingmen turned to the courts, asking to be paid their dues. The Masons Guild defended these artisans in a long and costly court battle, but in the end it prevailed. The city ruled in favor of the masons and, in order to pay for their debts, the family handed over four wide structures that would have become a great manorial estate, had it been completed. In order to repay the masons who had worked for the rich family, the

Masons Guild purchased the lot and the foundations from them, and later commissioned the construction of large dwellings, which would serve to house several families. The Masons Guild now rents 48 small apartments for low prices in these four great buildings. Thus, the Dreaming Stars, as most people now call the place, offers comfortable lodgings at economical prices, but only to those who maintain good relations with the guild.

RESIDENTS

Almost half of the men and women who rent apartments at the Dreaming Stars belong to the Masons Guild, but several artisans of other occupations also call this place home. Young and relatively poor celibate masons and artisans take only a small portion of the accommodations available at the Dreaming Stars; most of the place's residents live here with their families. Master Narab, a middle-aged and highly reputed mason who fell on hard times following a crippling accident, resides in a modest apartment at the Dreaming Stars. In exchange for collecting the rent and ensuring the upkeep of the building, he lives here for free and receives a reasonable stipend from the Masons Guild.

Master Narab: Exp11.

Guildsmen (64): Exp1-4.

Family Members and Dependents (93): Com1-4.



Treasure owned by the families who live here may be determined at the DM's discretion, but none of them are by any means well-to-do. At best, there may be an expensive or powerful item here languishing as a diamond in the rough — perhaps a nearly-forgotten family heirloom, or something scavenged in ignorance of its true nature.

ACTIVITY

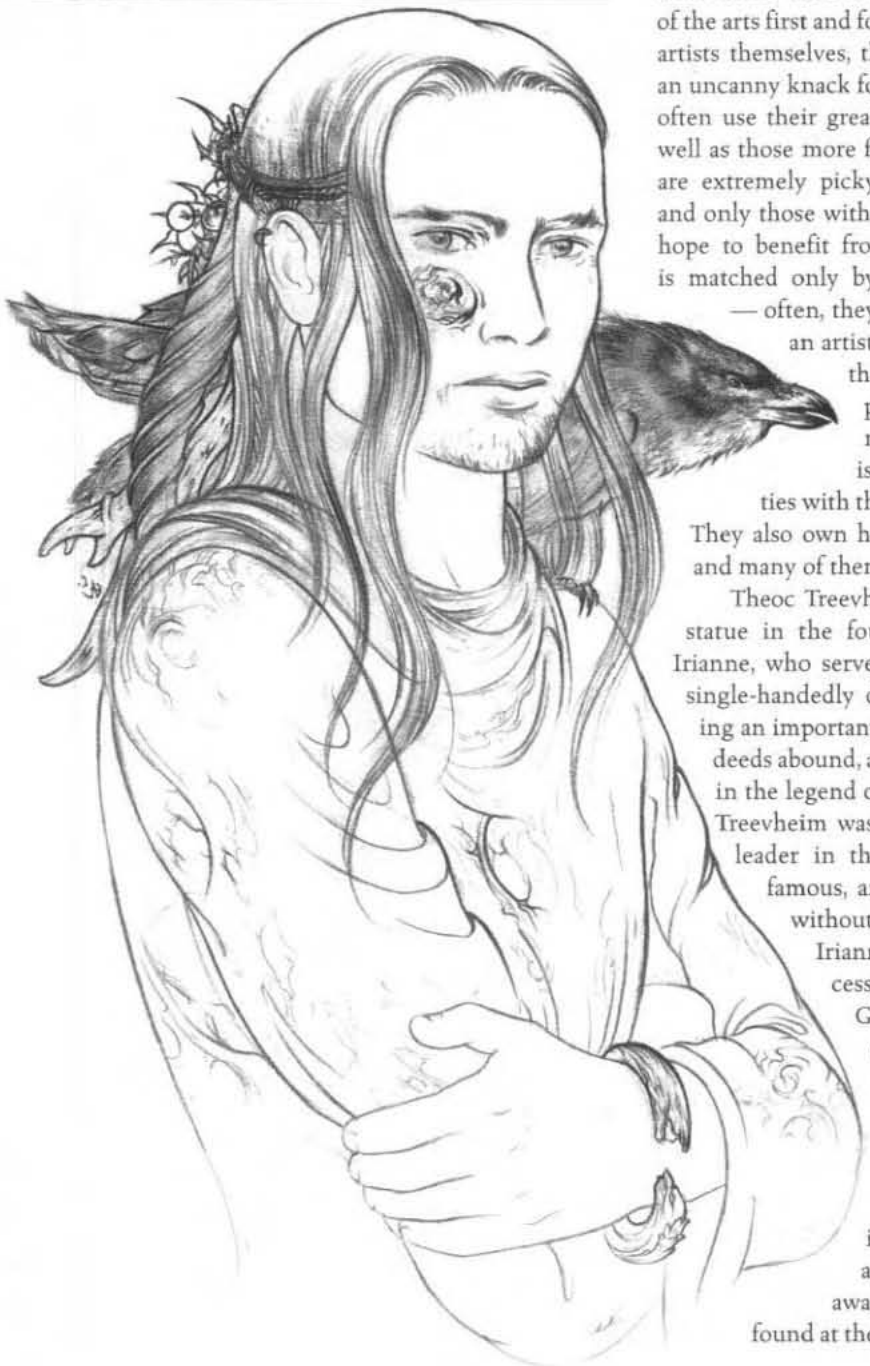
Activity here usually consists of daily routines typical of any residence containing so many people. Housewives do laundry, small children play in the corridors, Narab putters about the premises, and so on. New prospective tenants arrive every day, so few of the residents are perturbed by the presence of strangers... at least initially. Someone who lingers for an extended length of time, however, or who clearly looks as if he doesn't belong, will quickly arouse suspicion. Tenants concerned about a visitor will first go to Narab, who will either speak to the interloper or summon the City Guard, depending on the situation.

HOOKS

- About three months ago, after almost a year of marriage, the young wife of Master Narab disappeared. Being much younger than her husband, many at the Dreaming Stars suspect that she simply decided to leave him — perhaps after realizing he had no money or prospects — but Narab believes something terrible happened to her. Filled with grief and worry, he desperately seeks clues to her disappearance. An old business acquaintance told him he saw his wife at the Lost Lagoon Inn (location G12) a week earlier. With backing from the Masons Guild, he hires the PCs to investigate. Will they uncover the woman's background as a cunning member of the Thieves Guild who tried to use Narab to gain access to the Masons Guild secrets and riches? Will they find out that she now works to regain the prestige she once had within her guild? Or has she truly been kidnapped by forces which need the Masons' cooperation as part of some enigmatic plot?

L17. HOUSE TREEVHEIM

Four large two-story houses of light gray stone form an impressive "L" amid a large yard enclosed by a simple red picket fence. Beautifully wrought stained glass windows of scarlet and purplish hues dot the walls. Upon the pointed roofs of black shingle stands two great gargoyles, each one keeping silent vigil over the place. A massive basin lies in the southeast corner of this well-kept plot; in the middle stands a great bronze statue of a woman clad in full armor and holding a large two-handed sword.



Among the first houses built in the Artisans District, this cluster of old but beautiful buildings belongs to the Treevheim family. The clan once owned vast plots of land throughout the city. As the city developed, they sold most of their land, but they still possess a fair number of lots upon which small houses and commercial establishments now dwell. Thus many residents and businessmen in the city rent their homes or places of business from the Treevheim family, granting them wealth and influence in equal proportions.

RESIDENTS

Though deeply involved in the city's politics, the Treevheims have always considered themselves patrons of the arts first and foremost. While not particularly gifted artists themselves, they enjoy beautiful things and have an uncanny knack for discovering promising talent. They often use their great riches to sponsor young artists (as well as those more famous in dire need of money). They are extremely picky about whom they help, however, and only those with great talent, potential, or charm can hope to benefit from their generosity. Their influence is matched only by their haughtiness and exclusivity — often, they are the principal arbiter of whether an artist succeeds or fails — so artisans from the district either consider them indispensable allies or haughty foes who do more harm than good to the city's artists. The Treevheim family keeps close ties with the Painters Guild and Sculptors Guild. They also own half of the Bardic Hall (location L28) and many of them frequent the place.

Theoc Treevheim currently leads the family. The statue in the fountain represents his grandmother Irianne, who served in the Wall Guard and, it is said, single-handedly defeated a band of brigands menacing an important caravan route. Tales about her many deeds abound, and most people in the district believe in the legend of this great warrior. In truth, Irianne Treevheim was more of a strategist than a combat leader in the incident for which she remains famous, and her soldiers subdued the bandits without any direct aid from her. Nevertheless, Irianne made a name for herself as a successful adventurer after retiring from the Guard. After she disappeared, her son commissioned a statue in her image, and since then her status has only grown.

Theoc's children pursue different interests. Theocin, the eldest, tried his hand at sculpting but realized he was more talented in singing and acting, so he became a bard. When away from the family residence, he can be found at the Bardic Hall with his fellows. Most of

those who know Theocin acknowledge his talent, but also realize that he often squanders it through laziness and lack of ambition. Orvoc, the second born, dabbled in different art forms before becoming the apprentice of a well-known wizard. He later joined an adventuring company with whom he spent several years, but recently returned to the family household. Irianna, the youngest, was named in honor of her famous great-grandmother. She now works hard to become as good a warrior as she believes he ancestor was. She currently seeks to form her own adventuring company.

In addition to this brood. Theoc's three young brothers, their children, and their children's children live in the ancestral family residence.

Theoc Treevheim: Ari14.

Theocin Treevheim: Wiz8.

Orvoc Treevheim: Wiz7.

Irianna Treevheim: Ftr6.

Treevheim Nobles (22): Ari1-10.

Household Guard (12): Ftr5.

Household Servant (20): Com2.

Follow the guidelines for determining the treasure in aristocratic residences presented in the "A Guide to Nobles' Residences" section of the Overview to the Nobles District (see p. 166) and treat the House of Treevheim accordingly. Over 20,000 gp worth of items can be found throughout House Treevheim. Simple statuettes of different forms, life-size bronze busts of ancestors and heroes, ancient decorative arms and suits of armor, intricate paintings and tapestries, and numerous similar items lie around the place. Theoc keeps a locked jewel studded silver chest worth 300 gp (successful DC 20 Open Locks check to pick), which contains a ceremonial masterwork silvered dagger (worth 800 gp) and a simple wooden box filled with 5,000 gp beneath a hidden floorboard under his bed. Theocin uses several masterwork instruments and owns a pair of *gloves of dexterity +2*. Orvoc wears a golden *ring of protection +2*. Irianna fights with a *+3 flaming great sword*, which is the only heirloom left by her famous ancestor.

ACTIVITY

Visitors must usually have a stated purpose for entering the Treevheim estate, though it can be easy enough to infiltrate by claiming one is an artist in need of sponsorship. The family is constantly meeting with sculptors, painters, bards and writers, constantly searching for the next creative genius to hold up before the world. They also entertain teachers from the Bardic Hall, and keep tabs on their various investments throughout the city. Strangely enough, very little art is produced at the Treevheim estate. The artists in the family often do their creating elsewhere, and the rest of the family is far too busy sponsoring art to bother making any of its own.

HOOKS

- Theoc recently purchased the diary of a now-dead companion of his heroic grandmother. The book hints at the location of the lost tomb of Irianne, who never returned from her last adventure. Theoc hires the PCs to accompany his daughter Irianna on a journey to this ancient grave in the hopes that they might bring back three artifacts that belonged to their courageous ancestor: a pair of arm greaves fashioned from iron and decorated with silver roses; a magical helmet said to protect the mind from magic; and an enchanted full suit of plate armor.

L18. THE POSER'S RESIDENCE

This old two-story building must have been beautiful once, but the place now obviously needs repair. Most of its windows remain closed with wooden shutters all year round. The walls of the southern wing hold several ancient frescos, now so faded that they are barely noticeable.

RESIDENTS

Portas Sorvir, a grandson of the famous Sir Yasmon Sorvir (see location L9), lives here with his family. Portas, who enjoys the fortune of his father, recently married and purchased this ancient and somewhat decrepit mansion, hoping to rekindle the splendor it once enjoyed. While his family pays for most of his needs, Portas wants to make a name — and a small fortune — for himself. Lacking the talent to succeed as an artist, the young nobleman nevertheless wishes to be recognized as one of the city's greatest artisans. He buys art from different artists in dire need of money, signs his name upon the pieces, and takes credit for their creation himself. He also displays "his" work in his private art gallery on the first floor of this house. Though he does not seem interested in selling any of it, he gladly makes exceptions in the case of noble or influential people interested in his art, hoping to one day be acclaimed by a true connoisseur.

For now, Portas' wife Mina, a young noblewoman from the Treevheim family (see location L17) believes her new husband to be the artist he pretends to be. She remains unaware of the fact that he buys paintings and sculptures from others and takes the credit for himself, and she still believes he works several hours each day in his private

workshop (which she is forbidden to enter). Her best friend, servant, and confidant, Sarelle, suspects the truth. She manages all servants working for Portas and Mina.

Portas Sorvir: Rog6.

Mina Treevheim-Sorvir: Ari3.

Sarelle: Com4.

Household Servants (5): Com1.

Portas depends on a stipend from his family to get by, but his house holds several interesting (though not truly valuable) works of art. Sarelle keeps about 50 gp in the house — part of the stipend, used to pay for daily expenses.

ACTIVITY

Portas spends the bulk of his days in his workshop pretending to work, and his nights seeking other artists to help maintain his façade. Anyone who demonstrates a talent in painting, sculpting, or the like, and could clearly use a little extra money, will be greeted with intense interest. Initially, Portas will speak to them under the auspices of "communing with a fellow creative," but eventually, he will offer to buy an existing piece of art or commission a new one under the condition that he can pass it off as one of his own. He will never make such an offer if there is danger of anyone overhearing him.

Connoisseurs and patrons of the arts will receive an equally warm welcome, and Portas will eager display "his" works in an effort to impress them. He has convincing stories worked up around each one of them, which he plies with ruthless efficiency. Visitors who cannot help him maintain his fraud are usually treated with pensive politeness, and dismissed as quickly as possible.

HOOKS

- An artist who was forced to sell his masterpieces to Portas has begun to tell the truth about him. He has since been approached by thugs threatening to shut him up — permanently. The man, however, seeks retribution and tells his tale to the PCs, hoping that they might be able to protect him as well as expose Portas. Will the PCs act against a member of an important family? Will they expose Portas as a fraud, and if so how will they do it? Will Mina use her own family's influence to stop the PCs or will she turn against her lying husband?

L19. DORIBAN AND ASSOCIATES: MASTER MASONS

This large stone house faces the Pavilions. It looks impressively clean and well built; its stones carry a pale green shade with subtle veins of darker blue. Carved upon the face of the third floor's wall are the words "Doriban and Associates: Master Masons" written in silvery letters. An image of a hammer and chisel are carved next to them in the same silvery tone.

RESIDENTS

The reputation of Master Emil Doriban, one of the most formidable masons in the city, precedes him. He is responsible for the design and construction of countless buildings throughout the city, including great halls, temples, merchants' shops, large inns and other important establishments. Indeed, Master Doriban and his group hold monopoly on many of the city's housing and commercial projects. Several of their competitors view his dominance as an affront to their fundamental rights to practice their craft, but most citizens see an incomparable architectural design in Doriban's old-fashioned yet highly stylized creations.

Doriban works with four other master masons, who each own 10% of the company. This ensures them great wealth and continuous work on interesting and ambitious projects. The company also employs twenty expert masons full-time as well as many other experts and masters from the Masons Guild on as-needed basis. Doriban is an extremely influential member of the Guild, and works closely with other groups, notably the Carpenters Guild, in order to deliver complete projects. When hired, Doriban and his group handle all aspects of development, from planning to foundation to completion. The first two stories of the building serve as the group's offices, while Doriban himself lives on the third floor. A small contingent of well armed-guards, under the supervision of Doriban's young brother Rigas, constantly survey the premises.

Emil Doriban: Exp16.

Master Mason (4): Exp12.

Rigas Doriban: Ftr13.

Mercenary Guards (5): Ftr5.

Journeyman Mason (20): Exp5.

The offices and storerooms of Doriban and Associates hold many masterwork masons' tools and countless plans for original buildings. Rare books on classic masonry and experimental stonework also abound, some of which were written by Emil Doriban himself; the most valuable would fetch 100 gp on the open market. In his office, a large iron safe, riveted to the floor, holds 11,200 gp. The safe requires a successful DC 30 Open Lock check to crack. In his private chambers, a small collection of fine wine worth 2,000 gp total and a bronze bust carved in his image worth 200 gp can be found. Rigas fights with a *+3 warhammer* and a masterwork small steel shield. His mercenaries wear no armor, but each has a masterwork primary weapon of the DM's choice, as Rigas allows them to arm themselves according to their own preferences.]

ACTIVITY

Doriban and Associates is usually a hive of activity, either planning for a new project or finishing up an old one. Emil and Rigas are happy to talk to visitors, but their time is usually short and they will not engage in extended conversations unless it pertains to more work for their group.

HOOKS

- An edifice constructed by Doriban and Associates six months ago recently fell into decrepitude, as though the foundations could not handle the heavy stone they supported. The City Council hires the PCs to look into the incident. If asked, Emil Doriban agrees to provide anything the inspectors might need, including precise plans, complete listings of the materials used, and a list of anyone involved in the project. Will the PCs realize that the materials used by the company were not faulty, as some tend to believe, but indeed imbued with magic set to make them crumble with a mere word? Who sold these materials to Doriban and Associates, and who in the city would try to sully the group's unblemished reputation?

L20. THE SCULPTORS GUILDHALL

In the center of the district stands what looks like a perfectly smooth giant egg. From a distance, nothing but the dark blue coloration of the huge structure can be seen. Standing closer to it, however, one notices the multitude of tiny veins of dark purple upon the surface, which seems made of a rare type of marble. Barely perceptible gaps, starting some 30 feet above ground, dot the otherwise perfect walls. One the southeast side, a large pair of doors carved from the same material gives access to the interior of the place.



The Sculptors Guildhall seems to be carved from a single block of stone, but in truth those who constructed it simply spent weeks polishing the surface of the ancient marble used to fashion the place. Shaped in the form of a gigantic egg, the outside of the Sculptors Guildhall, although impressive, belies what lies inside. Countless bas-reliefs, alcoves, and statues decorate the interior walls of this architectural wonder. The countless tiny holes in the exterior walls form unseen passages allowing sunlight to bathe the great hall in a soothing golden light.

The main floor, which comprises the meeting hall of the Sculptors Guild, takes up most of the building. A multitude of elaborate carvings representing the face of past Grand Guild Masters covers the great hall's 50-foot high ceiling. The life-like faces seem to keep a constant vigil over those who use the place. A staircase, well hidden between a fake exterior wall and the real one, gives access to the second and third floors. Reserved for the masters of the Guild, the second floor holds a private meeting room, bedchambers, and an

extensive library filled with books on the art of sculpting. The private office of the Grand Guild Master, his personal bedchambers, and the organization's treasury take up the third floor of the place.

RESIDENTS

The Sculptors Guildhall houses the most powerful and influential group in the district. Led by Sirator (a powerful and cunning wizard as well as one of the most talented artists in the Guild), the organization's riches and influence play a great role in deciding the fate of the district's most affluent politicians, merchants, artists, and nobles. Many in the district believe that Grand Guild Master Sirator knows where many skeletons were buried, and thus most residents leave the group be. Because of its great influence and network of contacts built over the ages, none can hope to raise a statue or sculpt the façade of a building without the Guild's approbation.

Naraturah has been with the Sculptors Guild for even longer than Sirator, and he considers her his most important advisor. In her time, she built many statues and impressive landmarks throughout the city, including the designs for the Guildhall itself. In her old age, Naraturah seems content to serve as one of the top administrators of the Sculptors Guild, since in many ways she holds more power than Sirator. Another important master sculptor, Korvik, counsels the Grand Guild Master. Many in the organization believe that he will succeed to Sirator eventually, but for now the mischievous dwarf seems to be the Grand Guild Master's best ally.

Grand Guild Master Sirator: Wiz19.

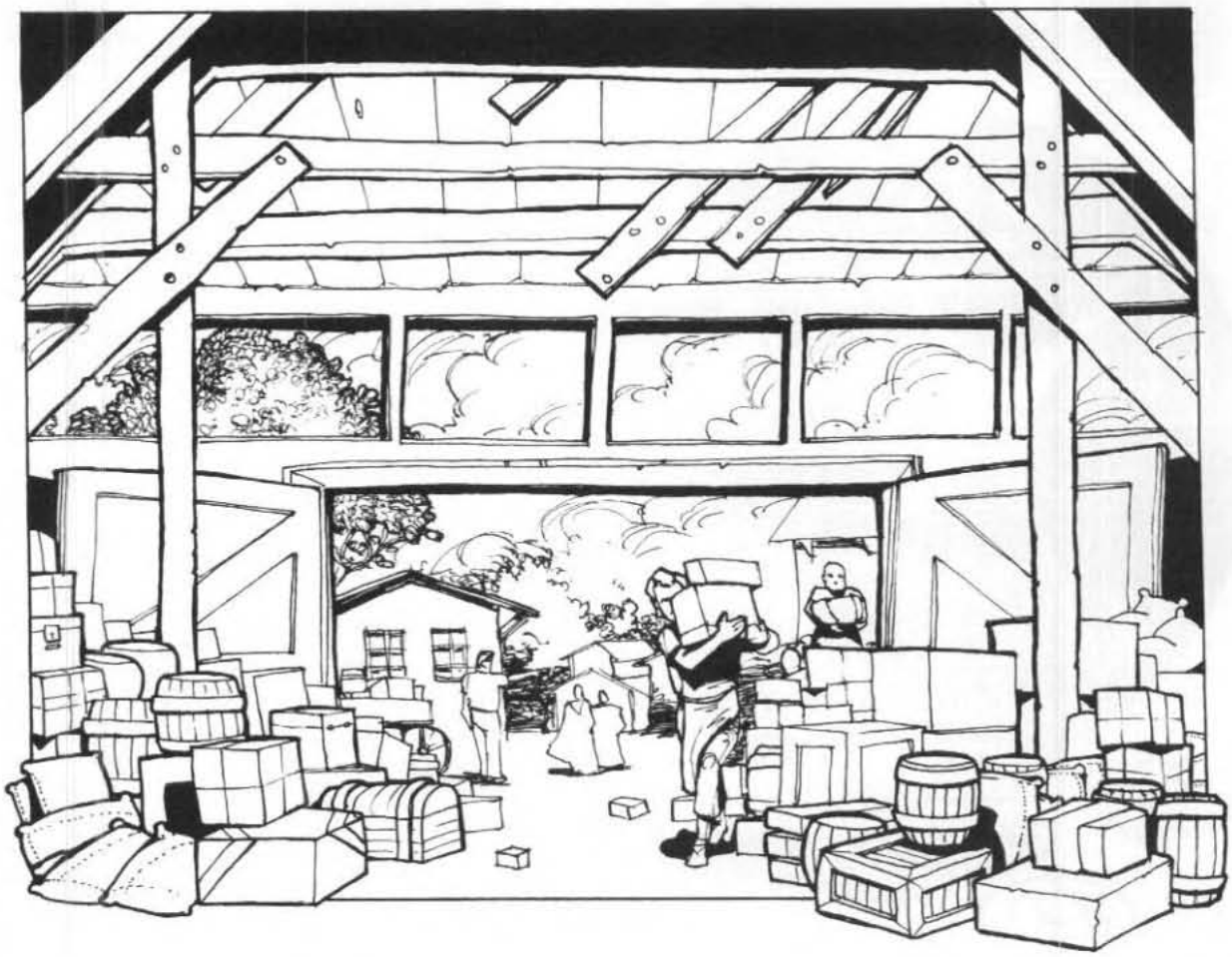
Naraturah: Half-elf Rog16.

Korvik: Dwarf Exp12/Ftr4.

Master Sculptor (Varies): Exp10.

Journeyman Sculptor (Varies): Exp5.

Apprentice Sculptor (Varies): Exp1.



Most of the riches of the Sculptors' Guildhall lie within the interior walls of the edifice, and cannot be moved unless broken from their respective niches or alcoves. The Guild's riches, kept in a locked and trapped vault for which only Sirator holds the key, includes over 20,000 gp in various coins and gems. Sirator himself wears a *robe of eyes*. He arms himself with a *staff of power* and uses several scrolls and potions. Naraturah wears a *ring of elemental command (earth)* and fights with a *+3 rapier*. Korvik wields a pair of masterwork hand axes and wears *bracers of defense +5*. Each of these masters also carries a pouch with at least 300 gp in it.

ACTIVITY

Many members of the Sculptors Guild and their families frequent this grandiose hall, and at least twenty people can be found within at all times. Several experts report directly to Korvik and Naraturah as soon as they hear anything that goes on in the city, from the planning of new housing projects to events transpiring within the district's political circle. Any member of the Guild can come to the Guildhall to seek employment, legal assistance, shelter, or to purchase tools for their craft. Related craftsmen and artisans are also welcomed at the Sculptors Guildhall, especially masons, carpenters, and painters who work together with guildsmen on specific projects. Anyone one rich enough to employ a sculptor can also come here to hire guildsmen for various endeavors.

HOOKS

- A rich foreign king has hired a select group of Master Sculptors to work on his new palace. Because the contract would be both lucrative and highly prestigious for the Guild (but also because the organization wants to protect its members at all costs), it hires the PCs as personal bodyguards posing as servants for the masters.

L21. THIEVES LOCAL GUILDHALL

One of the few rundown buildings in the district lies west of the wondrously carved egg of the Sculptors Guildhall. This old barn-like structure badly needs a new coat of paint, as most of its once lustrous yellow coloration has given way to the dull gray hue of the wood under it. Its three doors, are always shut and locked, and give the casual observer the distinct impression that visitors are unwelcome.

The city's Thieves Guild (see location G3) uses this old building as a guildhall for those members operating in the Artisans District. While the Thieves Guild owns several other dwellings in the area for use as safe houses, this larger structure serves as the seat of its local operations.

RESIDENTS

The Guildhall is run by Overseer Evram, the wolf in charge of this district. One of the most successful wolves in the Guild, Evram has the privilege of operating in one of the wealthier districts in the city. His gang, however, must tread carefully, since many of the goods they steal can be easily traced back to their owners. Thus, some of the Guild's rogues became experts at modifying and reselling all sorts of art works. They also use the Thieves Guild contacts with smugglers to take the stolen goods out of the city where they have less chances of being recognized.

While some members of the Thieves Guild operating in the Artisans District specialize in picking pockets, most in the gang prefer to burglarize workshops and other commercial establishments. Under a handful of masters, the group plans burglaries with the utmost care and forethought. They seldom get caught. The burglaries are all overseen by Master Uron, a cunning and ambitious man who hopes to take Evram's place one day.

Evram: Rog16.

Uron: Rog13.

Fox, Master Thief (3): Rog10.

Dog, Journeyman Thief (22): Rog5.

Pup, Apprentice Thief (13): Rog1.

The Thieves' Guildhall contains several locked chests (successful DC 25 Open Lock check to pick) hidden under the floorboards. Each holds 100–1,000 gp worth of jewels, art, coins, and other stolen goods. They empty most of these coffers each week, but always keep a minimum of 1,000 gp in them for emergencies. Evram carries a *+3 dancing longsword*, wears masterwork leather armor, and holds a pouch with 800 gp. Uron wields a *+1 short bow* and masterwork arrows, and he carries three red gemstones (each worth 150 gp).

ACTIVITY

Anyone wishing to get in contact with members of the Thieves Guild would do well to come here. Several members watch over the Guildhall from a discreet distance, disguised as passersby or hidden upon nearby rooftops. Once a week, senior guildsmen take a portion of the wealth they accumulated to the main headquarters of the Thieves

Guild in the Travelers District. This wealth is usually hidden within goods from the district's various craftsmen, so as not to draw suspicion. Evram has been known to solicit cheap materials from unsuspecting craftsmen in order to help disguise the true nature of his shipments.

HOOKS

- Assassins have targeted the members of the Thieves Guild operating in the Artisans District. Uncharacteristically concerned about its ability to protect its guildsmen, the Thieves Guild hires outside assistance. Evram asks the PCs to pose as members of the Guild and catch the assassins in the act. He requires that they capture at least one of the assassins alive, for interrogation.

L22. THE CO-OP

A large plot of land holding a multitude of small workshops, each with a relatively large storefront, dominates this area of the district. Clean and often colorful, each of these shops offers different kinds of goods, from simple wooden decorative statuettes to elaborate paintings and artistic pottery. The names of the artisans working in these shops, and what they offer, are depicted upon signs hanging in front of each building.

RESIDENTS

A cooperative of artisans of various types operates this small cluster of shops; they own the real estate as a communal enterprise and share all profits and expenses equally. Their institution is unique among the trades people and merchants of the city, but their arrangement allows them to live and work in modest comfort with a minimum of worry. Most of those who live in the Co-op have families to care for, and see their enterprise as the best lifestyle they could ever have.

No one with any real wealth lives in the Co-op but some of the artisans operating this cluster of shops are brilliant artists in their own right. Some day, some of them might even be recognized as such. The majority, however, remain average workers content to raise their families in peace and quiet. The second floors of these two-story high dwellings serve as the familial residences while the stores and workshops take up the first floors.

Artisan (30): Exp5.

Apprentice (40): Exp1.

Family Members (50): Com1.

All types of goods can be found in the shops of the Co-op, most of them of average quality. Still, a good pickpocket could do quite well for himself here, either by filching small items from the shops, or cutting the purses of those making purchases.

ACTIVITY

With the exception of food, steeds, and boats, characters can find almost any mundane item in the *Player's Handbook* at the Co-op for the listed price and quality. From time to time, an artisan offers a masterwork item or two. The Co-op attracts a fair number of folk looking to find goods at fair prices.

HOOKS

- While shopping at the Co-op, the PCs find the ancient tip of an arrow. They learn that the item, magical in nature, was once the property of an elf hero. A group of explorers recently found it and, as they passed through the city, traded it for various goods at this simple store. The owner of the shop, an aging human named Furnitos, believes the arrow tip to be part of a powerful artifact. He claims that an elf hero of ancient times carried a number of potent magical arrows, which none knows how to make today. If they wish, the PCs can purchase the arrow tip for 50 gp, but they will need to find the original shaft in order to make it work (when fully assembled, it is a *+4 arrow*). Furnitos knows that the men who sold him this item stay in one of the inns of the Travelers District. For a small fee, he tells the PCs who they are and where they can be found; if located, they could probably reveal where they found the arrow tip (and thus tell the PCs where they could potentially find the second part of the artifact).

L23. THE MASONS' GUILDHALL

A large golden dome forming a perfect half sphere makes up the roof of this massive stone structure. A wide, covered porch with twelve columns of burgundy marble leads to the main entrance of the building. The grandiose entryway, the massive gold dome, the colonnades, and the perfectly shaped stone walls and windows make the structure one of the most impressive in the entire district.

The Masons Guild built this edifice about a hundred years ago to use as their main guildhall. The original goal was to surpass the egg-like structure of the Sculptors Guildhall (location L20) in splendor, and in many respects it succeeded. From the outside, at least, the Masons Guildhall seems more rich and intricate than Sculptors Guild headquarters. Inside, however, the decor of the place remains

simple and unremarkable. The even stone walls and ceiling form a bland beige structure, bare of any decoration, and many who know the layout of the Sculptors Guildhall argue that the Masons' needs to be spruced up. Most members of the Masons Guild, however, prefer a somber and more austere look.

The first floor forms a massive gathering hall, some 30 feet high, where all guildsmen can meet. The only true decorative feature in the entire building — an elaborate staircase of pale marble — leads to the second floor, where a grand balcony opens up for those wishing to address the hall below. A series of fully furnished private chambers and drawing rooms take up the remainder of the floor. The third and last story contains stocks of mundane and masterwork tools (offered to members at discount prices) and the private meeting hall of the masters of the Guild.

The Masons Guild has little left in its treasury. The most significant item to be found in and around the guildhall is Murdeth's token of office — a beautiful golden necklace encrusted by a large sapphire, worth 2,000 gp. He also carries a sum of 200 gp on his person.



RESIDENTS

Murdeth Falconlover currently heads the circle of twelve grand masters who lead the Guild. A majority of the circle must approve any important decision pertaining to the affairs of the organization, with Falconlover acting as a tie-breaker if necessary. He and the grand masters do everything in their power to ensure that their organization maintains good relations with other guilds, especially the influential Sculptors Guild, especially since their members often work side by side. Because they often cut deals with other groups, many master masons believe that the Guild is little more than a pawn, and that Murdeth has no real power of his own. In truth, however, the organization is simply going through a tough time and wishes to keep its troubles private. A series of bad investments made over the last few decades has depleted its coffers. Some among the Grand Masters blame Murdeth for the Guild's financial troubles, but in truth all of them hold responsibility for the bad business decisions and financial investments that made the group one of the poorest guilds in the city.

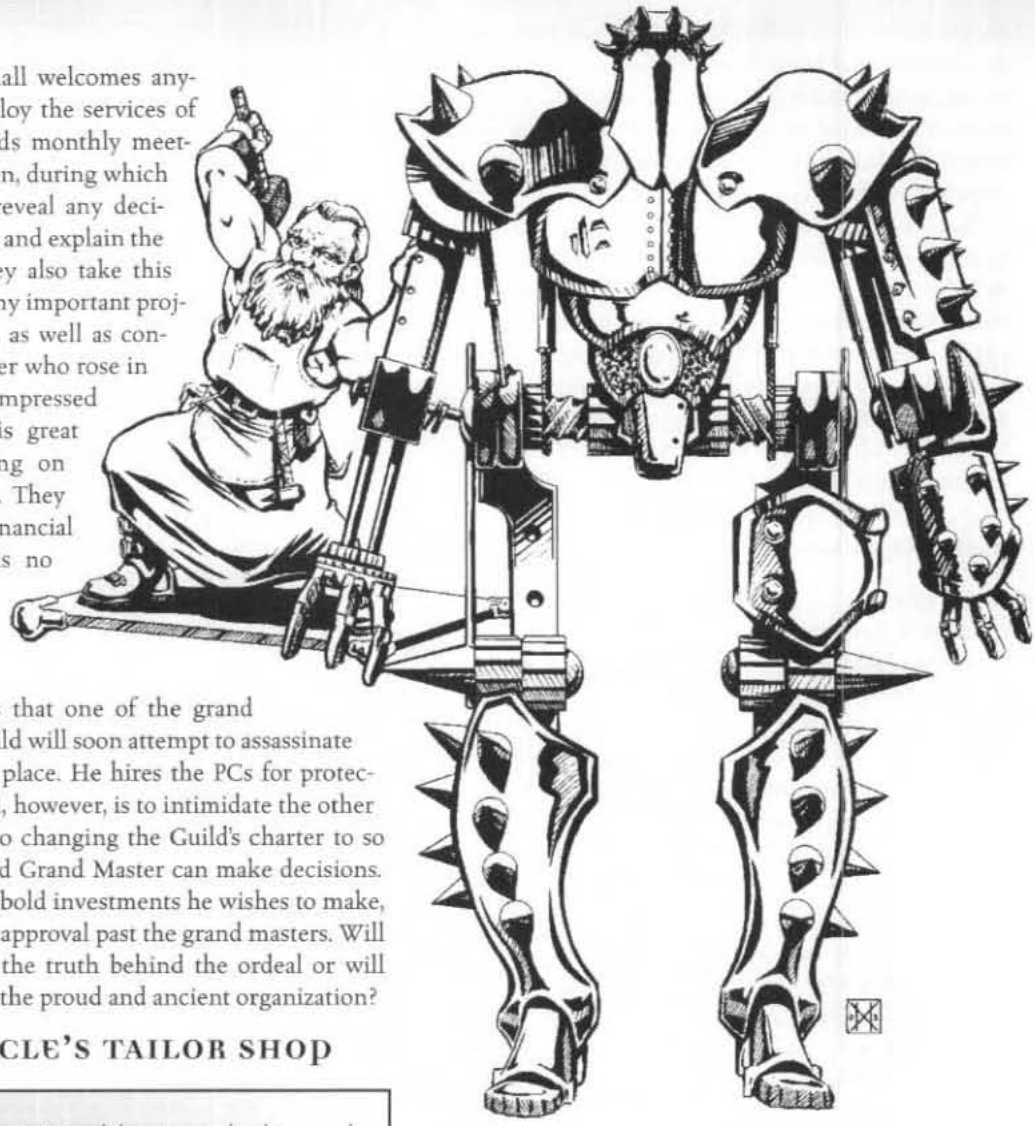
Murdeth Falconlover: Dwarf Exp18.

Grand Master Mason (12): Exp15.

Master Mason (Varies): Exp10.

Journeyman Mason (Varies): Exp5.

Apprentice Mason (Varies): Exp1.



ACTIVITY

The Masons Guildhall welcomes anyone seeking to employ the services of its members. It holds monthly meetings for all guildsmen, during which the grand masters reveal any decision they have made and explain the logic behind it. They also take this opportunity to list any important project in development, as well as congratulate any member who rose in the Guild's ranks or impressed his fellows with his great skills while working on a particular project. They keep the Guild's financial woes quiet; there is no need to upset the members unduly.

HOOKS

- Murdeth believes that one of the grand masters of the Guild will soon attempt to assassinate him and take his place. He hires the PCs for protection. His true goal, however, is to intimidate the other grand masters into changing the Guild's charter to so that only the Head Grand Master can make decisions. He has a series of bold investments he wishes to make, but will never get approval past the grand masters. Will the PCs uncover the truth behind the ordeal or will they help destroy the proud and ancient organization?

L24. HERONOCLE'S TAILOR SHOP

This small, well-maintained business looks much like any other of its kind, save for an unusually large attic and the series of odd noises which issue from it on occasion. The main floor is divided between the shop and living quarters for the tailor, Heronocle Bass. A sign depicting a needle and a spool of thread hangs out from the front door.

RESIDENTS

Few would think a small, quiet man like Heronocle Bass would be an adept tailor. He's not especially bright, he can be quite impatient at times, and his fingers are short and stubby. He has demonstrated a knack for clumsiness on more than one occasion. Nevertheless, his clothes are of superb manufacture, and he charges exorbitant prices to garb some of the wealthiest clients in town. He does all that despite living a wild nightlife, and spending many of his days playing cards with his noble clients. People actively wonder where he finds the time to make such marvelous clothes.

There's a reason that they wonder: He's a fraud.

Bass started life as a drifter and a ne'er-do-well, wandering the countryside with little purpose. He would work at odd jobs when he could, but his inherent laziness meant that he couldn't hold anything for long. He often resorted to thievery, and more than once left towns with angry mobs at his heels. Then one day he stumbled across a wondrous invention, buried in the woods near his latest residence. It turned out to be a giant clockwork spider the size of a large dog. Pressing his hand to its golden body, he inadvertently activated it, and was delighted to find that it obeyed his commands. Moreover, it could weave clothing out of the spinnerets in its rear, magically producing any form of thread and weaving it into stunning pieces of clothing. After ordering the creature to create a new suit for him, he smuggled it into the city, where he let it ensure that he never worked another day in his life.

Heronocle Bass: Rog4.

In addition to his wondrous spider (see sidebar), Heronocle keeps about 500 gp and 400 sp around for casual spending. He's been known to go through that much in a single night.

HERONOCLE BASS' ARACHNID TAILOR

Constructed with a stunning combination of mechanics and magic, Bass's clockwork spider is a one-of-a-kind creation whose price is inestimable. It has two modes: active and inert. The first person who touches it in its inert stage both activates it and becomes its owner. The spider will obey any command which the owner gives. Though it cannot carry items in its jaws or inflict harm, it moves quite quickly, and can follow complex orders to the letter. Upon command, it create any piece of clothing its owner wishes — spun from any kind of cloth from burlap to silk and in any color or pattern specified (if unspecified, it will use basic wool). It cannot create items out of leather, metal or similar material; only cloth. Each article takes approximately ten minutes to create, and will fit its intended owner perfectly (provided the spider can see him or her or is provided measurements). It will create a total of 500 articles of clothing for its current owner. Upon completion of the 500th, it will immediately go into inert mode, curling its legs and becoming immobile as a stone. It will not activate again for that owner, and will remain inert until a new owner touches it, upon which time it reactivates.

The spider is about the size of a large dog. Though non-intelligent, it understands its owner's commands, regardless of the language spoken. It has 40 hp and a hardness of 15. If in active mode, it will flee upon receiving damage; in inert mode it does nothing.

Caster Level: 12th; *Prerequisites:* Craft Wondrous Item, *animate rope, web; Market Price:* 10,000 gp. *Weight:* 20 lb.

ACTIVITY

The spider remains in the tailor's shop, lodged in the attic where it has spun a huge web of wool threads. Every time Bass receives an order, he simply goes upstairs and has the spider create it for him. It's worked out exceedingly well for him so far, and he doesn't see his fortunes changing anytime soon.

Bass' clothing sells for twice the prices listed in the *Player's Handbook*. It is of exceedingly fine manufacture, and if properly cared for, will last a lifetime.

HOOKS

- Bass's tenure with the arachnid tailor comes to an end; it goes into inert mode, which will spell the end of his happy days unless he can 1) realize that he needs someone else to reactivate it, and 2) find someone else — like the PCs — with whom he can entrust with his secret and split his profits.
- The spider's original creator — a gnome illusionist named Olaf Grimmsson — asks the characters to help him track down his missing creation and ensure that it's not being abused.
- Bass begins using the spider to ferry messages to various underworld types who supply his illicit pleasures (the Ladies of Luck Gambling Parlor at location G14, and the Thieves Guild at location G3 are two of many possible destinations). He only sends it out at night, but otherwise takes few precautions in hiding its presence. Reports soon begin circulating of a "giant spider" in the district, which the PCs are tasked to hunt down and destroy.

L25. THE ASSASSINS' DEN

A wide building of simple brown brick stands at the corner of two lengths of paved streets. A sign that reading, "Local Arts and Crafts" hangs from a beam above the main door, which leads into the small store.

A small group of assassins operate out of this large house in the midst of the Artisans District. They take on the guise of craftsmen specializing in small trinkets, such as amulets, simple jewelry, painted beads, and the like. The group operates clandestinely and no one in the City Guard suspects them of the many crimes they have committed over the past ten years. The group's covert identity depends on a small smuggling ring from which it purchases barbaric and foreign arts and crafts. They sign these items with made-up names and call them their own before selling them in the simple store they operate from the first floor of this residence.

The first floor of this house serves as the main shop and storeroom, from which at least two members of the group pose as artisan sellers. While three large workshops take up most of the second floor, none in the group actually use them to craft goods. Instead, they serve as an elaborate and highly believable front to make visitors (some of whom may be a curious Civic Guard patrol) believe that those living here actually craft the items they sell. When the group needs to hold a meeting, its members use one of these workshops to discuss possible contracts and other matters. Upon the third floor, private chambers and a hidden alchemical lab (accessed through a secret wall panel)

where the assassins produce simple poisons take up most of the place. Three different secret cupboards also hold weapons, poisons, and all sorts of clothing and makeup for disguise.

RESIDENTS

Led by Sinara the Ruthless, an experienced assassin, the group has thirteen members, all masters of stealth and disguise. Sinara trusts no one in her gang, and keeps a close eye on all her operatives. Most of these cutthroats also act as internal spies and report anything that goes on within the organization, unaware that several of their fellows do the same. Thus Sinara keeps on top of things. Because she pays and treats the members of her gang well, no one questions her leadership and all remain loyal to her. She counts Wittold Virtian, a cleric on permanent retainer from the Priests of Calamity (location J5), and Lena Myrtil, a cunning woman who enjoys charming her victims before slitting their throats, among her most trusted and skilled members.

Sinara the Ruthless: Half-elf Assassin9/Rog6.

Wittold Virtian: Clr8/Assassin5.

Lena Myrtil: Elf Rog7/Assassin4.

Assassins (10): Rog5/Assassin2.

The third floor of the Assassins' Den contains easily concealable weapons, makeup and clothing perfect for disguise, as well as about forty doses of different types of poisons. Sinara uses a garrote and a pair of *+2 daggers*, and carries a vial with five doses of medium spider venom poison. Virtian uses a *+1 wounding shortsword*. Myrtil carries four *potions of eagle's splendor* and a vial with oil of taggit poison.

ACTIVITY

Sinara and her two lieutenants often discuss how best to use their growing list of contacts, and frequently argue over which jobs they should take. Their services do not come cheap, and only the richest can afford to hire them. Sinara is far too cautious to allow her clients to meet her at the shop. Instead, she arranges a meeting through third parties, and she and her colleagues always meet with their clients in disguise. Thanks to Virtian, they have a long-term contract with the Priests of Calamity, and hunt down enemies of the order on a regular basis. They have also works for several of the city's noble families on occasion, and the Thieves Guild sometimes tasks them to remove problems which have become too burdensome for them to handle alone.

HOOKS

- If the PCs have made an enemy of some importance in the city, that nemesis hires Sinara and her group to kill them. For days, the assassins follow and study the PCs, waiting for the opportune moment to strike — preferably when each of them is alone, sleeping, or otherwise vulnerable. If the PCs survive the first series of attacks and manage to catch or kill one of the assassins, they might learn (through subsequent interrogation or investigation) that one of their assailants was seen around the small shop run by Sinara's group. Meanwhile, the attacks continue, as the assassins shoot poisoned arrows from rooftops and use spells or stealth to surprise their intended victims. Will the PCs uncover Sinara's base of operation and put a stop to the group's activity? Will they cut a deal with Sinara and persuade her to leave them be?

L26. THE ARMORY

This edifice of pale gray stone looks more like a miniature castle than a place of business. Still, a fashionable wooden sign hangs from a post in front of the establishment, depicting a man in a full suit of plate armor and holding a sword.

The dwarf Markon and the elf Renfinielle, both experienced weaponsmiths, work together in this simple shop to produce some of the most wonderful arms and armor in the land. Sometimes, they hire wizards from the Academy District to enchant some of the items they fashion, but most of what they make serves decorative purposes only and is not intended for combat. Kings and champions, as well as rich nobles, merchants, and adventurers prize these items, even though the great majority can only be used to decorate a hall or the top of a fireplace.

Although not a public institution, the Armory relies on the protection of the Civic Guard as well as several experienced mercenaries, lest its small but highly valuable inventory disappear in the dead of night. Because it often supplies the city's military and political elite with amazing ceremonial armaments, the City Council ensures that members of the City Guard keep a close eye on the place at all times.

RESIDENTS

Master Markon specializes in fashioning plate armor, axes, hammers, and dwarven cultural weapons. Renfinielle prefers to craft long blades and stylized suits of scale mail. Because they specialize in beautiful decorative and ceremonial arms, almost all (90%) of the armor they make breaks on the first critical hit they receive, rendering them only half as effective for the remainder of combat, and totally useless once removed. Similarly, 90% of the weapons they craft break on a natural attack roll of 1. The

other items they create are also highly stylized but of masterwork quality. Some have been enchanted by wizards who occasionally work with them, giving them more of a permanence. These arms and armors cost at least twice as much as they would normally, but they are extremely beautiful and function as normal masterwork arms and armor. Markon and Renfinielle usually only craft such weapons when commissioned (and paid in advance) to do so. A handful of assistants work for them.

Markon: Dwarf Exp16.

Renfinielle: Elf Exp14.

Assistant Weaponsmith (4): Exp4.

Several weapons and suits of armor of intricate designs (built from gold, decorated with silver threads, studded with emeralds, and so on) are available for sale at the Armory. While most of these are not very practical in combat, they are worth at least twice as much as the standard cost listed in the *Player's Handbook*. There is also 5,750 gp in a locked safe (successful DC 30 Open Locks check to crack), hidden in the master weaponsmith's office (successful DC 15 Search check to find).

ACTIVITY

Anyone can purchase decorative arms or ceremonial suits of armor from the Armory, as long as they have enough money. Adventurers who wish to gain especially well-designed and stylish weapons or armor can pay the master weaponsmiths to build some for them. Both Markon and Renfinielle only accept such work from people they deem law-abiding and trustworthy, and all customers need to pay for the items ahead of time.

HOOKS

- Someone recently managed to enter the Armory and steal a ceremonial sword of the highest craftsmanship. The item, embedded with emeralds and sapphires, is worth over 5,000 gp. The smiths offer a rewards of 5,000 gp to whoever can recover the weapon. A few weeks later, a beggar approaches the PCs, saying that he has seen the sword and knows where to find the item. If they pay him, he leads them to a house in the Naval District (location O11) and says that the man living there owns the stolen sword. If questioned further, the beggar swears that he never saw the item, but someone he knows (another beggar) has seen this man carrying it. He speaks the truth. However, the man in question, a noble and influential officer in the city's Navy, purchased the sword without knowing it had been stolen. Will the PCs try to get the sword from him? Will they accuse him of stealing? Or will they convince him to return the item to its rightful owners (and possibly help them track down the real thieves)?

L27. LITTLE HANDS DOLLSHOP

This picturesque shop is decorated with delicate trimmings, giving the impression of a child's dollhouse. The window is full of children's dolls, all done in amazing detail. Their features, their clothes and shoes, even the rings on their tiny little hands, are all breathtakingly realistic. Some of them have an indescribable glow about them, suggesting, no doubt, that magic was involved in their creation.

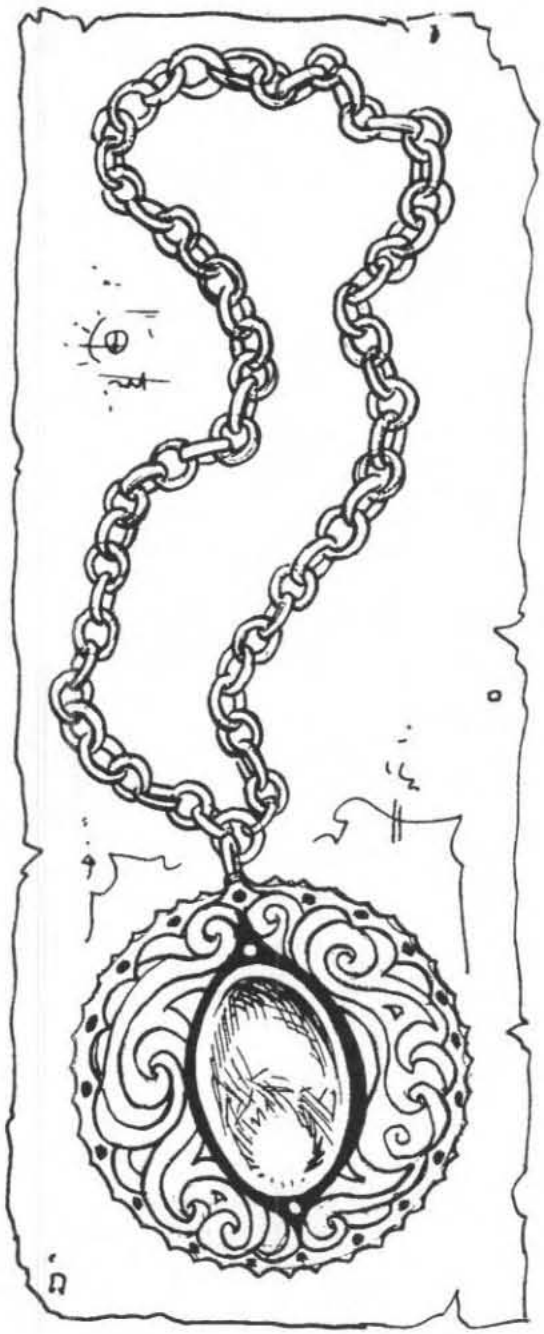
Inside, the shop features more dolls displayed in a series of glass cases, as well as a scale model "palace" where they can be posed.



Little Hands has a sterling reputation throughout the city, selling dolls to only the wealthiest families. The shop has a basement containing an elaborate assembly operation for doll parts, clothes, and similar elements. The rear of the shop has a writing desk full of business notes, while the upper story contains a cozy kitchen and sleeping quarters.

RESIDENTS

The shopkeeper is Elsbeth Volanta, a powerful and rather self-centered witch. She always had a fancy for dolls and loved imbuing them with enchantments, but while she could assemble decent dolls herself, she felt they lacked the high level of quality necessary to deserve one of her spells. Instead, she found another way to get what she wanted. She came upon a band of pixies in the forest one day and cast a *charm monster* spell on the lot of them. Now, they work downstairs in her basement, assembling dolls at a blistering pace in order to keep their mistress happy. She considers it fair treatment for all the mischief they must have caused in their lives, and they of course, are eager to please their new friend.



Elsbeth Volanta: Wiz8.

Pixies (20): As per the *Monster Manual*.

At any time, there will be between 20 and 30 dolls for sale in the shop. They are exquisitely made and worth an average of 75 gp apiece. The most expensive have minor magical effects, designed to delight and amuse their owners. These masterworks are worth no less than 200 gp apiece, and some have gone for as much as 500 gp. Consult the table in the sidebar to determine a given doll's effects. In addition to the dolls, Volanta keeps 1,500 gp in gems and jewelry in the upper levels; she carries two scrolls of *charm monster* and a set of *bracers of armor +2* with her at all times.

ELSBETH VOLANTA'S WONDROUS DOLLS

To determine a doll's abilities, roll on the table below or choose one at the DM's discretion.

Table L.1: Doll's Magical Effect

Roll	Effect
1	The doll sings a lullaby chosen by whoever is holding it.
2	The doll emits lights similar to those of fireflies. The lights remain within 5 ft. of the doll and wink out after 10 rounds.
3	The doll appears to drink liquids through its mouth.
4	The doll laughs softly when it is held.
5	The doll's outfit subtly changes color.
6	The doll glows slightly, providing modest illumination.
7	The doll's hair can vary in length on command, and regrows if cut.
8	The doll is warm to the touch.
9	The doll appears to smile upon command.
10	The doll claps its hands upon command.

ACTIVITY

The pixies spend day and night working on the dolls; their tiny hands allow them to shape the limbs in exquisite detail, and to create clothing as perfect as any full-sized outfit. Volanta spends her time either catering to her clients or attending one of the many parties to which she

is invited. Her "work" makes her very popular among the nobility, and none suspect that she doesn't actually craft the dolls herself. Every morning, she casts the *charm monster* spell anew, ensuring that the pixies remain loyal to her. When not making dolls, they stay silent, their invisibility masking them from any prying eyes.

HOOKS

- The pixies break free of Volanta's enchantment, wreaking havoc on their former mistress. When they are through with her, they turn their attention on the dolls' owners, making their lives miserable with an endless series of cruel pranks. At least one of those harassed owners hires the PCs to get to the bottom of the matter.
- One of the dolls is accidentally created with the pixie ability to cloud minds. Whoever handles it with their bare hands must make a successful DC 15 Fortitude save or lose all memory as per the pixies' *memory loss* ability. Volanta wears gloves when she handles all the dolls (she doesn't wish to accidentally sully them) but others may not be so lucky....

L28. HABERDASHER

This neatly-kept shop sports a picture over the door depicting a man's hat hanging cockily from the end of a cane. The interior is decorated with a wide variety of hats and headgear, along with walking sticks, cloaks, and similar accouterments. All of the items are expensive and of high quality; the hats are made of fine fabrics while the canes are all carved from rare and/or exotic wood. A sign above the counter gives rates for items and delivery, and a pair of mirrors, set up opposite each other, allow customers to inspect the look of the wares on their heads.

RESIDENTS

The haberdasher, Orville San Juste, has practiced his art for over twenty years. His hats are expensive, but his clientele have made him very successful, allowing him to expand into cloaks, walking sticks, and similar items. The sale of a single hat, he claims, is enough to keep him in business for a year, and the regular traffic of well-dressed dandies into his shop gives proof to his claims.

In truth, it's all a sham. San Juste sells some of his hats, but not nearly enough to keep the doors open. Desperate to avoid closing his shop, he took on a side job several years ago, which now forms his primary means of supporting himself: spying. For a fee, he will case any building, shadow any person, or peer into any window which his clients — his real clients — pay him to. He's even better at snooping than he was at making hats.

Orville San Juste: Rog6.

San Juste's savings total 200 gp, which he keeps in a strongbox behind the counter of his shop. He has a *cloak* and *boots of elvenkind*, which he uses on his snooping jobs. He also carries a modified sword cane for protection (treat as a rapier).

ACTIVITY

San Juste mainly works for the Thieves Guild, helping to case houses for theft. He normally makes two runs at a given target; the first he undertakes in normal garb, with a wrapped hat which he is pretending to deliver. When approached, he feigns being lost or unable to locate his "destination." The second excursion he takes while wearing his magic cloak and boots, striving to remain hidden while he observes his target for as long as he can. He uses a similar tactic while shadowing people: he appears as a haberdasher once, pretending to travel to an address very close to the targets. He's found that a bright outfit, while drawing attention to *him*, diverts attention away from his face. Thereafter, when he follows them in his magic cloak and boots, they are far less likely to notice him. The method works surprisingly well, and San Juste has never given his customers — his *real* customers whom he insists meet him clothed in their finest in order to defer suspicion — any reason to complain.

HOOKS

- The PCs are targeted by the Thieves' Guild for some reason (perhaps at the behest of an enemy), and San Juste is called upon to gather intelligence on them. He gains entry to their place of residence by appearing to deliver a hat to them, which he claims is a gift from an anonymous admirer. Later, when they are robbed, the hat is left untouched — a clue, perhaps, about who has robbed them.

L29. NORDIKAR'S SHOE STORE

A high plaque of brown marble, inscribed with the image of a shoe, stands in front of this large, two-story, golden-hued wooden building with an impressive stone colonnade.

This fancy-looking store sells decent shoes made of leather and cloth, as well as some specialized items difficult to find anywhere else in the city, such as neatly carved (and surprisingly comfortable) wooden clogs, fur-trimmed moccasins made out of wyvern hide, and stylized sandals laced to the ankles with fine silk strips. A wide rack filled with shoe polish takes up an entire wall of this establishment, while neatly-lined counters and shelves fill the rest

of the store. Items sold at Nordikar's Shoe Store can be pricey (5 sp – 5 gp, depending upon the quality) because its proprietors, the Nordikar family, must pay a costly rent to the Karilyn family (see location G22), owner of the lot and building from which the store operates. Still, the quality and style of the items they sell justify their high prices. Almost any type of non-magical footwear can be found at Nordikar's Shoe Store.

RESIDENTS

The Nordikar family makes a decent living selling shoes. They have done so for so many generations that most of them would not know what else to do with their lives. Henvik Nordikar, the family's elder, recently retired. He left his son Menrik in charge of the family store. The Nordikar family runs the establishment by themselves and would not trust anyone else to do so.

Henvik Nordikar: Exp8.

Menrik Nordikar: Exp7.

Nordikar Shoemaker (4): Exp4.

Nordikar Family Member (8): Exp1.

The Nordikar family owns a great inventory of high quality and stylish shoes, boots, sandals, and clogs. They import some of what they sell from foreign lands, and gain the rest from local cobblers. Maintaining and renewing their inventory (as well as their exuberant lifestyles) uses up most of their money. A small safe (successful DC 15 Open Lock check to breach) contains the family's monetary fortune, a mere 400 gp.

HOOKS

- A shipment of fine shoes, including several special orders for rich and powerful clients, never arrived at Nordikar's Shoe Store. Worried that this might affect his reputation, Henvik hires the PCs to investigate. As it turns out, a group of orc brigands from the Humanoid District stole the wagons full of shoes and scared the merchant and his men so much that they returned to their foreign home without bothering to inform the Nordikar family. Will the PCs be able to recover all that was stolen? Will they locate the secret tunnel (location B31) leading out of the Humanoid District?

L30. SORIANNE'S FINE JEWELS

A building of red brick held by thick layers of pale gray plaster stands out from the others. Larger than most of the residences around it, this house also has a dark green roof of imported tiles found nowhere else in the city. The grounds around the place are well kept and a large sign depicting a polished gem stands in front of the place, right next to a pair of massive oaken double doors. Two men clad in fine scale mail armor and armed with battleaxes guard the sole entrance.

RESIDENTS

Lucia Sorianne never produced anything on her own, but instead became an expert at modifying the works of others. She buys stolen goods from a group of smugglers operating from the Naval District (run by a handful of Navy officers who graduated from the Naval Academy; see location O26). She makes a small fortune reworking and reselling the stolen goods sold to her for a portion of their market value. The smugglers are not her exclusive suppliers, however, and she also trades with many legitimate merchants. Sorianne's brothers, Sorion and Ribanon, ensure her protection, with the help of some hired blades. They also help her at the store; the place remains opened from noon until nightfall.

Lucia Sorianne: Rog12.

Sorion Sorianne: Ftr9.

Ribanon Sorianne: Ftr5/Rog3.

Experienced Mercenary (5): Ftr5.

The inventory of Sorianne's Fine Jewels remains under lock and key at all times. They total over 18,000 gp in value, and the safe containing them is one of the strongest in the city (successful DC 35 Open Lock check to breach). Sorianne wears a *+4 leather armor* under her clothes for protection and carries a pouch with 800 gp worth of gemstones. Sorion wields a masterwork greatsword and wears a *+2 chain shirt*. Ribanon fights with a *+2 rapier*. Both brothers carry a pouch containing approximately 60 gp.

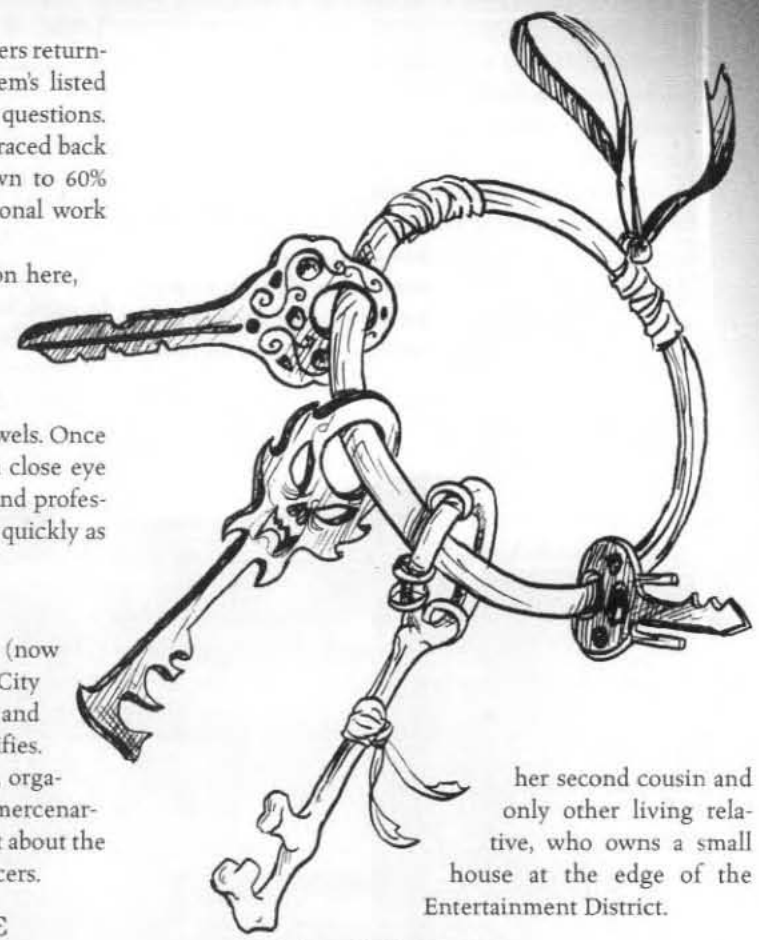
ACTIVITY

Sorianne is always willing to entertain adventurers returning with plunder. She pays 70% of a given item's listed value, but she pays in gold and doesn't ask questions. Obviously stolen items or items which can be traced back to a specific owner justify a further markdown to 60% of the item's actual worth, to reflect the additional work required to make them salable.

For all of the underhanded dealings going on here, Sorianne's clients have never caught on. Only an extremely select clientele, mainly composed of rich noblemen from the city and the environs, frequent this store. Visitors must take an appointment to enter Sorianne's Fine Jewels. Once inside, the proprietor and her brothers keep a close eye on them. They conduct their business briskly and professionally, with the aim of closing a given deal as quickly as possible.

HOOKS

- Following the deposition of two informants (now under the protection of the Civic Guard), the City Council hires the PCs to investigate Sorianne and discover how she obtains the goods she modifies. To do so, they can pose as interested buyers, organize stakeouts, or try to infiltrate the store as mercenaries. If they uncover the truth, the PCs find out about the small smuggling ring run by rogue Navy officers.



L31. ORIBELLE AND SONS: FINE GARMENTS AND ACCESSORIES

This simple but large wooden building stands close to the pavement of a wide avenue. A large banner that reads, "Oribelle and Sons: Fine Garments and Accessories" hangs on the facade wall of the second floor.

RESIDENTS

Tenda Oribelle operates this small workshop and store. A widow at a fairly early age, she managed to raise three sons (Oribo, Murbek, and Norbo) while running a prosperous business all by herself. She is known for the fine quality of her work and her fair prices; she recently decided to sell her entire stock at a large discount. She also looks for potential buyers for her house, hoping to fetch a good price for it. The reason behind Oribelle's recent actions remain unclear; she tells her customers only that she needs a change of scenery.

In truth, Oribelle's three hellraising sons recently got into trouble, and she works hard to accumulate enough money for them to start a new life for themselves in a foreign land. She herself, however, does not plan to leave with them. If she sells her house, she will go live with her second cousin and only other living relative, who owns a small house at the edge of the Entertainment District.

Tenda Oribelle: Exp11.

Oribo Oribelle: Exp7.

Murbek and Norbo Oribelle: Rog4.

A few hundred pieces of fine clothing remain in Oribelle's inventory. Each could be resold for a good price (105% of the listed cost in the *Player's Handbook*), since all of them are in perfectly new condition. Upon the second floor, a small locked chest (successful DC 15 Open Locks check to pick) contains the family's accumulated wealth, which Tenda plans to give to her sons: a total of 225 gp.

ACTIVITY

For now, anyone can purchase fine clothes for half the usual price at this store. Oribelle also offers an additional discount for those who purchase five items or more. A PC wishing to buy the house from which the clothier works and lives can also get a good price, but Tenda wants at least 80% of the market value for her home. She also refuses to sell to anyone she suspects has contact with the Thieves Guild.

HOOKS

- A friend of Tenda's — a rich patron who happens to harbor romantic feelings for her — hires the PCs to convince the widow not to leave town. The PCs can offer protection, help in fashioning clothes or running the shop, and anything else she needs, but they must change her mind about leaving town. In this adventure, they might win her friendship and respect, as well as that of the rich noble who hired them. If the PCs finally guess why she wants to leave the city, they might even walk into a grander adventure (see the Quest section).

L32. THE CARPENTERS' GUILDHALL

This imposing structure lies in the eastern part of the district. It stands three stories high, made of highly polished white wood varnished to a glossy finish upon which the sun's rays shine brightly. Its walls form an imposing barrier, and flowers of all sorts fill almost the entire length of its private backyard. No two windows or doors from this building are identical; each was shaped and painted to represent a different form. A perfectly round stained glass window representing the planet's continents stands right above the main door.



The Carpenters Guildhall harbors unique architectural design, constructed from different types of rare and highly precious imported wood. This large structure serves as a meeting place for all carpenters in the city, and also houses the offices of the Carpenters Guild's leadership, as well as stores of tools and raw materials needed for the trade (which the Guild offers to its members at discount prices).

RESIDENTS

One of the district's most influential politicians, Nolan Wyrthan, currently leads the Carpenters Guild. A master carpenter in his own right, Wyrthan struck it rich when the city commissioned him to build dozens of dwellings in four different districts. Following a few good investments in local shops and taverns, Wyrthan eventually became one of the richest men in the district. He still lives in a modest house with his family a few blocks away, but spends most of his time here.

The first two floor of this edifice stores all sorts of rare timber, nails and other materials, as well as carpenters' tools. A huge meeting hall dominates the second floor, while the third holds offices, and private apartments used by members of the Carpenters Guild, including the six grand guild masters.

Great Grand Master Nolan Wyrthan: Exp17.

Grand Master Carpenter (5): Exp15.

Master Carpenter (Varies): Exp10.

Journeyman Carpenter (Varies): Exp5.

Apprentice Carpenter (Varies): Exp1.

The Carpenters Guildhall holds at least 5,000 gp worth of raw materials and tools. A locked chest, which requires at least three different keys to unlock (kept by Wyrthan and two Grand Masters), holds the Guild's accumulated wealth to date: 10,000 gp worth of coins. This money pays for legal fees, the upkeep of the Guildhall, the salaries of freelancers, and other things the Carpenters Guild might need. The chest requires a successful DC 30 Open Lock check to pick without the keys.

ACTIVITY

The Carpenters Guildhall welcomes any member of the Carpenters Guild as well as those wishing to hire carpenters for work. At least two grand masters remain at the Guildhall at all times. Twice each month, the Guild holds an assembly for all its members. During this time, the grand masters inform the membership of all things pertaining to the business end of their craft, including new development projects, possible employment opportunities, and so on. For a small fee, the Carpenters' Guildhall also offers weekly workshops on different building techniques to all its members.

HOOKS

- Members of the Carpenters Guild need to rebuild a bridge a few miles outside the city. The bridge was destroyed by a band of ogres who have been stirring trouble in these parts for years. The Guild hires the PCs to provide protection to the men and women working on the bridge. The PCs have to face the ogres and the gnolls and orcs working for them, and eventually the powerful war chief leading them.

L33. THE SUNKEN FRIGATE

This building is shaped to resemble a great warship, half sunken into the ground. It looks out of place amidst the shops and houses of the district.

Many consider this strange but elaborate building one of the architectural wonders of the Artisans District. Fashioned long ago by a group of unknown carpenters and sculptors, the Sunken Frigate attracts many tourists all year round. A rich sculptor named Cernor once used the structure as a workshop and place of residence, but when the renowned artist passed away, a group of enterprising investors bought the place from his sole heir. The interior was then demolished, rebuilt, and converted into a tavern. It quickly became one of the most popular establishments in the district. As a secondary business, the family that runs the Sunken Frigate (for a conglomerate of rich nobles and businessmen) also offers catering services to rich artisans and various trade guilds. This service, however, comes at a high price.

RESIDENTS

Run by Bern Afinov, a competent barkeep and cunning administrator, the Sunken Frigate provides its proprietors with good money each year. The place also employs a fair number of barkeeps, serving staff, busboys, cleaners, and bouncers, many of which hail from the lower echelons of society. Most of the commoners who work at the Sunken Frigate consider themselves fortunate to have a descent job in one of the most beautiful establishments of the city.

Bern Afinov: Rog11.

Barkeep (5): Com5.

Cook (3): Com3.

Cook, Busboy, Waiter, Cleaner (15): Com1.

Bouncer (6): War3.

Stocks of food, ale, and wine abound at the Sunken Frigate. A locked coffer (successful DC 20 Open Lock check to pick) holds 50-200 gp in assorted coins at any given time. The exact amount varies depending upon how well business is doing.

ACTIVITY

The Sunken Frigate offers food, drinks, and entertainment for a reasonable price. Afinov caters to a fairly quiet crowd: families and lone artisans for the most part. As a result, there are rarely any problems with rowdy drunks or fist fights. Once each week, Afinov brings the profits of the past seven days to the Brakon family in the Travelers District (see location G27), who partly own the place. When he does, four bouncers accompany him.

HOOKS

- Afinov, who served the Brakons loyally for many years, recently struck a deal with a group of small time thieves. The inexperienced youths convinced him to smuggle ale and wine out of the place. At first, Afinov agreed to do it as a way of getting back at his employers for not raising his salary in almost ten years. Now, the young thugs bully him out of stealing from the Sunken Frigate's moneybox. Because he fears the youths might denounce his past crimes and cost him his job, he agrees to their demands. When a member of the Brakon family asks the PCs to investigate why the Sunken Frigate is not making as much profit as it usually does, Afinov finds himself caught between a rock and a hard place. Will he trust the PCs to solve his problem?

L34. AVBERT SHOEMAKER

This small, single-story workshop, in obvious need of repair, stands amidst the cleaner and more attractive buildings of the district. In front, an old wooden sign with the words "Avbert Shoemaker" hangs from rusty chains set upon a horizontal post.

RESIDENTS

A venerable human artisan, Avbert has long been recognized as a master cobbler, but his own fellow guildsmen still considered him an outsider. Though he always paid his dues, Avbert never got along well with most other cobblers. Not only has he always been an independent and headstrong man, but Avbert has also been deaf and mute since birth. Because of this, many of his fellow guildsmen never took the time to communicate with him; even so the old shoemaker always managed to stay informed of everything that went on within the Cobblers Guild as well as in the lives of his clients. Avbert also manages to communicate quite well with anyone he meets, a fact that usually surprises those who meet him for the first time.

Everyone in the Artisans District knows Avbert "the Deaf Shoemaker." Because he does good work for almost half of what other master cobblers ask (and also because of his calm demeanor and respectful attitude), Avbert enjoys a loyal clientele composed of numerous patrons from different parts of the city. Nordikar's Shoe Store (location L29) does a brisk business with shoes he makes, and a fair percentages of his wares end up there for sale. Most of those who frequent his smelly, dirty, and disgruntled cobbler's shop, however, hail from the lower echelons of society — which the cunning old cobbler finds perfectly acceptable.

Avbert Shoemaker: Exp7.

Old shoes, strips of leather and lace, vials of polish, and cobbler's tools abound in this small workshop. But that's it. Avbert's makes such a marginal living that there are no valuable items and little coin here.

ACTIVITY

Avbert's shop is open from dawn until dusk, and is fairly quiet most hours of the day. When not entertaining a client, Avbert spends his time cobbling new shoes, content to let the rest of the world tend to its own affairs.

HOOKS

- Competitors of Avbert spread rumors that he rents a secret basement under his workshop to a group of smugglers. Few believe these rumors, but some in the city speculate on the shoemaker's nature and ambitions. Some even begin to believe that the man is not deaf at all, and that his workshop is only a pretext to gain a foothold in the city and acquire some information about its denizens. A lowly city official, worried about these rumors, hires the PCs to uncover the truth. Will they discover that Avbert is as honest as he says he is, or will the stolen goods planted by his competitors (who also bribed the city official to hire the PCs in the first place) convince them of his guilt? Are the true culprits behind the affair a group of rich businessmen who wish to see Avbert of out business, or is he truly supported by smugglers who won't take kindly to the PCs sticking their noses in private business?

L35. THE SERPENT'S WELL

An elaborately sculpted well cut out from a single block of bright blue stone stands out at the heart of the Artisans District. Though no longer active, the well has become an important symbol of the district's purpose and history. It looks like a round stone structure over which hangs a simple parapet meant to prevent dust and other debris from falling into its deep and narrow hole. The entire structure forms the shape of a gigantic coiled serpent, with its great head as the parapet. It is an impressive marriage of artistic form and practical function.

RESIDENTS

Unknown to anyone else, the unused depths of the Serpent's Well now serve as the lair of a coven of green hags, who use their innate magical abilities to beguile and seduce victims into their pits to torment or feed upon them. Krasithin, the eldest of the hag sisters, leads the coven with intelligence, patience, and charm. Her leadership has allowed the sisters to live in the city for almost a decade. They have since built pit traps and other hazards in their lair, which comprise several naturally carved chambers, all interconnected by narrow corridors. Water can still be found into holes in the floor of some of these chambers, but most of them ran dry long ago.

The hags use stealth and deceit, preying mostly on foreign visitors of lowly social stations rather than on the residents of the district. Although smart and deceitful, Krasithin has no great ambitions other than securing her lair and protecting her fellow sisters. For now at least, the hags seem content to live in the margins of the society they hate.

Krasithin: Green hag Rgr7.

Green Hag (4): As per the *Monster Manual*.

The hags have hidden a total of 470 gp in assorted coins and semi-precious stones under various detritus or rock piles throughout their lair. Krasithin carries a fine ivory hairbrush decorated with golden inlay (worth 125 gp), a masterwork short sword, and a silver ring (worth 12 gp) she took from the first victim she killed when she arrived in the district.

ACTIVITY

The hags' typical hunting pattern is to isolate a lone of unwary traveler, and then lure him to the well by posing as lovely women who have become lost. Usually, only one hag will disguise herself while the other two wait at the bottom of the well. The disguised hag will claim to have dropped something down the well, or otherwise entice her victim near. When he's close enough, she grabs him and quickly forces him into the hole, then jumps in after while her companions bludgeon the hapless soul into submission. The tactic is devastatingly effective and the hags have honed it into a fine art.

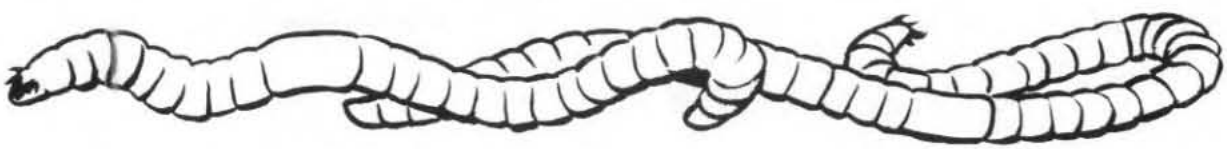
The hag's lair contains several pit traps, as detailed in the *Dungeon Master's Guide*. They often hold their victims at the bottom of these pits while tormenting them. Their exact placement is up to the DM.

HOOKS

- A local accidentally fell down the well, and the denizens of the area ask the PCs for their help. As they descend into the murky pit, the PCs realize that the man who fell is nowhere in sight. Instead, they discover that a network of corridors extends under this portion of the district. As they explore the place, they encounter the green hags, who attempt to lure them in the various traps they set up throughout the place. Will the PCs defeat the hags and save the fallen man, now a captive of the vile creatures?

QUESTS

The Artisans District is home to numerous works of art, some quite valuable indeed. Quests in this area could easily begin with the theft of a valuable object, which the PCs are tasked to return. What starts out as a simple robbery can blossom into something far more complex. Similarly, the Artisans District is an excellent place to sell treasure gained from successful adventuring; buyers here really know their business and are often willing to pay cash. Contacts made through sales of recovered gems, jewelry, and artwork can lead to more complex adventures, as the craftsmen and dealers whom the characters know lead them to larger and more complex storylines. Finally, art always breeds jealousy, and the rivalries which spring from competing artists can have lengthy and complicated repercussion. The preponderance of guilds in the area creates its own form of politics which at times rivals even the machinations of the city's various noble families. The district is one of the quietest in the city, but the ties which bind it run deep indeed. Pulling on one can lead to far more than the PCs ever intended.



ANOTHER FINE MESS

After a night of drunken merrymaking, Murbek and Norbo (see location L31), Tenda Oribelle's two youngest sons, unwittingly robbed a group of men who appeared to be members of the Thieves Guild. Acting on a whim, they managed to knock the men unconscious and steal a crate filled with stolen jewels they were carrying to some unknown locale. Norbo sold the jewels to a pawnshop in the Travelers District (location G13), and thus avoided the risk of getting caught with stolen goods. The jewels fetched a decent price, and the following day the two brothers gambled all their earnings away.

Unfortunately one of their victims recognized the sons of the famous clothier before losing consciousness. A few days later, men, claiming to be enforcers from the Thieves Guild, cornered the two bothers while they were out with Oribo, their eldest sibling, and an old friend. A fight ensued in an alleyway near the Sunken Frigate (location L23), where the group had enjoyed a late supper. Two Thieves Guild enforcers and Oribo's friend were killed, and Norbo was so severely wounded that he almost lost his life as well. The enforcers, who lost the fight, left the scene vowing revenge. The three brothers are now hiding at a friend's house — a nondescript dwelling in the southeastern corner of the Artisans District — in fear of their lives.

After Murbek and Norbo revealed all that happened to both Oribo (who did not know about the robbery) and his mother, the widow decided to sell all her goods to help her sons escape from the city. Devastated by the lost of his friend, Oribo now tries to convince his mother not to do that, arguing that she will only lose what she toiled for all of her life.

The brothers are unaware that the Thieves Guild actually knows nothing about the situation. The brothers did not kill members of the organization, but rather a group of non-Guild burglars who later pretended to be guildsmen in order to spook the brothers. The ruffians work for Stavros Elmond of Todson Imports (see location M16). He now seeks retribution, but also wants to make sure that the Thieves Guild remains out of the picture — he's not ready to tackle that entire organization head-on.

There are several ways that the PCs can get involved. They could witness the second encounter between Elmond's men and the brothers, and perhaps even help the brothers win the fight. They could find out about the trouble from one of Tenda Oribelle's good friends or even one of her regular patrons, who suspects something is wrong but does not know exactly what. The PCs could even know one of the brothers from a previous adventure. If the PCs are members of the Thieves Guild, they could learn about the events through the organization's network of contacts. The Guild would then ask them to find out who impersonated guildsmen, in which case the brothers could become important allies. Or, more simply, one of the brothers, desperate and fearful, could approach the adventurers and beg for their help.

Regardless of the manner in which they get involved, the PCs should recognize the brothers as the true victims of this ordeal. While Murbek and Norbo might not be saints, they are no killers either. In fact, they acted in self-defense the night they killed two of Elmond's men and the only crime they are guilty of is robbing from thieves. As the PCs discover the course of events that led to the present situation, they may begin to suspect that Elmond's men were indeed not part of the Thieves Guild. They may even decide to approach the district's Overseer of the Guild and reveal to him that impostors used the name and reputation of his organization to scare a few young men.

The PCs need to get to the bottom of the tale, protect the brothers (perhaps even save Norbo from his quasi-mortal wounds), face Elmond's men as they discover the location of the hiding brothers, and perhaps even dismantle his organization. They can accomplish this with or without the help of the Thieves Guild. If the City Guard gets involved, the PCs may also try to recover the stolen jewels and attempt to prove that Murbek and Norbo are only guilty of stealing already stolen merchandise. They could then be asked to speak on their behalf during their trial.

If the PCs help dismantle Elmond's group, they may win the friendship of the Thieves Guild. However, they may also make a few enemies, as any surviving member of this gang as well as anyone who had dealings with them might hold a grudge against the heroes. If the PCs successfully protect the brothers, they will make friends and allies for life. The brothers may prove to be excellent sources of information, and the entire family might even agree to sell them goods at a significant discount. Tenda Oribelle, however, may insist that her sons leave the city, fearing that it is still too dangerous for her two youngest sons. If they remain in the city, she may ask the PCs to help her refresh her inventory, and perhaps even recover the home she might have sold during the ordeal.

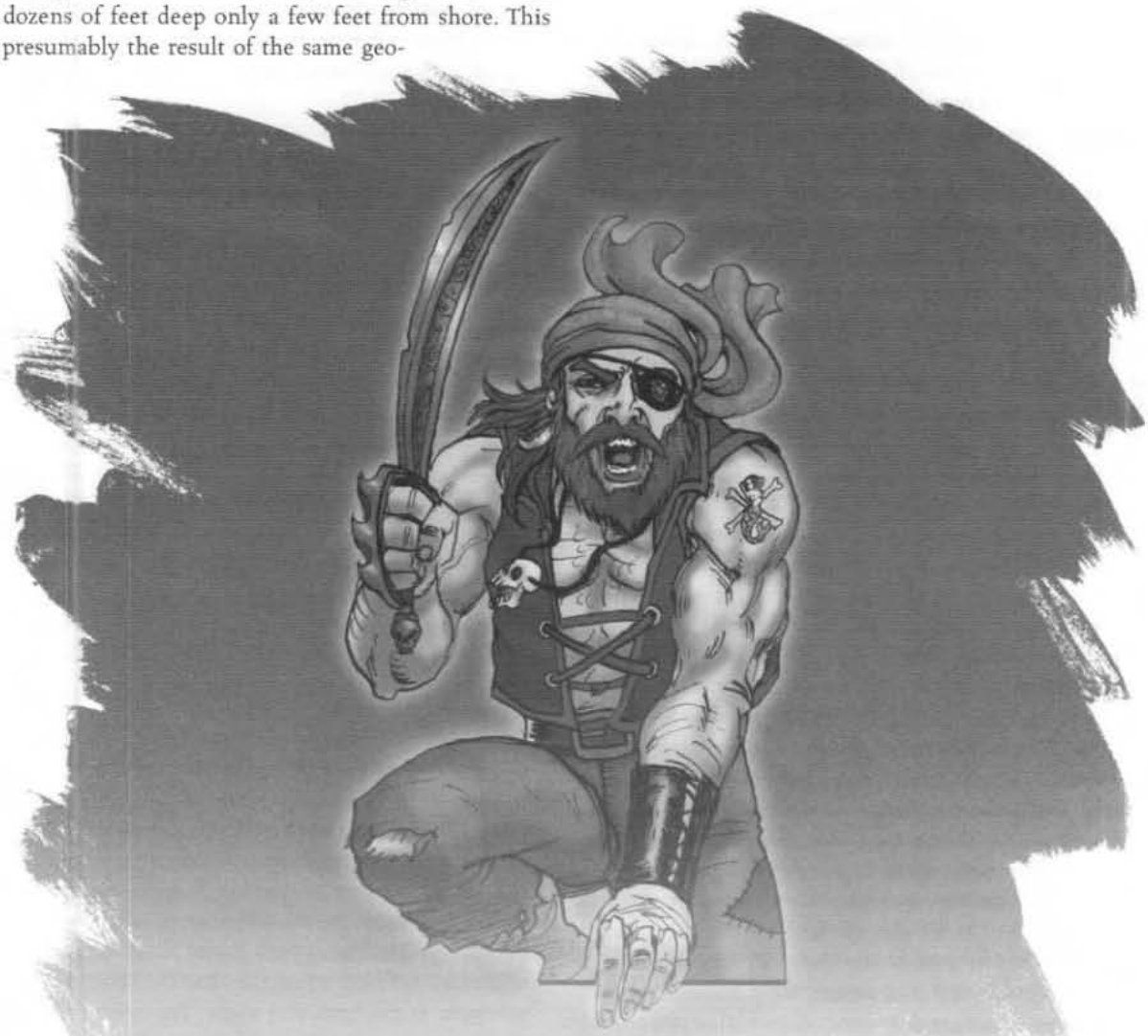
TABLE L.2: ARTISANS DISTRICT RANDOM ENCOUNTERS

d20	Encounter
1-2	Civic Guard patrol
3-4	Artist
5	Messenger
6-8	Pickpocket/Thief
9-10	Craftsman/Tradesman
11-12	Noble shopper
13-16	Commoner shopper
17	Off-duty Wall Guardsmen
18-19	Merchants
20	Assassin (see location L25)

MAP SECTION M: THE DOCKS DISTRICT

OVERVIEW

Although the Spire was the primary reason for the city's three main races to settle in the area, the site likely would have become a point of contention regardless. An exceptional natural harbor that dominates the coastline only a short distance from the Spire itself makes the site an important commercial and military resource. The land drops off suddenly where it meets the sea, resulting in water that is dozens of feet deep only a few feet from shore. This is presumably the result of the same geographical anomaly (or divine influence, depending upon who you ask) that resulted in the Spire's creation. Regardless of the anomaly's origins, however, the fact remains that no finer natural harbor exists for hundreds of miles, and the water level allows even the largest ships to sail directly into dock with minimal difficulty.



The Docks are among the oldest portions of the city. When the peace accord was reached between the human, dwarf, and elf factions long ago, construction began around the Spire almost immediately. The temples, palaces, and even the small temporary homes all required significant resources to construct. It quickly became obvious that transporting these materials overland would take an extensive amount of time, and that the fledgling outpost at the Spire would be vulnerable to conflict, both internal and external. The result was the hasty construction of a rudimentary network of docks along the harbor. The first of these formed the basis of the city's Navy, but within a matter of years a number of independent merchants and wealthy individuals began constructing docks for their personal use; they became the foundation for the city district now known simply as the Docks.

Historically, the Docks have been home to the impoverished working class that cannot afford nicer accommodations in other portions of the city. Sailors and longshoremen constructed ramshackle housing so that they could have a place to call home after a long day's work (or at least to sleep off the excesses of a long day's wages). These small clusters of buildings gradually developed into neighborhoods, then shops began appearing to cater to the needs of the occupants. Taverns came first, then other general goods and sundries stores that could profit not only from the residents, but the much larger number of transients who came and departed with the ships that arrived every day. Even in that early era, the city's business class realized there was money to be made within the Docks, even if the residents of that region had little of their own.

Dozens of ships come and go on every day at the Docks. During the busier months of the year, this number can increase into the hundreds. The harbor's reputation and relative proximity to major shipping lanes ensure that a never ending stream of merchants arrives to purchase, sell, store, or transfer goods. As a result, the district's wider-than-normal streets are almost always clogged with carts, most laden with an infinite variety of cargoes. To first-time visitors, the sights (and less favorably, the smells) can be overwhelming. Giants carry colossal crates, carefully striding alongside hundreds of city residents who seem oblivious to the monolithic laborers above them. City Guardsmen patrol the district from the ground, while their aerial comrades do the same atop their winged mounts, avoiding the clogged streets and keeping an eye out for the criminal activities (primarily nocturnal) that have made the Docks so infamous. Ships of every possible size and design, from majestic ocean-going galleons designed by elven shipwrights and bound for faraway lands to the tiny, custom-built junks piloted by halfling fishermen, sit side by side in the largest, most confusing network of piers and docks that the world has ever seen. All in all, it can be quite a daunting sight for newcomers, one that makes the other city districts seem quiet and calm in comparison.

The Docks never truly cease activity, although at night things are somewhat calmer. Only those ships on a tight schedule or belonging to particularly unforgiving merchants load and unload through the night, although some do so purely in hopes of concealing their illicit cargoes. The atmosphere in the district changes radically when the sun goes down, transforming the Docks from a bastion of hard labor and commercialism to one of long shadows and skulking menace.

The men and women who live and work in the Docks have few pleasures in life; drinking is among the most popular. When they imbibe to excess, as they often do, they can quickly become belligerent, violent, and even murderous if the mood strikes them. Violent crime is higher in the Docks than in any other city district, and the vast majority of it takes place in the evening hours. Civic Guard patrols are more frequent and vigorous than in other districts, but the transient population and haphazard layout makes nocturnal patrolling exceptionally difficult.

LOCATIONS

M1. THE HARBORMASTER'S TOWER

The Harbormaster's Tower looms above the Docks, sparking comparisons to the Spire from those who see it for the first time. The first few stories are constructed of gigantic stone blocks and resemble nothing so much as a fortification. The upper levels are largely wood, and the craftsmanship is so refined that they can only be of elven construction. Windows near the tower's peak are large enough for three men to enter shoulder to shoulder, and the occasional glint of something reflective can be seen in the sunlight. Civic Guardsmen stand sentry at the tower's base, protecting each of the four entrances that coincide with the four compass points.

The Tower's interior is well decorated, and seems oddly out of place for the district surrounding it. The lower stories hold a number of offices for customs officials, each bearing the Harbormaster's seal on the door. The lowest levels also contain a small barracks for the Civic Guardsmen.

The upper levels of the Tower are lavishly appointed, with a number of private meeting rooms and guest chambers for the Harbormaster's guests. Several rooms contain enormous lanterns, to ensure that the Tower is visible to everyone in the harbor at night. The central chamber at the Tower's core is a study, whose trappings suggest that a wizard may spend a significant amount of time within it.

The Tower's basement contains a vast private storage room that can be rented by wealthy merchants to secure particularly valuable merchandise. All manner of extremely expensive commodities can be found within, as well as

a wide variety of magical items that traders do not wish to carry through the crime-laden streets. The Harbormaster, an elf of noble blood named Elwyn Aer, considers their protection a matter of personal honor.

The tower's higher levels are well appointed with furniture and trappings that would fetch a high price at any other market. Unfortunately for would-be thieves, virtually everything within the Tower is branded somewhere with a small version of the Harbormaster's seal. Anyone in the Docks caught in possession of something that belongs to the Harbormaster will be tried and sent to the Humanoid District.

RESIDENTS

In addition to the guards, the lower Tower levels are occupied by a large number of bureaucrats, who oversee the collection of taxes and tariffs from all incoming and outgoing vessels. The storage room in the basement is also used to secure the large amount of currency transferred to the City Treasury (location 13) at the end of every day. Obviously, this transfer is well-protected.

The Harbormaster and his personal staff, a dozen or so bureaucrats (including customs officials, accountants, and lawyers), and 50 Civic Guard sentries are found within the Tower at any given point. There are usually a number of merchants and guests in the Tower on a daily basis, perhaps as many as three dozen at a time. Merchants kept waiting to speak to customs officials and tax collectors are usually in an exceedingly foul mood.

Harbormaster Elwyn Aer is rarely seen outside the Docks. While the position as the District's representative to the City Council is technically his, no one remembers the last time he attended a meeting. His duties in the Docks, it seems, are far more important to him than the political maneuverings of the City Council. It may also be the case that he finds it difficult to face the Chief Elder of the Elves, the Elven District's representative, after having been exiled from his homeland (see Quests section). Instead, he sends a proxy — an exquisitely beautiful elf woman named Erryl — to serve in his stead. What relationship the two have, none can say for certain. Theories that Erryl is Elwyn's wife, sister, or daughter are all equally supported among those who care about such things. Erryl enjoys the political duties she has been assigned. She is a skilled orator and a devastating opponent in any debate. Although her demeanor suggests that she finds the trade plied in the Docks disdainful, her sharp eyes miss very little, and she can discuss virtually anything happening within the district at great length.

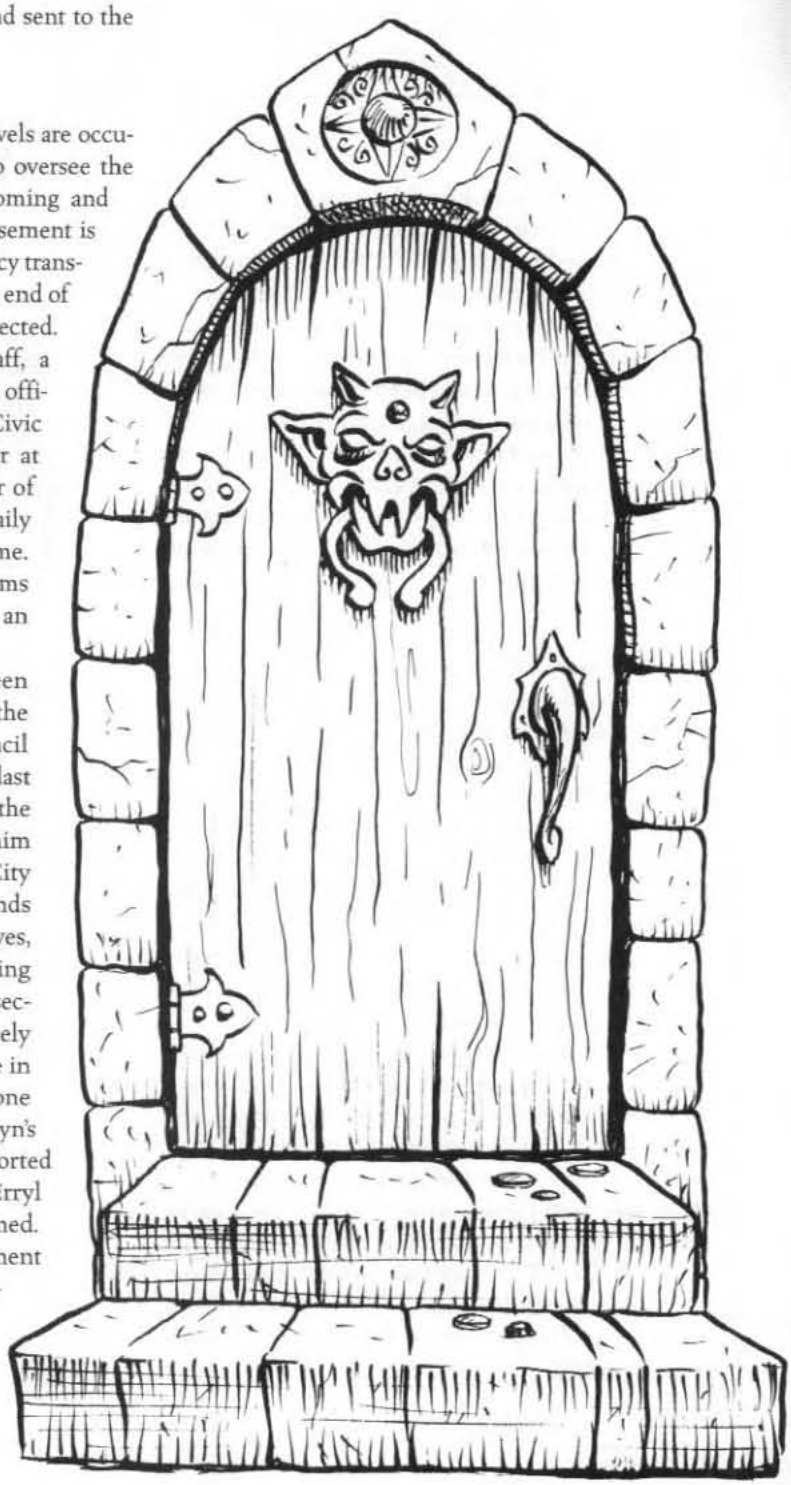
Harbormaster Elwyn Aer: Elf Wiz8/Ari4.

Erryl: Elf Ari6/Wiz6.

Civic Guard Sentries (50): Ftr1-7.

Bureaucrats (12): Exp3.

Merchants (varies): Exp2.



The Guardsmen here carry standard Civic Guard arms and armor: quarterstaff, short sword, short bow or light crossbow as their primary weapon, and studded leather armor (chain shirt if 3rd level or higher) augmented by a small wood shield. The bureaucrats have roughly 100 gp apiece. Harbormaster Aer carries an *amulet of alarm* and a purse containing roughly 1,200 gp in various coins and gems.

The basement storage room contains roughly 12,500 gp in various collections, and merchandise equal to twice that amount if sold for full market value.

ACTIVITY

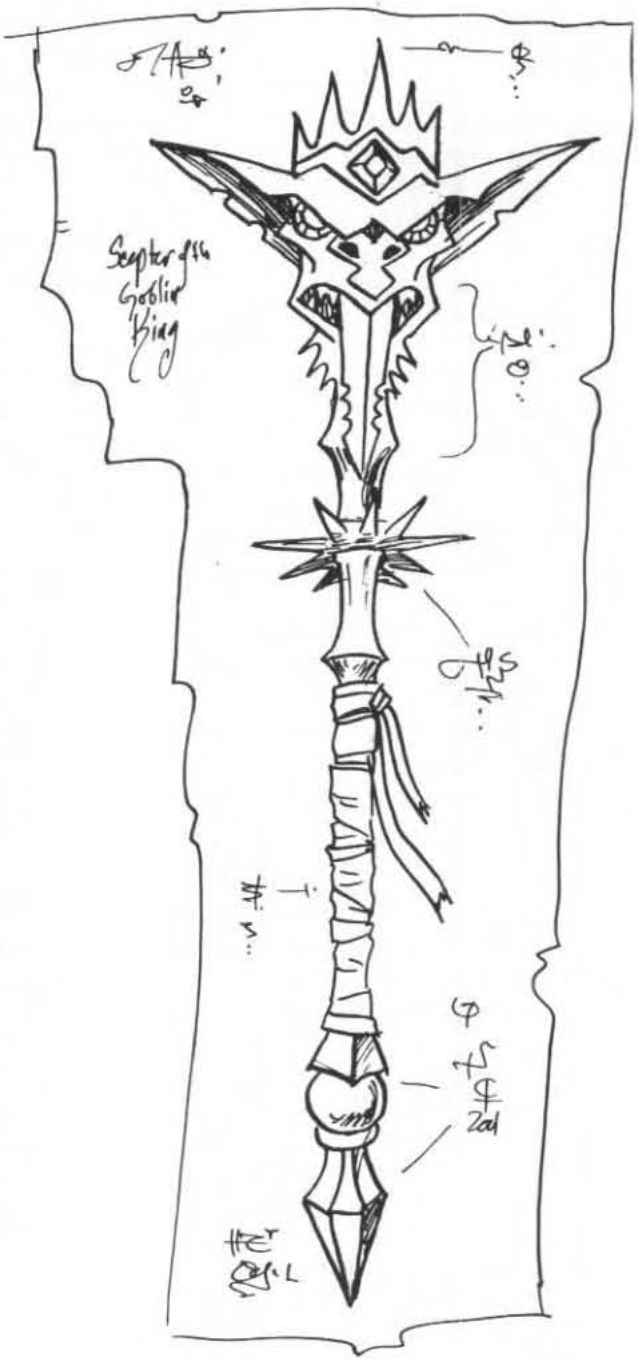
Only the most powerful and wealthy merchants and captains visit the Harbormaster's Tower. A few dozen assistants remain at the docks, registering each new incoming vessel and collecting tariffs and taxes. Any newcomer or departing traveler who experiences difficulty with the dock staff may find themselves summoned to the Tower to resolve it. Anyone wishing to purchase additional security for a particularly valuable cargo can arrange to store it within the Tower's basement. The price for this is equal to 1% of the merchandise's appraised value, with a minimum of 1,000 gp for a week's storage. The Harbormaster has been known to refuse particular cargoes in the past without any noticeable reason.

HOOKS

- A merchant with all his assets committed to a particularly valuable cargo has died in an accident, and his merchandise is locked within the Harbormaster's Tower. His relatives do not have the resources to pay the fee needed to release it, despite the fact that it would pay for the fee a thousand times over if they could only get their hands on it. The relatives ask the PCs to either secure the cargo independently (a nearly impossible task given the security in the Tower) or sponsor their efforts to secure the cargo (which will require lengthy meetings with the Harbormaster and his bureaucrats) in exchange for a fair share of the wealth.
- The impossible has happened: the Harbormaster's Tower has been breached, and thousands of gp worth of merchandise has been stolen. Elwyn is outraged, and declares martial law throughout the Docks, a declaration well within his right in accordance with the city charter. Any well-known adventurers in the district (such a the PCs) will be taken into custody by the City Guard and extensively questioned about their whereabouts at the time of the burglary. The ruthless persecution will not end until the property is recovered and the culprits punished.

M2. THE MARCHAN ESTATE

This large, well-built home is among the oldest structures in the harbor. It was the home of the district's first Harbormaster, and passed on to each subsequent Harbormaster until the current holder of that position, Elwyn, successfully lobbied the City Council to let him occupy the Tower. After that, the house remained empty for several decades until a gambler named Marchan won it from Elwyn in a game of chance. Since that time, Marchan's family has maintained the estate, even though they rarely visit. The most frequent resident is Marchan's grandson, an adventurer named Allix (Ftr4), who stays here in between excursions out to the lands beyond the sea.



M3. DUNCAN TOWNSEND, MASTER BLACKSMITH

The sign out front of this dingy building is rather ambitious, and ill at odds with the building's actual appearance. The owner, Duncan (Exp3) is a passable blacksmith, but only just; the "master" title doesn't fool his customers for long. Duncan's prices are good, though: roughly 75% of normal. He sells standard weapons and armor (nothing exotic, though) and can afford to sell at such low prices because most of his wares are refurbished. Duncan's real gifts lie not in forging, but in repairing: he purchases old, battered, or broken weapons for a tiny sum, repairs them, and sells them for a profit. Many people in the district are aware of his methods, but few seem to care, since Duncan repairs the items to a virtually pristine state before selling them.

M4. THE DRUNKEN PARROT

You hear and smell the Drunken Parrot before you see it. The battered wooden structure is discolored on every side with stains that are best left untouched. The faded but still colorful sign in front shows a parrot with crossed-out eyes — it is either very drunk or slightly dead — laying on its back with a large bottle of rum nearby. The door swings open creakily, but noise from within all but drowns it out. Most of the building's interior is dominated by the large bar floor — covered in a sheen of filth that sticks to your boots — and furniture which has obviously been reassembled on more than one occasion. The seating area is poorly lit and thick with smoke. Dozens of patrons of different races and sizes fill the place: laughing, shouting, and occasionally punching one another over drinks. The barkeep is a large, swarthy man who might be part orc, and the serving girls are surely the most hideous creatures ever to come into creation. Doors lead off into the kitchen and storage areas, and several boarded windows would allow a view of the outside were they not black with grime.

RESIDENTS

The beauty of the Drunken Parrot is that everyone knows the drinks are cheap, primarily because they are cut with the swill from the previous night's revelries. The patrons are usually half-drunk within an hour of nightfall, and by midnight the only sober beings within the establishment are the staff (whose state of intoxication varies by night and individual). Citizens with money to spend do not frequent the Drunken Parrot, nor do they work there, so no one in the bar will have more than a few silver pieces on hand at best.

Gurt the Bartender: Com4.

Tari, Belle, and Ugu: Com1.

Customers (varies): War2.

Gurt carries 4 sp in a pouch and a heavy mace that he will use without hesitation if he thinks there's trouble. He has a cashbox under the bar that usually contains about 5 gp in various denominations. At the end of a hectic night, it may hold as much as 15 gp.

ACTIVITY

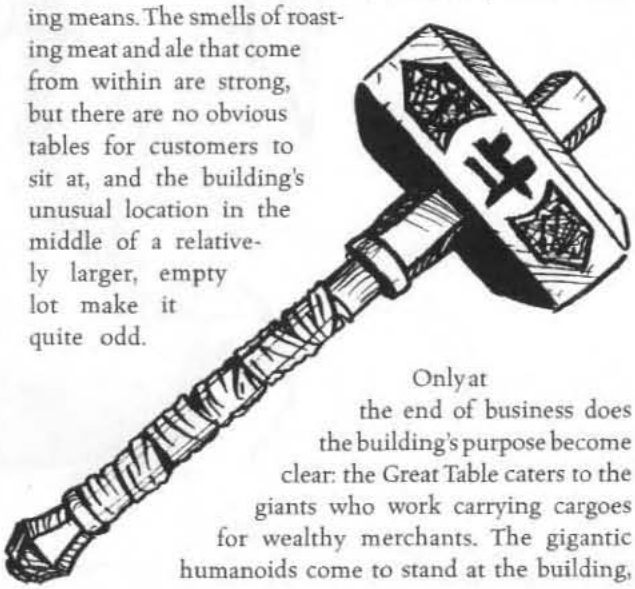
There are exactly three reasons that someone would visit the Drunken Parrot: to get drunk on the worst liquor imaginable; to find the absolute worst scum anywhere in the Docks; or to find trouble. Most patrons are firmly in the first and third categories, and fulfill their quest admirably. While other bars make a better source of potential hirelings, many criminal figures find the Drunken Parrot an indispensable source of cheap, expendable thugs for hire.

HOOKS

- A contact carrying particularly useful information for the PCs has gone to ground, and can be found in the Drunken Parrot. He has an entire bar full of protectors, since he has been buying drinks all week.
- A trinket of sentimental value is stolen from one of the PCs by a pick-pocket and quickly fenced to buy drinks. The only way to find the item is to locate the thief, who is getting the most out of his money at the Drunken Parrot.

M5. THE GREAT TABLE

During most of the day, passers-by new to the city have no idea what the name of this small, three-story stone building means. The smells of roasting meat and ale that come from within are strong, but there are no obvious tables for customers to sit at, and the building's unusual location in the middle of a relatively larger, empty lot make it quite odd.



Only at the end of business does the building's purpose become clear: the Great Table caters to the giants who work carrying cargoes for wealthy merchants. The gigantic humanoids come to stand at the building,

and serving girls come to the roof to take their order. Entire shanks of meat are available, as well as barrels of mead and ale. Giants are paid proportionately more than their smaller human counterparts (owing to the vast amounts they can carry at once) and so the Great Table's owner Talbot (Com5) can afford to charge normal rates for such large quantities. With only a few sales per afternoon, he still makes as much other inns make in an entire day.

M6. TALISMANS OF THE SEA

Sailors are a notoriously superstitious lot, adhering to the common myths and folklore from dozens of different cultures in the hopes of appeasing whatever god or power truly holds sway over the sea. The proprietor of this establishment, a halfling of indeterminate age named Lobella (Halfling Exp4) profits from this commonality by selling the sailors every possible kind of trinket they might need. Unlike many con artists, however, Lobella is actually quite knowledgeable about different cultures and their myths regarding the sea, and crafts all her talismans as closely to their original customs as possible. She is very popular among those who frequent the city as a port of call, and word among sea-goers is that her talismans genuinely protect those who carry them. Whether or not they actually do — and what form that protection may take — is up to the DM.

M7. KARLA'S SUNDRIES

This small shop sells all manner of general goods and items at extremely low prices (75% of those listed in the *Player's Handbook*). Karla (Exp3) is extremely well-liked, particularly among the poor who can afford her prices. What no one knows is that she gets her products from a small band of thieves who carefully steal in small amounts from various cargoes all throughout the district. In so doing, they avoid attention from both the City Guard and the Thieves Guild, and keep anyone from noticing that the tiny amounts of missing merchandise always end up for sale at Karla's.



M8. THE SAILORS GUILD HOUSE

This roughshod building resembles an old inn or similar establishment. Although sturdy, it is not well maintained and has a decidedly dilapidated look about it. Empty and broken bottles litter the street around it, and the paint is so faded and chipped that it is impossible to discern the building's original color. The interior is open to whoever walks in from the street, and consists of a large room full of shoddily constructed benches with a podium near the front. A number of unidentifiable stains mark the floor in several places, and the room reeks of spoiled alcohol. Occasional anonymous lumps appear in the shadows around the walls; they may or may not be sailors sleeping off the excesses of the previous night.

Ironically, the Sailors Guild is one of the most powerful organizations within the Docks, despite the fact that the individual members hold less power than anyone else who makes the district their home. Membership numbers in the thousands, although the dues are low enough that the Guild commands only a moderate amount of money (less than other guilds that are considerably smaller). The Guild's primary influence stems from an extensive list of all ships and captains that have passed through the harbor over the last half-century. Any who fail to pay proper wages, who unduly place their crew in harm's way, or who abuse their crew in any way are noted in the listing. Such individuals are then blacklisted by the Guild, and will find it exceptionally difficult to recruit new crewmembers should they ever return to the city for such a purpose.

RESIDENTS

The Guild's leadership is comprised largely of seasoned sailors who are either too old or too injured to continue in their duties. Intellect and cunning are also regarded as positive qualities when selecting new officers, but there have been occasions when close races were settled with drinking contests. The current guildmaster is a seasoned old salt named Veronica Ruggle, the first female to ever hold the post. Legend has it that she bested her competitor for the position ten years ago in both a drinking contest and a knock-down, drag-out brawl that lasted nearly two hours. While many are shocked to discover a woman at the head of a male-dominated trade guild, it is only fair to mention that Guild Master Ruggle resembles a woman in only the most superficial ways.

Guild Master Veronica Ruggle: Rog7/Ftr3.

Sailors (Varies): Exp1-6.

The Guild keeps a large amount of old liquor on hand, some of which could be valuable if sold to a collector. A strongbox containing roughly 100 gp in silver and copper can be found in a concealed floor compartment behind the bar (successful DC 20 Spot check to notice). The real value is in the ledger of ships and ship captains, which includes their most recently-known locations and their cargoes. Such a listing would be priceless to certain merchant lords and pirates.

ACTIVITY

The Sailors Guild is a nightly center for revelry, and after a certain time, no one bothers to check for credentials anymore. Beer is particularly cheap, since the Guild buys it in large quantities for a discounted rate. Most citizens don't come to the Guild to drink, however, because the threat of good-natured violence is high enough to offset the discounted prices. Common drinks can be purchased during the revelry for 75% of the prices listed in the *Player's Handbook*.

HOOKS

- On a night when the PCs happen to be in the neighborhood, drunken revelry at the Sailors Guild turns into a near-riot as the crews of multiple competing ships allow their good humor to sour with close contact and excessive alcohol. A band of about 60 sailors, divided into three groups, rampage across the district, trying to club one another senseless and completely disregarding anything that gets in their way.
- A captain blacklisted by the Sailors Guild has grown disgusted with his inability to hire new crew members, and has decided to end the Guild's practice once and for all. He approaches the PCs and asks them to infiltrate the Guild and drug the liquor supplies. Once the night's revelry is underway and the attendees are incapacitated, he intends to enter and destroy the listing, eradicating the Guild's power within the city and the seas beyond.

M9. SHYLOCK'S DOCKSIDE INN AND TAVERN

This quaint little building stands within a stone's throw of the docks, and overlooks the bustling activity of the harbor. The term "inn" is generous, as the place has only a half-dozen rooms to rent, and most are usually empty. "Tavern" is equally generous, since Shylock Thinshank (Halfling Exp5) only stocks the most common brands of liquor and beer. Its real claim to fame is his cooking. The old halfling can create incredible delicacies from even the most marginal ingredients, and come mealtime his tables are always full. Indeed, many people change the time of their daily meals just so they can get a table and enjoy the establishment's legendary stuffed flounder.

Shylock Thinshank lives here with his wife Rhylla (Halfling Exp3), his three sons (Halfling Com2), and their families (hence the dearth of available rooms). Rhylla is an equally gifted cook, and helps him in the kitchen. His sons are fishermen who bring in the day's catch while his daughters-in-law (Halfling Com1) wait tables and clean up after the guests.

M10. THE SHANTIES

The Shanties is not a single building, but a collection of about two dozen small buildings built in close proximity to one another. Each one contains space for several small apartments — little better than a one-room berth on a sailing ship, but with a modicum of privacy. Each shanty can support three apartments, or room for two families if the walls are moved around. An old man named Linus (Com3) serves as the "mayor" of the Shanties, and hands out keys to the apartments to sailors that call the city home. Linus keeps careful track of how many shanties are available and who is staying where; anyone who attempts to move in without his blessing will find the other residents united against him.

Ironically, the Shanties exist close by the Harbormaster's Tower, making them neighbors with the most powerful figure in the district. Although many bureaucrats object to the presence of such an eyesore, the Harbormaster seems to enjoy having them nearby.

M11. THE BRONZE GRYPHON

This ancient galleon that sits on a shoal in the harbor's shallowest waters. The wood is darkened by age, decay, and moss. The twin masts are still erect, but only barely so. The sails have long since fallen into tattered ruin. The coastal winds create a never-ending symphony of creaks from the shoddy wooden rigging. A small boat is present to ferry visitors from the wreck to the coast and back again, for a small price. As ominous as the derelict ship seems, there is nonetheless a strange sense of beckoning that emanates from the wreckage.

RESIDENTS

There are no permanent residents at the *Bronze Gryphon*; no one in their right mind would make such a sinister, unsafe location their home. But at any given time, half a dozen tourists can be seen exploring the vast ship, and one of two tour guides present. The guides, brothers named Hagar and Bjorn, are expatriates from some distant land who make their living ferrying tourists back and forth from the derelict. No one else wants the job, and the pay is enough for the two to enjoy the simple pleasures of life with no need for arduous physical labor.

Hagar and Bjorn: Com2.

Hagar and Bjorn both carry clubs with which to deal with rowdy guests. Each carries a pouch containing a handful of copper and a few silver pieces.

ACTIVITY

The *Gryphon* is supposedly haunted, though the regular tourist trade suggests that no actual harm has ever befallen anyone. Many travelers enjoy the momentary thrill of horror to liven up their otherwise dull lives. Hagar and Bjorn will transport anyone to the *Gryphon* for a sum of 2 gp per head, and they have a writ from the Harbormaster granting them exclusive rights to such endeavors. Within the *Gryphon*, tourists are treated to a number of minor phenomena, including strange noises and whispers, and the occasional movement of objects on their own. The brothers themselves account for most of it: One leads the tourists around while the other stays hidden in the hold and adds "atmosphere." Some emanations, however, are not a product of the brothers, which causes both men a great deal of concern.

HOOKS

- Whatever unearthly forces occupy the *Bronze Gryphon* have tolerated the brothers' exploitation for years, but recently the manifestations have become more pronounced and violent. Several tourists have been hurt, and the Harbormaster has threatened to destroy the *Gryphon* outright if Hagar and Bjorn do not regain control of the situation. In truth, several ghosts occupy the *Gryphon*; most of the time they exist in a state of confusion that keeps them harmless. Recently, however, someone visited the *Gryphon* — someone connected to the ship's past and in some way responsible for its current state — and now the undead demand vengeance for their fate. Utterly incapable of handling the situation themselves, Hagar and Bjorn turn to the PCs for help.
- The *Bronze Gryphon* is a landmark in the Docks, and considered something of a good luck charm by many who live there. A relative newcomer to the city — a self-styled businessman — has decided that it would be very profitable to capitalize on that perception. He is pressuring the brothers to sell him their exclusive rights to the *Gryphon*, but they resist. The businessman turns to the Shopkeeper's Association (location M42), who use less scrupulous methods of persuasion. Unable to resist such coercion on their own, Hagar and Bjorn beg the PCs to serve as their bodyguards.

M12. THE GUARDHOUSE

This large barracks houses the Civic Guardsmen who are stationed in the district. Because of the high crime rate, the Civic Guard maintains a strong presence here: 600 of all ranks, including 150 (50 per shift) assigned to

he Harbormaster's Tower (location M1). Generally speaking, however, the Civic Guard considers the Docks a hard-nosed, unglamorous posting, and it is rumored both within their ranks and without that they often use assignment to this district a punishment for those who have been derelict in their duties. Whether this is true or not is known only to the City Guard leadership, but it cannot be denied that many Guardsmen stationed in the Docks possess less than illustrious career records.

The district commander in the Docks is Colonel Vandar Sternshield. He is not altogether happy with his post, but realizes that someone must do the job, and if he were to leave, someone less capable might be assigned here. Colonel Sternshield has a light touch, and believes that some degree of criminal activity is not only inevitable, but necessary to any civilized society. He does not tolerate violent crimes, however, and hunts those who commit such acts with a frightening intensity.

Colonel Sternshield is assisted by six captains and twelve lieutenants.

Colonel Vandar Sternshield: Dwarf Ftr11.

Civic Guard Officers (18): Ftr7-10.

Civic Guardsmen (580): Ftr1-7.

M13. THE DISTRICT BRIG

Adjoining the City Guardhouse is the district brig, where those arrested by the Civic Guard can be detained until they are either released or passed along to the Courts of Law (location F16) for further pre-trial detention. For the most part, the brig is used to detain sailors who have consumed too much alcohol and forgotten the basic rules of living alongside landlubbers. As might be expected, the brig typically reeks of beer and fermented fruit and a large number of unconscious drunks from all ports of call occupy its various cells.

M14. LADY ELEANOR'S REPUTABLE DIVERSIONS

This building has a coat of rich red paint on the walls, but it is not so garish that it stands out too much from surrounding buildings. It is certainly larger than most of the buildings surrounding it, the majority of which are simple private residences. The building resembles a large private home, save for the small sign that declares its name: Lady Eleanor's Reputable Diversions. The windows on the ground floor display the main sitting room and dining room, which are richly but tastefully decorated. The windows on the second floor are obscured by heavy curtains.

Brothels are despised by most in the city's more civilized districts, but within the Docks they are a virtual necessity. With so many men coming into the city after lengthy stays at sea, the inevitable drinking could quickly lead to violence if there were not additional diversions available. Of the many brothels scattered throughout the district, Lady Eleanor's is by far the most reputable, discreet, and



expensive. The prices are well beyond the means of simple sailors; instead Lady Eleanor caters to maritime officers, wealthy merchants, and visiting dignitaries who wish to sample the local delights.



RESIDENTS

The current owner of Lady Eleanor's is named Eleanor, of course: the third of that name to oversee the business since its inception. Lady Eleanor is a title more so than a name, passed to a new inheritor upon the retirement of each owner. This practice represents only part of the surprisingly progressive business practices conducted within the establishment. The original Eleanor understood that by keeping her employees' best interests at heart, she could ensure their desire for continued employment and prosperity. Eleanor's pays its girls better and cares for them more reverently than any brothel in the city, and as such they are fiercely loyal to their employer.

Lady Eleanor: Ari5.

Courtesans (20): Exp1.

Lady Eleanor wears jewelry worth approximately 200 gp. Each of her girls wears jewelry worth roughly 50 gp. A cashbox in Eleanor's office contains the nightly take, which varies from 100-400 gp per night, depending upon the season.

ACTIVITY

Lady Eleanor's only accepts patrons who are appropriately dressed and mannered; it places a high value on appearances and expects its customers to do likewise. Eleanor claims that money is not as important as reputation. Whether or not she really believes this is debatable, but respectability certainly has made her a great deal of money. Her low-end girls (who are still among the finest in the district) run for 1 gp an hour, or 5 gp for the evening. Her most popular courtesans can cost as much as 10 gp an hour or 50 gp for the night.

HOOKS

- A powerful figure in the city government — a councilor or a particularly powerful noble — has taken a shine to one of Eleanor's ladies. In a fit of drunken passion, he reveal some information to her that should have been left private. Now those close to the man want to ensure that his authority and reputation are protected, and will do whatever is necessary to eliminate the woman. The PCs could be hired on either side of the problem, as the assassins or as bodyguards.
- A noble from a distant land has offered a handsome reward for information regarding the location of his daughter. The young woman fled from an arranged marriage over a year ago and has not been seen since. Her family is both overwhelmed with concern and outraged at her temerity. The young woman is now one of Eleanor's most popular courtesans, well on her way to becoming independently wealthy. She has no

interest in returning to her family, no matter what pressures they bring to bear. The PCs can enter the story on either side of the conflict, as agents of the father, hired to bring the girl back to her family by any necessary means; or hired be Eleanor to protect the wishes (and, it may be argued, the best interests) of one of her prized employees.

M15. SAWMILL

This relatively small mill is situated along a rocky section of the coast that is of little use to the actual function of the Harbor. City statutes prevent the floating of logs down the coast, as it creates an unattractive navigational hazard. Instead, flat barges sail from the north with harvested trees. The owner, an elderly woman named Elise (Exp4), took over operation of the mill decades ago after her husband passed away. Her sons help her with the business, and the lumber they produce is sold primarily to the Shipwright's Guild (location O3) and to various carpenters throughout the city. Unknown to Elise, one of her sons is more aggressively profit-oriented than her, and has found ways to cut costs that his mother would not approve of. Certain work crews are harvesting wood from nearby forests under the protections of powerful druids. It is only a matter of time before the druids discover what is happening, and move to destroy the sawmill. How much of the Docks suffers from their wrath as well remains to be seen.

M16. TODSON IMPORTS

This small compound has little to make it stand out from its surroundings. It is constructed of common wood and stone, with brown paint. The sign in front is faded and inconspicuous, but reads, "Todson Imports" in an outdated calligraphy style. The windows are drawn and shuttered, and the door is locked. A small yard extends from the rear of the building, and contains a number of large crates with markings in a wide variety of languages.

At one point, Todson Imports was a legitimate business. That ended with the death of its founder, the original Todson. His sons dismantled his mercantile interests, with the youngest receiving only Todson Imports, the least profitable of the family's businesses. In order to turn a profit, he quickly turned to crime. Six years ago, he was eliminated by his chief rival, a former smuggler named Stavros Elmond, who quickly assumed control of Todson Imports and made it his principle headquarters in the district. Today, Elmond has his fingers in numerous illicit transactions made within the Docks. When a purse is stolen, he receives a cut. When a cargo disappears from the pier, some of its contents go to Elmond. Those who serve him loyally are well rewarded for their service. Those who betray him never live to do so a second time.

RESIDENTS

If there is one thing that Stavros Elmond has learned in his years as a criminal, it is never to overcommit one's assets. Even though Todson Imports serves as the headquarters for his personal empire, he scatters his various resources in a number of safe houses throughout the city. His most trusted lieutenants know the location of one or two, believing there to be five at the most. In truth, Elmond has at least a dozen personal treasuries scattered across the city, most in the form of personal estates that no one knows he owns. At the Imports, he only keeps enough cash for petty purposes, and to tempt common thugs and thieves. After all, if someone breaks in, it helps him rid the streets of competitors and fools.

Stavros Elmond: Rog8.

Thugs (various): War2.

When on the premises, Elmond always carries a *+1 shocking dagger*. He does not carry money. His henchmen are equipped with a variety of long swords, maces, and axes, and wear chain shirts. The shop usually holds 50–75 gp in loose coinage.

ACTIVITY

The majority of criminal activity within the district can be traced back to Stavros Elmond. The activities that are not directly linked to him are the purveyance of the Thieves Guild (location G3), who are not happy at this freelancer's horning in on their business. Conflicts between them have been fairly low-key for the most part — the Guild has even offered Elmond membership in hopes of avoiding unnecessary bloodshed — but Elmond not only brushes them off, but he is growing increasingly aggressive in his activities. There are over a hundred men in his employ, and many have killed for him at least once. With them, he feels he can break the Guild's influence in the docks and control all criminal activity in the district. The Guild, not used to being pushed, has begun pushing back. Hard. It is only a matter of time before their activities spill out into open war.

HOOKS

- A body has appeared in the harbor. Generally speaking, this is not an uncommon occurrence. This body, however, is that of a well-to-do gentleman from the Noble District. He would have no reason to even visit the Docks, much less die there. The PCs are asked to investigate the matter, perhaps by the Harbormaster or

the man's family, or by an independent party who fears corruption within the City Guard. No matter the cause of their mission, the characters must speak to Elmond if they are to have any hope of uncovering the truth.

- A cargo shipment has been stolen from a ship on the docks, and the crates that went to Elmond contain something that the PCs need. Perhaps they were shipping personal belongings aboard a large commercial vessel, and the items were among those confiscated. Or the PCs were receiving a particular item on behalf of an employer, and now they must recover it in order to meet the requirements to be paid. Regardless of why they need the package, Elmond has it, and they will have to deal with him one way or another in order to retrieve it.

M17. THIEVES GUILDHALL

This unimposing warehouse is the headquarters for the Thieves Guild in the district. The wolf in charge, a curiously thoughtful man named Everil Desten (Rog10), controls the Guild's smuggling and pickpocket operations from here. Those on the Guild's payroll deliver their ill-gotten gains here for Desten to take a cut. He keeps the Civic Guard at bay by staying quiet, and allowing flashier independent smugglers to draw the wrath of the Harbormaster. For many years, this worked beautifully, but unfortunately, he grew complacent, and allowed one of those independent operations to grow too big. Now Stavros Elmond and his band of thugs (see location M16) have challenged the Guild for control of the Docks. Everil has brought in more men to counteract the threat, including a number of enforcer hounds, but he fears the price of victory may prove devastating to Guild operations in this part of the city.

Desten has about 70 thieves of various sorts under him: ten enforcers (Rog5/Ftr3), four foxes (Rog8), 45 dogs (Rog5) and about a dozen pups (Rog1). They are all loyal to the Guild, though some behave more out of fear of reprisals than any genuine love for the organization.

M18. FORGOTTEN TREASURES

This quaint little building was once a low-end private home, but has been renovated to serve as a small shop, although the structure's quality has hardly improved. The young woman who runs the shop is called Kerryn (Half-elf Exp2). She has made a living for herself by employing homeless orphans (Com1) to scour the district, retrieving all manner of lost and discarded items. Despite a complete lack of formal training, Kerryn has become a master craftsman, and can repair even the most severely damaged objects. Anything that has been lost or inadvertently cast aside in the Docks has a reasonable chance at ending up in Forgotten Treasures, where Kerryn repairs them and sells them to new owners. Her employees, whom she treats very well for their services, are forbidden from stealing; Kerryn will not truck in stolen merchandise and besides, she wants no trouble from either Stavros Elmond or the Thieves Guild. Any of her agents caught stealing are cast out from Forgotten Treasures forever.

M19. ANYTHING GOES

If Lady Eleanor's Diversions (location M14) is the finest brothel in the Docks, then Anything Goes is the one with the most questionable practices. The name is not simply a clever marketing scheme; it is the genuine attitude of the manager and employees. The current manager is Hagara (Com3), a fairly homely woman with a ruthless sense of business. Hagara has assembled a crew of women renowned not for their beauty, but rather their permissive nature. If a customer has the proper amount of money, nothing is out of bounds at Anything Goes.

M20. THE LONGSHOREMEN GUILD

Swarthy dockworkers swarm all over this nondescript building, coming and going through an unusual number of doors. A small fenced in courtyard adjacent to the building is filled with dust-covered crates of varying colors and sizes. The building itself is rather small, squat, and plain, with no identifying sign or characteristics. The only indication of its purpose is the constant swarm of longshoremen coming and going on assignment.

RESIDENTS

So many Guild members come and go throughout the course of any given day that it is impossible to guess who might be present at any given time. Even the membership is overwhelmingly transient, as few consider the notion of longshoreman as a lifelong career.

Guild officer: Exp1/Com1.

Longshoremen: Com1.

Numerous abandoned crates occupy the courtyard adjoining the guild house. Each contains some sort of random, non-perishable merchandise with a value equal to d20x10 gp.

ACTIVITY

As grueling and thankless as their job is, the longshoremen are crucial to the city's economy, and the Guild uses their importance as a weapon for protecting their interests. Any ship arriving or departing has cargo to be loaded or unloaded, and only the Longshoremen Guild can arrange such things. Captains are expected to send a runner to the Guild when they are ready, and the Guild officer on duty quickly dispatches the appropriate number of teams to

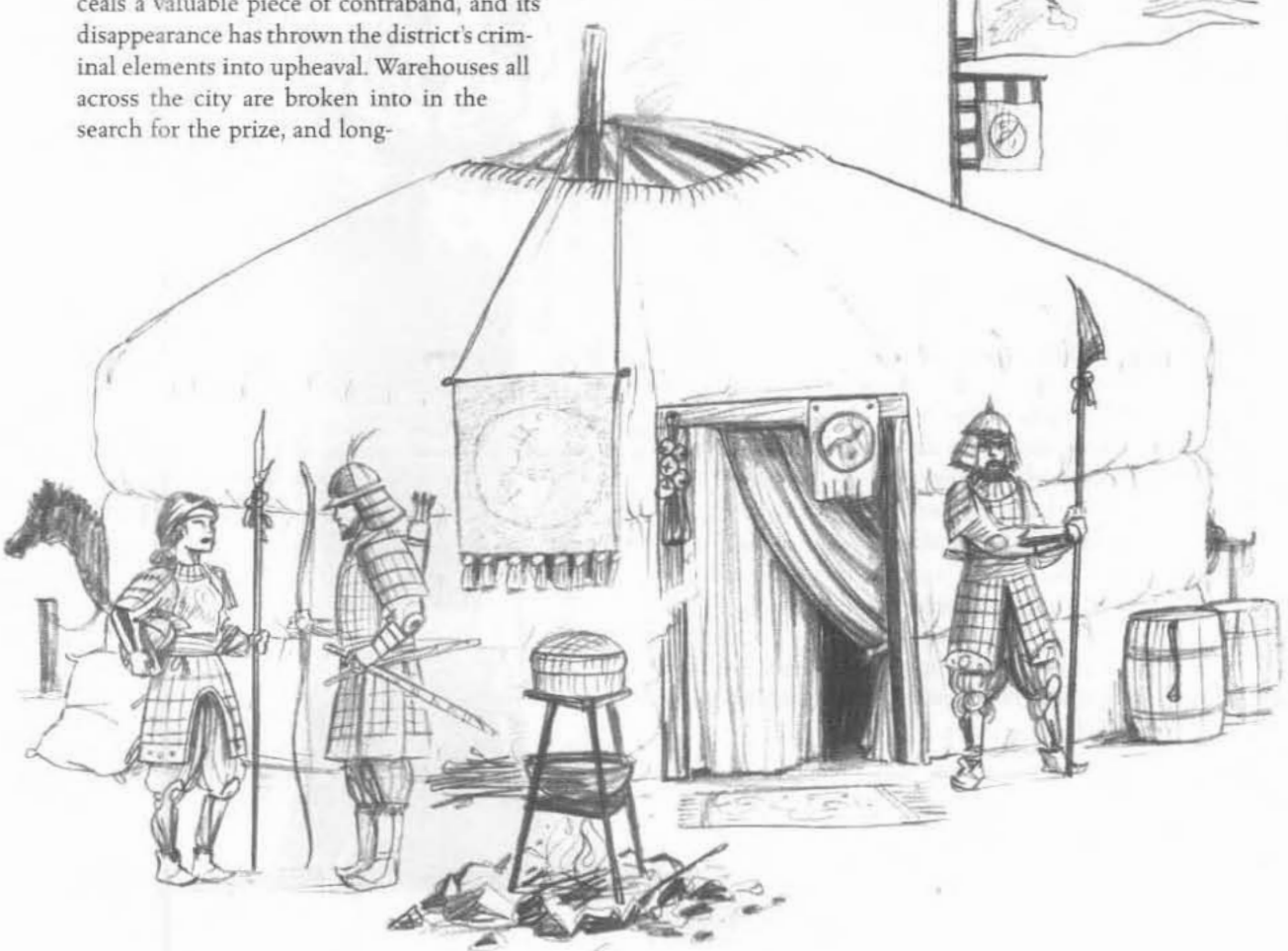
handle it. Those captains who attempt to circumvent the Guild will find it difficult to move through the streets or appropriate warehouse space: The Longshoremen Guild makes arrangements with other businesses to ensure their mutual prosperity. Cargos can be unloaded for a fee of 2 sp per longshoreman hired.

HOOKS

- Refusals from the Harbormaster to increase the required fees for hiring longshoremen have resulted in a work stoppage for a period of three days. While those longshoremen willing to defy the stoppage are working non-stop (and making a healthy profit), there are nowhere near enough to meet demand, and the Docks are rapidly devolving into absolute chaos. The Harbormaster, outraged at the Guild's temerity, refuses to accede to their demands despite the chaos. In three days, the docks will either collapse into utter madness, or the Guild will be broken from lack of funds. Either side may hire the PCs to act as mediators in an effort to resolve the issue before things get completely out of hand.
- An important cargo has been misplaced, accidentally delivered to the incorrect warehouse by a hung-over longshoreman. Even worse, this particular cargo conceals a valuable piece of contraband, and its disappearance has thrown the district's criminal elements into upheaval. Warehouses all across the city are broken into in the search for the prize, and longshoremen are being assaulted and interrogated by the dozens. The Guild hires the PCs step in and put a stop to it, either by protecting their members from attack, or by finding the cargo to put an end to the mad scramble. But if and when they find the contraband, will they return it to its "rightful" owner, or will they deny such a prize to the underworld?

M21. THE DOCKS

The expansive coastline of this district is completely covered with docks, leaving virtually no length of coast undeveloped. The various docks and piers are constructed in all different sizes, to accommodate everything from a one-man fishing boat to the largest shipping vessels. Even the largest military vessels can be accommodated here, and the docks house those parts of the city's Navy which are not out on patrol. Longshoremen, sailors, fishermen, and bureaucrats crawl over every square inch of the docks. In fact, the numerous supervising bodies — from the Harbormaster's representatives to officers from various guilds — often squabble over petty matters including where certain types of vessels are docked, who has priority to speak to the captain, and every other conceivable piece of minutia.



M22. DILAPIDATED MANOR

This might once have been a grand estate, but has long since fallen into a state of disrepair so severe that it appears it might collapse at any moment. The building has three stories, although the third is so collapsed as to be inaccessible. The first and second appear intact, although battered by the elements. Several large holes in the walls along their length would allow someone to come and go without need of a door or a window. The glimpse of the interior visible from the street indicates lumps of ruined shapeless furniture and debris scattered all about. There are one or two unmoving forms within that may be drunk or possibly dead. The smell wafting from within could easily support either.

RESIDENTS

The men and women who make this place their home are typically the lowest dregs of the city's inhabitants. They are absolutely impoverished and desperate for anything they can get. Most will steal or even kill without hesitation, although there is an uneasy honor system within the house. If anyone steals from another, after all, everything could quickly fall apart. To maintain order, those who turn on their fellows are quickly dealt with. The current "ranking" resident is a disfigured amputee known simply as Scars. While he has no problems whatsoever with petty theft and random violence in the city at large, he does not tolerate such things within the estate. Although no one knows it, Scars was once a Civic Guardsman who was cashiered for looking the other way while the obscenely wealthy merchants who frequented the district were robbed or swindled. Once he was expelled from the service, Scars quickly fell prey to the district's harsher criminals, resulting in a face full of hideous scars and a missing arm below the elbow on his left side.

To say that there is nothing of obvious value within the ruined house would be a gross understatement. The trappings have been ravaged by time, use, and the elements. There is little within the house that consists of more than rotten wood, shattered stone, ruined cloth, and scraps of battered, rusted metal. There are, however, a few items buried beneath the house that no living soul knows of. These items are the last remaining legacy of the house's last owner, an adventurer who perished seeking one last quest.

Scar: Ftr1/Rog1.

Indigents (Varies): Com1.

There is a steel lockbox buried 20 feet below the house's ruined basement, placed there with a simple phasing spell by an old inhabitant. The box requires a successful DC 25 Open Lock check to open, assuming it can be uncovered; it contains a *wind fan*, two ounces of *stone solvent*, a *flask of curses*, and 800 gp worth of various coins and small gems.



ACTIVITY

Everyone in the district knows the sort of people who congregate at this old wreck, and no one cares as long as they stay out of sight. Given this leeway, the men and women who dwell here can get away with a lot as long as they keep a low profile. Anyone who makes waves — either by making a nuisance of themselves or drawing the attention of the rest of the district — tends to bring the Civic Guard down on the entire group; those who cannot stay quiet usually end up killed by the others to protect their sanctuary.

HOOKS

- A corrupt Guardsman has been caught in some act of petty larceny, but has managed to shift the blame to Scars. Since many in the Guard remember Scars and revile him as corrupt, the true culprit found the lie remarkably easy to sell. Convinced that Scars and his cohorts are on the brink of a major crime wave, Captain Sternshield (see location M12) orders the estate to be cleaned out. Because of the ill will between Scars and other Guardsmen, the incident will turn into a bloodbath. Scar catches wind of what's about to happen and he begs the PCs to intervene before he and his "people" are all slaughtered.
- Rumors of a treasure buried deep beneath the collapsed house begin to circulate among the district's young, disaffected citizens. Increasing incidents between would-be adventurers and the residents become common, and the district's authorities are considering some sort of intervention. The residents desperately search for the source of these rumors, but cannot find anything since the chest is buried far too deep. They ask the PCs, canny and experienced adventurers that they are, to find the treasure.

M23. INDEPENDENT SHIPYARD

The sheer size of the city ensures that demands for ships runs higher than even the city's industrious Shipwrights Guild (location O3) can meet. Because of this, a trio of independent shipwrights, Simon, Cherise, and Hollis (Exp5), combined their resources and client bases two years ago to create a small, independent shipyard with no affiliation with the Shipwrights Guild. While the three craftsmen have no particular animosity toward the Guild, neither do they care for the organization's policies and restrictions placed upon its members. Rather than join, they each chose to remain independent despite the cost to their business. Since uniting under one banner, however, their fortunes have improved considerably. Ironically, the three have extended invitations to several other independent shipwrights to join them. Although none have yet accepted, the three enjoy the notion of creating an alternative to the Shipwrights Guild, one that offers more freedom and success to its members.

The members of the Shipwrights Guild do not share the craftsmen's ambivalence, however. The Guild's leadership is extremely irritated by the continued success of the Independent Shipyards, and may not be above sabotaging their business in an attempt to reassert their absolute dominance over the ship-building trade.

M24. THE ZEETORA RUINS

This building was obviously destroyed years ago. The crumbled stone walls are still blackened from fire, and strewn about in disarray. The blasted rock and earth is occasionally dotted with tiny white flecks of stone that bear a disturbing resemblance to bone. In the center of the structure is a large, wooden door that shows no sign of age or fire. It is tightly sealed, and does not appear to have been disturbed in quite some time. The large steel ring in its center is not rusted, but it would take a significant feat of strength to open.

No sane living being spends any amount of time within the ruined dungeon beneath the former Zeetora estate. Zeetora was a wizard who lived within the Docks for many years before some disastrous failed experiment detonated his home and every building within 100 feet of it. During the clean-up, city officials discovered a dungeon hidden beneath the castle. The dungeon extends several stories beneath the surface and though small, has remained untouched ever since the fire.

RESIDENTS

Many believe that the dungeon contains a trove of treasure that Zeetora accumulated through his magic, but in truth there is nothing of value within its borders. There are, however, numbers traps of a magical nature and a variety of undead predators that have been slumbering — and hungering — for years.

Zombies (Varies): Medium size, as per the *Monster Manual.*

Skeletons (Varies): Medium size, as per the *Monster Manual.*

Wights (5): As per the *Monster Manual.*

Vampire spawn (5): As per the *Monster Manual.*

Mohrgs (2): as per the *Monster Manual.*

There is no treasure within the ruins, although a number of mundane and magical traps such as arrow traps, poison needle traps, crushing wall traps, flame jet traps, globe of cold traps, and floor transforms to acid traps could conceivably be worth something if they could be disarmed and removed. The precise nature and number of traps is up to the DM.

ACTIVITY

The Zeetora ruins are one of the city's most colorful sources of legends and rumors. Despite regular patrols by the Civic Guard keeping an eye on the place to keep the foolish and unwary away, at least two or three times a year a group of young adventurers from the city gains entrance to the ruins and attempt to locate the treasure that everyone believes is located within. Most never return, and the few who do are either crippled or driven mad by the experience. No one ever emerges with any treasure, but this does nothing to stem the rumors of its existence. The city has larger problems in the area and happily ignores the ruins so long as it remains quiet.

HOOKS

- Civic Guard patrols have been hearing cries for help several nights in a row coming from the Zeetora ruins. The Guardsmen have strict orders not to enter the ruins for any reason, however. Captain Sternshield (location M12) suspects it is some kind of trap and forbids any further investigation. One of his lieutenants disagrees, however, and puts out the word on the street that someone is trapped in the ruins, and the rumors reach the PCs. Whether or not the cries are actual pleas for help, however, is entirely up to the DM.
- A group of young adventurers attempts to infiltrate the ruins in hopes of finding the treasure. Unfortunately, they are attacked shortly after entering and it goes badly. A disastrous spell failure by a young wizard results in the temporary negation of the wards around the dungeon door, and as a result a horde of undead disgorge into the Docks. The City Guard is quickly overwhelmed, and although they recognize the cause of the outbreak, they can do little to stop it. Unless an intrepid band of adventurers battles through the horde to re-seal the door, hundreds could be killed before reinforcements arrive.

M25. THE BAWDY PENGUIN

This incongruously named establishment is the district's only theater of note. Sailors and their ilk are not notorious for their love of drama, after all, and the district's citizens who enjoy such things usually go to the Entertainment District for a proper show. The Bawdy Penguin, however, deals in an entirely different type of entertainment. The owner, a lecherous old salt named Eckart (Com2), has gathered together a library of the most ribald, violent, and lewdly humorous plays from at least two dozen different cultures and translated them into Common. Together with his troupe (which contains mostly drunken hedonists), he puts on three shows a week — complete with the occasional unscheduled drunken brawl on stage between actors (all Com1, as they are anything but trained professionals). The patrons rarely object, since most have little to no interest in traditional theater anyway. The fact that Eckart sells cheap booze during the shows (1 cp per drink) doesn't hurt, either.

M26. THE NAUTICAL ACADEMY

This large, stark building is constructed of heavy stone blocks with windows installed at regular intervals along each of the three stories. The sign out front reads, "Nautical Academy," but the building bears little resemblance to the academies found elsewhere in the city. Indeed, the very idea of an academic institution within sight of the bustling harbor seems grossly inappropriate. The large, double wooden doors lead into a chamber that appears to serve as both a dining room and chapel, with a counter where meals are in a constant state of preparation. The doors to the right lead to a small number of chambers set aside for faculty and staff, while the doors to the left lead to a series of small classrooms. The stairs lead upward to the second and third floors, both of which hold open rooms that contain dozens of bunks, separated by flimsy wooden barriers that offer an illusion of privacy.

Sailing is a dangerous profession, regardless of whether one serves aboard a pirate vessel or the simplest of freight ships. Any number of natural and man-made difficulties arise on the open seas, and it is not uncommon for ships to



lose a few hands due to storms, disease, or other problems. When this happens, the dead often leave children behind. Often, they are taken in by family, but on occasion, the child is an orphan. For many years, such children were sent to the Blessed Saints' Orphanage (location G11) or — if of sufficient pedigree — enrolled in the Naval Academy (location O12) —but general sailor's pride soon changed that. Why should those with the sea in their blood be taken far from the shore, to be cooped up in an overcrowded rat trap in the Travelers District? And why should the Navy have the monopoly in nautical instruction? Didn't common sailors, those not attached to the city's naval force, deserve the same consideration? A collection was taken up — including donations from some of the wealthiest captains and ship owners in the city — and the result was the Nautical Academy.

Here, they are given a place to sleep, three meals a day, and instruction in the skills they need to serve aboard a ship, just as their parents did. The Academy is sustained by regular donations from a number of different captains, shipping cartels, and the like, who benefit from having a ready source of crewmen who have received plenty of training, and have been taught to hunger for the open water. Noble patrons support the Academy out of a sense of obligation to the less fortunate, although aristocratic families involved in overseas trade (like the Rotburn-Seivers, location E15) obviously have self-interested reasons to do so, as well. The Academy is not connected to the Navy in any way, and it is not a military school. It merely provides training for those with nowhere else to go, for whom sailing is in their veins and who deserve a spot on a seagoing vessel.

RESIDENTS

The Headmistress of the Academy is a doting but stern woman of exceedingly advanced years known only as Mistress Helena. She oversees every aspect of life at the Academy, from scheduling instructors to leading chapel services to conducting periodic inspections of her "little darlings'" living space. Helena is both loved and feared by the orphans who call the Academy home, both with good reason. Her long-standing staff members include a surly cook named Charlington and a pair of instructors, Ursul and Briton, who retired from the open sea after sustaining serious injuries.

Helena: Ari3.

Charlington: Halfling Com2.

Ursul and Briton: Exp3.

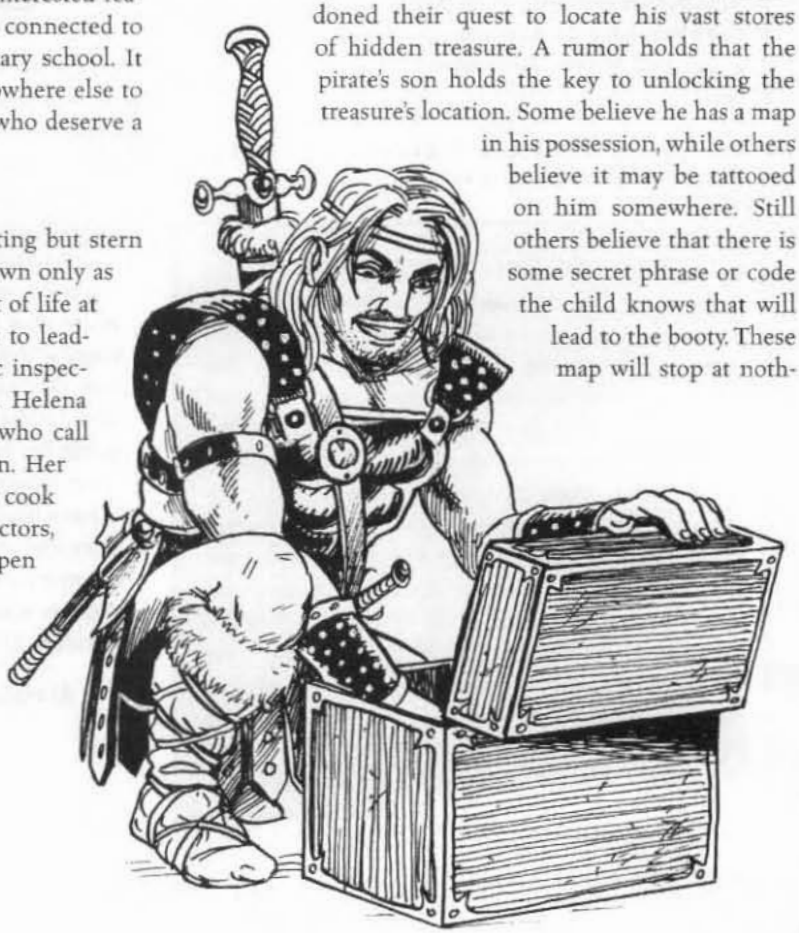
Helena carries a pouch with several doses of *dust of disappearance* as well as a secret purse holding 26 gold pieces. Charlington is highly proficient with knives and has a *+1 dagger* secreted on his person at all times. Ursul and Briton carry daggers and cudgels, but have not used them in years.

ACTIVITY

The Nautical Academy is an excellent source of young and healthy (if inexperienced) crewmen who are eager to serve on board any kind of ship as long as it takes them out of the city. Any character or enemy who died at sea might have relatives in the Academy, or perhaps a relative was placed there by accident when someone believed that they had no living kin left. Some who leave the Academy have no interest in the sea, and seek out adventurers in hopes of joining their ranks, while others turn to a life of petty crime and may come into conflict with the PCs as members of various gangs.

HOOKS

- The son of an infamous pirate resides in the Academy, his father having perished only a few short years ago in a famous sea battle. The pirate's rivals have not forgotten him, however; nor have they abandoned their quest to locate his vast stores of hidden treasure. A rumor holds that the pirate's son holds the key to unlocking the treasure's location. Some believe he has a map in his possession, while others believe it may be tattooed on him somewhere. Still others believe that there is some secret phrase or code the child knows that will lead to the booty. These map will stop at noth-



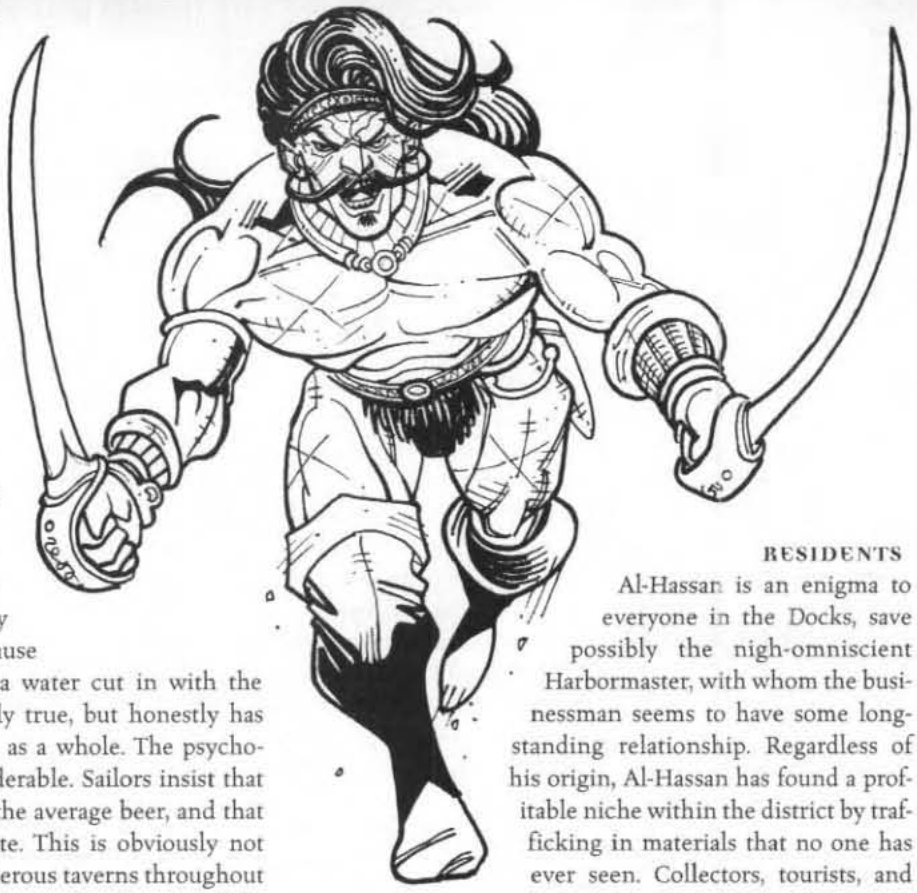
ing to kidnap the child once they find him, and his well being is far from their list of concerns. Helena has heard the rumors, and she asks the PCs to help protect the child.

M27. THE BRINEWORKS

This large building is home to a locally favored brewery, owned and operated by former sailors who turned their fervent love of cheap alcohol into a profession. The chief brewer, a middle-aged but enthusiastic former sailor named Jerrod (Exp5/War1), claims that the alcoholic beverages produced by their brewery are superior because they use a small amount of sea water cut in with the regular water. This is technically true, but honestly has very little effect on the process as a whole. The psychological effect, however, is considerable. Sailors insist that Brineworks beer is saltier than the average beer, and that only sailors can handle the taste. This is obviously not true, as the brewery sells to numerous taverns throughout the city that have no seagoing patrons, but Jerrod and his coworkers do little to dissuade their customers from their beliefs.

M28. AL-HASSAN'S EXOTIC GOODS FOR SALE OR TRADE

No building in the entire district stands out quite like this one. The domed top is unlike anything in the Docks, and the spade-shaped windows lend a sense of the exotic to the entire building. The doorway is emblazoned with strange runes, and the interior smells strongly of incense and spice. The inner chamber is filled with all manner of strange items, from statues of multi-limbed creatures straight from a child's feverish nightmares, to paintings of exotic beauties that steal the breath of all who look upon them. A variety of weapons — ceremonial from the look of them — adorn the walls alongside trophies of animals few have ever seen. Virtually nothing within this building is familiar, save for the glint of excitement in the proprietor's eye at the thought of new customers. Some things, it seems, transcend culture.



RESIDENTS

Al-Hassan is an enigma to everyone in the Docks, save possibly the nigh-omniscient Harbormaster, with whom the businessman seems to have some long-standing relationship. Regardless of his origin, Al-Hassan has found a profitable niche within the district by trafficking in materials that no one has ever seen. Collectors, tourists, and those with more money than sense frequent his shop to ogle the new wonders that arrive each day. The prices are reasonable, given the unique nature of the goods, but the truth is that he makes most of his profit from a trade that he does not advertise: the purchase and resale of enchanted items.

Al-Hassan has innumerable contacts on hundreds of different trade ships along dozens of different routes that circle the world. Many (though not all) of his contacts are aware that Al-Hassan pays well for new and interesting magical items, and go out of their way to acquire them so that they can turn a profit during their next visit to the city. Al-Hassan, in turn, sells the items for a substantial profit; his primary customers are collectors and adventurers in need of specific items to complete various quests. Al-Hassan does not advertise his trade, both because there are rules and regulations regarding the sale of such items and because he wishes to avoid the attention of business rivals such as Quentin Whisper in the Government District (location I25).

Al-Hassan: Exp4/Rog4/Ftr2.

At any given point, Al-Hassan has a 1d10 wondrous items in a concealed compartment beneath his counter, along with 1d6 *+1 weapons*, 1d4 *+2 weapons*, and one weapon with a total enhancement bonus equal to +3. The compartment requires a successful DC 35 Search check to find, though opening it is fairly easy.

ACTIVITY

Al-Hassan is the district's only magic item merchant of any consequence, although that is not common knowledge. PCs who wish to sell such items can find him a lucrative contact, as well as a source for locating such items in times of need. Although Al-Hassan believes in building a relationship with his contacts, he rarely allows personal affection to overshadow his sense of good business. He pays no more than 70% of market value for any particular item, and charges anywhere from 95-110% when selling them, depending upon the rarity of the item in question.

HOOKS

- A thief has broken into Al-Hassan's shop and made off with a small number of minor magical items. Al-Hassan is not particularly worried about the financial loss, but if word of his semi-legal trafficking becomes common knowledge, he stands to lose a significant portion of his profits to regulated fees — and possibly face criminal charges for selling such items without the proper licenses). He is desperate to prevent this from happening, and will offer all manner of incentives to enlist the PCs' aid. He cares little about having his merchandise returned, but only wants the thief found and silenced. How the PCs achieve this is entirely up to them....
- During one of his busier acquisition periods, Al-Hassan accumulates a larger than normal number of cursed items. While he does not consider them particularly dangerous, the negative energies associated with such items have begun to attract a significant number of evil spirits. At first they are relatively harmless, small entities such as poltergeists or the occasional specter. As time goes on, however, the energies begin to attract larger and larger creatures, until finally a group of evil outsiders (whatever kind is most suitable to the campaign) break through to the Material Plane right in the middle of his shop and begin to wreak havoc throughout the district.

M29. THE SEA'S BOUNTY

This small shop looks for all the world like a small private home, and would likely be completely overlooked if not for the merchant's shingle hung above the door. The shingle, while not obtrusive, nevertheless draws much attention: a small, delicately carved wooden tree hung from the overhang by a single, narrow chain. The tree is three dimensional, and exquisitely carved. It is not until one stops to examine it more closely that one notices the name "The Sea's Bounty" carved in small letters on the trunk.

The owner of The Sea's Bounty, a quite man named Darsis (Half-elf Exp7), is an incredibly gifted artist, who could easily be the talk of the town if he would but pursue his craft in a different city district. For whatever reason, Darsis refuses to leave the Docks. He goes every morning and collects driftwood that washes ashore, then spends most of his day carving it into unbelievably lifelike images of the people and things he sees in the district. He does not craft images of well known people, but rather everyday commoners that catch his eye as he walks through the streets. More than one beautiful young woman has achieved some small degree of celebrity by being portrayed in one of Darsis' sculptures. Prices range from 5-20 gp, though he may be persuaded to part with a sculpture for free if he believes it is going to a good cause.

M30. THE HARBORMASTER'S OLD FORT

The term "fort" might be somewhat ambitious, as this building is scarcely larger than the average warehouse. Considering its obvious age, however, some leeway can be given to its apparent purpose.

In the city's first days when the Docks were little more than a ramshackle assembly of piers where ships carrying raw materials docked, the city leaders constructed a fortress near the harbor for protection. Those were difficult times, when pirate attacks were frequent and before the various humanoid tribes had united and become a part of the city. The Harbormaster's tower had not been built, and the city's other defenses were the fragile product of still-wary elf, dwarf, and human factions. In those days, the fortress was seething with soldiers and the implements of war. The fort's presence was largely considered responsible for turning the tide against the frequent pirate attacks that preyed on the raw material shipments back then. Unfortunately, that was long ago.

The fort has since fallen into disuse. Even before Elwyn Aer became the new Harbormaster and constructed his tower, the need for its protection had dwindled to nothing. With the threat of attack greatly diminished, the district's guards could be better used patrolling the streets rather than remaining cooped up within an archaic stone tomb, waiting for an attack that was not coming. For a time, the fort was used as storage, but even that cased to be the case after awhile. There was talk of tearing the building down, but nothing ever came of it. Currently, the fort has no official use.

RESIDENTS

A number of "citizen volunteers" gather here each day to continue their watch over the harbor, ostensibly to aid the City Guard in protecting the district. Truthfully, the men who gather here are unfit for membership in other military bodies due to age, disgrace, or infirmity. They are not wicked men; far from it. For the most part, they genuinely wish to help defend the city, but cannot do so as part of the Guard, the Navy, or even the Mercenaries Guild. Their current leader, colloquially called the "watch commander," is a former City Guardsman named Nathan Steers who retired from service after an injury to his sword arm limited his abilities. Steers has since trained himself to use his left arm and is as proficient as ever, but has been unable to reclaim his position with the Guard and has no interest in joining the Mercenaries Guild. Unless something else presents itself, he makes do with the command he has — such as it is.

There is no significant treasure to speak of within the fort; those who serve within it are generally only a few steps removed from homeless vagrants with a little bit of military training. The only valuable commodities are the weapons they keep stored there and the bulk crates of rations they purchase on the cheap from sympathetic merchants.

Nathan Steers: Ftr7.

Soldiers (Varies): War4.

As described above, several rooms in the old fort contain stockpiled weapons gathered over the years by the men who live at the fort. There are dozens of longswords, maces, short swords, and other common weapons, as well as a large amount of leather and chain armor. There are also several dozen crates of dried rations intended for use aboard sailing vessels, which have found their way into the fort through one means or another. The rations are enough to feed the regular inhabitants of the fort for several weeks if need be.

ACTIVITY

The old fort is no longer a realistic or functional defense against possible attack, which is not a significant problem since the Navy has long since become strong enough to defend the city from assault from the seaward side. Due to the nature of expansion, the fort now overlooks only the oldest and most outdated portion of the Docks, which are used by smaller ships, captained by those with less money to spend. The men who live within the fort are soldiers without a command, with no lord to serve and no nation to defend. They look only to do their duty as they see it... which could land them in hot water if they interfere with the wrong activity.

HOOKS

- One of Steers' "more reliable sources" informs him that a particularly large pirate fleet is approaching the city with the intent to pillage and collect prisoners to sell as slaves. He immediately begins preparing his men for the attack and attempts to warn the Harbormaster and the City Guard. They ignore his warnings, however. But the threat is real, and the pirates have among their number several powerful druids disgusted with the city and its blight upon the environment. The druids plan to unleash powerful storms upon the harbor, confounding most of its defenses. They have also made contact with the Order of the Grove (location J9) to create diversions within the city as they storm ashore. Ironically, the old but sturdy fort will be well prepared to withstand such an assault, and if the fleet breaks through to the city, Steers and his men will be on the front line, alongside anyone who believes their fanciful tale of pirates and marauders. Steers, fully credulous, tries to recruit as many men to his ranks as he can — including the PCs.
- A wealthy merchant who spends a great deal of time in the city has petitioned the government for rights to purchase the fort and remodel it into a posh private residence. Unfortunately, the city leaders refuse to do so as long as Steers and his men inhabit it, as Lord Protector Jennas Ironside (location F1) remembers Steers and his service to the city. The merchant, never one to be unduly delayed by ethics or morality, hires agents (including Thieves Guild members) to defame Steers and his cohorts by framing them for a rash of crimes. Steers begs the PCs to help him, as there is a limit to what his allies in high places can do for him if his men are convicted as criminals.

M31. SEWER GATE

It is no surprise that a city as large as this one has to have some form of sewer system, however crude it might be. Most large buildings have a pipe where waste can be deposited. These pipes lead to much larger pipes buried beneath the streets that eventually converge far south of the city, depositing a monumental amount of sewage into a spectacularly unpleasant stretch of swampland that supports no natural forms of life whatsoever.

Other than the unbelievable aroma that permeates the area around the sewer gate, there is likewise a noticeable aura of menace that radiates from the opening. Common rumors hold that numerous monstrous creatures dwell amid the filth in the largest pipes, the very least of which are rats the size of large dogs and reptilian menaces such as crocodiles and giant snakes. Although far less tempting than other magnets throughout the city for young adventurers (such as the nearby Zeetora Ruins; location M24), there are nevertheless occasionally groups of people determined to seek excitement amid the creatures within the sewers. Naturally, anyone interested in an adventure amid

the sewers is at least partially unhinged, but nevertheless the Harbormaster has stationed a guard post at the gate to prevent what is essentially suicide. It goes without saying that the guards consider such duty the most grotesque of all possible punishments.

M32. THE DAILY SHIPPING GAZETTEER

This one-story building looks as though it could easily have had a second story, but instead spread its available space all across one floor. The exterior is unremarkable, but entering reveals that the majority of the building is dominated by one large room containing a strange apparatus of some sort. Two burly men constantly change positions turning a massive crank that keeps the device operating. The air is thick with the smell of ink, and vast rolls of paper continually feed in and out of the device, emerging streaked with low-quality letters of some sort. Other workers run around throughout the building, shouting at one another to be heard over the cacophonous clanking the press makes, and gesturing wildly at different sheets of paper they wave in front of one another's faces.

The Gazetteer is a daily publication, created as a means of meeting the needs of local merchants, captains, and shopkeepers. The paper's primary focus is estimating the arrivals and departures of whatever ships keep a regular schedule. This is a hugely imperfect process, since environmental conditions can delay ships for days or even weeks at a time. Still, even an estimate is better than nothing, and those managing the schedule have learned over the years to estimate based on far more than schedules. In addition, the Gazetteer prints edicts from the Harbormaster's office, brief notices advertising for local merchants, and the like.

RESIDENTS

In the past year, a pair of intrepid and charismatic (if not particularly discerning) fellows named Mick Trencher and Tomas Wieck have convinced the paper's owner, a failed merchant named Eduard Bosh, that they can dramatically increase the paper's popularity by running articles on local occurrences. For the most part, these consist of outrageously stylized accounts taken from "sources" that include drunks, madmen, and those desperate for attention. The articles have indeed increased circulation, but only so that people can laugh at them (the paper stock is excellent for wrapping fish, too, which doesn't hurt sales much).

Eduard Bosh: Ari4.

Mick Trencher and Tomas Wieck: Com2.

Printers (Varies): Com1.

The only objects of any value within the building are the rolls of paper used to make the paper, and the printing press itself. Both are large and quite heavy, as well as being extremely conspicuous to remove.





ACTIVITY

The Gazetteer is of little importance in the grand scheme of things, although various merchants and shopkeepers read it to get an idea of what traffic through the port will be like on any given week. Commoners pick up a copy now and again for a good laugh at the "articles," and then use it to wrap their purchases at the market. Newcomers to the city might not initially recognize the general inaccuracy of the articles, resulting in all manner of misunderstandings about exposés on secret criminal activities in the city, or whatever threat is looking to destroy the entire area that particular week.

HOOKS

- Purely by accident, the reporters at the Daily Shipping Gazetteer have written an article that threatens the secrecy of a major smuggling shipment moving through the city under Stavros Elmond's control (see location M16). The reporters suddenly find themselves the target of death threats and violence. They beg the PCs to protect them from whatever nebulous threat they've uncovered.
- The PCs suddenly find themselves with a bit of unwanted notoriety as the intrepid reports at the Gazetteer write a series of articles about their exploits. The highly stylized accounts of the group's battles against demons, pirates, ninja, and the always dangerous demon-ninja-pirates, make them quite popular among the district's most naïve and impressionable citizens. It may be possible to parlay this inadvertent celebrity into higher-paying jobs, or they may wish to avoid it altogether in order to protect their anonymity. Regardless of their wishes, if the PCs do nothing, the reporters may decide that a regular column on the adventurers will boost sales, in which case their troubles will only grow worse.

M33. THE FISHERMEN GUILD

The Fishermen Guild is a guild only in the loosest sense of the word. It is essentially a band of like-minded men and women who wished to ensure that cutthroat competition and price gouging did not destroy any more careers and families than it already had. The Guild charges minimal dues and helps establish minimum prices that individual members can receive for their goods. Furthermore, the Guild has contacts with local druids that help them keep track of fish movement and population. This ensures that the fishermen bring in a greater haul, and in return they follow the druids' recommendations in order to prevent over-fishing in the local waters. Some members object to the druids' restrictions, but the Guild's records support claims that the alliance has dramatically increased the fishermen's productivity over time.

A trio of retired fisherman (Com3) meet in this refurbished warehouse, which doubles as a storage area for rowboats and other small vessels. A giant chalkboard stationed behind their tables lists the going prices from week to week, and also the names of crewmen interested in hiring out on fishing expeditions. Beyond the nautical gear stacked as neatly as possible, the place has no valuables.

M34. TEMPLE OF THE SEA

Although the simple sign out front declares this building a temple, it isn't immediately obvious from its construction or appearance. It looks as if someone attempted to build a replica of a proper temple using the worst possible construction materials. That the ramshackle building has not collapsed may indeed be a sign of divine influence. The doorway leads to an open room with an altar and several benches seemingly made by the same carpenter that built the temple. The altar, however, is quite beautiful, carved from a single block of wood and depicting a tiny replica of the Spire overlooking the harbor.

RESIDENTS

The Temple of the Sea is a minor building established by a self-styled prophet named Cyrus, who washed up on shore seven years ago with no memory of his past. Named Cyrus by the family that nursed him back to health, the man quickly developed the notion that he had been spared by the ocean for some greater purpose, and began preaching to anyone who would listen about how the

Spire was created by the gods of the ocean to bring home their wayward children lost at sea. Cyrus constructed the Temple and spends the meager donations given to him by superstitious sailors on food and drink for vagrants, who will fill the Temple on holy days to eat and hear Cyrus' semi-coherent rants.

Cyrus, Prophet of the Sea: Adp2.

Sailors (Varies): Exp1.

Vargrants (Varies): Com1.

The only thing of real value within the Temple is the altar, which is exquisite even if Cyrus' technique is a bit rough. If the massive thing could be moved and sold, it would be worth at least 1,000 gp to wealthy art collectors, who would rapidly make it the talk of high society for at least a week before forgetting it. Cyrus, of course, has no inkling that the altar might be worth anything, and would not sell it if he did.

ACTIVITY

Sailors are typically superstitious, but only the most deranged place any stock in Cyrus' ramblings, and even then they are mostly hedging their bets to be safe. Still, a few sailors are usually on hand at the Temple, and Cyrus enjoys going down to the Docks to preach about his mission to those arriving or departing. Wayward travelers may embrace Cyrus' message out of ignorance, or because they see an opportunity to become involved in a fledgling religion that could develop into something more.

HOOKS

- During a particularly vigorous service, Cyrus collapses in a spasm of religious zeal. A large water elemental (as per the *Monster Manual*) manifests at that instant, lashing out blindly at everything around it. Panic quickly spreads throughout the neighborhood, and authorities are summoned to deal with the matter. Is the manifestation a result of Cyrus's mysterious past, or do his teachings hold some modicum of truth that no one has yet recognized? A concerned citizen alarmed by the incident hires the PCs to find out.

M35. SCHOLAR'S DELIGHT

A tiny, oft-overlooked shop on an overlooked corner of a less-traveled street, Scholar's Delight is the district's only bookstore. It was founded some years ago by an elderly gentleman who believed he could make a fortune selling books to sailors so that they would have something to pass the time while at sea. After all, what else was there to do? Unfortunately, the man had never served aboard a ship, and was blissfully ignorant of the fact that most sailors are illiterate. His business scraped by on novelty alone for a few years, and the old man grew increasingly bitter until he died in poverty. His shop was purchased by an adventurer named Mathis (Half-elf Rgr5), who has funded the shop and made a point to purchase books brought to him by sailors. With so many ships arriving from distant ports of call, Mathis can acquire tomes from all over the world, many of which are far more valuable than the pittance he pays for them. He is frequently out of the city, leaving his brother Hermis (Half-elf Exp4) to oversee the shop. Many believe Mathis is out adventuring, when in fact he is transporting his new acquisitions to various antiquities dealers in distant cities, making a tremendous profit in the process.

In addition to purchasing books, Scholar's Delight sells a number of different tomes as well as empty log books, quills, parchment, ink, and all other manner of writing, calligraphy, and cartography supplies. They maintain a friendly relationship with Albert Boyer (location I13) and often travel with him on buying trips. Boyer's specialty is rare enough so that the two businesses never overlap.

M36. FORTUNES AND WINDS

Although nothing spectacular to look at during the day, this large two-story building comes alive at night, when lanterns are scattered all across the premises. The exterior is sturdy wood and stone, painted a variety of bright colors that some might consider gaudy. During the day, the house is relatively quiet, with only occasional laughter or intoxicated patrons emerging from within. During peak hours, however, the noise level rises considerably. The interior is filled with tables of all different sizes where games of chance from a dozen different cultures are played almost around the clock. The decor is not as fancy as the exterior, but the serving girls are quite comely and the drinks are both reasonably priced and in great supply.

RESIDENTS

Fortunes and Winds is the creation of a former rogue named Melina, whose travels took her all across the world. During her adventures, she encountered all manner of different games of chance. As a devotee of the luck goddess, Melina found that gambling suited her philosophies of the world quite well. Whether divine intervention was involved, or merely an exceptional degree of skill, Melina found that she excelled at gambling, regardless of what form it took. Dice games, card games... it did not matter. Melina delighted in them all, and won a fortune one hundred times over in various ports of call. Clearly favored by her goddess, Melina took her profits and traveled to the greatest city in the world, where she could visit one of the deity's major temples (the Temple of the Luck Goddess,

location J16) and establish a gambling house to slowly promote her sect's doctrine. Thus far, she has failed to win over any converts outside of her staff, but she believes it is only a matter of time.

As might be expected, Fortunes and Winds (named after an exotic dice game played in a distant empire to the east) sees a tremendous amount of currency change hands on any given evening. Despite the fact that the buy-in for most games is low in order to encourage participation, the sheer volume of coins passing through the hands of those overseeing the games more than makes up for it. The entire house is well-secured by Melina's assistants, most of whom dress to blend in. Although she takes precautions against theft, Melina does not consider it a substantial risk. Apparently, she trusts her good luck quite explicitly.

Melina: Rog8.

Guards (4): War5.

Serving Girls and Staff (12): Com2.

Patrons (varies): Com1.

Melina carries a *+1 short sword* and a *bag of holding* in which she carries about 500 gp in personal funds. Her security guards all wear leather jerkins (treat as leather armor) beneath their clothes and carry concealed daggers. The night's proceeds — anywhere from 50–300 gp — are kept in a locked box in Melina's private chambers, secured with a *blast glyph of warding*. The blast causes 4d8 points of damage to those who trigger it.

ACTIVITY

Fortunes and Winds is an exceptionally popular nightspot, one of the busiest in the entire district. Those sailors who are not content to celebrate their pay with drink and companionship usually find their way here for the thrill that simple dice games in a crowded berth at sea do not offer. Violence is kept to a minimum, since Melina and her staff are able to spot potential problems very quickly.

HOOKS

- The PCs are present during a particularly busy evening at Fortunes and Winds, one of Melina's game managers tells her that the lockbox containing his profits for the night is missing. Melina, never one to suffer thieves lightly, locks down the entire house and proceeds to search individual patrons. When that turns up nothing, she begins searching the house. The process takes hours, and the drunks among her customers become more and more agitated until brawls begin breaking out every few minutes. The manager actually dropped the lockbox out the window into a rain barrel, where he can retrieve it later, and has lied about it being stolen to cover his tracks. Unless someone discovers his duplicity — and quickly — it is likely that a proper riot will break out.

M37. THE BOARD OF TOURISM

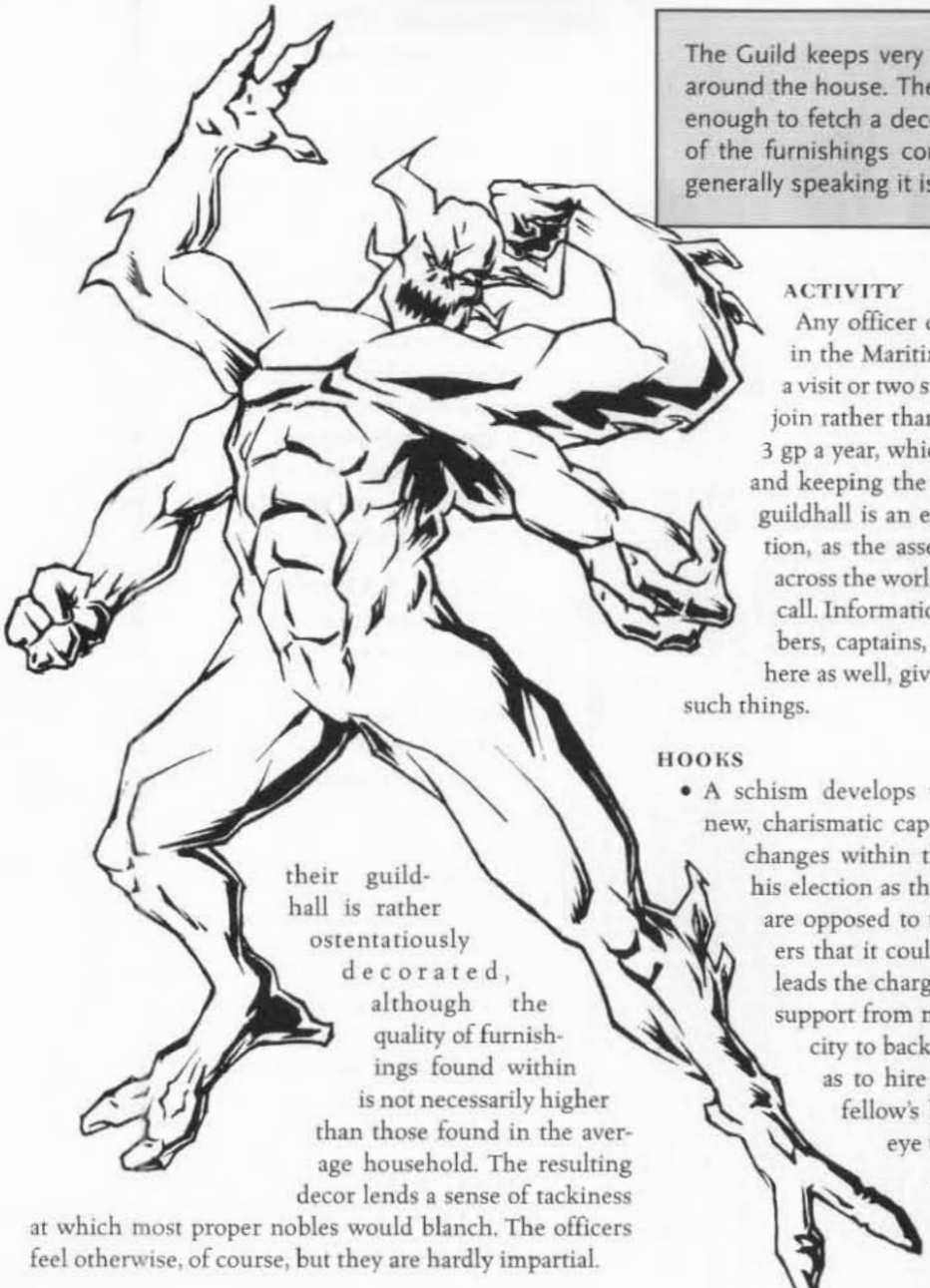
This small stone building sits near the harbor. The Board of Tourism is charged by the Harbormaster to improve the district's reputation among wealthy visitors, many of whom frequently pass through only on their way from their ship to a nicer section of town. In reality, the board was created by a past Harbormaster long ago, and the current Harbormaster has no faith in or use for the board. Truthfully, his distaste is well deserved. The twelve members of the board (all Ari3) tend to fall within one of two camps: the hopelessly naive and the overwhelmingly corrupt. The naive genuinely believe that they can improve the district's reputation by finding and sponsoring worthwhile small businesses and encouraging them to improve their appearance and service. The corrupt, on the other hand, willingly aid whoever puts money in their pockets, completely countering any good that their more well intentioned colleagues manage to achieve. They meet here once a week to squabble, drink, and collect the fees that keep their meager operation running. At all other times, the place is abandoned.

M38. THE MARITIME OFFICERS GUILD

The exterior of this building is painted a soothing green, and decorated with a variety of ornaments that seem strangely out of place in this district. Shutters, plaques, and ornamental doorknockers, all with a noticeably naval theme, adorn the exterior. The main door is a thick, mahogany behemoth nearly twice the width of a normal doorway, marked with a plaque that identifies it as the Maritime Officers Guild.

The guildhall's interior has the look of a luxurious study, with bookcases, comfortable chairs, and boxes of tobacco all across the room. A privately stocked bar holds several varieties of local liquor. Doorways lead off from the main room to a number of smaller private rooms and a kitchen. One larger room off of the main room contains a number of bizarre tokens taken from a thousand voyages to hundreds of distant lands, and contains wondrous items that most within the city have never seen.

In truth, there are few differences between sailors and the officers who oversee them on the average sea-going vessel. In practice, however, the officers enjoy pretending that they are a class above the men they work with. As such,



The Guild keeps very little in the way of valuables around the house. The liquor on hand is expensive enough to fetch a decent price if resold, and some of the furnishings could be sold for a profit, but generally speaking it isn't worth the effort.

their guildhall is rather ostentatiously decorated, although the quality of furnishings found within is not necessarily higher than those found in the average household. The resulting decor lends a sense of tackiness at which most proper nobles would blanch. The officers feel otherwise, of course, but they are hardly impartial.

RESIDENTS

The Maritime Officers Guild has such a disparate and constantly absent membership that there are no officers to speak of. The only member who holds any particular authority is a middle-aged man named Oliver, who suffered a head wound during a fight with a pirate band some years ago, and has since suffered from terrible vertigo any time he leaves the mainland. Seasickness is a terrible affliction among sailors, and Oliver has found a way to continue his service by serving as the guildhall's only permanent resident and caretaker. He is an excellent cook and has become quite a scholar, documenting the exploits of various Guild members in a series of journals that his fellow guildsmen love to peruse when they are in port.

Oliver: Exp4.

ACTIVITY

Any officer on a sea-going vessel is welcome in the Maritime Officers Guild, although after a visit or two such individuals are encouraged to join rather than continue to visit. Guild fees are 3 gp a year, which goes to maintaining the house and keeping the liquor cabinet well-stocked. The guildhall is an excellent place to gather information, as the assembled officers have traveled all across the world to any number of exotic ports of call. Information on individual ships, crew members, captains, or port officials can be gleaned here as well, given the members' experience with such things.

HOOKS

- A schism develops within the Officers Guild as a new, charismatic captain attempts to make sweeping changes within the organization, beginning with his election as the first Guild Master. While many are opposed to the idea, he has enough supporters that it could possibly force the issue. Oliver leads the charge against the change, and gathers support from many officers who live within the city to back up the status quo. He goes so far as to hire the PCs to investigate this new fellow's background — with a particular eye to anything that might be used to discredit him.
- A pirate, long separated from his ship, has set up residence within the city. He is masquerading as a naval officer in order to enjoy the luxurious appointments of the guildhall. His claim to being the lone survivor of a pirate attack has garnered quite a bit of sympathy from his fellows, sympathy he is exploiting as he keeps careful track of shipping lanes and sends them via magic spells to contacts out at sea. With a tiny fraction of the profit from pirated cargoes, he is living the high life with none the wiser. Oliver, however, is suspicious of the impostor and hires the PCs to investigate him.

M39. ALEXA'S WAREHOUSE

Although the city has a warehouse district, there are many merchants who do not traffic in shipments large enough to warrant such a large storage facility. Many small com-



modities merchants, in fact, only need minimal space to store their shipments (which occupy only a small part of a much larger vessel) for a few days at a time to arrange transport or delivery. Originally a merchant herself, Alexa (Dwarf Exp2) realized that catering to such a market might be more profitable than actually trading in it. She purchased this old building and restored it, converting the interior to that of a warehouse with dozens of small, walled in storage spaces with individual locks. Alexa rents these areas out for a very reasonable rate, usually 3 sp per day. Because she charges so little, she usually has a lot of business, and thus turns a profit despite her low prices. For security purposes, Alexa always has a bookkeeper (Exp1) on hand to verify who has access to what lots, and several guards (War1) to protect against any unlawful entries.

M40. SALTED STEEL

This oddly named building is among the most accessible weapon shops in the district, catering to the unique needs of sailors and officers on board sea-going vessels. The owner, Jacob (Exp5), spent many years aboard a ship and has seen first-hand the damage salt air can do to a weapon. He specializes in restoring damaged weapons for extremely cheap prices (5 copper per weapon); he also sells the materials to maintain weapons in such environments, and sells standard weapons favored by ship-going sorts. In addition, he carries a wide variety of more unusual naval weapons, including harpoons and weighted nets. He charges the standard rate for all weapons, but is preferred by many sailors simply because of his experience and familiarity with the sea.

M41. SURGEON AND APOTHECARY

Sailing and working the docks are hazardous occupations. Given the frequency with which accidents occur, and with which violence breaks out among drunken sailors and dockworkers, it is no surprise that a large portion of those who frequent the district are intimately familiar with this small, stone building. The proprietor, a small, gregarious gnome named Feeplebruin (Gnome Exp6), is well-liked by most district residents, and virtually adored by the sailors he patches up on a regular basis. Despite his reception among the locals, however, he is perpetually on the brink of total bankruptcy, as he refuses to turn away those who cannot pay for his services. As a result, the cost of materials almost always outstrips the amount of money he extracts from paying clients. If any indication is needed of his popularity, however, one need look no further than his assistant, a

half-orc named Burlis (Half-orc War2) who also serves as his security guard and general laborer. Half-orcs are rarely well tolerated within the Docks, but Burlis is never treated poorly, purely as a result of his association with Feeplebruin.

M42. THE SHOPKEEPERS ASSOCIATION

This well-maintained building is sturdily constructed from high quality wood that maintains a fine sheen despite the dingy appearance of everything else around it. It bears a passing resemblance to a guildhall or inn, but is far more pleasing to the eye than either. The doorway bears a plaque proclaiming the building as the Shopkeeper's Association, and is locked and barred. A smaller notice near the bell indicates that the hall is for members only, but a glance in the window reveals that it is well-appointed, if not particularly opulent. Only the main room is visible, and it appears to be furnished to facilitate meetings and discussions for the various members. A small bar is present as well, although no barkeep is in sight.

The furniture and trappings within the association's headquarters are roughly equivalent to what might be found in a middle class home; certainly nicer than other residences within the Docks, but nothing particularly remarkable. This is in keeping with the association's reputation as honest businessmen trying to better their district.

RESIDENTS

Tomlin Goodberry, the association's founder and leader, lives within the headquarters in a modest suite of rooms built for that purpose. Twenty years ago, Goodberry founded the association to fight against criminals and corrupt businessmen who were making it all but impossible for honest men to make a living in the district. By banding together, the association's founders managed to resist criminal extortion and endure predation by their corrupt comrades. In the years since, however, the association has become the very thing it once stood against: Now those businessmen that will not join are treated to the same extortion and pressure that the association originally resisted. Goodberry does not realize how far he has fallen, but believes that he is still doing what he must for the greater good of the Docks and its citizens.

Tomlin Goodberry: Halfling Rog4/Exp2.

Other Members (Varies): Exp2.

Goodberry carries a purse containing 120 gp and a *+1 dagger* to defend himself. Other members present within the building will likely be carrying mundane daggers or perhaps a short sword, and purses containing between 2-15 sp. Most of the association's funds are held in the City Treasury (location 13), but a well-hidden lockbox (sucessful DC 20 Search check to find) beneath the floorboards in Goodberry's chambers contains 400 gp.

ACTIVITY

Roughly a third of all merchants in the district belong to the association, and they invariably rank among the most successful. They meet once a month, in the evening, although smaller groups within the association meet on a weekly basis. Such meetings make tempting targets for unthinking criminals, although the district's more knowledgeable criminal elements have learned to avoid them. Anyone who opens a new shop within the Docks will be approached by the association regarding membership. Membership is free until the new shop is making a profit, at which point the owner is expected to devote 5% of his profits to the association. Occasionally, the association hires visiting adventurers to help them "recover stolen property," which often means stealing from criminals who have offended them or oppressing uncooperative shopkeepers.

HOOKS

- A shop recently burned to the ground in the Docks, and the dead owner's relatives know that he was being pressured by the Association. They will seek justice for their dead relative, either through legal means or otherwise. Will the PCs help them out, or will they side with Goodberry and his associates?
- After years of skirmishes and shaky truces, the ongoing rivalry between the Shopkeeper's Association and the criminal elements of Todson Imports (see location M16) has come to a head. The Association is beginning to infringe upon the criminals' profits, and that can't be tolerated. Thugs and Association enforcers begin fighting in the streets and back alleys, while the Thieves Guild looks on and laughs. When the dust settles, they will move in quickly, sweeping the remnants of both Goodberry's and Elmond's forces aside and claiming control of the district's underworld. The PCs come across one such skirmish while walking the streets of the district. Will they get involved by trying to get the warring factions to stop before they sign their own death warrants? Or will they take sides, hoping to keep one faction standing long enough to claim victory? See the Quests section for more details.

M43. HUBB'S PET SHOPPE

This small building has a constant din of strange noises coming from it; as one steps through the door the smell immediately identifies it as home to numerous animals. The grizzled old owner, Hubb (Com5), has spent his entire life around the sea, and has an affinity for animals that one would normally expect from a druid. Knowing that sailors enjoy having an animal or two aboard a ship, Hubb has parleyed his abilities into a profitable business. He sells a number of traditional pets, including cats and dogs, and more exotic animals that are traditionally considered "sailor's pets," including parrots and monkeys.

M44. THE CAPTAIN'S QUARTERS

This large inn is tastefully decorated both within and without, and the grounds are kept meticulously clean. The presence of an clean cut, armed and alert guard (War3) at the well-lit doorway projects an air of relative refinement and security. The Captain's Quarters takes its name from its preferred clientele, wealthy ship's officers who are spending a short time in the city before heading out to other ports of call. By offering clean, slightly larger and somewhat luxurious rooms (at least in comparison to those found on a ship), the Captain's Quarters can cater to the desire of visiting officers to experience a short period of comfort during their stay. Nicollet (Com4) and her long-suffering but adoring husband Gerard (Com2) keep the place in tip-top shape with a minimal staff (they do most of the cooking and cleaning themselves to save money). During the busier seasons, they often temporarily hire help from the local halfling community.

M45. THE SEASIDE MARKET

It is difficult to make out many details of this open air market, distracting as the shouts and general clamor can be. Dozens of small booths, each bearing crates, baskets, tables, and countless other displays, are filled to the brim with all manner of fresh seafood, collected daily from hundreds of individual fishermen and their ships. Individual merchants shout out their prices and catches, constantly changing their prices to meet and match their competitors. The smell, as one might imagine, is nothing short of phenomenal.

There are larger open air markets elsewhere in the city, but none can rival the Seaside Market for variety and freshness of seafood. If it lives or grows anywhere in the ocean, someone catches it and sells it here. The prices are very reasonable, typically only 80% of standard rates for foodstuffs. The result, of course, is that any given merchant carries a minimal amount of hard currency on him at any given point in time.

RESIDENTS

Dozens of merchants man stalls here, while their clientele can involve any number of different people. The only true commodities of value in the market are the products, which are hard to steal (and rather uncomfortable to conceal on one's person) at best.

Merchants (Varies): Exp1.

Customer (Varies): Com1.

The average merchant carries a club and 2d10 silver pieces.

ACTIVITY

There is little reason to come to the Seaside Market beyond shopping for seafood or looking for someone who is either buying or selling. The sheer volume of material that moves through the market on a daily basis makes it somewhat difficult to monitor, however, and a number of smugglers use the market to move merchandise from their ships to pick-up men (sometimes disguised under a shipment of fish).

HOOKS

- A customer — perhaps a PC or even Shylock Slimshanks (see location M9) — purchases a large fish from the market and takes it home to set aside for preparation later. Unfortunately, there has been a mix up at the market and the customer in question has purchased a fish with contraband hidden inside it. The smugglers and their intended recipient of the contraband will both attempt to recover it. If the PCs are not the hapless customer in question, the customer will hire them for protection.
- The cheapest product at the market is a thick paste produced from pulping all the day's catches that cannot be immediately identified. On one particularly heavy fishing day, that includes two sea lion pups. The smell is stronger than usual, and the scent reaches the keen senses of several sea lions in the nearby harbor. At a time when the PCs are present at the Seaside Market, the beasts (as per the *Monster Manual*) come ashore in a rampage, driven nearly mad by the smell of their young's blood. At the DM's discretion, they may be aided by large elementals summoned by an angered god of the sea.

M46. SPIRITS & SELLSWORDS

This tavern is notorious throughout the district as a major gathering place for members of the Mercenaries Guild. The majority of patrons are members in good standing, and often congregate at the inn after arriving back in town following the completion of a job. Drunken mercenaries have a reputation for both violence and a willingness to take on new jobs, so potential employers often frequent the tavern as well. Guild officials are reluctant to allow

such contracts, however, since drunken mercenaries do not always make the most profitable arrangements, nor do they consider the potential dangers of their mission. The price of food and drink at the tavern is 80% normal for those in the Mercenaries' Guild, 115% normal for all others.

M47. BLANE'S EXOTIC SEAFOOD

This specialty restaurant is adorned in the finest trappings. The kitchen is immaculate, and attended by several of the most skilled cooks in all the city. The main dining room is adorned with expensive tapestries, and the tables and chairs built of varnished oak. The waiters are prompt and courteous, showing as much panache at dealing with an unruly child as opening a bottle of champagne. A magically cooled pantry keeps fish and other perishables fresh, while a storage area to the right of the kitchen holds a gorgeous collection of silver and flatware. A formally-dressed elven *maitre'd* stands ready to lead customers to their seat, but dining is by invitation only and all patrons have paid in advance. As a private supper club, Blane's has no patience for common riff-raff.

The eight tapestries in the main dining room are part of a matched set commissioned from a local artist, and worth a total of 1,000 gp if sold together, or 100 gp each if sold individually. The chairs are worth 2 gp apiece, while the tables will fetch up to 5 gp if a buyer can be found. The silverware is worth 5 sp per set, and there is enough for 50 customers.

ACTIVITY

The restaurant caters to a very exclusive clientele; meals run upwards of 20 gp a plate and regulars often base their entire week around an appearance here. The menu says "exotic seafood," but that's a profound understatement. Blane's bases its cuisine on aquatic monsters, which it pays through the nose to have killed and delivered fresh. Everything from sahuagin eggs to kraken tentacles is available depending on the luck of the catch. Their giant crab is a special delicacy, and last year, they set the culinary world on its ear by serving a meal of chilled aboleth eyes. Their menu rotates every week, depending upon what they can acquire. A trio of ships, crewed by the some of the toughest monster hunters in all the land, works exclusively for Blane's. They ply the seas in search of new delicacies; fresh

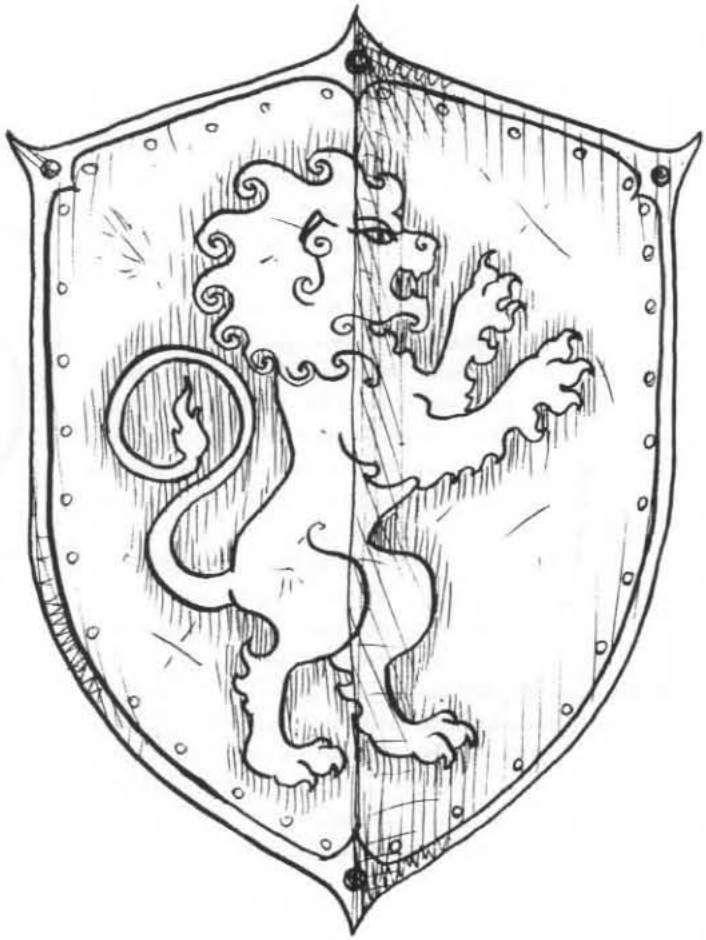
RESIDENTS

Blane's owner is a rakish man by the name of Portsman, who spent his apprentice years cooking for a prominent noble in a coastal kingdom. He has transferred his experiences there quite admirably, and the list of his clients reads like a who's who of city nobility. He's let it all go to his head a bit, though, and sometimes puts on airs far beyond his station. The name of his establishment derives from the noble family he used to serve — a family to whom he doesn't belong, and who would take considerable exception if they knew he were using their name so. But the customers tolerate his pretensions admirably, and as for those he turns away... well, they can always get a cup of chowder down at the local scumhole, can't they?

Portsman: Exp8.

Chefs (5): Exp6.

Patrons (varies): Ari4-7.



kills are brought back the restaurant by means of a *teleport* spell. It's dangerous work, but at the rates Blane's pays, it always attracts the best.

HOOKS

- Blane's fishing fleet is always on the lookout for adventurers hoping to make some money. Monster-hunting expeditions can run the gamut from the lowest levels (filching sahuagin eggs or landing giant fish) to the highest (the aboleth eye triumph cost more than anyone is willing to admit). Teleporters and those with aquatic abilities are highly prized. Fees are paid out according to the level of danger and character contribution; pay should correspond to the encounter level in question (see the *Dungeon Master's Guide*), and be divvied up amongst both the PCs and any crew who goes with them.
- One of Portsman's snubbed would-be customers takes revenge by magically rejuvenating the main course. If the PCs are in Blane's at the time, they will have to deal with an enraged monster when simultaneously protecting the terrified customers.
- One of the entrees has a valuable pearl in its gullet, which the PCs discover during their meal. Portsman will claim it if he finds out about it; can they smuggle it out of the restaurant without being noticed?

M48. TORTOISE ISLAND [NOT ON THE MAP]

The spot of land known informally as Tortoise Island is the only major feature visible on the endless blue vista that is the ocean horizon. The island is a tiny speck far to the southeast as one stands on the coast, and cannot be reached in less than a few hours without extremely favorable tides and winds. The island is small, no more than a mile across at its widest point, and roughly oval in shape. It takes its name from the great sea turtles that beach upon the island to lay their eggs: turtles that are well protected by a lone, mute druid who lives on the island. Although no one knows his name, the druid is called Shellback (Drd4) by those who visit the island. He's generally friendly (if somewhat reserved) in his dealings with outsiders. Shellback does not require anything from the city, taking all that he needs from nature, but he occasionally trades large boxes of fresh fruit gathered from the island in exchange for sheets of paper and writing supplies or other odd items that catch his fancy. What he does with these items, no one knows for certain.

There are rumors among the sailors who frequent the waters around the city that Shellback and his island are more than they seem. One persistent rumor is that the island is a great slumbering turtle spirit, and that Shellback can awaken it if needed. Another tale tells of a pirate ship that came to the island with ill intent. When the next ship came through, they found a floating pile of debris with various body parts where Tortoise Island had once been; the island had mysteriously moved a half mile to the west of its previous location.

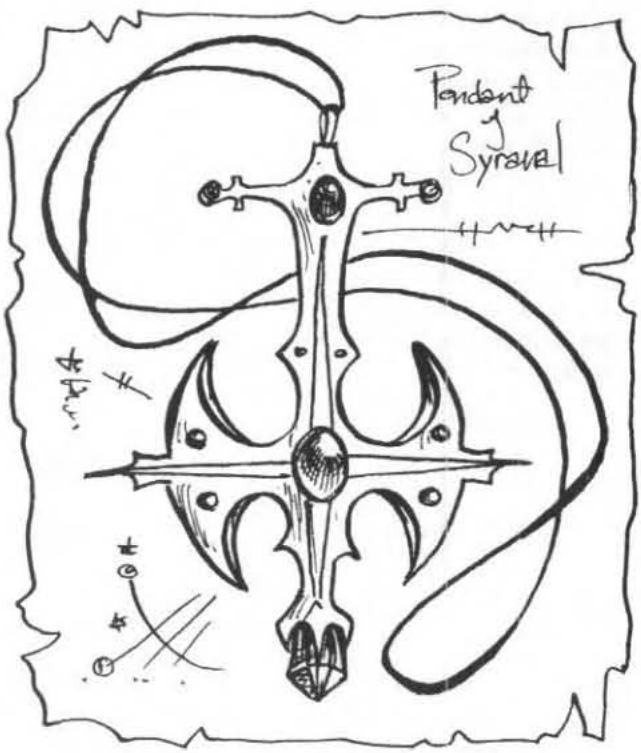
QUESTS

Besides the obvious nautical elements, quests in this district tend to focus on the down and dirty: the gritty necessities of life in the Docks District, as well as the rough nature of its residents. Sailors of every sort often play a part in adventures here, and the huge number of arriving and departing ships means that a new encounter is often just a gangplank away.

GUILT BY ASSOCIATION

For nearly two decades the Shopkeepers Association has slowly expanded its influence throughout the Docks, gradually adding more and more members and influence to the small coalition in hopes of standing against the criminal influences so prevalent within the district. During that time, the men who founded the Association have lost their way, and embraced the dark methods that they once struggled to protect one another form.

The problems with the Shopkeepers Association begin when a small number of relatively new businesses join the group to avoid extortion from the district's criminal elements. Unfortunately, the Association quickly turns out to take even more of the businesses' profits that the criminals did, and before long the new businesses — all of which are situated in a row along one particular street — band together and take the unprecedented action of going to



the criminals and asking to rejoin their protection racket. Never one to turn away money or back down from a challenge, the crime lord Stavros Elmond (see location M16) agrees.

The PCs may become involved in this struggle when, by chance, they disrupt the criminals who are in the process of extorting money from the shops one week, only to return a few weeks later and find the exact same situation, only from a different group. The shopkeepers will be enthusiastic in their support of the PCs for protecting them, offering them all manner of nice discounts and other shopping incentives in gratitude for their assistance. When confronted the second time, they will be equally grateful, but extremely reluctant to discuss the nature of their hardships. The incident may strike the PCs as unusual, but should be forgotten soon enough.

Unfortunately for the shopkeepers, this confrontation is the final straw for both Elmond and the Shopkeepers Association. The two organizations have competed over territory for years, but have avoided open conflict lest they give the Thieves Guild an undue advantages. Now, however, the battle lines have been drawn and the conflict quickly boils over into the public view. The unknown quantities in this equation are the PCs, who have by now interfered in the conflict on both sides. As the hostilities between the two groups escalate, both sides will wish to meet with the PCs and ensure that they are not going to be a problem.

The first contact will come from Stavros Elmond, who requests the PCs meet with him at Todson Imports for a friendly drink. The crime lord is quite pleasant to the PCs during their visit, making no threats and dismissing his servants to ensure that the adventurers do not mistake his invitation for a trap. Stavros explains that the shopkeepers in question did suffer from his extortion racket, but that he left them be after the PCs' first encounter with his forces. Furthermore, he had no more involvement until the shopkeepers requested that he place them under his protection, which he has gratefully done. He further explains that the Shopkeepers Association has been encroaching upon his territory for years, and he has finally reached the point at which he will tolerate no more. The Association will be dealt with once and for all, and he hopes that the PCs will not interfere. With that, he offers them one last drink and bids them good day.

The PCs have only a short time to consider Elmond's words before they receive another invitation, this time to meet with Tomlin Goodberry, head of the Shopkeepers Association. Goodberry's presentation mirrors Elmond's in many ways, but the aged halfling does not have the same charismatic way with people that his opponent does, and makes a few veiled threats despite his otherwise pleasant demeanor. He cautions them that he has powerful allies who want to see his Association succeed, and that ultimately he will regardless of whatever threats stand in his way.

The meetings should ultimately leave the PCs with a quandary: Elmond and his organization are unabashed criminals, but in many ways seem more reasonable than the Association. Goodberry, on the other hand, is a blatantly ambitious and ruthless man willing to take whatever steps are necessary to achieve his goals, despite the fact that he leads a respected and prestigious organization. Siding with one against the other will have substantial ramifications throughout the district if the PCs' association becomes public knowledge. As they weigh their options, the situation escalates. One of the businesses involved in the dispute — the one owned by the impromptu leader of the group, who first approached the PCs for help — is set on fire by one of the groups (either one will do). This may even take place during the PCs' meeting with Goodberry, if it seems as though they are very close to making up their minds one way or another. With the fire utterly destroying the business in question, the owners panic and turn to the PCs for advice.

Within 24 hours of the fire, open conflict breaks out between the two groups, centered on the street where the shops in question are located. Two groups of enforcers show up, each trying to bring the shopkeepers around to their way of thinking. When the two groups encounter one another, combat breaks out in the middle of the street. When the leaders of each group hears what has happened, he sends more men to take control of the area, and within a short period of time, there are dozens of men flailing away at one another. The City Guard moves in to help, but the situation is at a near riot level, with shopkeepers only contributing to the insanity by trying to aid one group or another in some desperate gambit to better their lot by proving their loyalty.

What ultimately comes of the conflict depends upon the PCs, who are essentially the swing vote. If they do nothing, then the two groups will slaughter one another and achieve nothing. In the aftermath, the Thieves Guild will step in and claim control of the district for good. Overt disturbances will quiet down, but the amount of corruption and graft in the district will increase even further, and the poor shopkeepers will continue to pay extortion to the Guild. If the PCs side with the Association, Stavros Elmond's hold over the district will be broken, and Goodberry will quickly become the dominant figure in the Docks, eventually rivaling the Harbormaster. Elmond and his remnants will blame the PCs as well as Goodberry, and assassination attempts will be forthcoming for some time. If the characters aid Elmond, the Association will be defeated and lose considerable influence throughout the district, although Goodberry's connections will allow him to preserve the group's overall reputation once they "get rid of corruption within the Association." The PCs will have made a dedicated enemy in this case, however, and will likely have trouble in any legitimate endeavors they attempt in the city (gaining aid from the city government, getting licenses, finding shops to establish longstanding

relations with, etc.). Finally, any outcome that prevents the Thieves Guild from stepping in will not sit well with the Guild, and the PCs may be blamed for it regardless of whose side they take.

THE BRONZE GRYPHON

Everyone knows that the *Bronze Gryphon* is one of the city's great landmarks. The ship has been in the harbor for as long as anyone can remember. Why it has been there so long, however, is a mystery to the common man. Why does the city's government not remove the eyesore? Why does the ever practical Harbormaster not clear it out to make room for further development? What only a handful of the city's oldest and most powerful residents know is that the ship is the remnant of a terrible (if covert) battle with a dangerous wizard, a madman who nearly destroyed the entire city in his wrath. Even in defeat, the mad wizard nearly sounded the city's death knell by opening a portal to a realm of hungry undead, and the only thing that stopped him was a valiant captain who smashed his ship into the wizard's, disrupting the ritual and blocking the portal with the *Gryphon's* remnants. So long as the *Gryphon* remains in place, the portal stays closed.

This quest begins with a fantastic rumor circulating among the sailors from the docks: a story of a great whale sighted in the waters near the horizon. This would not be so unusual, of course, except that the whale is obviously dead, with bones jutting through its flesh and great patches where the skin has completely rotted away. Each time the whale is spotted, a rider appears atop it. Each time it is seen, however, it quickly submerges before anyone can get more than a fleeting glimpse of it. The story quickly becomes a favorite of many drunks, and the Daily Shipping Gazetteer (location M32) even starts writing a series of articles about the whale and its many possible origins.

A short time later, word on the street rapidly shifts to a new and extremely wealthy merchant who has moved his center of operations to the city. He purchases several large buildings — many of them near the Docks — and puts dozens of local citizens to work refurbishing them, spending vast sums of money buying everything he needs to build his new empire. As soon as everything is ready and the merchant acquires the appropriate warehouse space, he begins bringing in a large number of ships, rapidly loading and unloading cargoes, buying and selling all manner of commodities in extremely large quantities. In a matter of weeks, the traffic through the docks increases dramatically: almost half again the amount of traffic as normal for the time of year. As matters quickly become more complicated, collisions between vessels in the harbor become more common, and tempers flare among both captains and merchants. As a countermeasure, the Harbormaster quickly introduces a procedure to ensure that waiting traffic adheres to a strict holding pattern in the harbor until space becomes available.

All of this will likely not affect the PCs very much, save as an interesting backdrop for their activities. What they do not know is that the new merchant in town is in fact an outsider, summoned by and in cooperation with the necromancer who has been spying on the harbor atop his undead leviathan. The merchant comes from the realm held in check by the *Bronze Gryphon*, and he hopes to cause such distress in the harbor that Elywn will remove the *Gryphon* to make room for more docks. Unfortunately for him, however, Elwyn is well aware of why the *Gryphon* remains where it is, and does nothing to risk opening the portal.

When the manipulation of Elwyn fails, the merchant and the necromancer decide to try a more direct approach. During the most hectic time in the harbor, the merchant releases his vassals. Dozens of sailors and workers are revealed to be outsiders in the merchant's service (use whatever form of outsider is most appropriate for the campaign). The demons cause absolute chaos throughout the streets and harbor, allowing the necromancer and his behemoth to appear and weave through the ships on a collision course with the wreck. If successful, the collision will complete the task begun years ago, and the *Gryphon* will begin to sink. Once it reaches the sea floor, the portal will be unblocked and thousands of demons will pour through into the Material Plane. While the characters are unaware of most of this, their intuition should aid them in stopping the attack. If they are familiar with Elwyn through previous incidents, then he will contact them through his magic and beg them to stop the portal from opening.

ELWYN'S PAST

The Harbormaster is a mystery to all who know him. Why would an elf — and one of noble blood, for that matter — leave his people to oversee such a gritty, unglamorous (and predominantly human) bit of business as the Docks? Why would he choose filth and money over the natural beauty and serenity of his elven compatriots? The simple truth is that Elwyn of the House of Aer, great-uncle to the current clan Elder of the Aer, was cast out from the Elven District for a crime committed during his misspent youth. Elwyn has left that life behind and thinks of it only rarely, but some things in his past are not content to remain there, and their reappearance threatens the entire district.

This quest can begin following any incident wherein the PCs locate a lost trove of items or treasure, preferably within the district somewhere. Among the items is a scroll, obviously very old and sealed with some sort of glyph-adorned wax crest that radiates a very subtle magic that cannot be dispelled. Assuming that the characters open the scroll (as adventurers are wont to do), they will find text in an archaic form of Elven, one that even elf characters will be unable to decipher. The writing is not magical in nature once the seal is broken, but no form of magic appears to be able to decipher it. For whatever

reason, the language used is resistant to such efforts, and remains completely inscrutable regardless of what is done. Assuming that the scroll is found among other items and treasures, however, it will ultimately be of little apparent value and will likely be discounted as an oddity.

A short time later, the PCs receive a visit at their home or residence by an emissary claiming to represent the House of Elesse (see location P17 and Overview of the Elven District). The elf claims to have knowledge of the scroll that they have found, and assures them that while it is of little practical value, it has tremendous sentimental value to the elves of the city. He offers to purchase the scroll at a generous price, but refuses to discuss its contents. The ambassador seems willing to negotiate regarding the price, but under no circumstances will he discuss its particulars. If they sell it, the elf thanks them and goes on his way. If they refuse, he seems irritated, but remains polite and asks them to contact him if they change their mind.



Whether or not the PCs sell the scroll, they soon receive an invitation to dine with the Harbormaster in his tower. They find him engaging and sociable, and he does not bring up the scroll until after dinner. He, too expresses an interest in purchasing the scroll, and will be disappointed if they have already sold it. If the scroll is still in their possession, he will explain that it is a record of a crime he committed long ago, one that resulted in his expulsion from elven society and ultimately led to his position as Harbormaster. He will offer nothing more specific than that, and if he is unable to acquire the scroll from the PCs, he will thank them for their company and bid them goodnight.

From here, the quest depends heavily upon possession of the scroll. If the PCs still have it, they will suffer an attack from elven assassins, of a challenge level appropriate to the PCs. They want the scroll because they believe it will lead them to a jeweled scepter that Elwyn stole from the House of Elesse long ago, an artifact of the Elesse that dates back to the days of the ancient elven kingdom. Elwyn believed that the item was cursed and could very well destroy all of elven society, as it is part of an old prophecy that threatened the end of their grand race. It is a prophecy dismissed as nonsense by almost all of the elves, particularly the Nerise priests who dominate Lady of the Heavens, their official religion (see locations J10 and P22). To the House of Elesse, the scepter was an important part of their family legacy as the former Kings of the Elves, and when Elwyn stole it and hid it away, the incident brought the noble houses of the elves as close to outright war with each other as they have ever come.

Even so, Elwyn refused to return the scepter or divulge its location. He did write down the ruling place on this scroll, and had it enchanted to prevent its discovery so long as the scroll remained sealed. Elwyn then gave it away, quickly losing track of it as it changed hands among various trusted contacts. Elwyn was exiled permanently, and it was only through the good graces of his sister, then the Elven District's City Council delegate, that he became Harbormaster.

The affair has since been largely forgotten among the elves, in no small part due to the fact that the Aer took care of Elwyn in a way that saved face for both them and the Elesse. But now, Derres Ellesse, the heir to the current clan Elder, secretly plots to restore the elven monarchy, with himself as the King. If the PCs retain possession of the

scroll, Derres, acting under the pretense that he is defending his family's honor, will stop at nothing to acquire it, and Elwyn will stop at nothing to ensure it disappears again.

If the scroll is lost, then the Elesse will quickly discover the item's location anyway (which could be anywhere in the district, possibly in the Zeetora Ruins; location M24), and Elwyn will quickly move to recover it and hide it again. He may recruit the PCs to aid him, since they are already involved and have shown a reluctance to assist the elves. In this case, it quickly becomes a race to recover the item — a jeweled scepter — from a forgotten corner of the city. Ultimately, it is up to the DM whether or not Elwyn is right to believe the prophecies about this scepter. Perhaps there is nothing more to this crisis than Derres Elesse's vanity and grand ambitions. Or perhaps Elwyn is right right after all, and Derres, if he recovers the sceptre and activates it, will unleash an unprecedented calamity upon the elves.



SHIP OF DEATH

The sea offers many strange bounties that end up randomly floating in the harbor. Most of them are quickly absorbed into the city by scavengers or the government, depending upon its value. On occasion, however, something appears that no one wishes to claim. With the morning mists, a derelict ship drifts into the harbor. Its make is unfamiliar, and the flag it flies is unknown. When harbor officials board it, they discover the crew are all dead, the cause of death undetermined. While precautions are taken, someone makes a mistake and soon the district is in the grip of a terrible plague that threatens to overwhelm the entire city, leaving only death in its wake.

The quest begins when a strange ship is spotted drifting on the horizon. When the ship continues to drift closer to the Docks, the Harbormaster orders an investigation. Many of his crews are dealing with an unfortunate collision involving three large vessels that occurred the previous day, leaving him short handed and forced to hire on additional crew to investigate the matter. The PCs, together with the usual suspects from the Mercenaries' Guild (and perhaps an investigative team from the City's Eyes, location F9), are among those he tasks. Using a small vessel staffed by the Harbormaster's people, the PCs sail alongside the ship and board it.

The ship is in a severe state of disrepair. It has obviously been drifting for quite some time, and the entire crew appears to be dead. Their corpses are desiccated, and in some cases picked clean by scavengers. As the PCs explore the ship, they discover a number of scavengers on board, most notably a nest of stirges that have taken up residence in one of the cabins. The scavengers will have to be dealt with before the ship can be exited safely. The stirges, having drained the last corpse of all blood days ago, are very hungry and particularly vicious.

Once the ship has been properly searched, the PCs will discover the captain's log, which indicates that the crew was on a mapping mission far south of normal shipping lanes. There, they encountered an island, which they proceeded to explore. The island had no natives, but hostile wildlife forced the crew to flee. Shortly thereafter, several crewmembers began to get sick, and the captain ordered for them to make for land as rapidly as possible. There are no further entries beyond that, although the ship's condition is adequate proof that the ship did not make it.

Securing the ship and reporting back to the Harbormaster are simple matters. There may be some concern over infectious disease, but generally such things are not on the minds of rough and tumble adventurers. Not long after returning to the city, however — within a day or two at the *most* — a representative from the Harbormaster comes by to check in with the adventurers. He says nothing unusual, but does not seem to have any specific reason for his visit. Canny PCs may note that he seems uneasy, and is taking stock of them carefully, as if inspecting them for some reason. If pressed, the bureaucrat will nervously admit that there have been some instances of illness among the crew that investigated the ship, and that the Harbormaster is concerned.

While on board, one sailor suffered a bite from an insect flitting around the vessel. The insect was one of the last of a hive on board the ship, the rest having died off from their naturally short lifespan. The illness that decimated the crew was in fact an affliction brought on by the insect's bite. Once bitten, the afflicted gradually weaken as the insect's larvae infiltrate their every major system, gradually consuming them from within and resulting in the host's death. Upon death, a swarm of insects exits through the orifices and the cycle continues. The man bitten on the hand at the ship has already succumbed. Since he died while sleeping, the insects went unnoticed and bit several other members of his crew before disappearing into the city at large.

In a matter of days, most of the crew from the exploratory vessel is dead, and dozens of cases of the same sickness spread throughout the district. Soon thereafter, reports begin to arrive of afflicted citizens in other districts. The Harbormaster, unwilling to risk a total breakdown of law and order in his district, declares a state of martial law and brings the PCs, the only crew not to succumb, to his tower to discuss the matter. Although no one realizes it, they have been spared only because they did not remain in close quarters with the rest of the crew after arriving back at the Docks. Because they are not afflicted, the Harbormaster will treat them with suspicion, erroneously believing that they may have some insight into the plague, or know a means to cure it that they are keeping to themselves. The first, and possibly most arduous, task before the characters will be to convince the Harbormaster of their innocence. Once that is done, he will ask for their aid in preventing the disease from destroying the city.

Stopping the plague is a difficult prospect. The simplest approach would be to return to the uncharted island and retrieve some of the local fruit that the animals eat that causes the insects to avoid them. Of course, most PCs will not have access to this information, although a druid (such as the Order of the Grove, location J9) might have a chance of determining it. In any event, finding the island, reaching it, and returning before the death toll reaches an outrageous level would be virtually impossible. Instead, the best chance lies in determining the source of the sickness, something that can be determined from closely examining either the bodies from the ship or the bodies of those who have already died in the city, and then finding some mundane or magical means of combating the insects. Again, druids will have an advantage in this regard, although other spellcasters may also prove useful in stemming the disease's spread.

Ultimately, any success on the part of the PCs results in their position with the Harbormaster and other city officials improving considerably, although there may be some who use them as scapegoats to distract from their own inability to deal with the crisis. At the very least, the disease could well result in a power vacuum that long term residents of the city may wish to exploit in order to advance their position. The PCs may have to deal with such repercussions for a long time to come.

THE SEA LIONS

The seas beyond the city are vast, including many uncharted regions that are considered too dangerous to be traveled safely. In one such place, an ancient school of sea lions makes their home. Now, because of tropical storms and strange fishing migrations, the sea lions have come into the harbor, bringing violence and confusion in their wake.

The first signs that something unusual is afoot are the rumors on the street that the recent storms off the coast have changed the currents. This is not the case, of course, but it is true that the storms have caused unusual migrations with the local fish populations. The types of fish normally brought in by the fishing boats each day at this time of year are gone, replaced by other types that are not due to arrive in the area for several months. There is little real effect beyond the oddity of it all, and it is soon forgotten when the topic of the day moves on to something else. The fishing remains good, and most are content with the situation. When a few small fishing boats go missing, no one immediately connects the two, as there is no reason to do so. The storm that caused the migration is gone, and there have been no pirate sightings in months. There is no reason to suspect foul play at all, which makes the situation all the more difficult for the harbor authorities to unravel. The Harbormaster has the Navy send out a few ships to search for the missing fishermen, and may hire adventurers to participate in the effort if they are so inclined. The searchers uncover some wreckage near the edge of normal fishing waters, but no trace of the fishermen or their remains.

A few days later, a number of dock workers disappear during the quiet night shift. All that remains are a few discarded weapons and a splatter of blood on the docks and the decks of whatever ships they were taken from. While the missing boats caused some alarm among the citizens of the Docks, the disappearance of armed guards and sail-

ors plants the first seeds of true panic. The Harbormaster dramatically increases the guards stationed along the pier, but the disappearances continue for several nights, creating more and more unrest among the populace until the entire district is on the brink of an outright riot. The situation will continue to worsen as more and more people disappear from the docks over the course of about a week, until finally someone on sentry duty, perhaps the PCs themselves (albeit informally unless they were hired by the Harbormaster), sees an attack in progress. The sea lions use pack tactics, attacking in threes and only taking out solitary targets or small groups that they can unquestionably defeat. With the PCs' intervention, one or more of the sea lions may be killed, and their prey may live, but at least one should escape back into the ocean.

The revelation of the sea lions as the guilty party simultaneously calms and further intensifies the mood in the Docks. Some are reassured by the identification of their enemy, and the fact that the sea lions are mostly an aquatic threat. Others, however, are terrified by the notion that such beasts have become bold enough to come ashore and prey upon the city's citizens. The latter group is far more vocal, and demands that something be done to eliminate the ongoing threat. Acquiescing to public demand, the Navy sends out a small number of ships to hunt the sea lions and end their predations on the district. Parties more accustomed to dealing with such threats, including adventurers such as the PCs, are hired to accommodate the endeavor.

Hunting the sea lions is a dangerous matter, but can be facilitated by skilled fishermen and even rangers, provided they have experience on the seas. The ships in question locate a particularly large pack after searching for several hours, and a pitched battle takes place. The sea lions could easily escape, but they enjoy the carnage and are driven into a frenzy by the chumming used by the ships to bait them. The battle is difficult, and many sailors perish in the fight, but in the end a large number of sea lions are killed and the ships return to the district in muted triumph. The citizens of the Docks rejoice, believing the matter to be over. Unfortunately for them, they are wrong.

The sea lion pack is far, far larger than any that has been encountered before. Even those sailors familiar with sea lions would be shocked at how large this particular pack is, and now that they have been hurt, they long for vengeance. In the middle of the night, the remaining sea lions, numbering in the dozens, swarm the shores at the Docks and begin killing everything they find, driven into a frenzy the likes of which no one has ever seen. By the time a general alarm is raised, dozens of people are already dead, and the alarm is too late to save dozens more. The beasts are unable to venture too far inland, remaining within sight



of the ocean at all times, but the carnage is still enough to cause all manner of chaos.

Anyone within a reasonable distance of the ocean will hear their roars and the screams of their victims. The sea lion attack is a crucible in which many heroes can be forged, including the PCs if they play their cards right. The attack is also an opportunity to gain the Harbormaster's favor and the good favor of many merchants whose assets they protect through their heroism.

Table M.1: Dock District Random Encounters

d20	Encounter
1-2	Civic Guard patrol
3-4	Thief
5	Messenger
6-7	Sailor
8	Maritime officer
9-10	Longshoreman
11	Smugglers
12-13	Merchant (local or foreign)
14	Teamster
15	Tourist/Pilgrim
16	Customs officer
17	Beggar
18	Fisherman
19	Customs Officer
20	Courtesan

MAP SECTION N: WAREHOUSE DISTRICT

OVERVIEW

It may lack the moody glamor of the the Lamplighter District, the Government District's intoxicating air of power, or the fervent piety of the Spire District, but what the Warehouse District does have is the guts and bowels of the city's economy — both legal and illicit. It is gritty and grimy (even more so than the neighboring Docks District), the streets lined with modest residences, weavers and coopers shops, teamsters offices and taverns where respectable folk would not (or should not) dare to set foot. But the city could not live without the activity that goes on here. Three of the city's important craft and trade guilds are located here. The vast warehouses for which the district is named provide temporary havens for the vast quantities of commercial merchandise that pass into and out of the city. Along the shore at the southern edge of the district, huge windmills grind the grain that feeds the city's residents.

Warehouses were built here because of its proximity to the city's port, just to the west. But that geographical convenience has also made the Warehouse District an excellent haven for smugglers and thieves. The streets throb with the heartbeat of trade in contraband, as well as legal goods, and those who make their living off of illegal goods find it most convenient to live and work here.

THE GUILDS OF THE WAREHOUSE DISTRICT: COOPERS, TEAMSTERS AND WEAVERS

Three trades in particular benefit from the warehouses, and so have made this district their home. Coopers fashion containers that can store even perishable goods for long periods of time, and the merchants who rely on the



warehouses need their handiwork as well. Teamsters do much of their business moving goods to and from the warehouses. And the Weavers have found that their need to store large quantities of cloth makes it logical for them to set up shop close to warehouses.

Except for their physical proximity, the three guilds that are based in this district have little in common. However, because of that accident of geography these guilds have formed a loose alliance to bolster their political position both in the district and the city as a whole. Of the three, the Weavers are the senior partner, being wealthier and better connected than other two. The Teamsters are moving up the positional ladder as more trade (of any type) means more work for them, but as their combined influence is greater, the practical alliance holds all three guilds together. These three guilds maintain close ties with several other city guilds such as the Brewers, Clothiers and Vintners who buy from the Coopers and Weavers and rely on the services of the Teamsters.

WAREHOUSES

Like warehouses the world over, the big commercial structures from which the Warehouse District takes its name are plain, functional and thoroughly unglamorous. They exist for one purpose and one purpose only — to store the vast quantity of commercial goods flowing through the city and keep them safe and dry until they can be taken somewhere else.

The Weavers and Coopers Guilds have taken a shot at operating their own dedicated warehouses (locations N32 and N27, respectively), as have some of the larger merchants. But most of the district's warehouses are owned by independent businessmen (like Alun Moreland, location N28), who rent out space to whomever will make it worth their while. Many don't particularly care whether the goods are contraband or not (and some of those are actively involved in crime themselves, like Pashaduke in location N29 and Urbane Tarmont in location N30), as long as their customers keep them blissfully ignorant on the matter.

The district's warehouse owners have their own loose professional association in that they pool their resources to support their own private security force, the Warehouse Watchmen (see location N31).

WINDMILLS

The windmills in this district are primarily used for grinding grain, both imported and from the many farms that ring the city, into flour. They are located along the coast to take advantage of the southern winds that blow in from the ocean. Both the dwarves and the humans claim credit for inventing the windmill, though some ancient sources say they were invented by the elves. No matter who invented the technology it has been widely adopted



by the millers of the city, and, in some recent cases, adapted to other uses. The cult of the goddess of compassion (to take a particularly distinctive example) has set up a temple in a windmill (see location N36).

For reasons obscured by antiquity, a windmill is considered a status symbol among the merchants of the city, so many successful merchants invest in small windmills just to own one, not because they do significant business in grain trading. Those merchants who are major importers of grain, on the other hand, like to own mills to allow them control over all stages of bringing their grain to market in the city for the extra profitability.

There is so much grain brought in to feed the ever-hungry city that it is impossible for all of the bags and bales to be even cursorily searched. Thus, the windmills and grain shipments also form a vital link in the smugglers' chain of moving illicit goods into the city. The grain shipments to the mills serve as a conduit for smuggled goods, broken out from the shipments in the mills and then handed off to other members of the smuggling ring for distribution further down the chain. While not every mill is directly involved in this trade, almost every mill has at least someone on staff who is.

CRIMINALS IN THE WAREHOUSE DISTRICT

STREET GANGS

Among the guilds of the Warehouse District, it is accepted that their apprentices will be high spirited and prone to "laddish" behavior. In fact, it goes a bit further than that, but as long as no one gets seriously hurt, the guilds and the Civic Guard both overlook the "youthful enthusiasm" of the apprentices.

The three gangs are each centered around apprentices from one of the major guilds in the district: the Boxers (Teamsters Guild), the Spiders (Weavers Guild) and the Stavers (Coopers Guild). The gang members generally range in age from eleven to sixteen, after which they are expected to drop out of the gang scene to focus on pursuing their career in the guilds. Membership in the appropriate gang is viewed as a rite of passage among the young men of the guilds here and almost all of the male apprentices spend at least a year as part of the gang. The gangs value loyalty (to the gang first and then to the guild), and consider it a point of pride not to look to the Guard, or any other form of adult authority if they find themselves in a bad spot.

The gangs protect the area around their guilds from rival gangs and petty criminals, look tough and generally serve as the eyes and ears of the guild on the street. But while they act tough, they know better than to pick fights with anyone who looks like they might have serious weapons training under their belt, and they certainly know better than to mess with the City Guard. They also avoid using military weapons, fighting with fists, clubs and sticks. Bruises are common and broken bones not unknown, but these gang scraps produce very few deaths. Occasionally, a conflict between two rival gang members will become so intense that it has to be settled with steel, but such knife fights are formalized to the point of being rituals and very rare (perhaps one every two to three years), and a healer is usually present to prevent anything more serious that a cut that will leave a scar that can later be displayed as a badge of honor.

SMUGGLERS AND SMUGGLING RINGS

Smugglers bring goods into the city that are illegal, either because they are banned by law or because their owners have not paid the official tariffs. No matter how an item becomes contraband, it's profitable to take it into or out of the city without being detected. Slaves, exotic poisons, certain magic items and weapons are forbidden by long-standing city laws or temporary edicts of the City Council. And almost everything imported into the city has at least a small tariff placed upon it, with staple foods being one of the few exceptions. So smugglers have a wide choice of goods from which to make their living, and most specialize in one or two product categories.

Finished goods, such as carpets, furniture or clothing, are among the most commonly smuggled goods as they are valuable in their own right and they have higher tariffs to protect the city's guilds that produce these items. Smuggling to avoid tariffs is seen, except by the guilds, as a relatively victimless crime and is usually is not pursued as vigorously as it could be. There are usually five or six crackdowns on tariff-dodging smuggling each year just to reassure the city government and the guilds that something is being done to deal with smuggling problem. Imported items that do not have the official tariff seal or paperwork to show that the appropriate moneys have been paid are liable to be seized and eventually resold so that the city can recoup the cost of enforcement. If there is a guild in the city associated with the item sold, they receive 10% of the sale price to ease the harm that the black market does to their members.

The trade in forbidden items is much more dangerous, as being caught with such contraband is punishable by death. The smugglers who deal in such goods are therefore ruthless in maintaining secrecy, and they are often members of doomsday cults, secret wizard cabal or revolutionary factions that are already risking death. The Civic Guard focuses most of their anti-smuggling efforts against these sorts of smugglers as they are a danger to the city on so many levels.

SYNDICATES

Two criminal syndicates operate in the Warehouse District, Rattus Rex and the Three Fins. Of the two, Rattus Rex is the real power in the district, the Three Fins are by far the more visible and feared for their casual violence

but the Rats rule from the shadows. For more about the Three Fins, see location N19. For more about Rattus Rex, see location N4.

N1. COOPERS GUILD HALL

The Coopers Guild Hall is a beautiful building built of carved and decorated wood. The upper story is obviously newer and there are a few signs of repaired fire damage on the lower story of the building. The entrance way is arched so that it resembles half a barrel, to remind all of the craft that their guild is sworn to protect. The interior of the guildhall is filled, unsurprisingly, with barrels of all types and sizes. They are examples of the fine goods that the Guild's members produce, the needed containers of commerce.

RESIDENTS

The Coopers Guild represents the collective business interests of the city's craftsmen who build barrels, casks, crates and similar containers. It is a mundane, but very important craft, as almost every kind of trade good gets packed into their handiwork — items as diverse as wine and nails, flour and apples, all are transported in barrels. Without them, trade in the city (as well as between the city and foreign lands) would literally fall apart.

The current head of the Coopers Guild is the aptly-named Thomas Cooper, proprietor of Thomas Cooper and Sons Workshop (location N2). Cooper's leadership of the Guild has emphasized holding the line on the price of containers — making sure that the members don't undercut each other on price — and limiting the number of apprentices that members can take on at a time, thus restricting the supply of labor. His peers respect him as a craftsman and a businessman, but some also feel that his management of the Guild's affairs have been self-serving. Cooper and Sons charges more than anyone else for their casks and barrels, so they stand to lose the most from aggressive price competition. And Cooper's own sons are his apprentices, so he is hurt the least by restrictions on apprenticeship. Even so, Cooper has succeeded in tamping down sentiment against him through a variety of symbolic gestures, such as securing his relatively small guild a prominent place in the Day of Ease parade every year.

The Guild's apprentices organize themselves into a gang called the Stavers. The Stavers can muster 40 members, almost all using staves as weapons (treat as a quarterstaff). The Stavers' emblem is, appropriately enough, a wooden stick (a simple vertical line will suffice if it has to be drawn). The Stavers follow Rod Cooperman, a tough and experienced staff fighter. Rod has contacts among the Three Fins and is edging closer to defecting to the Three Fins with one or two of his friends. Rod has been edging the Stavers towards greater criminal activity. He is a stocky fellow with a scar on his left cheek, his hair is black and worn short and his eyes and dark and guarded.

The only permanent resident of the guildhall is the caretaker, a retired dwarf cooper by the name of Tolder Rockrib. He is almost entirely deaf, which makes it quite easy for him to ignore the Stavers' mischief, when they are present.

Coopers Guild Master (varies): Exp10.

Journeyman (varies): Exp5.

Apprentice (varies): Exp1.

Rod Cooperman: Ftr1/Rog1.

Tolder Rockrib: Dwarf Exp8.

The only treasure present is 500 gp kept in a locked chest (successful DC 25 Open Lock check to pick) in the Guild leader's office. There is also the gold-hooped barrel in the meeting room that the Guild leader uses as a podium. There is enough gold in the hoops to make them worth 100 gp all together, and they can be gotten loose by simply smashing the barrel.

ACTIVITY

The guildhall is mostly empty during the day. Tolder Rockrib putters about, keeping the place tidy, and there may be a few coopers and/or apprentices lounging about, taking a break. On the Day of Ease, most of the Guild members will gather here to socialize before and after the guilds parade. The guildhall is also packed on the night of the weekly Guild meeting, but at other times only those members looking to spend a sedate evening will be found here, while the others are off at local taverns.

At all times, outsiders will be asked to state their business as soon as they are noticed.

N2. THOMAS COOPER AND SONS WORKSHOP

One of the oldest coopers workshops in the city, Thomas Cooper and Sons is well known as a producer of fine and durable barrels and casks. Barrels with the Cooper and Sons brand are in great demand. The Vintners and Brewers Guilds have traditionally made the firm their coopers of first choice.

Thomas Cooper (Exp12), a tall, distinguished-looking man with a thick shock of silver hair, founded and still owns Cooper and Sons. But since he became head of the Coopers Guild (location N1), he spends less time here than at the guildhall. Running the family business on a day-to-day basis falls to his sons, Frederick (the



oldest and titular boss in his father's absence; Exp8), Clarence (Exp6), and Chauncey (Exp5). All are journeymen, though Frederick expects to become a master within the next year or two.

N3. RADOX'S CASKS AND BOXES

Radox's shop has two stories, as he recently added a half-timbered upper floor with a slate roof to the stone ground floor. Behind the barred display windows are clever boxes and casks of exotic woods. All of the windows on the upper floor are barred as well, and have heavy shutters that can be closed over them. The interior is recently refurbished with carpets over the wooden floor and a wide variety of attractive casks and boxes exhibited for the customer.

Radox is a master craftsman, a genius with wood and shapes. He makes cunning barrels with concealed bungs, subdivided barrels that hold two different wines, and other such inventive and innovative designs. He has also expanded his operations into boxes, puzzle boxes and even the occasional casket for those wealthy enough to afford entombment in the Dwarven District Mausoleum (location A10).

RESIDENTS

Paul Amadeus Radox was a clever child who loved puzzles, and as he came of age he had his heart set on entering the Arcane Academy. When his father died suddenly, however, he became apprentice to a cooper, needing to learn a proper trade that could support his family. Radox almost failed his apprenticeship until he realized that he could treat it all as an intricate puzzle, from then on, his progress to journeyman and then master was assured. He is one of the youngest masters ever in the Coopers Guild and he has an ego to match his talents. Radox is also a self-taught wizard. He is good enough to create an occasional wondrous items, and he assiduously collects tomes of arcane knowledge.

Twin sisters Candice and Camille Trades serve him as apprentices. There are few women among the city's coopers, but Radox saw that they had a talent with woodworking and they have not disappointed him. They are slender and attractive, and only their calloused hands reveal their hard-working nature. Candice wears her hair in a single braid while Camille wears hers in two, otherwise there are nearly identical, and they love to confuse those who do no know them.

"Lockjaw" Coop was a member of the Stavers gang who had the bad luck to have his jaw shattered in a fight with the Boxers. It never quite healed properly; now it looks swollen and he speaks only with difficulty. He is a hard worker, though, so Radox took him on and he has made it to journeyman under Radox's tutelage. He avoids outsiders, throwing himself into his work. He is a big, muscled man, who wears his dark hair short but shaggy in the hope that it will balance his face.

Radox has six other apprentices. He is a very demanding master and many of the apprentices who lack the ambition that Radox expects are transferred to other masters. Radox has two other journeymen, who are used to his ways. He also has a cook and a housekeeper on staff.

Radox has a sideline in making containers with hidden compartments for smugglers. He works through several levels of middlemen to insure his safety. Within the smugglers community he is know as the "Puzzle Box Maker." Lately, Radox has been moving more and more of these tasks to Lockjaw to allow him more time to work with other, more interesting, problems.

Paul Amadeus Radox: Wiz5/Rog4.

Candice and Camille Trades: Rog1.

"Lockjaw" Coop: Exp3/Ftr2.

Other Journeymen (2): Exp3.

Other Apprentices (6): Exp1.

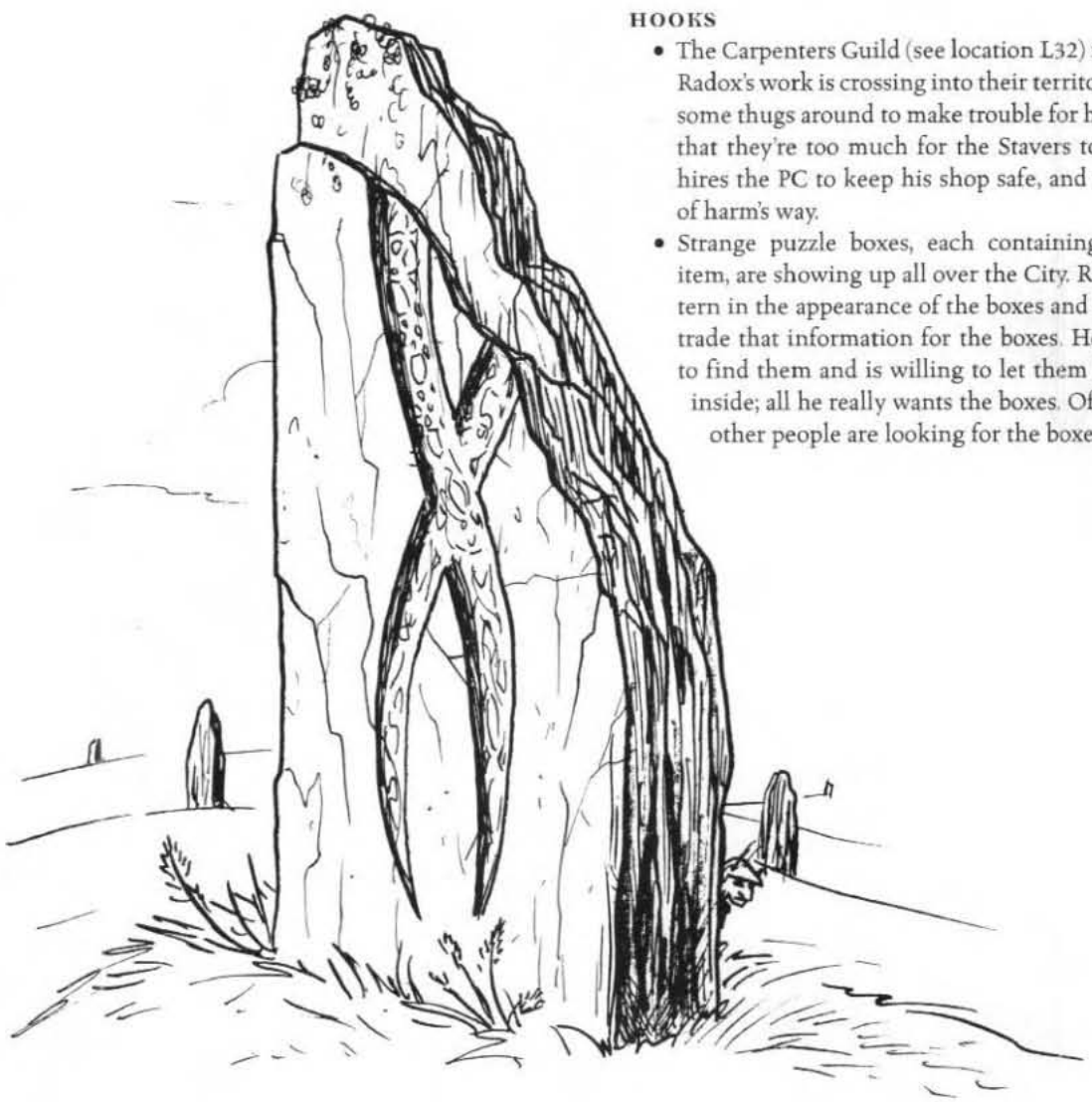
Radox makes fairly good money, especially for a cooper. He has around 150 gp in his cashbox at anyone time. Concealed behind a panel (successful DC 27 Search check to find) in his private workroom is an *arcane locked* safe with a puzzle lock (successful DC 28 Disable Device or Open Lock check to unlock) which contains Radox's spellbooks, a cache of several minor magic items of the DM's choice and 4,000 gp in gems and coins.

ACTIVITY

Radox prefers to stay in the back of his shop, as he never feels so at ease as when he is working. He is also a shrewd businessman, so he has the Trades sisters greet customers and tend to their needs as much as possible. If a customer is serious about placing an order, though, Candice and Camille will fetch Radox promptly.

HOOKS

- The Carpenters Guild (see location L32) is unhappy that Radox's work is crossing into their territory and has sent some thugs around to make trouble for him. He worries that they're too much for the Stavers to handle, so he hires the PC to keep his shop safe, and the Stavers out of harm's way.
- Strange puzzle boxes, each containing a mysterious item, are showing up all over the City. Radox sees a pattern in the appearance of the boxes and he is willing to trade that information for the boxes. He hires the PCs to find them and is willing to let them keep the items inside; all he really wants the boxes. Of course, a lot of other people are looking for the boxes too....



N4. ARGOLSE'S SURPLUS GOODS

Given its size, this shop seems to have a very small front room and a very large back room, the contents of which are kept from public view. In fact, the back room seems to take up about three-quarters of the building's floor space and the communicating door with the front room is always kept shut and locked (successful DC30 Open Lock check to pick it). A hodgepodge of goods lies scattered around the front room, most of it sitting in faded or dusty packaging. A sign with the establishment's name sits above the front door, but otherwise the exterior seems oddly reluctant to draw attention to itself.

You can buy a variety of cast-off (but still serviceable) dry goods from this uninviting shop. But its true nature — and the true identity of its proprietor — are dark and carefully hidden secrets.

RESIDENTS

Vorsally Argolse, and experienced merchant and retired adventurer, owns and runs this emporium. He takes on surplus or remaindered merchandise from other merchants — stuff they figure they can't sell — and tries to resell it at a profit. Argolse does a modest trade in this line of business. But it is really just a cover for his true occupation as the current leader of the criminal syndicate known as Rattus Rex.

A legend surrounding this clandestine organization traces its origins to a secretive order of druids enraged by the destruction of nature by the careless and rampant expansion of the city around the Spire. These druids infiltrated some of their number into the city and plotted revenge against those who defiled nature. They took as their symbol the lowly rat, associating themselves with a despised creature that nonetheless spreads pestilence and fear among larger beings. This is merely a myth, but it has a few grains of truth in it. The true founders of Rattus Rex are three old families of wererats: the Argolse, Ravam and Telots. All have been families of wererats for as long as their histories record. Those who are inducted into the families are made into wererats and bound by blood oaths and *geas* to secrecy. New blood is considered important as the three families recognize the dangers of inbreeding and are always seeking talented people to add to the family line.

Rattus Rex controls the important criminal activities in the Warehouse District. It has its hooks into all of the smuggling rings, extorting a percentage of their revenues as a protection money. It leaves less lucrative forms of the protection racket and petty theft to the Three Fins, whose overt operations help distract attention from the more subtle actions of the Rats. The Rats take a long term view of things and are willing to lose minor operations to keep the whole running. They are also ruthless and will kill in cold blood anyone who becomes a serious threat to their organization, or who comes too close to the secret of their lycanthropy. They try to maintain business contacts with the other criminal syndicates, and while the Rats would not mind expanding their operations they have no wish to fight a war to do so. If the opportunity presents itself, they will expand; otherwise they are happy with what they have. However, those who offend the Rats tend to end up as a rat-chewed corpse in an alleyway.

Druids are a part of Rattus Rex, though not nearly to the extent that their origin myth states. The rogue druids who associate with the syndicate are not pure defenders of the wilderness, but priests of an ancient cult of ratlords and animal-ancestor spirits. Any rat, or mouse or bat is a potential spy for Rattus Rex and very few can keep a secret in this district from the rats and their masters. The druids, known as the Sator within the organization, act as spymasters and assassins of last resort.

Vorsally Argolse is a wererat, like all who lead Rattus Rex. He is also relatively young for one who holds that position. He is not as rooted in traditional criminal enterprises as most of his predecessors, and he wishes to see the syndicate expand and diversify its influence in the city through more subtle means. To that end, he has overseen the acquisition of three grain ships and a windmill in recent months (and the irony of a rat owning grain ships does not escape him) by the syndicate's proxies. Argolse is willing to take financial risks with the syndicate's funds, trusting in his merchant skills to see his way to success, but he prefers to avoid putting his operations at risk through direct exposure to blatantly criminal activity. He is a very level-headed man, calm in a crisis and polite to a fault, all of which conceals a ruthless mind for business.

Gonrath Ravam also spends a good deal of time at Argolse's establishment, although he remains in the back room and never shows his face to the public. As the leader of the Sator and master of the ancestor cult of the three families, he holds the title of Master of the Night. While he defers to Argolse as his superior in the syndicate hierarchy, Ravam has his own vision for the future. He is surreptitiously protecting and supporting the Ebon Lotus Society and other dark groups, hoping to spur them into an insurrection that will tear down the existing religions in the city and allow him to impose Rattus Rex's ancient animal-ancestor cults as the center of worship. He has also been making alliances with some of the tribal groups within the Humanoid District (such as Cruelty; see location B24) as possible allies in shaping this new world.

Anastasia Telots, a lower-level operative in the syndicate, also uses Argose's back room as a base of operations. Known as Anna to those in the families, she is a cold blooded killer, a seductress and spy. Highly ambitious, she has her eye fixed on higher rank within the organization. Unknown to Argolse, she has been building her own parallel network of spies and agents within the syndicate in

preparation for a bid for the leadership post when it next opens up — and no matter how it should open up. She is slender and beautiful, with long blond hair and green eyes. She can be devastatingly charming, but in private she is cold and calculating and very few in the syndicate would care to cross her.

Vorsally Argose: Wererat Rog11, as per the *Monster Manual.*

Gonreth Ravam: Wererat Drd13, as per the *Monster Manual.*

Anastasia Telots: Wererat Rog9, as per the *Monster Manual.*

Argolse keeps 5,000 gp — cash flow from his legitimate business, plus Rattus Rex's reserve coin hoard — in sacks hidden underneath a trap door in the floor in the back room (successful DC 20 Spot check to notice).

ACTIVITY

Visitors to the front of the shop will find Argolse smoothly playing the part of the ordinary legitimate businessman, a role that he has learned quite well through practice. The back room is strictly off-limits, however, and any interest expressed in it will be met with suspicion and icy rebuffs.

Under no circumstances must outsiders be allowed into the back room, because that is where Rattus Rex has established what passes for its headquarters. Not only is there plenty of material evidence of their subversive and criminal schemes here, but the Sator have also set up a shrine to the wererat ancestors that Rattus Rex worships. Here the syndicate not only holds meetings between its three constituent families, but it also enacts its weird religious rites — rituals that would horrify most outsiders.

HOOKS

- Vorsally Argolse, as a former adventurer, understands how the skills of adventures can be turned to his own ends. He hires the PCs to protect shipment of goods to a foreign land (or coming to him from a foreign land). If they prove themselves competent, Vorsally would like to put them on retainer as troubleshooters.
- The PCs come across Gonreth Ravam, or one of the other Sator, making an example of an informant, who is covered by a seething mass of rats. Do they dare to interfere? Do they take on the task of finding out who rules the rats of Warehouse District?
- Anna Telots recruits the PCs to become part of her shadow organization, starting them with standard adventurer tasks and gradually begin to use them against her rivals in the Rats. The PCs could become important street operatives, and trusted lieutenants to an up-and-coming member of this important criminal organization . . . or end up in the bay with weights around their ankles.

N5. ZAUBER'S BARREL WORKSHOP

This workshop is a fairly new addition to the Coopers Guild, founded by a pair of dwarven brothers who originally come from a dwarven settlement outside the city. The Zauber Brothers (Dwarf Exp5) are experts in a new technique that involves making barrels lined with tin. The Navy is very interested in the possibility of using these barrels for long duration patrols, and some vintners are experimenting with aging their wines in a tin barrel to modify the flavor. The Zauber brothers worry ceaselessly about competitors stealing their unique and valuable trade secrets, so the Coopers Guild has agreed to keep a close eye on the Zauber workshop.

N6. TEAMSTERS GUILDHALL

A solid, low-slung stone building that has obviously been expanded several times over the years, the Teamsters Guildhall is about as glamorous as the tradesmen that it serves. The interior features a large, but spare meeting hall, plain and functional offices, and a guildsmen's common room filled with faded, but comfortable furniture.

The guildhall serves as a meeting place for Teamsters Guild members. It also serves as a central registry of available teamsters.

RESIDENTS

Teamsters are vital to the commerce of the city. They are experienced in the driving of teams of animals, as well as single animal carts and the loading and unloading of goods. Their jobs don't give them much social prestige, but in a very real sense, it is the teamsters who keep commerce moving in the city. The city's teamsters also share responsibility for the safe delivery of the goods they are transporting. As a consequence, the working leathers of many of the teamster are reinforced with metal studs, some even wear mail underneath. The teamsters all carry heavy work daggers and other tools of their trade, all of which can be used as effective weapons if needed. The Teamsters Guild represents the interests of everyone in this line of work, as well as the city's hostlers, who were absorbed into the Guild many years ago.

The current head of the Guild is Vard Stonger, a man cut from the classic teamster mold. Rough-hewn and profane, he favors simple tradesman's clothing in spite of the dignity of his position and wears his beard (now flecked

with gray) in a shaggy semi-circle around the bottom of his face. He dislikes complicated or subtle issues, and believes that a teamster's job is really very simple: Keep your animals moving until you get where you're going to. He is thoroughly loyal to his membership, from the masters to the lowliest apprentices, but the larger politics of the city and the workings of its economy seem always to lie just beyond his ability to comprehend them. For that reason, he is the least influential of the district's guild leaders, and no one seriously thinks that he would ever have any chance of representing the Warehouse District on the City Council. For instance, Stonger is intellectually paralyzed by the controversy raging within his guild over Corbusher's Heavy Transport's use of ogres as beasts of burden (see location N8). He understands that his guildsmen are divided by the issue, but he has no idea what to do about it.

Vard Stonger: Ex8.

Edward Rost: Ex7.

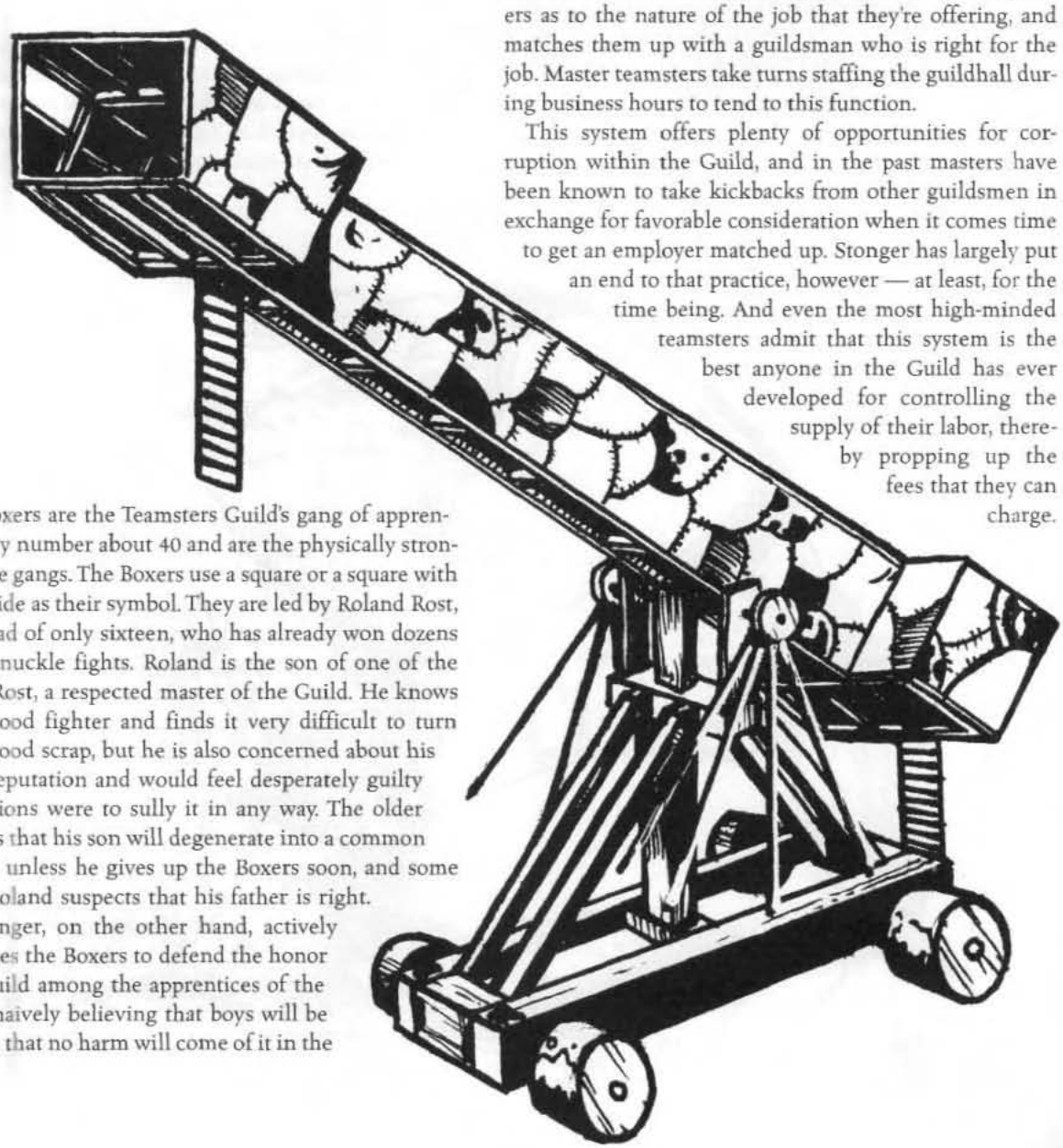
Roland Rost: Ftr2.

The Teamsters Guild keeps 5,000 sp in guild dues in the Stonger's office. 500 sp sit in an unlocked chest in a corner, while the remainder are kept in sacks under a trap door in the floor (successful DC 20 Spot or Search check to notice it).

ACTIVITY

Anyone who wants to hire a teamster must do so through the Guild. The guildhall keeps an up-to-date registry of all of its members. The Guild screens prospective employers as to the nature of the job that they're offering, and matches them up with a guildsman who is right for the job. Master teamsters take turns staffing the guildhall during business hours to tend to this function.

This system offers plenty of opportunities for corruption within the Guild, and in the past masters have been known to take kickbacks from other guildsmen in exchange for favorable consideration when it comes time to get an employer matched up. Stonger has largely put an end to that practice, however — at least, for the time being. And even the most high-minded teamsters admit that this system is the best anyone in the Guild has ever developed for controlling the supply of their labor, thereby propping up the fees that they can charge.



The Boxers are the Teamsters Guild's gang of apprentices. They number about 40 and are the physically strongest of the gangs. The Boxers use a square or a square with an 'X' inside as their symbol. They are led by Roland Rost, a tough lad of only sixteen, who has already won dozens of bare knuckle fights. Roland is the son of one of the Edward Rost, a respected master of the Guild. He knows he is a good fighter and finds it very difficult to turn down a good scrap, but he is also concerned about his father's reputation and would feel desperately guilty if his actions were to sully it in any way. The older Rost fears that his son will degenerate into a common hoodlum unless he gives up the Boxers soon, and some part of Roland suspects that his father is right. Vard Stonger, on the other hand, actively encourages the Boxers to defend the honor of the Guild among the apprentices of the district, naively believing that boys will be boys, and that no harm will come of it in the end.

HOOKS

- Edward Rost cannot stop worrying about what sort of trouble his son might be getting into. He hires the PCs to spy on young Roland, perhaps even by infiltrating the Boxers.
- Vard Stonger would never be devious enough to think of this himself, but some of the masters have convinced him to try to sabotage Corbusher's Heavy Transport and eliminate whatever threat it poses to the Guild. He hires the PCs to find a way to make them look bad.

N7. CORBUSHER'S HEAVY TRANSPORT

This establishment looks like any other teamster outfit, except that its employee lounge is usually empty, and the stables in back are not fitted to keep horses or mules. Instead, the stalls have crude, oversized straw pallets and dirty blankets, as if large-sized humanoids lived here.

Corbusher's Heavy Transport is one of the most unique teamsters' companies in the city, and arguably the most controversial. They uses ogres as beasts of burden, and in doing so they have sparked heated debates within the Teamsters Guild that may have wider repercussions for the city as a whole.

RESIDENTS

Norman Corbusher is a savvy businessman who has spent his entire career looking for innovations, new and different ways of doing things that would at least distinguish himself from his competition, and maybe even give him a leg up. Shortly after he entered the transportation business, he asked himself if it might be possible to use creatures more intelligent than horses, mules and oxen as beasts of burden. In effect, he wondered if one could cut costs by combining the teamster and the animal into one creature?

Corbusher saw that giants were working as longshoremen down by the Docks, apparently without causing undue problems. But he didn't have enough room in his rather small establishment to accommodate them. Instead, he settled on ogres as the right creature for the job — they were smaller than giants, but still large enough



to carry much larger loads than a typical human. Using intermediaries referred to him by Oswald Antarax (location B3), he was able to contact a tribe of ogres living in the wilderness outside the city and persuaded several of them to try a more settled existence and do honest work for steady pay.

So far, the experiment has worked reasonably well. It hasn't made great profits for Corbusher, but it hasn't backfired disastrously on him, either. The ogres have proven cooperative so far, and if they aren't always ecstatic about their lot, neither are they plotting insurrection against him. Presently, Corbusher's main worry is that his experiment has set off a controversy with (and within) the Teamsters Guild (location N7) about whether or not he and his employees are entitled to Guild membership. Mostly, it's a definitional question: Are the ogres teamsters, or beasts of burden? But there are also rumblings that a humanoid race ought not be allowed outside the Humanoid District like that, and Corbusher has even heard rumors that the Guild views him as a threat that needs to be eliminated by any means, peaceful or violent.

Norman Corbusher: Com5.

Ogres (4): As per the *Monster Manual*.

Corbusher's gets by, but it is not a wildly profitable business. Corbusher keeps his profits — 100 gp and 750 sp — in an unlocked chest in his office.

ACTIVITY

Norman Corbusher is not ashamed of his ogres, but he understands that not everyone reacts well to them. So he keeps them in the back yard as much as possible, where the customers will probably not get a casual look at them. He is courteous to all potential customers, but he will treat with suspicion anyone wearing a Teamster Guild badge until he can figure out just what they're up to.

HOOKS

- The worst has happened: One (or more) of Corbusher's ogres has reverted to its feral state and is running amok in the district. Petrified by the prospect of bad publicity, he will not summon the City Guard for help. Petrified by the prospect of even worse publicity if this goes on too long, he hires the PCs to capture the loose ogre(s) ASAP, keeping as low a profile as they can and taking it/them alive, if at all possible.
- Corbusher senses that the Teamsters Guild is out to close him down for good. He wants to know exactly what they have in mind, so he hires the PCs to infiltrate the Guild and find out.

N8. SOLITAIRE SHIPPING AND HAULING

This establishment provides boats for unloading ships that cannot manage to dock and carts to move good from the shore to the city. However, the majority of their business is illicit. Known among the underworld of the Warehouse District as "the smuggler's friend," Solitaire Shipping and Handling specializes in cargos to hide contraband from the prying eyes of city customs officials. For their expertise, won from hard experience, they charge a hefty fee, of course — usually 20% of what they judge to be the street value of the goods they are asked to conceal. The company uses the four card suites (club, diamond, heart and spade) arranged in a square as their symbol. Once the experts at Solitaire have applied their skills to a particular cargo, any Search check to find hidden items in that cargo must be made at a -10 penalty.

N9. TEAMSTERS MARSHALING YARD

This is the central place for animals, wagons and workers to be housed, repaired and brought together before setting out on their days work. The huge building holds stables and oxen pens, storage areas for carts and wagons of all types and even dormitories for teamsters who just need someplace to sleep. Teamsters who need a specialized type of wagon, extra animals or to hire a few extra hands can easily do so here. Needless to say, it is a busy, noisy and confusing place if one is not used to the ways of the teamsters, and only busy and noisy if one is. Teamsters and wagons can be hired directly from the Marshaling Yard if needed.

N10. GLENA COOK'S HOUSE

This unassuming house at the end of an obscure street belongs to one the city's most skilled smugglers, Glena Cook (Brd3/Rog2). A professional messenger and sometimes adventurer, Cook supplements her legitimate income by smuggling small valuable items, such as jewelry or books. Rarely, she will bring in a magic item or two, but nothing likely to attract attention like a weapon. She likes traveling with groups of adventurers, as they usually distract attention from her. Cook is of average height with dark auburn hair and blue-green eyes. She favors expertly made studded leather (treat as masterwork studded leather) and her primary weapon is a short sword, which she generally will not use unless forced to do so.

Cook keeps her loot in a large compartment under the floor (successful DC25 Search or Spot check to notice the trap door). She has 1,000 gp in sacks, and a scattering of smuggled goods with a retail value of 500 gp. Among these items is an interesting-looking book that she once picked up. It is in fact, a *manual of quickness of action +1*, and she still does not understand its true nature.

N11. WEAVERS GUILDHALL

The Weavers Guildhall is three stories high, a beautiful half-timbered building decorated with colorful banners that are changed each season. The exterior wooden beams, now slightly weathered, are carved with scenes of weavers pursuing their trade. The interior of the building is bedecked with hanging showing the skills of the weavers going back centuries. As with the exterior, the wooden beams are carved showing the full process of weaving, from harvesting plants and shearing animals for the raw materials through to the final stages of weaving.

The Weavers Guild was once one of the most important pillars of the City's economy. But it has since been eclipsed by new industries, and the Guild now seeks to restore itself to the glory days. The city's weavers profit from exporting cloth as well as supplying the Tailors Guild and providing sailcloth to shipbuilders. Its has used it influence to insure that foreign cloth suffers from high tariffs and must pass through the Weavers Guild-owned warehouses, thus insuring their monopoly on cloth distribution.

The Weavers Guildhall has a library of cloth sample from around the world, each carefully labeled with point of origin, material (and dyes, if appropriate) used and how it was woven. It is a unique collection of knowledge and collectively, no one knows more about cloth in the city then the Weavers Guild. The City's Eyes (see location F9) are aware of this resource and have been granted unrestricted access to the cloth achieves by the Guild whenever they need to match a sample as part of their investigations.

RESIDENTS

Johann Kirelaw is the Weavers' current Guildmaster and the Warehouse District's representative on the City Council. Kirelaw he has led the Weavers Guild for over 30 years. He was never quite clever enough to outmaneuver his rival Sir Deramus Propp (see location E9) for the district's Council seat, and did not assume that role until Propp retired. But nevertheless, he has always been a skilled politician who was willing to wield the economic power of the Weavers Guild to maintain its position in the city. In his old age, Kirelaw has begun slipping into seeing threats to his position and his Guild from every shadow. But he remains a first-rate political mind with a web of contacts and favors owned throughout the city.

Morson Rock is Kirelaw's personal assistant and bodyguard. An orphan whom the Kirelaws took in as an infant, Rock was raised in Kirelaw's household and he is quite devoted to the old fellow. Quiet but observant, he is often underestimated as Kirelaw's lackey, but thanks to his mentor's trust and his own native cunning, he has become an advisor and arranger of 'special projects' for the Weavers Guild. When Kirelaw needs something done without the Guild being directly involved, Morson Rock arranges it. This includes keeping an eye on the Propp children, who now run the family business (see N13); although Baron and Wilma Propp are not weavers by trade, Kirelaw suspects them of wanting to usurp his Council seat and continue the family's tradition of political service at his expense. He is an unassuming man with brown hair and hazel eyes, his finely tailors suits hide his well muscled body.

Quantal Weft is Kirelaw's official lieutenant in the Guild hierarchy, and oversees the organization's finances. He also operates a network of informers that keeps tabs on the city's other guilds. He is just as committed as Kirelaw to maintaining the Weavers Guild's position in the politics of the city, perhaps more so, as he and Morson Rock have undertaken some actions on the Guild's behalf that definitely cross certain lines of legality. The difference between Weft and Rock is that the former's first loyalties are to the Guild (whoever leads it) rather than Johann Kirelaw personally. He was once a respected master weaver with his own shop, but he has since left his business all together to devote himself full-time to Guild affairs. Quantal Weft is of average height with dark blond hair and grey-green eyes hidden behind glasses.

The Guild's apprentices organize themselves into a gang called the Spiders. They have around 30 active members. When expecting trouble, all of the Spiders will don padded armor. Naturally, they use an abstracted spider as their symbol (it looks like four lines crossing over each other). Their leader is "Lady" Sara Threadspinner, a tomboy who has risen to lead the Spiders on pure scrappiness. Sara loves daredevil stunts and playing pranks on the rival gangs. Her hair is red and always escaping from its braid, her eyes are a bright blue and she has a winning smile. The Guild leadership secretly encourages the Spiders in their delinquent behavior, and Quantal Weft does not hesitate to use them for jobs that are not terribly demanding.

The Weavers Guildhouse has a staff of sixteen to handle administrative chores and to assist Kirelaw.

Johann Kirelaw: Exp13.

Morson Rock: Ftr3/Rog3.

Quantal Weft: Rog3/Exp3.

Sara Threadspinner: Rog2.

Guildhall Staff (16): Com1.

Beyond the hangings, which are quite valuable but difficult to transport, the Weavers Guild has a "war chest" in their vaults of 10,000 gp.

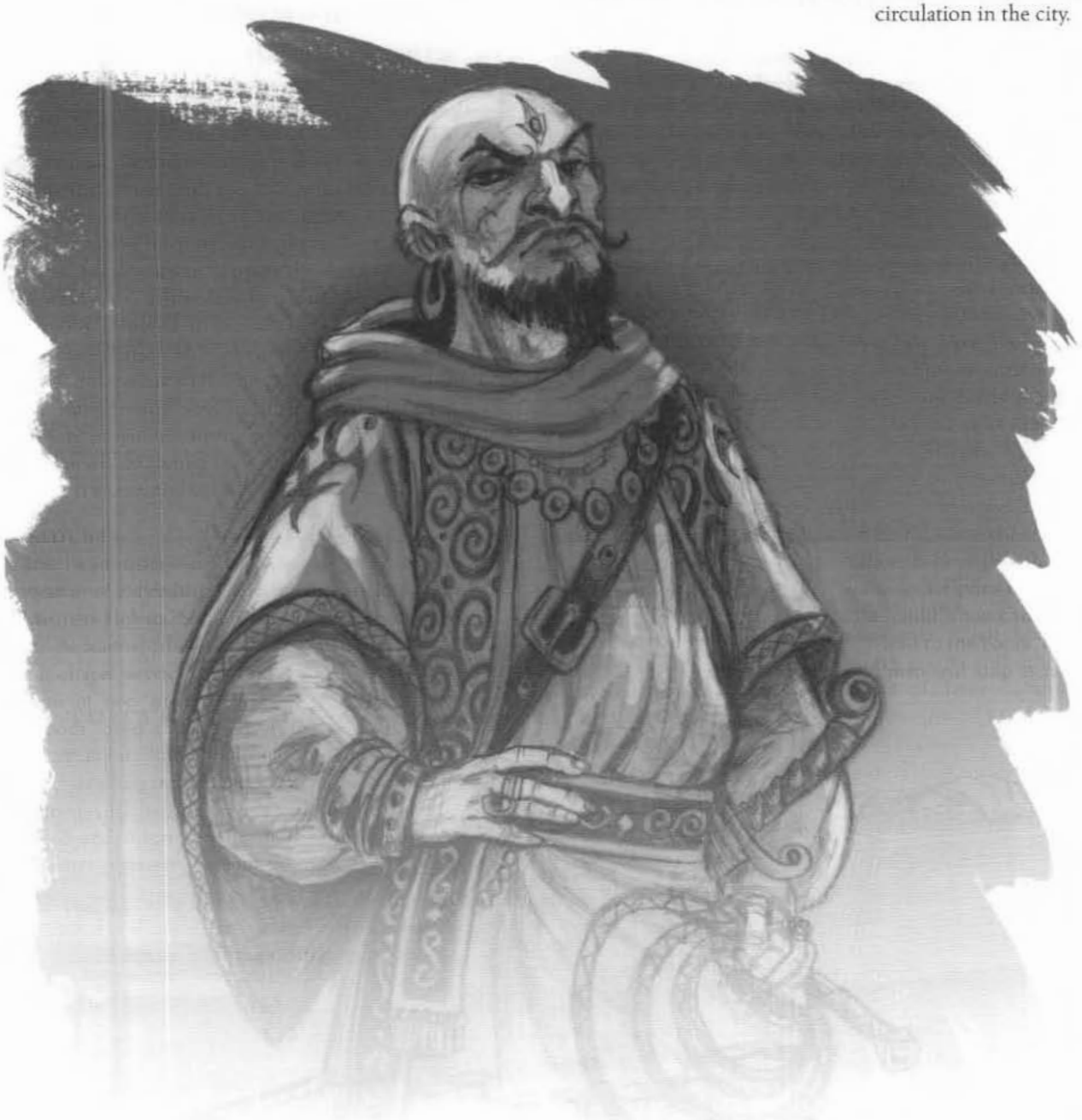
ACTIVITY

Those who work in the Weavers Guildhall are professionally friendly, having been trained to treat as customers as kings. The Weavers are very well connected politically and no one who works in the Guildhall is willing to risk offending people and damaging the Weavers' reputation within the city.

Access to the Guild's library of cloth is restricted to members with the rank of journeymen or above, city officials with appropriate authorization, or citizens "judged to be of good character" and willing to pay a small fee.

HOOKS

- The raw materials arriving in the city for the Weavers Guild have been infested with a strange insect that only hatches once the shipment arrives in the city. These insects have nasty sting and eat multiples of their own body weight before dying. The Guild hires the PCs to find out who is causing these infestations and why, traveling out of the city to the source of raw plant fiber, if necessary.
- A shipment of valuable foreign cloth has been seized by the Navy from a pirate ship. The sale of the cloth will depress prices for important members of the Weavers Guild. Morson Rock, working through intermediaries, hires the PCs to ensure the cloth never makes it into circulation in the city.



- The PCs have come from a foreign land with some exotic cloth, as yet unseen in the city. The Guild wishes to buy a sample and a receive complete report on its origin, properties and so on. If the PCs do not cooperate, the Guild can it difficult (maybe even illegal) for the PCs to sell the cloth within the city.
- Johann Kirelaw is impatient for more information on what Baron and Wilma Propp are up to. He's convinced that they're up to something and won't rest until he gets the answer he's looking for. Desperate to please his mentor, Morson Rock tries the one trick he hasn't yet tried — hiring the PCs to infiltrate the Propp family business disguised as apprentices.

N12. PROPP CONSOLIDATED CLOTHWORKS

This old, but clean and busy weaver's shop houses the business owned for many generations by the Propp family (see location E9). A suite of rooms was added onto the back of the building fifteen years ago to accommodate the fact that the business has grown so that it no longer confines itself simply to the weaving of cloth, but encompasses trade and agriculture as well.

Baron and Wilma Propp, the children of Sir Deramus Propp, the man who built this family business into a conglomerate, now share these offices, albeit uneasily. When he retired from commerce, Sir Deramus split responsibility for running the business between his children, but each desires to seize the other's birthright and own Propp Consolidated Clothworks in its entirety.

The firm's employees — six master weavers (all of whom remember Sir Deramus Propp fondly and remain devoted to the family; Exp10), eleven journeymen (Exp4) and seven apprentices (Exp1) — all sense that there is some tension between the siblings, but they do not know the cause.

Aside from bolts of cloth, the only treasure here is 250 sp in petty cash kept in an unlocked cashbox.

N13. KIRELAW FAMILY WEAVERS

Artemisia Kirelaw (see location N16) now runs the Kirelaw ancestral family business, and is always looking for ways to use its assets (living or financial) to further her personal ambitions of ruling the Kirelaw clan. Kirelaw cloth has long had a reputation as a quality product — if not quite as good as that produced by Propp Consolidated Clothworks



(location N13). But Artemisia, who has little actual interest in weaving apart from adding the Weavers Guild to her power base, has allowed the quality to slip.

The shop employs five masters (Exp9), all of whose ancestors also worked for the Kirelaws, fourteen journeymen (Exp4), and ten apprentices (Exp1).

Aside from bolts of cloth, the only treasure here is 300 sp in petty cash kept in an unlocked cashbox.

N14. KAMAKIRI SILK WORKS

Founded by exiles from a far-off land, the Kamakiri are one of the few weavers in the city who have fully mastered the art of weaving silk into intricate designs and patterns. They must import most of their raw silk from outside the city, making them more vulnerable to bad weather and trade problems than most other weavers. But their unique talents also make them much in demand. Their building is a mix of traditional city construction mixed with elements from the Kamakiri's homeland.

Although they have been here for several generations, the Kamakiri family has avoided intermarriage with the other weaver families in the city, instead bringing other exiles from their homeland into the city as spouses. Among themselves, the Kamakiri speak their native language, which can be disconcerting to their customers.

Aside from bolts of finished silk, the only treasure here is 150 sp in petty cash kept in an unlocked cashbox.

N15. KIRELAW HALL

This grand residence is a gothic masterpiece of dark stone with multiple turrets and high windows with black iron bars (artistically shaped to look like ivy) protecting them. Decorative gargoyles leer over the main entrance and are scattered across the rest of the building, glaring out at the encroaching district.

The interior is richly decorated in an antique style, but everything is new; the anachronistic furnishings are an attempt to convince visitors that the family is, indeed, venerable. The interior is decorated in dark wood and brass fittings, the furniture is dark wood and velvet. Portraits of famous members of the Kierlaw family hang everywhere, and it is said that their gaze follows you wherever you go in the house.

This impressive pile is home to Weavers Guild Guildmaster Johann Kirelaw and his children. It is far and away the most opulent residence in the district, and absolutely unique in that regard. But then, the Kirelaws are no ordinary family.

RESIDENTS

Johann Kirelaw spends most of his time at the Weavers Guildhall (location N12), and he is described at length in that entry. His ancestors have been successful weavers for as long as anyone can remember, and the Kirelaws have accumulated a fair amount of wealth over that time. They have invested in successful business ventures outside of weaving. Johann Kirelaw himself has not touched a loom in several years, having handed the family business to his grand niece Artemisia (of course, he remains a master weaver and therefore eligible to lead the Weavers Guild).

But somehow, the Kirelaws have never gained the political and social prominence that would gain them entry to the noble class. Johann hopes to change all of that, now that he represents the Warehouse District in the City Council. But in the meantime, he has this impressive mansion house, which he built in imitation of the grand residences in the Nobles District — or rather, what he imagines a residence in the Nobles District ought to look like.

Their lack of upward mobility has, over the last couple of generations, made the Kirelaws intensely jealous of the Propps (location E9). Though the Kirelaws have been wealthy for longer than the Propps, it was they who got the district's City Council seat first (thanks to Deramus Propp), and they who became a noble family while the Kirelaws remain commoners — wealthy and influential commoners, but commoners nonetheless.

Hamish Kierlaw, Johann's oldest son, oversees the house and the family's investments outside the Weavers Guild. Unlike his father, Hamish has never been terribly sociable, but he is a very good administrator. He has an almost instinctive grasp of the flow of commerce and the Kierlaw fortune has been increasing under his stewardship. Hamish is completely loyal to his father.

Artemisia Kierlaw is Johann's grand-niece through his first wife's family. She was born and raised outside the city, and came here to make her fortune. Artemisia is an ambitious woman, and she intends to take control of the Kirelaw family on her grand-uncle's death. Until then she displays unswerving loyalty toward "Uncle Johann" while building her power base within the family and within the Weavers Guild. Artemisia did not know much about weaving before coming to the city, even though her native land is a major wool producer, but she has learned just enough to allow her entree into the Weavers Guild. Trained in swordsmanship at home, she has become a greater creature of politics here, though she likes to hide behind the facade of a simply country girl confused by the big city.

Ian Kierlaw is Hamish's youngest son and his grandfather's favorite. Ian, however, does not want to be a politician or a weaver. Instead, he dreams of adventure. To further that aim, he has been training in swordplay with Artemisia. He also hangs out with the Spiders when he can slip away, and he longs to be able to leave the city for a hero's life.

The other Kirelaw family members in residence consist of: Yvonne, spinster sister of Hamish; Ursala, Hamish's second wife; Bothram and Stanley, Hamish's sons and Ian's older brothers; Terra, Hamish's daughter and youngest child; and George, another country cousin.

The household has a staff of 28 (large, even by the standards of a noble's residence).

Hamish Kierlaw: Exp5/Ari3.

Artemisia Kierlaw: Ftr3.

Ian Kierlaw: Ftr1.

Other Kirelaws (6): Ari1-3.

Servants (28): Com 1-3.

The Kirelaws have built up considerable wealth, so that even though they are not part of the city's nobility, they are among those commoners who are as wealthy as nobles. Therefore, you should follow the guidelines for determining the treasure in aristocratic residences presented in the "A Guide to Nobles' Residences" section of the Overview to the Nobles District (see p. 166) and treat Kirelaw Hall accordingly. Kirelaw Hall is full of valuable antiques and family heirlooms, but most are easily traceable and would be difficult to sell within the city. There is an unlocked chest with 1,000 gp in Hamish's office

ACTIVITY

Kierlaw Hall used to be famous for its parties back when Johann with a young man, with his wife Helene as hostess. Following Helene's death and because of the greater demands of running the Guild, Johann hosted fewer and fewer parties, usually just his birthday and the important holidays. Now with Artemisia in residence, the Hall is hosting more parties and social gatherings to build her status and list of contacts and as it supports the family's (and the Guild's) status, Johann has been happy to bankroll it and make at least token appearances. Crashing one of the parties would take some work, but would not be impossible, and would give access to a variety of interesting people and contacts.

HOOKS

- Hamish makes a modest concession to Ian's dreams of glory. He hires the PCs as "adventurer tutors" with strict order for them both to teach to boy tricks of the trade *and* make adventuring sound as unpleasant as possible. Hamish figure that is he cannot discourage his son as least he can ensure he has the skills to survive.
- Artemisia has heard of the PCs' exploits and invites them to one of her parties to sound them out and see if they could be useful in furthering her ambitions.
- Hamish is worried for his father's life, having heard rumors that someone is planning to assassinate the old man. His warnings have fallen on deaf ears, so he wants to hire the PCs to bodyguard his father.
- Inheriting his father's long-standing jealousy of the Propp clan, Hamish hires the PCs to sabotage Propp Consolidated Clothworks (location N12), attack a Propp cloth shipment as it approaches the city, and/or vandalize Propp Manor (location E9).

N16. THE TANGLED THREAD

This tavern is where the masters of the Weavers Guild come to drink, eat and talk business. The two-story stone building built in an antique style remembers an age of wealth and power that the Weavers Guild no longer enjoys. The sign shows a weaver who has woven her hair into the cloth on her loom. The interior is decorated with heavy, age-darkened oak and beautiful tapestries lining the walls. The rooms upstairs are very nice with beautiful sheets, blankets and curtains accenting the antique furnishings.

The Tangled Thread has excellent dark ale, a fine wine cellar and their menu is an interesting blend of hearty and fancy fare. There are often bards performing here, and an ancient Weavers Guild tradition promises a cloak to any bard who brings news to the Guild and performs for two or more nights in the Tangled Thread.

N17. CIVIC GUARD DISTRICT HEADQUARTERS

The Warehouse District Civic Guard Headquarters is built to serve as a strong point if need be, two stories tall and made of heavy stone with narrow, arrow slit windows and thick iron doors streaked with rust. A brick watch tower, itself rising a further two stories, juts from the northwest corner of the building as a lookout post. The building is darkened by age and grime, but still solid.

The interior is functional and cleaner than one would expect, well ordered and efficient. The administrative offices and the armory are on the upper floor. A full basement has both temporary jail cells, evidence lockup and emergency supplies for the garrison.

The Guardsmen that patrol the Warehouse District report here for orders. The headquarters also serves as a clearinghouse for information about criminal activity in the district, and as a temporary lockup for prisoners and contraband. It is the center of the Civic Guard's anti-smuggling

and anti-slavery efforts, coordinating with the Guard offices in Docks and Naval Districts.

RESIDENTS

The Civic Guard considers the Warehouse District important enough to appoint a junior colonel to command it. Sir Jorge Claude Renault is a career Guardsman, having joined at the age of sixteen following an argument with his noble father, who subsequently disowned him. Twenty of his 27 years of service have been in the Warehouse District, and he knows it like a native. Sir Jorge see that smuggling is a natural part of life here and thus, tends to overlook much of it, considering that it only really hurts the purses of merchants and other ambitious commoners. What he does not tolerate is smuggling of magic, slaves or weapons, which he sees at threats to peace and order, as well as being highly immoral.

He has two captains to help him as immediate subordinates. Captain Kemeresh Emeraldblade, his second-in-command, worked as a mercenary before coming to the city. On her first day in town, she killed two men in a tavern brawl. However, Captain Emeraldblade was fortunate in her choice of legal counsel, and her attorney convinced the judge presiding over the case that binding her to Guard service by means of a *geas* was best for everyone. Since then she has served the Guard enthusiastically for over 60 years. Without a doubt, Captain Emeraldblade is a fighter and field leader, not a staff officer. When she enters even the toughest tavern, everyone goes quiet. She never seems happier then in a fight or after it, surveying her defeated foes. She wears a *+1 mithral chain shirt* under her uniform and wields a longsword with a blade made of dark green crystal (treat as a masterwork longsword).

Captain Gondalian Stronghelm, a dwarf, takes care of administrative matters. He also acts as the unofficial liaison between the Civic Guard and the district's guilds, as well as the Warehouse Watchmen (see location N31). Captain Stronghelm follows the lead of his commander in that he is inclined to go easy on smuggling activity. The one exception to this rule is smuggled cloth, as he has received many financial favors from Johann Kirelaw and the Weavers Guild (location N12) during his term of service in the district.

Seargent Archy West is the district's senior patrol leader, having served here for over twenty years. If not for his irresistible attraction to games of chance, he would be an



ideal Guardsman. As it is, he is deeply in debt to gamblers associated with Rattus Rex (see location N4) and is forced to act as their spy. In exchange, Rattus Rex feeds him information on petty criminals and rival smugglers, allowing him to maintain an excellent arrest record. Sergeant West comes across as an honest, hard working sort, protective of his fellow Guardsmen and committed to keeping the city safe. If he only could resist the lure of a good round of gambling it would be absolutely true.

The Guard in this district also have a unit of trained dogs. About a century ago, the district's Council representative had the bright idea that dogs could be used to search for contraband. The Council promptly approved funding for the project (with the support of the Guard, which never turns down a chance to expand its budget) and an experimental unit was set up. Houndmaster Sergeant Roland Vesit currently leads the unit, which consists of one patrol worth of Guardsmen and a dozen hounds. The Hound Patrol is always called out when a warehouse needs to be searched and to investigate anything suspected of containing contraband. Roland is protective of his dogs and wanted to see the Hound Patrol expanded, but it has proven hard to get recognition for his efforts outside of the district. He is a quiet man who expects other people to know their jobs, and so does not say much. Roland is in his late thirties, a ranger who decided to try life in the city. He gray eyes are sharp and none of the Guardsmen in the district regret having him around, with his longbow and his hound as backup.



The hounds are well cared for and come from a hardy breed. They are trained to both search and to fight. They wear spiked collars with Guard tags hanging from them, and if fighting is expected, they hounds will be outfitted with leather armor. Unbeknownst to Roland, one of the other members of the Hound Unit, Stodt Goddard, has been breeding the Guard hounds with local mutts and selling the offspring to dog trainers who use them in dog fights (The Reaper Tavern, location N24, is one place that hosts such fights).

The Warehouse District Office usually has twelve patrols on duty at any one time, while half a patrol is assigned to the tower to watch for fires, along with ten to twelve administrative staff in the offices themselves. For major sweeps, or if trouble is expected, the number of patrols assigned will be doubled or even tripled. At any point in the day, there are usually five to ten people, mostly drunks, in the basement cells.

Following the lead of their colonel, some of the rank and file working this district have been known to turn a blind eye to smugglers in exchange for modest material rewards, or from the guilds and criminal organizations to prejudice the maintenance of public order in their favor. While not widespread, corruption is more of a problem here than in other districts. Therefore, the Civic Command and the Mirror Guard are known to watch the goings on in the Warehouse District Office with special care.

Colonel Sir Jorge Claude Renault: Ftr6/Ari5.

Captain Kemeresh Emeraldblade: Elf Ftr5/Rog5.

Captain Gondalian Stronghelm: Dwarf Ftr5/Exp4.

Civic Guard Lieutenants (4): Ftr7-8.

Sergeant Archy West: Ftr7.

Sergeant Roland Vesit: Rgr6.

Other Civic Guardsmen (150): Ftr1-6.



Civilian staff (12): Com2.

Guard Hound (10): Dog, riding; trained for war, as per the *Monster Manual*.

Civic Guardsmen are equipped according to regulation: studded leather armor, chain shirts for corporals and higher ranks, and a small wood shield, baton (treat as a quarterstaff), short sword, and a light crossbow or short bow. The officers of the garrison have access to magic arms and armor appropriate to their rank. For lieutenants, this means a primary weapon and armor with bonuses equivalent to +1 each; for captains, a primary weapon and armor with bonuses equivalent to +2 each. Colonel Renault wears *+3 half-plate* and carries a *+1 speed battleaxe*.

Official fines paid are kept in a strongbox in Sir Jorge's office. Typically, this amounts to 200gp. Recovered and seized goods are stored in the basement behind a heavy iron door with two locks (successful DC 22 Open Locks check to open each), one held by the Sir Jorge, the other by Captain Stronghelm. The goods in the basement usually have a minimum value of 400 gp. Goods are only kept for a few days at the most before being transferred to the City Treasury (see location I3).

ACTIVITY

The district headquarters always bustles with the work of keeping the peace, with patrols leaving or returning, people arriving to make complaints, and drunks and delinquents being detained, transported to the Courts of Law (location F16), or released. Any complaints or criminal reports involving this district are suppose to be made here. Usually, there is only a wait to make a report in the early evenings, when fights, drunken sailors and other trouble is at its peak.

HOOKS

- Sir Jorge needs someone unaffiliated with the Guard to pose as a slave buyer to lure out the latest group of slave smugglers. Are the PCs up to the task?
- The PCs hear that a valuable smuggled item concealed in a bolt of cloth (also smuggled) has been seized by the Guard. If the item could be recovered from the District Office, various interested parties would be willing to pay a goodly sum.
- Captain Emeraldblade has decided to clean out a den of dangerous smugglers. Disgusted at her men's lack of fighting spirit, she recruits the PCs into service and deputes them as temporary Guardsmen. If the PCs agree to help her — and perform up to her exacting standards of courage and fighting skill — they could gain a useful, if dangerous and unpredictable, ally in the Guard.

N18. THE BILGE

Even in an area noted for dives, the Bilge is one of the worst, a ramshackle two-story wooden building shored up by driftwood and pieces of crates. Whatever sign it once had has long since vanished, leaving only two rusting lengths of chain to mark its passage. The interior is dimly lit by ship's lanterns and the tables and chairs look like that have been salvaged and repaired to make them usable. Surprisingly, the upstairs is in good repair and rather defensible.

The Bilge is a tavern controlled by the criminal syndicate known as the Three Fins. They use it as an exchange point for goods and information. It also serves as neutral ground for the Fins ritual known as the Conclave of the Captains. The Bilge is a rather thin disguise for the Fins, and it does not serve food to the public, only drink of the basest nature. Only the brave, desperate, or woefully ignorant visit the Bilge for a drink.

RESIDENTS

The Three Fins is a loosely organized criminal band descended from a pirate brotherhood who escaped destruction by fleeing to the city and going underground. The syndicate is organized into "ships," each with its own "crew" led by a "captain." The name of each "ship" corresponds to a ship of their old pirate fleet. The Three Fins runs protection, low level smuggling, street-level gambling and prostitution in the district. Each captain recruits and commands his own crew. The three captains, known as the Conclave of the Captains, divide the territory among their ships.

As the crews of the Three Fins are composed of hard and dangerous men, conflicts between the ships often flare into violence. The Conclave attempts to minimize such fights, as they weaken the organization and draw unwanted attention from the Guard and rival syndicates. The Conclave meets weekly at the Bilge. At present, there are two opposed factions within the Three Fins Conclave. Irontooth and Valreis (see sidebar for more about the captains and their crews) advocate expanding the territory of the Three Fins, even if this means fighting other syndicates. Horse and Spitsbergen, on the other hand, want to maintain the status quo and argue that forcing expansion could bring on problems that would dissolve the Fins altogether. The volatile nature of this group is such, however, that arguments within the Conclave could break out in war between the captains if they are not careful, in spite of everyone's best efforts.

The sigil of the Three Fins is three inverted V's grouped closely together, so that they could be mistaken for a stylized wave. The captains wear either rings or amulets engraved with this sigil. Other common accouterments worn by Three Fin members are shark tooth necklaces, shark skin belts and weapons with wavy or serrated blades.

Currently, there are six recognized ships and captains and two "mates —" aspiring captains who have yet to fully establish their reputations and crews. Each ship is composed of fifteen to 25 crew, though they can drop as low as ten members following losses and still be allowed to retain their title as long as they aggressively begin recruiting. The average crewman has 2 or 3 levels divided among fighter, rogue or warrior, while experienced members are usually 4th or 5th level and the captains are 7th-level or higher.

THE SHIPS OF THE THREE FINS

The current ships, captains and crew are:

- Black Star, Captain Horse (Rog4/Ftr3) with seventeen crew.
- Blood Tide, Captain Firewick (Brd5/Rog3) with 21 crew.
- Gnasher, Captain Irontooth (Bbn8) with eighteen crew.
- Red Dagger, Captain Valreis (Ftr10) with 27 crew.
- Sea King, Captain "Queenie" Reen (Sor8) with 24 crew.
- Tigershark, Captain Spitsbergen (Ftr7) with 22 crew.

The two mates are Carson, who served with Valreis and who has eight crew following him, and Wolf, who served with Queenie and has gathered twelve crew. There are about 30 hangers-on who can be pressed into service as runners, porters or thugs, as needed.

A worn-out looking gnome known only as Halfgeld (Gnome Com1) tends bar at the Bilge. He is, of course, only a figurehead, chosen by the Fins because he is harmless. The real authority rests with any Fins captain who might be present, and crewmen serve as the muscle.

The Bilge itself contains nothing of value. Any Fins member present has treasure and magical gear and items on his person appropriate to his level, as given in table 4-23 in the *Dungeon Master's Guide*.

ACTIVITY

Anyone not immediately recognized as a Fins member will receive a wary reception at the Bilge. Such patrons will be served, but discouraged from lingering. Anyone who seems too curious about what's going on around them will be shadowed after they leave the tavern, perhaps even killed in a suitably obscure place as a precaution.

Halfgeld closes the tavern whenever a Conclave of Captains takes place.

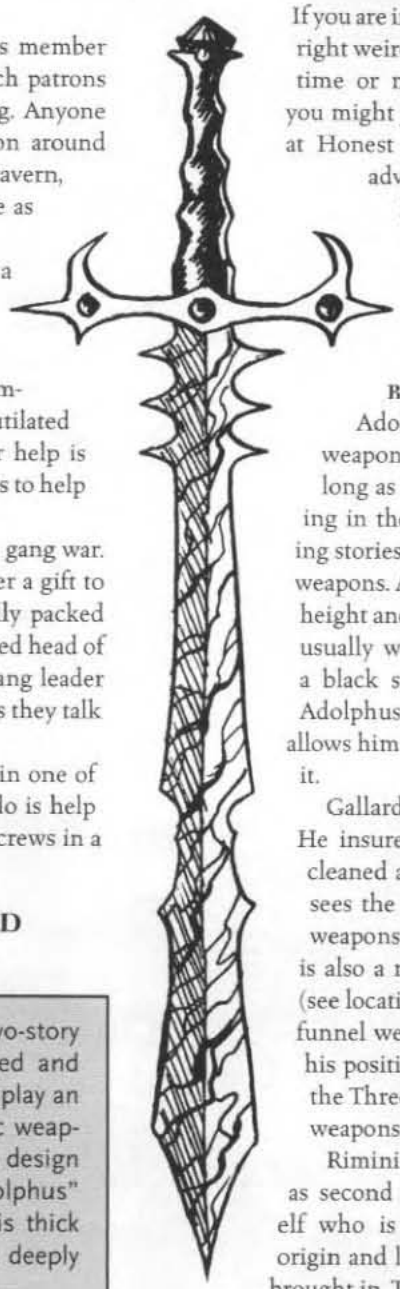
HOOKS

- Someone, or something, is picking off members of the Three Fins and leaving their mutilated corpses behind. Asking the Civic Guard for help is obviously imprudent, so the Find hire the PCs to help them find the killer.
- Valreis is stepping up his campaign to start a gang war. He, or Corbee or Rik, hires the PCs to deliver a gift to a rival syndicate leader. The gift is a carefully packed large jug of rum. Inside the jug is the preserved head of the rival syndicate leader's loved one. The gang leader will certainly try to kill the messengers unless they talk really fast....
- The PCs, looking tough, are offered a place in one of the newly forming crews. All they have to do is help the new crew bloody one of the established crews in a fight to prove how tough they are.

N19. HONEST ADOLPHUS' USED WEAPONRY

Adolphus' shop is a surprisingly cheerful two-story half-timbered building painted in bright red and yellow. The front windows are barred but display an impressive collection of unusual and exotic weapons. The painted sign over the door shows a design made of daggers under the name "Adolphus" in gothic lettering. The door to the shop is thick iron-bound oak with a heavy crossbow bolt deeply imbedded in the top.

The store's interior is decorated with flags and martial banners. Racks and cases of weapons line the walls. There are all manner of weapons here, many unusual in some way: etched or engraved blades, decorated hilts, constructed of unusual material. They include a wooden sword edged with sharks' teeth, a two-bladed sword with copper inlaid wavy blades, a matched pair of hand crossbows with mother of pearl grips, and a bastard sword of black stone with runes etched along the blade.



If you are in need of a strange, exotic or downright weird weapon, and you do not have the time or money to have it commissioned, you might just find what you are looking for at Honest Adolphus.' The shop buys from adventurers, sailors and travelers, collecting odd and alien weapons for resale. Some of his best suppliers are captains of ocean-going trading ships and naval officers who hunt down pirates.

RESIDENTS

Adolphus Gruft has always loved weapons. They have fascinated him for as long as he can remember. He loves working in the store, inspecting weapons, trading stories of famous combats and legendary weapons. Adolphus is slightly below average height and slim, with dark hair and eyes. He usually wears a leather arming jacket over a black suit complement by black boots. Adolphus has a magical monocle which allows him to *detect magic* by looking through it.

Gallard Wehr is Adolphus' assistant. He insures that the weapons acquired are cleaned and in tiptop shape. He also oversees the sale of lower quality and broken weapons to other shops or as scrap. Wehr is also a mid-level operative in Rattus Rex (see location N4) and he uses his position to funnel weapons to the Soldat. He also uses his position in the shop to keep an eye on the Three Fins, whose members often buy weapons here.

Rimini Tamm has just been employed as second assistant. She is a cheerful half-elf who is very interested in the history, origin and legends surrounding the weapons brought in. Tamm is working on a cycle of legendary weapon stories using material gained from working in the store.

Adolphus also employs two servants to keep the place clean and prepare meals.

Adolfus Gruft: Exp6/Brd1.

Gallard Wehr: Wererat Ftr5/Rog3, as per the *Monster Manual*.

Rimini Tamm: Half-elf Brd3.

Servants (2): Com1.

Beyond the weapons themselves, some of which are very valuable, Adolphus has at least 500 gp on hand, from which he pays customers who sell to him. After a good run of sales, however, his cashbox can hit 2,000 gp or more.

ACTIVITY

Adolphus is happy to help his customers find what they are looking for, and he questions them at length so that he can get them exactly what they need. He therefore knows quite a lot about his customers, and he keeps a complete record of all of the weapons that come in and who buys them. When someone is killed by a bizarre weapon, Adolphus' shop is the among the first stop for the City's Eyes (see location F9).

Wehr keeps his eyes open for potential recruits for Rattus Rex and passes on information regarding likely candidates to other members of the syndicate for further action. His position at the store is too useful to risk exposure over something as simply as recruitment.

Both the Guard and the syndicates keep a close watch on Adolphus' shop. It serves a useful purpose for both sides of the law and neither side wants to see it disappear. Anyone thinking of robbing Adolphus risks the wrath of both law enforcers and criminals. Everyone in the Warehouse District knows this and so leave the shop alone unless they have legitimate business there.

HOOKS

- When the PCs enter, Adolphus' eye is drawn to one of their unique weapons, as he has the companion weapons (a parrying dagger for a rapier or a matched short sword for example). Adolphus will produce the companion weapon, with a flourish, and proceed to grill the PC about how they acquired theirs. He will be happy to sell the item but he wants to try and know where the weapons came from first.
- Rimini Tamm can weave them a legend involving one of the PC's weapons and several others (say, the same total number as the number of party members) that are fated weapons to defeat a great evil, or raise a kingdom, or whatever the PCs dream of. It may be a real legend or something that Rimini created out of whole cloth on the spur of the moment....



- A collector wishes to buy some of Adolphus' weapons but he knows that Adolphus will charge him a premium. Would the PCs buy them for him for a small fee? But why does this "collector" really want the weapons? Is he planning a murder or some other heinous deed?

N20. LADY LUCK'S DICE AND CARDS

This shop sells dice, cards and other games of chance and skill, mainly to taverns who keep them on hand for their customers and sailors who need to entertain themselves on long voyages. It is small shop with a residence on the second story. The whitewash is worn, but the newly painted blue trim is bright. The windows are barred and the bars are also painted bright blue. The door is covered with weather worn leather attached with brass studs. Above the door is painted, "Lady Luck's" in gold. Inside the store are decks and decks of cards of all varieties, dice of all sorts, and board and tile games from all over the world. The shop is run by Iain and Lorelei (both Clr3), a married couple and formerly priests of the Temple of the Luck Goddess (location J16). They often trade their games for foreign games or other knickknacks brought in by sailors and other travelers.

N21. MIRE IMPORT AND EXPORT

Hastily done repairs and repainting cannot conceal the basic shabbiness of this building. It is small and very little is stored here. The interior is equally as tarted up as the exterior, with an attempt to appear wealthy.

This unattractive little establishment serves as the headquarters for Harrison Mire's legal and illegal business ventures.

RESIDENTS

Mire runs a network of low-level smuggling operations concealed within his legitimate import business. At least a quarter of what he imports illegally avoids tariffs. He has a pair of capable forgers on staff to provide passable tariff marks and papers for the contraband goods he sells. Occasionally, when the reward is great enough, or he is desperate enough, Mire will import slaves. But the money has to be *very* good and he will always have one (or more) of his underlings set up to take the fall if something goes wrong. Mire is a large man, always expensively, if not tastefully, dressed, balding with a waxed mustache, his hazel eyes mask his thoughts.

A small underground room for "uninspected" goods is accessible through a concealed trap door (successful DC 20 Search check to spot) from Mire's office. A separate concealed door (successful DC 18 Search check to spot) in the storage room leads into the sewers.

Harrison Mire: Rog6.

Forgers and Assistants (4): Exp3.

Mire keeps 5,000 gp in his basement contraband storage area. He stores the coins in a *type I bag of holding*.

ACTIVITY

As one might imagine, Mire has his forgers working in the back room with the door closed at all times. He and his other assistants work at desks in the front office. Mire will treat any unrecognized person who comes into his office with guarded courtesy. Given his sideline in contraband goods, he has to be suspicious of all strangers, but he can't afford to ruin his legitimate business with poor service, either. At the first sign of trouble, however, he will go for the short sword that he keeps in the top drawer of his desk, and his front office assistants will follow suit.



N22. THE NIGHT MARKET

This enormous warehouse is solidly constructed of brick, now blackened with soot. The legend "Newmarket" is engraved in a dirty marble slab over the main doorway. The doors have long since been removed and replaced by barriers constructed of junk and loose wood. Makeshift chimneys poke through the disintegrating and inexpertly repaired roof. A rope ladder or two dangles down to provide an alternate means of entry.

The interior is chaotic, with narrow passageways strewn with rubbish weaving between improvised shop fronts, stalls and partial walls made from any available material. This includes old sail-cloth, scrap lumber, even the occasional section of unfinished brick or stone. The air is filled with noise, smells and smoke, even in the summer. Stairs and ladders allow for navigation between the two levels. Light is provided by storm lanterns, cooking fires and, during the day, sunlight filtering through what remains of the roof. It is a miniature city within the city. Shops and stalls sell all manner of found and "acquired" goods, old clothes, repaired pots, etc.

Newmarket Warehouse was an ambitious project, a massive warehouse on two levels. It floundered on two things: infighting among the partners who financed the project and a sudden, unexpected, downturn in trade. The partnership broke up amidst endless bickering. Ownership of the warehouse has been in a legal limbo ever since, as the heirs of the original partners continue their contest for control of the building. This does not mean it is unoccupied, however, as squatters moved in within months of it closing and they have never left. Instead, a whole community has evolved within the building, complete with shops, living quarters and even a tavern. The Guard have been denied legal entry into the building while the court case wends its painful way through the legal system. So they do not bother to patrol it, instead leaving the inhabitants of the building to fend for themselves — and to be honest, the Civic Guard are well glad to be rid of responsibility. It has become known as the Night Market, a twilight place where odd things are bought and sold, and no questions are asked. It is a place with its own laws, where someone can vanish into the city's underworld.

RESIDENTS

The "Mayor" of the Night Market is Sullivan Cray, who has lived here for as long as anyone can remember. Cray tries to keep the peace between the various factions and people of the Night Market. He see the Market as his extended family and, like all families, they squabble, but as long as no one hurts each other, it will work out well enough in the end. His goal is to keep both the Guard and criminals out as much as he can, so the residents of the Market can live in peace. The Night Market pays protection to keep itself free of the syndicates — money to the Three Fins, and information to Rattus Rex. Cray oversees both transactions. He is very personable, a good listener and an even better storyteller. Cray is creeping inexorably into old age now, but his mind is still sharp even if his body is failing.

Cray does not oversee affairs in the Night Market entirely on his own, however. His trusted lieutenant, the exotic but deadly Win Min, helps him keep the peace. Min came to the city by twist of fate, rescued at sea by the Navy when the ship on which he was traveling sank in a storm. Unable to afford passage back to his homeland, he ended up in the Night Market and he just sort of stayed. Cray quickly befriended him, and Min has since given up any thoughts of returning to his native country. He spends most of his waking hours patrolling the Market.

Another longtime resident is Toscin the Magnificent, once an adventurer, now a drunk with a potion stall. Toscin's life has not been all that it could have been. After his adventuring companions were killed by a black dragon, leaving him the only one alive, he turned to drink and soon drank away his entire fortune. Destitute, he ended up in the Night Market. Soon, he scavenged enough for a basic alchemical laboratory (and a still) and started making money. Toscin sells all sorts of minor potions and alchemical mixtures, and almost all of them work as advertised.

The Night Market has about 300 people that live there permanently, with a transient population adding another 100-200, depending on the time of the year (cold weather tends to raise the population as folk seek shelter).

Sullivan Cray: Brd6.

Win Min: Mnk6.

Toscin the Magnificent: Wiz4.

Night Market Residents (varies): Com1.

Taken together, the entire population of the Night Market could probably manage to scrape together 1,000 gp in various coins, semi-precious gems and other valuables, but no more then that. There are many odd and potentially valuable objects both for sale and hidden in the building, if one has the time and dedication to see them out. As DM, you may add them at your discretion.

ACTIVITY

The Night Market is the place to go if you do not have much money and all you can afford are things that have been lost and probably should have stayed that way. It is a swirling nightmare of people, bartering, trades and haggling. Everything you never wanted to buy is for sale here: clothes stripped from dead men, clumsily repaired furniture, short lengths of rope, wine that has turned to vinegar, and so on. Sometimes, something valuable that does not seem valuable passes through here: a damaged and stained ancient book, a statue of a falcon covered in black enamel, a magical stone, and so on. But finding the gems among the dross is a matter of hard effort or blind luck.

HOOKS

- Something lost must be found, perhaps a broken comb of great sentimental value inadvertently thrown out by a servant, or a family banner, snatched away by an errant gust of wind. There is no better place in the city to start looking for such item then the Night Market.
- The altruistic daughter of a noble family has left home without warning — "to help the poor," the note she left behind said. Could she have been foolish enough to venture into the Night Market? Her parents are frantic and hires the PCs to find her.



N23. THE REAPER TAVERN

The Reaper has as its sign a badly battered and weathered figurehead of the Grim Reaper mounted over the door. The building itself is a small converted warehouse, built back when small warehouses were more economical. It has a single level made of brick and a slate roof. The heavy doors are still solid and the only light from outside comes through the skylights. The furniture is made of heavy wood, though scarred from use and marked with an occasional burn.

The basement is accessed through a set of trap doors concealed behind kegs of ale. The original basement, used to keep things cool, has been haphazardly expanded. It is shored by timber scavenged from any source available, including pieces of ships masts, barrels and even a battered wardrobe. The fighting pit is dug sunk further down into the earth and lined with rocks and brick. It is a rough oval 25 feet long. A railing circles the pit to give the audience something to lean on as they watch the show.

Hardly a morning goes by without at least one dead body, human, humanoid or animal, being found out back of the Reaper. On rare occasions the cause is natural, but usually violence was involved. The Reaper's main claim to fame is its clandestine pit fights (blood sports being illegal in the city, except in the Coliseum, location C1). The Reaper is under the unofficial protection of Captain Valreis of the Three Fins (see location N19), who uses it as his base of operations. The ale is strong, the liquor served stronger, and as for the food — well, the less said about the food, the better.

RESIDENTS

The Reaper is run by Jaxton Jeremiah Jiggs, who also announces for the fights in the pit. Jiggs showed up in the Warehouse District several years ago and founded the Reaper. No one seems to know where he came from, even though he speaks with an accent that suggests noble birth. Jiggs is quite the showman, and he is usually able to keep order in the Reaper by force of personality alone. He has contacts with Rattus Rex and the Ebon Lotus Society, as well as a working relationship with the Three Fins. These relationships help him keep peace among the Reaper's rowdy customer base, and more importantly, recruit fighters for the pit.

Jiggs seems to be setting himself up as an important player in the city's underworld. In fact, he belongs to a chaotic evil sect with origins outside the city and he is using the fighting pit as ritual blood letting for the dark god that he serves. He is not sure if he wishes to stay in the city permanently, but for now, it is a good source of sacrificial victims.

Clovis is the bartender and bouncer at the Reaper, and Jiggs' trusted lieutenant. The other employees (and regular guests) fear him for his occasional rages, but admire him for his toughness. Clovis usually communicates in grunts and rude gestures.

The Reaper also employs two to five servers, depending on the shift. An extra two servers bring drinks to the crowd downstairs when there is a fight to watch. Two to four handlers work downstairs to keep order when the fights are ongoing.

Jaxton Jeremiah Jiggs: Brd10.

Clovis: Brb7.

Servers (2-5): Com1.

Fight Handlers (2-4): Exp1.



The tavern cashbox usually has around 500 sp in it. The real money is in the basement, in a huge iron chest (successful DC 18, Open Lock check to open) containing 3,000 gp used for prize purses and gambling payouts.

ACTIVITY

The Civic Guard turns a blind eye to the Reaper and its fighting pit. The fights are quite illegal, but Jiggs insures that anyone who goes in does so of their own free will (or is so drunk as not to know the difference) and that the Guardsmen who patrol this area receive free drinks. Jiggs has managed to persuade the Guard patrols who come that it is better that such a place exist to attract the violent element to one place, rather then have them roaming the streets bothering others.

Half the week, the pit is given over to animal fights, usually between dogs. The admission fee is 1 gp, and six to eight fights take place in a night. It is a rough sport and the dogs involved do not last long. The prize for winning the most dog fights of the night is a purse of 5 gp, 10 gp if the winning dog survived. Valreis takes 10% of the profits of the dog fights, but he rarely watches them.

The pit fights are usually held every other night. The price of admission to watch these fights is a flat 5 gp. A typical night has three to four matches, each lasting until one fighter surrenders (though these do occasionally end in the death of one of the fighters). A purse of 50 gp is offered to the winner of each match. One night per week, there is the special fight card with five or six matches happening over the course of the evening, at least one of which is to the death. The purse for the death matches is 250 gp. On that night, Jiggs may present fights between captured animals or monsters and intelligent beings. Aside from the purses offered to the winning fighter, every match incites massive amounts of betting among the spectators. The house takes a 5% cut out of any betting payout over 20 gp, for the privilege of gambling here. It is a good place to win, or lose, a great deal of money very quickly. Jiggs pays Valreis 20% of the profits of the pit fights, both door fees and gambling profits, and Valreis often stops in to watch them, especially on nights with fights to the death.

HOOKS

- The bodies out back of the Reaper, have started to animate spontaneously. Jiggs has only just realized this, and on his order fighters killed in action are now dumped out decapitated. But that still leaves a pack of ten to twenty undead (ghouls would be good choice) roaming the district. Panicked that this crisis will force the Civic Guard to act against him despite all his blandishments, he hire the PCs to hunt down the undead and solve the problem permanently.
- Jiggs has been using the soil from the pit to fertilize a very special garden on the roof of the Reaper. What sort of strange plants would grow from such tainted ground, and will he have to hire the PCs to help deal with them?
- If the PCs need to raise money fast, one of their contacts could let them know about the pit fights at the Reaper....

N24. THE SHIP'S CAT INN

The ground floor of the inn is built of old brick, with the recently added second floor made mostly of wood with a tile roof. The sign depicts a big ginger tom with a patch over one eye sitting on a ship's steering wheel, a mouse dangling by its tail from its mouth. There are places set up to tie up riding animals and keep carts out of the way, so that teamsters need have no worries about stopping here for a drink.

The interior has a faux nautical theme with bits and bobs from various ships and places mounted on the walls, nets, ship's lanterns, even a nautical map. The tables and chairs are of several different styles, and some have obviously been repaired more than once. The rooms upstairs are simple and clean. There is also a private dinning room upstairs.

Known as a place where dock workers, teamsters and sailors come to share a drink, the Ship's Cat is a fairly rough and tumble place. It is a good place to drop by to pick up the latest news and rumors working their way through the seaside districts and the food is good too. The Ship's Cat serves a good nut brown ale, a good selection of fish dishes, and a truly excellent sausage pie. It also has a surprisingly good wine cellar that is rarely used.

RESIDENTS

The Ship's Cat is owned and operated by Felix Line, a thin and fussy individual who seems out of place among his clientele, but is well-liked by them in spite of it. Felix keeps up on all of the shipping news and has proved very good at predicting upcoming jobs, for which his patrons thank him. Behind his fussy exterior is an observant mind. Felix is one of the better spies and rumor mongers of Rattus Rex (see location N4), which in turn insures that his inn is always well stocked.

Bosko, the bouncer, keeps order in the common room. The only person who has ever made him back down was Captain Emeraldblade of the Civic Guard, and no one thinks any the less of him for it. Bosko is a massive slab of scars and muscle. He worked as a longshoreman at the Docks until a crate fell on him and broke almost every

bone is his body. Felix took him in while he recovered and afterward he became the bouncer for the Ship's Cat.

Karra, the cook, has worked at the Ship's Cat since before Felix bought and remodeled it (and she loves what he has done with it). Her cooking is simple but hearty and very popular with the customers. She rules the kitchen and all of the help, and very few of the customers would dare argue with her either. She keeps an ear to the ground and knows all of the neighborhood gossip.

The inn also has a staff of eight and an additional squad of "working women" who see to certain needs of the male customers.

There is a secret passage that runs between the private dinning room and one of the other rooms on the upper level. It does not allow access to either room but does allow someone in the passage to spy upon people in those rooms. The secret passage is accessed through a concealed panel (successful DC 21 Search check to find it) in the linen closet.

In the cellar of the Ship's Cat are two well hidden entrances into the sewers (successful DC 24 Search check to locate the doors in the basement, successful DC 25 Search check to locate the sewer side of the passages). They are only rarely used.

Felix Line: Rog4/Exp4.

Bosko: Ftr8.

Karra: Exp6.

Staff (8): Com1.

"Working Women" (6): Com1.

The inn's cash box contains 100 gp. The wine cellar has valuable bottles of wine and 1,000 gp hidden in the base of a cask of wine that never seems to get tapped (successful DC 23 Spot check to notice the false bottom).

ACTIVITY

Felix is very interested in anyone new who comes into the Ship's Cat. After all, they are a potential source of new and valuable information. He will personally greet any new customers and try to learn their name and favorite drink. Felix is very good at setting people at ease and gaining information from them.

HOOKS

- If the PCs are obviously travelers, or bards, Felix will be very interested in recruiting them into his intelligence network. He can always use more eyes out in the world and he will be happy to exchange free room and board for useful information.

N25. THE ARCADIAN ARTISTS COLLECTIVE

Murals in progress cover much of the exterior walls of this building, and a rotating cast of statues, finished and unfinished, parade along the edge of the roof vying for space with planters filled with flowers and ivy. The doors are inlaid with swirling patterns of bronze. The Collective stands out from the utilitarian structures that surround it like a peacock among chickens.

The interior is a chaotic collection of work, with living and display spaces separated by temporary wooden walls, screens and hangings. Unfinished paintings, and half-completed statues vie with tables and chairs for room. Only the gallery sections are relatively uncluttered and even they are prone to spillover from the work areas. The stone floor is mostly covered with wooden paneling, which is in turn covered by carpets in the living and gallery areas. Several areas of the Collective are protected from scrying magic by various wards and defensive spells.

The Arcadian Artists Collective was founded by painter Shevaugn van Rijn as an artists colony, a place for aspiring artists to meet, live and work in a less commercial and competitive atmosphere than that offered by the Artisans District. He purchased a derelict warehouse with the proceeds of several major commissions and converted the interior into a melange of studio space, living quarters and gallery areas.

RESIDENTS

Shevaugn van Rijn still oversees the Collective he created. Though an old man now, he still likes to feel involved with the art that is being produced. In his prime, van Rijn was the most popular portrait artist in the city. He painted all of the great and good for over 30 years before retiring to pursue more personal work. Van Rijn sees his current role as inspiring and nurturing the next generation of the city's artists, and freeing them from commercial pressure by giving them shelter in the Collective. He is an engaging fellow, able to talk knowledgeably on just about any subject, and will do so at length given the chance. He is an incorrigible flirt; he feels his age entitles him to it, and he will happily make passes at any pretty faces that pass by.

Nidor Crucible, a young dwarven craftsman who was fed up with the traditionalism of his fellow dwarves, is another of the colony's residents. He took his skills and, refusing a journeyman's position, set out to develop his craft in the wider world. He has traveled outside the city and sought out other techniques for sculpting and casting bronzes. When he returned, Nidor had skills but lacked money. Van Rijn offered him space in the Collective and

a loan to get started. Crucible does not lack for confidence in his skills as a sculptor of bronzes, and he is only slightly less sure of his other skills.

Zarah Elsinore is another established resident of the colony. She may be a flightily half-elf but she is an amazingly talented artist, able to catch the spirit of the people that she paints. Van Rijn's patronage has given her space to work and imposed a meager amount of discipline on her, but she remains prone to drama and distraction. If she was not so talented, van Rijn's patience with her would have dried up long ago. She is accompanied almost everywhere by her fluffy silver-grey cat named Mithral, with whom she often seem to engage in deep conversations.

Gideon Glass is van Rijn's business manager and director of security for the Collective. He deals with all of the Collective's money matters. This has compelled him to recruit a set of mercenaries to protect the Collective's building from being robbed or otherwise molested, the Warehouse District being a rough neighborhood. His straight-laced appearance and manner not withstanding, he appreciates Van Rijn and the artists who flock to him, and would do whatever was needed to protect them both. He wears an expensive suit with a mithral vest underneath (treat as a mithral chain shirt, as per the description of mithral in the *Dungeon Master's Guide*). He usually carries a rapier and dagger with matched silver hilts as his primary and secondary weapons (add 10 gp to the market value of the rapier and 5 gp to the market value of the dagger).

There are four to seven other artists living in the Collective and a staff of five who take care of cooking and cleaning. The security detail numbers twenty mercenaries, with six on duty at any time.

Shevaugn van Rijn: Brd7/Exp7.

Nador Crucible: Dwarf Exp6.

Zarah Elsinore: Half-elf Sor6.

Other Artists (12): Exp2.

Gideon Glass: Ftr3/Rog3.

Mercenary Guards (6): Ftr2.

There is a great deal of valuable artwork in the Collective, and an even larger amount of dross, as well as supplies for creating artwork but not very much actual money. There is a safe in Gideon's office, set into the wall, camouflaged and concealed behind a wall hanging, (successful DC 15 Search check to find, DC 21 Open Locks check to open) containing 2,500 gp. Other artists have 100-200 gp stashed around their quarters or studios for buying supplies.

ACTIVITY

The Collective is a hive of activity, frequently at odd hours. During the day, there are always some number of people over, helping the various artists, posing, looking at the galleries and visiting. At night, van Rijn sometimes hosts parties for his friends and contacts which usually run quite late, with the guests staying until morning, as the streets are not safe after dark. The security detail will let anyone who looks halfway respectable in during the day, but after dark the doors are closed and only an invitation, delivery order or being personally vouched for by one of the resident artists will get one inside.

HOOKS

- Zarah has been sketching passer byes, one in particular, every time she sketches him it comes out... evil. She is deeply disturbed by this and asks the PCs to find out why.
- Van Rijn has spotted one of the PCs, who has just the look he wants for his current project. They should be happy with the honor alone, but he is willing to pay them for their time.



N26. COOPERS GUILD WAREHOUSE

The Coopers Guild uses this warehouse to store raw materials, wood, hoops, sealant, as well as finished products. It is a well maintained wooden building decorated with the seal of the Coopers Guild. The guards hired to protect the building (eight on duty at any given time; all War2) are also well trained as fire fighters and have access to buckets, sand and a specially equipped wagon.

N27. MOORELAND'S WAREHOUSE

Like many warehouse owners, Alun Mooreland rents out his warehouse to those who need large amounts of storage space, such as merchants. Space in the warehouse can be had by the week or month. Mooreland only provides minimal security — four guards per shift (War2) — so keeping highly valuable merchandise here is not recommended.



N28. PASHADUKE'S WAREHOUSE OF WONDERS!

The exterior of this building is clad in yellow brick and the tops of the walls have broken pottery shards set into the mortar as a deterrent to thieves. The window are covered by magically hardened brass bars marked with sigils and wards. The brick around the doors and windows are further inscribed with strange runes. The door to the office is polished ebony bound with brass and bears the inscription, "Pashaduke's Warehouse of Wonders" in flowing script.

Part of the interior of the warehouse is given over to living quarters for Pashaduke and his guards. The reception area is quite opulent, with multiple carpets on the floors and silk hangings, low furniture of expensive dark wood and a fine tea service for guests. Whenever Pashaduke has cause to worry about the security of his warehouse, he will cast *guards and wards* over it, and the windows and doors already have their own magical protections. His private force of security guards are trained to use the effects of the magical defenses to their best advantage.

Pashaduke's is the transshipment point for all bulk magical supplies destined for the Arcane Academy (location K2) as well as other, more exotic, items. For those who use a great deal of spell components or who manufacture magical items, Pashaduke's is the place to shop, from eye of newt and powdered demon horn to alchemical silver and adamantium, all is available from Pashaduke's.

RESIDENTS

Pashaduke is an odd one in a city full of odd folk— a wizard from a distant land, yet with an air of nobility around him. There are many rumors about his past, as his name is obviously made-up. Some say that he once was a tyrannical wizard-king who was overthrown and had to flee his realm, others that he was cursed by a genie never to be able to return to his home. Other rumors about him are even stranger. Pashaduke does nothing to dispel them; in fact, he seems to enjoy adding to them. What is provable is that he is very wealthy and well connected. He has many friends at the Arcane Academy, and he occasionally guest-lectures there.

Widely knowledgeable on diverse subjects, charming, and inscrutably exotic is Pashaduke. He is not a humble man and he loves to display his magical powers. "It is my only vanity," he says, not a little disingenuously. Pashaduke dresses the part of the foreign wizard to the hilt, preferring richly embroidered silk robes, a crimson

turban set with a ruby (value 100 gp), heavy gold rings on all of his fingers and shoes with long curling toes. He has dark skin, flashing green eyes, and black hair along with a curling black beard.

He keeps a pet tiger, Raja, whom he occasionally walks, but usually leaves to guard the warehouse. Raja is heavily built, even for a tiger, 10 feet long and weighing in at a thousand pounds of muscle. Its jaws seem slightly overlarge and his eyes speak of greater intelligence than a normal cat.

It is a little known fact, but rumored, that Pashaduke consorts with smugglers of magical items. This is true, and it is also known to the City Guard and the Arcane Academy. Almost all of the magic items that Pashaduke helps smuggle are minor — low level scrolls, weak wands, potions. They are things of little consequence, but the Academy has successfully lobbied for stiff tariffs (even bans) on importation of such items to protect the economic interests of local wizards. But when it comes to items that they themselves need to buy, well, they have no reservations about turning to Pashaduke, who can get it for them for cheaper than if they were to buy it from one of their local peers. Pashaduke informs the Guard if he believes that the buyer has criminal (or at least, mischievous) purposes in mind. However, he uses this 'harmless' smuggling as a cover for smuggling banned and forbidden theological texts to members of the College of Oracles (location K1) and that, is turn, is used to mask the smuggling of the occasional unusual magical item for a select buyer — about whose purposes Pashaduke has little concern, as long as he is paid in full.

Amir is the commander of Pashaduke's private guards. He is a skilled soldier, apparently from the same homeland as his employer. He is curt and efficient, fully conversant with the defenses of the warehouse. He tends to distrust anyone whom he does not know terribly well. Amir dresses precisely in fine chainmail (treat as masterwork chainmail) under an embroidered surcoat, and he wears a scimitar and dagger along with a combined quiver and bowcase for his short composite bow. Amir has sun-darkened skin and his black hair is shot through with grey but neatly trimmed, and his grey eyes watch everything.

Six of Amir's guards will be on duty at any one time (ten or more will be on duty during major deliveries and transfers). Like Amir, they are from Pashaduke's homeland, and also like him, they are equipped with scimitar, dagger and a short composite bow, with mail and a light steel shield for protection.

Two small air elementals (whom Pashaduke affection calls Blow and Swirl) are bound to watch the roof for intruders. They are friendly and playful but alert. Occasionally they send gusts of dust or sea spray (when they can catch it) at passers by.

Pashaduke further employs three servants to cook and clean and hires members of the teamsters on an as-needed basis.

Pashaduke: Wiz14.

Raja: 12-HD half-bronze dragon large tiger, as per the *Monster Manual*.

Amir: Ftr8.

Amir's Guards (12): Ftr4.

Blow and Swirl: Small air elementals, as per the *Monster Manual*.

Servants (3): Com1.

> Assume that Pashaduke's has 40,000 gp worth of magic items, raw material and spell components on hand at any time. The exact composition of this trove is left to the DM's discretion.

ACTIVITY

If Pashaduke is not here, the business door will be locked (successful DC 20 Open Lock check to pick) and *arcane locked*. If he is, a servant will see the visitor in and Pashaduke will meet with them over tea. Unless it is a business deal that involves more than 1,000 gp, he will politely redirect them to whoever else can help them.

HOOKS

- One of Pashaduke's shipments arrived broken, and the magic mixtures within spontaneously evolved into something dangerous and hungry. It has already eaten two of his guards and he needs it dealt with. He will pay well to have it killed. Or it may have escaped into the sewers and Pashaduke does not want to be blamed for any trouble it might cause. He hires the PCs to hunt the creature down (returning the body to him, of course).
- Pashaduke has several valuable shipments, all of which must be delivered immediately! He hires the PCs to guard one or more of them.
- A quest for a rare magical component brings the PCs to Pashaduke. He indeed has it, but he requires something valuable in exchange. This could turn into the classic situation where each person they go to has the item needed, but they want yet another item in exchange. Alternately, Pashaduke could require a service from them in return for the thing that they seek.

N29. TARMONT'S WAREHOUSE

Architecturally, there is nothing particularly unusual about Tarmont's Warehouse. A sign above the office door reads, "Tarmont's Warhouse/Wines and Spirits/Urbane Tarmont, Proprietor." Inside, Urbane Tarmont seems to have made himself as much at home as is possible in such a plain environment, with wood panelling and comfortable furnishings in his office. A rack of wine bottles and other spirits is kept behind a locked iron grill as examples of what is stocked in the warehouse.

Urbane Tarmont is a well known importer and exporter of wines and spirits. Many inns buy from him and people looking to stock the wine cellar of a house or tavern might wish to consider contacting him directly. Tarmont deals exclusively in large volumes of alcoholic beverages. Anyone seeking to buy less than a hundred bottles will be directed elsewhere.

RESIDENTS

Urbane Tarmont inherited the warehouse and trade from his father and he has worked very hard to expand his business. He is always interested in new and exotic liquors to import and untapped markets outside the city. On the surface, he looks like an honest workaholic who spends more time at the office than at home, his expensive clothes always rumpled. His brown eyes are alert, even if they do have bags under them. Tarmont is a friendly fellow, always ready with a story or a joke and a drink, and he sets great store by social drinking.

But in fact, Urbane Tarmont is one of the masters of the Ebon Lotus Society smuggling ring. The Ebon Lotus Society is a group of power hungry wizards whose master plan envisions them summoning legions of powerful demons to serve them and enable them to conquer the city, then the region, and eventually, as much of the known world as they can. This is a very expensive proposition, however, and they smuggle high-value items to provide them with the funds needed to preform their dark ceremonies. They traffic in banned magic items, slaves, exotic poisons — anything that is in demand, but illegal, so that they may eventually turn the tables on their business partners and blackmail them with evidence of their involvement in illegal trade. They do have the advantage of being able to use high-level magic to supplement the more traditional stealth and bribery of the smuggler's trade. The organization is organized in small cells, so that the street operatives — the lower and mid-level members — actually know relatively few other members of the organization. This enables them to shield the leadership cadre from legal trouble in case their street operatives run afoul of the law. Tarmont and the other Masters of the Ebon Lotus sacrifice their subordinates to whatever trouble they may get into without a second thought.

Tarmont does a lucrative trade not only in his legitimate business, but in both slaves and magic items as well. Like all of the members of the Ebon Lotus, he is positioning himself for the great insurrection that will allow them to take over the city and from there, the world. However, Tarmont is also a cautious man and he has plans in place should his smuggling be discovered. Like a good Master of the Ebon Lotus, he has insured that other people will be punished for the crimes, not him.

However, one of those patsies will not be Sholon Creel, Tarmont's trusted lieutenant. Creel is an experienced hunter and animal trainer who retired to an easier life in the city. His half-orcish heritage is only visible in the cruel twist of his mouth and the strength of his arms. Sholon trains the guards dogs for the warehouse and commands the security guards at night. He wears a chain shirt under hunting leathers and a bastard sword slung across his back. When on duty he carries a long composite bow with a bag of arrows at his waist.

Tarmont values his goods highly and has imported four hell hounds to act as guard animals. Sholon has overseen their training and insures that they are fighting fit. The hell hounds are only released at night, or during an emergency and they only obey Tarmont or Sholon. If not given orders, however, they will attack anyone they do not recognize.

The warehouse employees six administrative staff, fifteen workers in the warehouse and twenty guards, six to eight of whom are on duty on each shift.

ACTIVITY

Hidden under the warehouse is a prisoner holding pen and a dedicated room for the performance of dark rituals and summonings by the Ebon Lotus Society. The door to the secret rooms is very hard to find (successful DC 24 Search check to notice) and it is sealed by both physical (successful DC 20 Open Lock check to pick) and *arcane locks*. If Tarmont feels he has reason to worry about it, he will have cast *alarm* on the stairs beyond the door as well. On nights of the new moon, terrible rituals are conducted here. Tarmont usually has a minor evil outsider bound to guard this secret room just in case the other protections fail.

Urbane Tarmont: Wiz9.

Sholon Creel: Half-orc Rgr8.

Hell Hounds (4): as per the *Monster Manual*.

Warehouse Staff (6): Com3.

Warehouse Workers (15): Com1.

Warehouse Guards (20): War2.

Sholon Creel wears a chain shirt. He carries a bastard sword as his primary melee weapon and masterwork longbow as his primary missile weapon. The warehouse guards wear studded leather armor and carry clubs as their primary weapon. The office cashbox has 500-600 gp in coin and considerably more in letters of credit. The wines and liquors in the warehouse are worth 4,000 gp all together. But none of the bottles are exceptionally valuable.

HOOKS

- On a night when the PCs are roaming the streets of the the district, one of the Ebon Lotus summoning rituals goes terribly wrong, releasing a demon to rampage through the district. The hell hounds get swept up in excitement, and they are rampaging as well. Tarmont knows the hounds will be traced to him, so he has sent Sholon and a group of Ebon Lotus members off to kill the hounds and any witnesses while he conceals the evidence of the bungled ritual.
- Tarmont is very careful to dispose of the bodies of the victims of their sacrificial rituals (another benefit of the hell hounds). But even so, the PCs find a suspiciously human-looking bone outside the warehouse.
- Unbeknownst to Tarmont, his dark rituals have begun to taint with evil the wine stored in such close proximity to the rites. People who have drunk this tainted wine lose control of their emotions and engage in savage and brutal acts. The Civic Guard is trying to find out the cause of these disturbances but perhaps the PCs will choose to investigate on their own if they imbibe some of the tainted wine themselves....

N30. WAREHOUSE WATCHMEN OFFICE

Most of this simple stone building building is very utilitarian in its layout. There is a fireplace, where the Watchmen to warm themselves between shifts, a small armory where the their weapons are stored, and an administrative area for processing and filing reports. The Captain's private office, on the other hand, is very nicely appointed with wood paneling, a big desk and a large map of the district on one wall.

This building serves as headquarters for the Warehouse Watchmen, the district's ragtag army of private security guards.

RESIDENTS

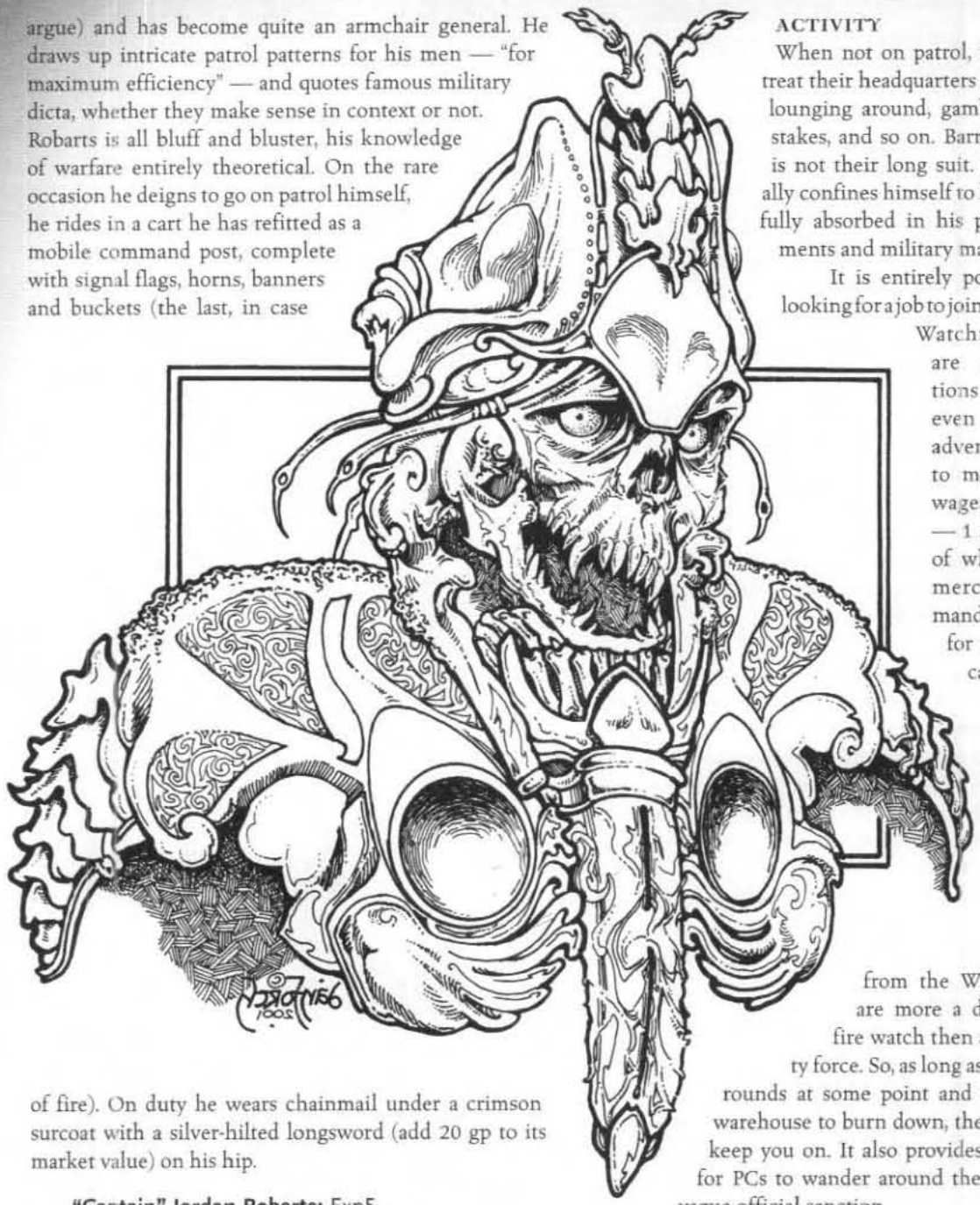
The district's warehouse owners pool their funds to support a private security force to guard their property and help keep the peace, called the Warehouse Watchmen. The Watchmen employs about 60 members. Some are cashiered City Guardsmen (or those who couldn't meet the standards for Guard recruits), and others sailors between ships, and while yet others are little more than ne'er-do-wells who have just drifted into this work. The Watchmen patrol in groups of five, with three patrols out during the day and six at night. They are equipped with studded leather armor, longspears and short swords. The leader of each patrol carries a horn with which to summon aid. At night, each member of a patrol carries a hooded lantern. Most of the Watchmen are not terribly experienced (1st or 2nd level, mostly warriors) but a few know what they are doing (4th or 5th level, in various classes), and they generally rise to leadership positions fairly quickly.

The Watchmen are are a ragtag force by any reasonable standard. The Guard does not take them very seriously, but at the same time, they do not mind having the extra pairs of eyes watching out for trouble. For the most part, a Watchmen patrol running into a Civic Guard patrol can expect to receive a little good-natured condescension for their trouble.

The Watchmen are commanded by "Captain" Jordan Robarts. Captain Robarts tried to enlist in the Wall Guard as a young man, but was turned away. To compensate for his youthful failure, he studied military history intensely (though without much understanding, one might



argue) and has become quite an armchair general. He draws up intricate patrol patterns for his men — "for maximum efficiency" — and quotes famous military dicta, whether they make sense in context or not. Robarts is all bluff and bluster, his knowledge of warfare entirely theoretical. On the rare occasion he deigns to go on patrol himself, he rides in a cart he has refitted as a mobile command post, complete with signal flags, horns, banners and buckets (the last, in case of fire). On duty he wears chainmail under a crimson surcoat with a silver-hilted longsword (add 20 gp to its market value) on his hip.



"Captain" Jordan Robarts: Exp5.

Typical Watchman Leader (12): Ftr4-5, although other classes are possible.

Typical Watchman (48): War 1-2.

Despite Robarts' ostentation, there is no wealth of note here, except for pocket change and personal items. The warehouse owners keep their guards on a short financial leash.

ACTIVITY

When not on patrol, the Watchmen treat their headquarters as a clubhouse, lounging around, gambling for petty stakes, and so on. Barracks discipline is not their long suit. Robarts generally confines himself to his office, blissfully absorbed in his planning documents and military manuals.

It is entirely possible for PCs looking for a job to join the Warehouse Watchmen. There are no qualifications to speak of; even an entry-level adventurer is sure to meet them. The wages are modest — 1 sp per day, half of what an average mercenary commands. But working for the Watchmen can be a soft job. The hours are long, and the night shift is always looking for volunteers, but not much is demanded or even expected from the Watchmen. They are more a deterrent and a fire watch then a proper security force. So, as long as you make your rounds at some point and do not allow a warehouse to burn down, they will probably keep you on. It also provides a good excuse for PCs to wander around the district with a vague official sanction.

N31. WEAVERS GUILD WAREHOUSE

The Weavers Guild uses this warehouse to store goods in the process of shipment and to stockpile raw materials against shortages. The building is made of stone with interior divisions of brick, it is designed to be as protected against fire as the builder could manage. Each of the storage areas has a bin of fine sand and shovels in case a small fire starts, it can be stamped out quickly.

N32. THE GHOST MILL

The Ghost Mill is probably the oldest surviving windmill in the City. It teeters dangerously in the wind, its surviving vanes turning slowly and without purpose. Only a few flecks of paint remain on the weathered wood of the building. Its windows have long since shattered and fallen away, leaving gaping holes that seem to watch passers-by. As its popular name suggests, it is widely believed that the place is haunted. The story goes that its last owner was a miller driven crazy by the suspicion that his attractive young wife was having an affair with one of his employees. In his madness, he killed her and every man working in the mill, grinding their bones to meal with the millstones before killing himself. In any case, no one who has tried to restart the mill has lasted more then a day before being driven out in terror. What horrors are inside are unknown and it remains a sinister presence on the edge of the district.

N33. LILYWHITE'S WINDMILL

Lilywhite's Windmill was recently sold to the Argolse Family (to cover the gambling debts of the former owner, or so it is rumored) and it has been extensively refurbished. With new whitewash for the exterior building and the vanes have been repainted in green and white, the building fairly glows in the morning sun. It is one of the most efficient mills in the city and the new owners even give tours (daily, starting at noon, and 1 cp per head) to show it off.

Lilywhite's Windmill has thus become rather a tourist attraction in its own right, so it is now run with draconian efficiency and well paid (if hard driven) workers in neat uniforms. The success of the new Lilywhite's has prompted other windmills to try and emulate its success by improving their performance as well.

N34. STRATTON'S WINDMILL

This building still looks ramshackle and run down, with signs of temporary fixes that were never upgraded into permanent repairs. One of the windmill's vanes does not match the others, and it is in dire need of a new coat of paint. Inside, the windmill it is a ever-shifting maze of ropes, pulleys, gears, cogs and semi-automated looms — a potential deathtrap for the unwary.

The current owner of this windmill rescued it from the brink of bankruptcy and has refitted it, removing the grindstones and replacing them with wind-powered looms to produce cloth. While the new technology is still in its early stage and plagued by problems, the experiment is still watched closely by the Weavers Guild.

RESIDENTS

Naismith Stratton is the wizard behind this new-fangled wind loom. Stratton is dedicated to using magic and practical application of knowledge to better people's lives, and what better place to start than making weaving more efficient? Everyone needs clothes, after all. The wind-powered looms are proving more difficult to perfect than he had expected, but he is soldiering along to make it work. Stratton is more a visionary than a practical engineer, and he is having trouble making the leap from concept to execution.

Stratton receives technical assistance from Yon, a master weaver who came to the city years ago as a refugee from a war-torn land. He refused membership in the Weavers Guild when they refused to recognize his credentials and admit him as a master. He worked at odd jobs beneath his dignity until Stratton, who had been spurned by the conservative weavers of the Guild, turned to him for technical assistance. Yon is both grateful for the work and fascinated by the mechanical looms that Stratton has designed. He is confident that the practical problems can be overcome... eventually.

Stratton's staff also includes four junior assistants who are helping him to try and get the wind-powered looms operational. If they can be made to work, he will have to find twenty more journeyman and apprentice-level weavers to run the place at maximum capacity.

Naismith Stratton: Wiz7.

Yon: Exp8.

Assistants (4): Exp4.

There is nothing of value here beyond the idea that wind power can be put to more productive use then simply grinding grain.

ACTIVITY

Stratton's Windmill is a dangerous place, as parts of it are only half-repaired and there are turning gears, circling belts, whirling chains, spinning cogs and pulleys cluttering up the space as well as half a dozen large looms. Anyone who tries to move among the machinery, either to get a close look at it or to actually work it, must make a DC 18 Balance check for every 10 minutes spent doing so. If you fail, you suffer 1d8 damage, either from falling, or having something fall on you, or having something hit you.

HOOKS

- The Weavers Guild hires the PCs to spy on Stratton's project — or perhaps even sabotage it. The Weavers are still unsure if Stratton's ideas are a threat or an opportunity and want an eye kept on him at the very least.

- Stratton finally gets his looms working, but the Weavers Guild insures that he cannot buy any thread or raw cotton or wool in the city. He turns to the PCs to travel to foreign lands and act as his buying agents. Stratton is desperate enough to even offer them a share in the business.
- In a moment of desperation, Stratton summoned air elementals to get the windmill turning on a day when the air was still. Now, they are causing mischief and he cannot get rid of them by himself, so he hires the PCs to help.

N35. THE TEMPLE WINDMILL OF THE GODDESS OF COMPASSION

This windmill has been painted in the colors of the goddess of compassion, white and blue, with a gilded symbol of the deity placed on the spire of the roof where it can catch the sun's light. The system uses wind-powered Archimedes screws to pull water up from the bay which, in turn, feed into pipes made of rolled lead, and finally to the two fountains clad with white marble. On the lower level of the temple there is a hostel for pilgrims and on the upper floor four rooms for the clerics who wish to stay here.

The Temple Windmill of the Goddess of Compassion provides comfort, healing, guidance and fresh water to the people of the Warehouse District. This windmill has been converted into a pumping station, pulling water in from the bay and running it through a pair of magical sieves which, in effect, cast *purify drink* upon the water, making it pure and drinkable. There are two fountains, worshipers of the goddess of compassion are given preference at one, while the other follows a normal queue system.

The cult of the goddess of compassion is a modestly popular religion of abstraction, a popular secondary religion for the sick, or those with ailing loved ones. Its main temple is in the Spire District.

RESIDENTS

High Priest Bors (neutral good) is in charge of the Temple Windmill. It was his idea to set up a branch temple in a windmill and use it to generate clean water, and has proved to be a great success. Bors has lived in the city his entire life, born among the lower classes, and he has always wanted to improve the lot of poor. It took twenty years for him to convince the main temple to allow him to build a temple in the Warehouse District. Bors' persistence was justified and the temple has gained a solid core of dedicated worshipers for the goddess of compassion. Bors is a friendly man with a kind voice, and he is convinced that everyone has a core of goodness to them. He is a good listener and knows most of the rumors and gossip making the rounds of the district.

Healer Noon (lawful good) is the temple's second-highest ranking cleric. He has served here for many years and welcome the chance to spread the faith by good works. While Noon can use magic to cure people, he prefers to keep that as a last resort, being a master of conventional forms of treatment — bandages, splints, poultices and other traditional forms of healing. He also teaches the skills to the local people, especially mothers. His talents, combined with the pure water available from the temple, have combined to drastically improve the health of this district.

Volant the Silent is a penitent paladin and a recent addition to the temples staff. Following an act that almost stripped him of his paladinhood (the exact nature of which he dares not tell), he is working at the temple as penance as well as observing an oath of silence for a year in order to redeem himself. He wears chainmail under a tabard decorated with his order's symbol and carries a slate and chalk for when he must communicate with others.

There are two lesser priests and four lay staff that come in from the local community to help with the chores around the temple, such as cleaning and cooking. The hostel can sleep up to 30 pilgrims without being excessively crowded, but there are rarely more then ten visiting here; they are generally foreigners arrived by see and looking to stay the night on their way from the Docks.

High Priest Bors: Clr8.

Healer Noon: Clr6.

Volant the Silent: Pal3.

Junior Priests (2): Clr2.

Lay Staff (4): Com1.

Pilgrims (varies): Com1.

The only treasure here is the contents of the donation box (20 gp in copper and silver coins), the healing potions brewed by Noon and the *purify drink* pipes.

ACTIVITY

Except in the dead of night, there is always a line of people, mostly women and children, queued up to get pure water from the fountains. Others have come to seek advice or receive treatment from Healer Noon. At sunrise and sunset, High Priest Bors, assisted by Volant, performs ritual blessings upon all who attend the services.

HOOKS

- One of the *purify drink* pipes has been stolen! A group of foreign sailors were seen poking around the other day. It must be found before it is spirited out of the city. High Priest Bors begs the PCs to help return the holy item to the faithful, as the Civic Guard seems to be stumped.
- Volant is sure that he has seen ghouls entering the sewers. But he need to be sure before he sets off to hunts them down. He tries to ask the PCs for help, but he does not write very fast, or very well, and his gestures may be confusing.... Will they help this poor paladin in his hour of need?
- Someone has kidnaped Healer Noon! The community is outraged and is offering a reward for his safe return. Who would do such a dastardly thing? Perhaps the Three Fins to save the life of a wounded captain. Or the Ebon Lotus Society, what better sacrifice to the dark good then a pure man? In any case, time is short and the PCs had better act fast.
- Bors senses that Volant has been deeply troubled of late, and suspects that someone unknown has been trying to blackmail him, using knowledge of his dark secret as leverage. He asks the PCs to investigate and rescue Volant from his tormentor.



QUESTS

SMUGGLERS BLUES

The Warehouse District is well know for its smugglers of all types and some times they get into trouble. This quest would work best if the PCs had already travelled with Glena Cooke (location N11) and know her as a friend, but another PC with the same profession would work as well.

Cook recently made two mistakes: First, she took a commission from a client she knew nothing about (foolish, she knows, but she was desperate for money) and second, the item she was transporting, well... it destroyed itself. It was a complex puzzle box and Cook dropped it. There was a whirring and the box just folded in on itself and vanished (she thinks she saw an eye and a tentacle before the box disappeared, but she does not like to think about that).

Now, she asks her friends for aid. Depending on what she thinks will be most likely to convince the PCs and gain their sympathy, she may weave a story about her mother who needs expensive healing, or how she was tricked into doing this, or she may even tell the truth. Cook only has a short period of time to find a similar puzzle box, get it "magicked up" and turn it over to her client.

Cook suspects her best chance is to find something at the Night Market, though she has heard of the Puzzle Box Maker, Radox (location N3), but she does not know how to contact him and. Aas a last resort, there is always Pashaduke (location N29). Cook will need the PCs help to find this faux box as soon as possible.

Once the new box is obtained, it needs to be delivered. Of course, the exchange will not go smoothly. The client is a member of the Ebon Lotus Society (see location N32) and he needs to tie up loose ends — by killing the courier and everyone else involved.

STORM AND SPELLS

A savage storm has washed over the city. Most of the windmills in the district are closed for repairs. The streets are scattered with debris and people are taking storm shutters down.

Gonreth Ravam of Rattus Rex (see location N4) has decided to use this as an opportunity to test the magical booby traps that he and the other Sator have set across the district. The majority of them, when tripped, summon an elemental (mostly medium size or smaller) that wreaks havoc for ten minutes and then disappears. Some also trigger other magical effects such as *entangle, heat metal, soften earth and stone* or *spike growth*. They are globes of fragile clay, inscribes with runes and symbols in paint and blood. When touched or broken, they trigger.

The PC can easily walk into one of these traps or be called to help those who have. Once the PCs have triggered one of the traps, it is easy enough to find more, as they are not hard to spot if you know what to look for. The PC may have remembered seeing someone plant one of these traps in the first moments after the storm had passed. Perhaps they could track them down?

Table N.1: Warehouse District Random Encounters

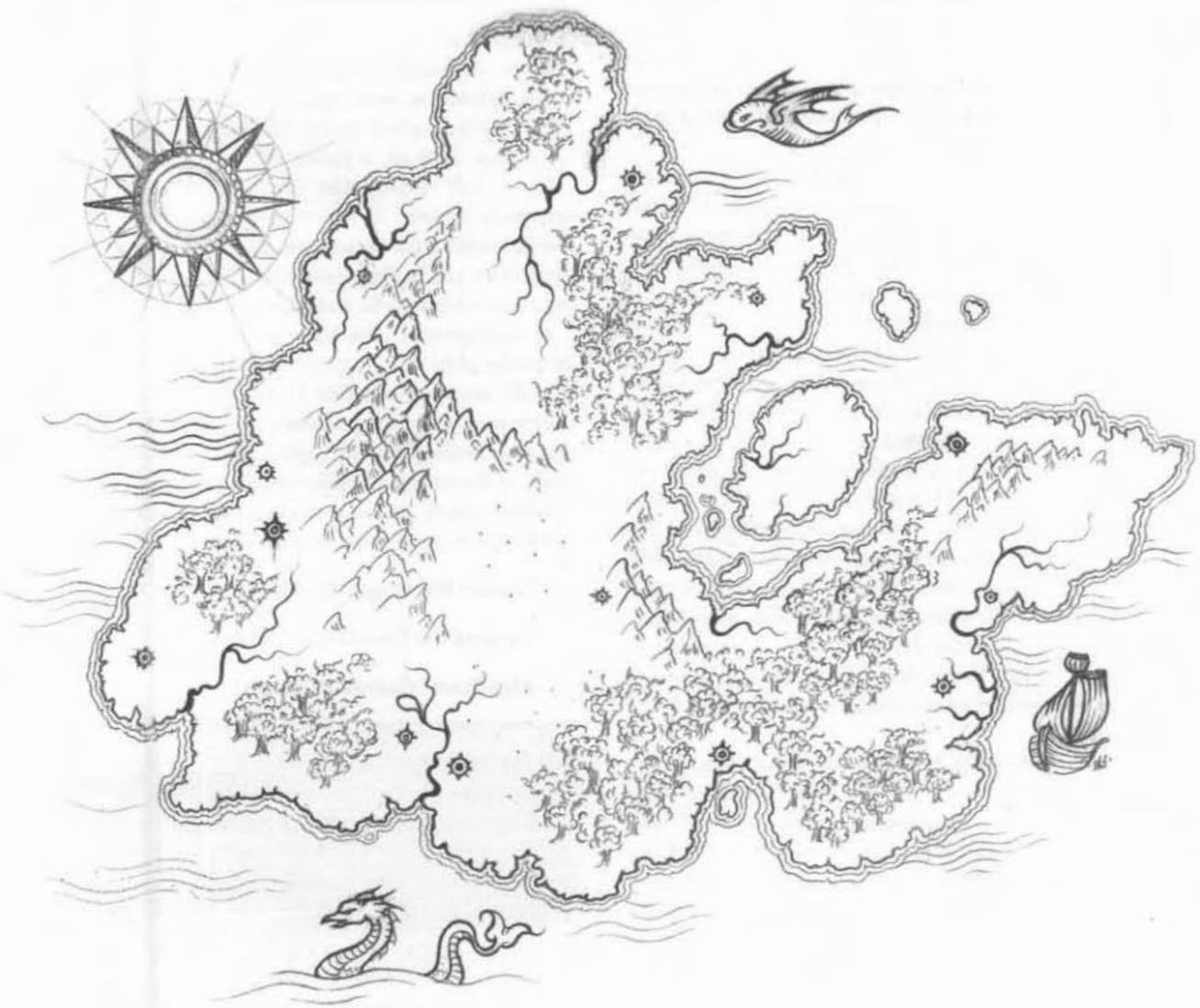
d20	Encounter
1-2	Civic Guard patrol
3-5	Thieves/Pickpocket
6-7	Messenger
8-9	Smuggler
10-11	Craftsman/Tradesman
12	Ogre from Corbusher's Heavy Transport (see location N8)
13-14	Warehouse Watchmen patrol
15-16	Guild youth gang members
17-18	Merchant
19-20	Teamsters, transporting cargo



MAP SECTION O: NAVAL DISTRICT

OVERVIEW

No great port can survive without control of the waters that surround it. Accordingly, the city maintains a substantial navy to patrol the seas. Partly named after the imposing shipyard that not only takes a good portion of the area but that also employs many workers all year round, the Naval District also contains a prestigious college to teach leadership and tactics to future officers of the Navy, a cluster of fancy houses reserved for naval officers and their families, a tall lighthouse that alerts incoming sea vessels from the south that they are approaching a coast, and a great Naval Base (location O20) to house and train sailors, which also serves as the headquarters of the Navy's administration. The Naval District also houses the Aerial Guard's barracks, stables, and yards (location O34). Set upon a high and fortified promontory, these buildings put a roof over the heads of both the proud men and women serving in the Aerial Guard and the flying steeds they use and care for. Amidst all of these great institutions, a number of small businesses flourish. Private residences, most of them of great quality and design, make up the remainder of the district.



Many regard the Naval District as a place reserved for the men of the Navy. While the Navy does use several great plots of lands in the district — which was, after all, rightfully named — civilians also abound in this part of town. Many live here, while others come to the district to work at one of its small but popular businesses. Seven days a week and 24 hours a day, shipwrights toil at the Shipyard — one of the most important and lucrative institutions in the entire city — repairing damaged vessels and building new ones. During the daytime, merchants, wholesalers, and other businessmen come to the district to bring provisions, gear, and other merchandise to the Navy, the Aerial Guard, and the inns and taverns. Some of these merchants also purchase goods from the few local artisans living in the district.

While the city occasionally hires cleaning crews to maintain the streets, those who live therein work or pay to maintain their beautiful houses. Many hire gardeners year after year to plant flowers in their yards, thus contributing to the almost spotless look of the district. Navy personnel, Aerial Guard officers, and well-to-do bourgeois make up almost 70% of the district's population. Most commoners who dwell here also have more money than average, having either struck it rich at some point in their lives or inherited an important sum of coin. Because of this, few poor people live in this area, and most of those who do feel unwelcome and out of place.

Still, a few rotten apples lie amidst this seemingly spotless environment. A handful of abandoned houses — either owned by nobles who do not care about them anymore or by people who left the city in a hurry long ago — stand in a dire state besides the attractive and sparklingly colorful dwellings of the area. A handful of taverns, mostly frequented by Navy and Aerial Guard personnel, have earned a bad reputation with most civilians living in the district. While most denizens follow the city's laws and respect the authorities, some do so only in appearance. Like many other places in the city, illicit and criminal activities can be found in the Naval District, as thieves, fences, and smugglers operate from the area. The men and women who take part of such activities, however, are more careful to hide their true business than most others of their profession; here, they are far more likely to have a respectable façade, which they must maintain if they wish to avoid suspicion. In fact, many of them are admired members of society that few suspect of leading a double life.

Overall, however, the Naval District remains one of the most orderly places in the city. The district's citizens keep its stylish houses and lucrative businesses clean and comfortable, its streets safe, and its landscapes beautiful. Most of the district's inhabitants are extremely proud of their neighborhood, and the majority seem content to obey the laws and support all of the city's official institutions.

LOCATIONS

01. THE LIGHTHOUSE

A magnificent, 250-foot tower dominates the southwest part of the district. Rising high above the southern city wall, it is undoubtedly one of the most important structures in the region. A massive roof supported by thick colonnades of burgundy stone crowns the tower. Inside the circle of thick columns, a wide chamber holds an almost blinding light, which illuminates towards the sea but also lights up the Shipyard as well as several other edifices of the area at all hours of the night.

This imposing structure serves to alert ships at sea of the harbor's presence. The beacon flame in the Lighthouse's hooded crown can be seen from miles away. The flame is magical in nature, since arcane fire is so much more effective and durable than natural fire.

RESIDENTS

Ikanius, a powerful wizard employed by the city, tends to the lighthouse every night. Loyal to the city he serves, Ikanius (often called simply "the Mage") works with his apprentice Zarinna, a young elf, whom the old wizard believes will surpass him someday. While she seems extremely devoted to her master, Zarinna's true loyalty lies in learning the arcane arts. She works hard to please her master, and in the meantime spends long hours studying everything the old man teaches her.

A contingent of elite Navy guards, in dress uniforms, keeps the place safe — a tradition that has endured since the tall structure was first built centuries ago. At least twelve men guard the premises at all times, posted at the sole door leading into the Lighthouse as well as on several levels of the structure. However, they never enter the top chamber, where the arcane beacon shines. Only Ikanius and his elven apprentice have access to it.

Ikanius the Mage: Wiz14.

Zarinna the Devoted: Elf Wiz5.

Elite Naval Guards (12): Ftr4.

Ikanius the Mage carries a *staff of frost*, a thick spellbook filled with various incantations, five pouches holding components, and a purse containing 300 gp (the sum of his fortune). Zarinna carries three potions, which she crafted herself: *mage armor* (5 doses), *levitate* (2 doses), and *fox's cunning* (3 doses). She also owns a masterwork dagger and a masterwork quarterstaff.

ACTIVITY

During the night, both Ikanius and Zarinna can be found at the Lighthouse, although both live in a simple house in the district (where they sleep during the day). The flame they tend is maintained by a series of spells, augmented with purified gems which have been embedded into the floor and ceiling of the lighthouse's top floor. Removing the gems is impossible; the light is so bright and intense that it would blind anyone who attempts it. Ikanius and Zarinna usually wear special goggles made of darkened glass when performing their work. It is the only way they can see.

HOOKS

- A wizard more powerful than Ikanius has placed a potent spell upon the Lighthouse's beacon, making the flame cast impenetrable magical darkness rather than light. Unable to counter the magic, Ikanius can do nothing to restore the situation. Meanwhile, residents of the southeastern part of the district (as well as vessels close to the coast) find themselves in utter blackness. The City Council hires the PCs to uncover whoever is responsible for this act of sabotage. More importantly, they need to discover a spell that will counter the magical darkness before disaster strikes.

02. THE SHIPYARD

This colossal facility holds many huge drydocks made out of thick and sturdy wood, and takes up most of the southeastern portion of the district. Most of these docks at any given time are occupied with repairing ships, both military and civilian. Other drydocks hold unfinished ships still under construction. Hundreds of shipwrights work here during all hours of day and night, making the place bustle with sound and activity. During the night, the strong beacon emerging from the Lighthouse to the south illuminates the Shipyard, thus allowing the shipbuilders to work in the best conditions they could hope for.

These drydocks serve to build and repair military and commercial ships alike. Because of the high amount of traffic coming in and out of the city's port, the Shipyard keeps the many shipwrights of the city busy all year round. At busy times, only the wealthiest and most powerful ship owners can secure drydocks for their use. Even the city's own Navy must compete for space at these peak times. In such instances, those who maintain good relations with the Shipwrights Guild have better chances of getting what they need from them.



One of the most profitable and important institutions in the city, the Shipyard provides the Shipwrights Guild with prestige, coin, and influence. Undoubtedly the most powerful trade guild in the district, and indeed one of the richest and most influential in the city, the Shipwrights Guild holds a monopoly over all that happens at the Shipyard, from the hiring of shipwrights to the purchase of lumber, ropes, metal implements, sails, tools and all other items required to build and repair ships. Though the Independent Shipyards (location M23) has been making inroads against their monopoly, the overwhelming majority of vessels are constructed and repaired here, under the watchful eye of the Guild.

RESIDENTS

Currently, Master Orius Bellevue, a rich and proud member of the Shipwrights Guild and a cousin of Sir Hamish Bellevue (location E12), runs the place. Master Orius enjoys his position as the Shipyard's administrator. The position not only gives him steady money and prestige, but most importantly it bestows power over the members of the Shipwrights Guild as well as over all ship owners who need to use the city's only drydock facility. Orius, who in his youth failed to graduate from the Naval Academy — a horrendous family scandal at the time — now enjoys making naval officers who need to use his docks squirm. He remains a cunning and calculating man. He also realizes the importance of the city's Navy, which, after all protects the seas around one of the most important and lucrative ports in the world. Thus he makes sure that repairs on the most important warships are done quickly and efficiently, despite the fact that he almost always puts Navy officers through the wringer beforehand.

A dozen masters from the Shipwrights Guild help Orius run the Shipyard. These men and women work with at least 40 experts and as many apprentices per eight hour shift as they can handle, as well as with over 50 unskilled laborers.

Orius Bellevue: Ari7/Exp7.

Master Shipbuilders (12): Exp10.

Expert Shipbuilders (40): Exp5.

Apprentice Shipbuilders (50): Exp1.

Working Commoners (55): Com1.



Great quantities of tools and raw materials used to build and repair sea vessels are piled around the Shipyard. The most valuable items, however, are stored at the Depository (location O6). Several ships, set upon the drydocks, can also be found here. While most are empty and hold no valuables, some may contain hidden treasure — items abandoned by their crews, or hidden and forgotten — at the DM's discretion. Orius wears a *circlet of charisma* +4 and carries a pouch with 275 gp.

ACTIVITY

PCs who need to have their vessel repaired can come to the Shipyard. They must meet either Orius Bellevue himself or one of the masters working for him, who usually put their names and request on a waiting list. Depending on the Shipyard's schedule, the PCs' reputation, and the amount of money they are prepared to offer, work can start within 24 hours or several months. All those dealing with Orius and the other master shipbuilders must be patient, charming, and ready to pay bribes, lest their request be put on the backburner.

HOOKS

- The ghost of a man recently murdered at the Shipyard begins to haunt the place. The man's body, buried deep under one of the drydocks, was never found, and thus no one in the city actually know he was killed — save for his murderer. The ghost, which appears when the sun sets every night, causes panic among the workers of the nightshift, costing the Shipwrights Guild vast amounts of money due to lost production. Orius Bellevue hires the PCs to rid the Shipyard of its phantom. In order to appease the spirit, the PCs need to uncover its earthly remains, hand them over to the authorities, and discover the person responsible for the murder. Only members of the Shipwrights Guild working together could have buried the man's dead body without notice, so many in the organization may secretly work against the PCs' investigation.
- Subtle elements of sabotage begin showing up in the Shipyards. The evidence points to the three owners of the Independent Shipyards (location M23), who hotly deny the charges. Nonetheless, tensions mount and the Shipwrights Guild promises dire repercussions if the sabotage doesn't cease. Is the Guild's rival hoping to gain ground by sabotaging them? Or is this the work of elements in the Guild itself, fabricating an excuse to burn the Independent Shipyards to the ground? Orius Bellevue hires the PCs to find out.

O3. THE SHIPWRIGHTS GUILDHALLS

Two bulky buildings of sturdy oak stand beside the city's great Shipyard. The walls of both buildings bear strange but attractive symbols related to the ocean and sea voyages: star charts, dolphins, great galleys, oars, whales, one-piece telescopes, wind-filled sails, starfish, flags floating upon the wind on top of masts, and the like. The carvings turn the otherwise mundane looking buildings into an extraordinary sight, despite their dull beige coloration.

These buildings serve as the Shipwrights Guildhalls. The first houses the Guild's leadership, an extensive library, and a great meeting hall where expert and master guildsmen gather each month. The second holds small private apartments that Guild members can rent, as well as large workshops used to plan and design new vessels. Masters also occasionally use some of these workshops to teach less experienced members of the Guild.

RESIDENTS

Ptolemy Hyrus, a venerable master shipwright, was recently appointed as head of the conclave of eight grand masters leading the Shipwrights Guild. He believes he can make the organization — already one of the richest and most powerful in the city — even more affluent. Recently, he tried to become the Naval District representative at the City Council, but he was beaten by his competitor and fellow guildsman, Narisek Oliveskin (location O25). This rivalry stirred all sorts of trouble within the Shipwrights Guild, but despite rumors suggesting otherwise, Oliveskin vowed not to challenge or intervene with Hyrus' leadership of the Guild itself.

In addition, the Guildhalls are constantly alive with the activities of many dozens of shipwrights: masters, apprentices, and everyone in between.

Great Grand Master Ptolemy Hyrus: Exp14.

Grand Master Shipwrights (7): Exp15.

Master Shipwrights (20): Exp10.

Journeyman Shipwrights (50): Exp5.

Apprentice Shipwrights (50): Exp1.

The main Guildhall of the Shipwrights Guild contains many tomes of knowledge, all pertaining to the building and maintenance of sea vessels. While most volumes are recent, some ancient tomes may fetch several hundred gp if sold to the proper buyer. Within the offices of the Guild's Great Grand Master, a small locked room called the Treasury (successful DC 30 Open Lock check to breach) holds over 10,000 gp in assorted coins, jewels, and gemstones. In addition, Hyrus the Old carries a *rod of alertness*. The golden head of the rod — the highest symbol of the Guild's authority — is shaped in the form of an ancient trireme.

ACTIVITY

Members of the Shipwrights Guilds can rent small, fully furnished apartments and use the many private workshops set up in the secondary Guildhall. Any member with the rank of master can freely access the workshops, but those with the rank of expert must pay a minimal fee of 1 cp per day. The apartments, reserved for guildsmen, cost half as much as other accommodations of similar size offered in other parts of the district (usually 1-2 sp a night). These advantages are part of the perqs of belonging to the Shipwrights Guild. Only members of the organization can enter the main Guildhall, unless a master or the Grand Master accompanies them. Anyone wishing to hire a shipwright is politely asked to go to the Shipyard, but those wishing to discuss other business with one of the Grand Masters can get an appointment.

Among its other duties, the Shipwrights Guild is responsible for electing the district's representative to the City Council. Originally, the position belonged to a Naval officer — the High Admiral of the fleet — but few Admirals were interested in politics, a characteristic that tends to set the Navy apart from their landlubber cousins, the City Guard. The Guild was only to happy to take up the mantle, and had soon maneuvered the Navy out of the equation completely. Though the Navy remains fiercely independent in outlook and views themselves as defenders of the public at large, they find their fortunes tied more and more closely to the political whims of the Shipwrights Guild.

HOOKS

- Grand Master Hyrus wants history to remember him as one of the most brilliant ship designers ever to grace the city. However, after years of working on designs for a new and revolutionary type of war vessel, he feels that he will never be able to produce anything concrete. Then he hears of a fallen civilization of seafarers that once thrived in a remote island paradise; he hires the PCs to discover this lost land and bring from it any clues, that might help him build a stronger, faster, and more lethal warship. What horror will the PCs discover in the ruins of this lost civilization? What lost mystery will they bring back to the city?
- Grand Master Hyrus has heard that the library at Steelweather Gardens, now owned by the Rakul clan (location E8) contains an old and valuable tome on shipbuilding, and he must have it for the Guild's library. He is afraid, however, to approach the semi-barbaric nobleman himself, and hires the PCs to act as intermediaries, promising them a generous reward if they are successful. It should be noted also that while Hyrus is willing to pay for the book, he isn't particularly fussy about how it is actually acquired.

O4. THE BEANERY

This large but simple stone building faces a wide avenue and the high promontory beyond. It holds no special designs save for a small wooden sign hanging in front of it, depicting the image of a large bean, with a steaming pot behind it.

The Shipwrights Guild owns and operates this modest restaurant to the southeast of the Shipyard. It is simply called the Beanery after the restaurant's specialty: cooked beans. Shipyard workers can get simple and inexpensive meals here — mainly composed of beans and fish or seafood stews served with heavy bread and cheese. Open 24 hours a day, the Beanery lists two separate prices on its menu: one for the members of the Shipwrights Guild (also good for any common laborer at the Shipyard) and one for everyone else, who must pay twice as much for a meal as the guildsmen do. It comes as no surprise that 95% of those eating at the Beanery either belong to the Shipwrights Guild or work at the Shipyard as laborers.

RESIDENTS

Hiero Sordor, a competent shipwright who spent most of his life aboard one ship or another, takes care of the Beanery. He jovially recounts tall tales of his life as an adventuring sailor to his many patrons, and delights in talking shop with others of his trade. Although he never truly practiced shipbuilding, Sordor's natural talents, as well as his shipwright father and uncles, allowed him to remain a member of the Shipwrights Guild for all of his adult life. Now, he hires chefs and runs the daily operations of the Beanery for his fellow guildsmen.

Hiero Sordor: Rog8.

Chefs (5): Com3.

Customers (Varies): Com1 or Exp1-5

Simple food and watered-down cheap ale abound at the Beanery. The place's money box holds a total of 30 gp in assorted coins. Sordor wears a bronze necklace with an ancient pirate's insignia (worth 50 gp), which he claims he stole from a great ruffian of the ocean.



ACTIVITY

The Beanery is a good place to learn what goes on at the Shipyard and hear the latest rumors from the Shipwrights Guild. Many a boy became an apprentice shipwright after bringing a meal to an expert member of the Guild; a lot of commoners in the area view the Beanery as an unofficial place where they can talk, trade, or make contact with the shipbuilders.

HOOKS

- An old beggar, claiming to be a master shipwright from another town who lost his job following an unfortunate accident that left him crippled, comes to the Beanery every day asking for food. At first, Sordor rejected his pleas but he eventually took pity on the poor man and fed him. However, the man, who seems to have lost his mind entirely, has become a nuisance. He never wants to leave the Beanery, shouts at its patrons, and fights with everyone who tries to make him leave. Sordor asks the PCs to take care of the problem. The PCs can either cure the man of his madness by lifting the *curse* afflicting him, find a charitable institution who will take care of him (such as the Horacius Memorial Asylum in the Lamplighter District, H24), escort him out of the city (in which case he may later return), or implement any other solution they can think of. If they do this for Sordor, they win his friendship and make an important contact within the Shipwrights Guild. If they manage to cure the man, he later proves to be an important and valuable ally to the PCs.

05. THE LODGE

A simple wooden building painted dark green sits besides the Beanery. With its window sills painted yellow and its orange sign that reads, "The Lodge," the structure stands out from some of the less colorful dwellings of the district.

This building, owned by the Shipwrights Guild, rents small apartments to Shipyard workers. Strictly reserved for unskilled laborers, who mainly fetch tools and raw materials for shipwrights working at the Shipyard (location O2) — the Lodge offers small, simply furnished, but clean rooms at low prices. Renting on a month-by-month basis, the Lodge usually has a few apartments available, but at peak times at the Shipyard, it can't accommodate all those who wish to stay here.

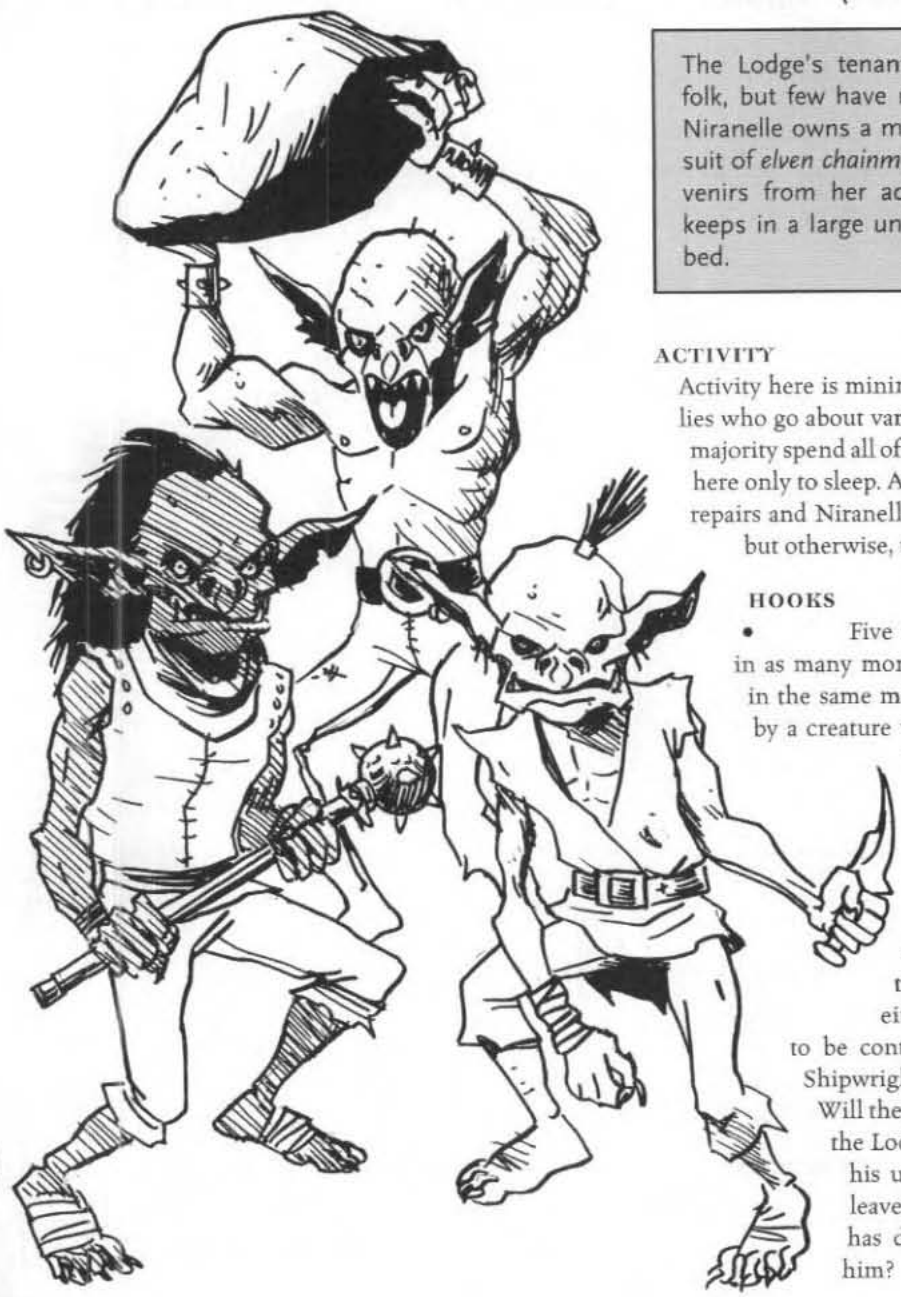
RESIDENTS

Niranelle runs the Lodge. This middle-aged woman, the daughter of a skilled shipwright, once tried her hand at shipbuilding. She was as gifted as her father, but failed to understand the passion most members of the profession feel, so her designs were largely dismissed as uninspired. She then tried adventuring for a time. When she returned to the city, the Shipwrights Guild hired her to rent out apartments at the Lodge and employ people to keep the building in good shape. She has been doing this for the past decade, and recently received the honorary title of journeyman in the Shipwrights Guild — a fact that she never mentions to anyone, save to members of the Guild who believe such things important. An old and tight-lipped carpenter named Felder Avram works for her, keeping the building and the grounds around it in good repair.

Niranelle: Rog6.

Felder Avram: Exp6.

Residents (Varies): Com1-3.



The Lodge's tenants are mostly honest working folk, but few have much to their name. However, Niranelle owns a masterwork rapier, a masterwork suit of *elven chainmail*, and a total of 80 gp — souvenirs from her adventuring days — which she keeps in a large unlocked chest at the foot of her bed.

ACTIVITY

Activity here is minimal. While a few workers have families who go about various chores here during the day, the majority spend all of their time at the Shipyard, returning here only to sleep. Avram keeps busy with various minor repairs and Niranelle can always be found in her office, but otherwise, the area is kept fairly quiet.

HOOKS

- Five men and women have been killed in as many months at the Lodge. Each victim died in the same manner: their bodies ripped to shreds by a creature with powerful claws and fangs. Not wanting to cause a panic, Niranelle managed to keep the last three murders quiet, but many tenants nevertheless left the premises. Because neither Niranelle nor the city's authorities heard of any similar incident in another part of town, they suspect the creature to either have access to the Lodge or to be controlled by someone who does. The Shipwrights Guild hires the PCs to investigate. Will they discover the were-creature living at the Lodge? Will they be able to cure him of his uncontrollable shape-shifting, which leaves him with no memory of what he has done, or will they be forced to kill him?

06. THE DEPOSITORY

Two series of buildings dominate this portion of the district. The first, made entirely of wood, faces the city's great Shipyard (location O2). Each small, single-story structure holds a large pair of double doors on their western wall; they have no windows or other points of entry. The second series of buildings stand behind the first, at an odd angle. Each of these contains a massive pair of double doors on the western side, but they were fashioned from red-brown bricks and stand three stories high.

This cluster of six large brick buildings and six smaller wooden ones form a storage area where the most costly materials used at the Shipyard can be kept safe. Run by a master from the Shipwrights Guild, the Depository holds tools, raw materials, and finished goods used in the making and upkeep of ships, such as anchors, ropes, and sails. The shipbuilders also use the Depository to store lumber of the highest quality, though they pile most of their wood upon the open grounds of the Shipyard itself.

RESIDENTS

The venerable master shipwright Rakeeth Whitebrow, a fat and jovial old man who speaks loudly because he does not hear very well, runs the Depository with a handful of young experts from the Shipwrights Guild. He and his assistants are responsible for the inventory of the Depository, and also work with the unskilled laborers who move tools and raw materials as needed. Because the goods stored at the Depository are highly valuable — albeit not easily movable — the Shipwrights Guild also hires experienced mercenaries to keep a close watch on the place. They number about a dozen, and report directly to Rakeeth.

Rakeeth Whitebrow: Exp12.

Expert Shipbuilders (5): Exp5.

Laborers (Varies): Com1.

Mercenary Guards (12): Ftr4.

Shipbuilders' tools, high quality lumber, and all sorts of ship implements (ropes, sails, harnesses, etc.) can be found at the Depository. Though worth over 20,000 gp in total, most of the materials cannot be moved easily and they will not fetch their full market value on the black market. The mercenaries working here wear masterwork chain shirts and carry masterwork longswords.

ACTIVITY

Members of the Shipwrights Guild can be found here at all hours of the day, taking inventory, organizing storage areas, or requisitioning supplies for the vessels currently under construction at the shipyards. The guards are on duty at all times, and keep a close eye on anyone not under the supervision of a known member of the Guild.

HOOKS

- The last three shipments of lumber coming from a foreign kingdom never reached the Shipyard's Depository. In fact, an investigation revealed that the merchant wagons never even came close to the city. Because the lumber is of the highest quality (and thus used in the making of the most impressive war galleys), the Shipwrights Guild needs to recover it. It hires the PCs to travel to the foreign kingdom, where they discover that the lumber wagons and their crews were stolen and abducted by a small but powerful rebel force demanding that the monarch abdicate. Will the PCs be able to meet peacefully with these rebels? What will they ask for in exchange for the wagons and the men they kidnapped?

07. THE HOUSE OF GLASS

A large, three-story high, L-shaped edifice, which almost looks like a noble's manor, stands close to the Shipyard. The building looks run down, despite the pale blue stone of its walls and the colonnades and balconies dotting its sides. In front of it, a large sign reading, "The House of Glass," hangs from a sturdy wooden post.

Athanis Deverus, a master glassblower, rents this large building from the Rotburn-Seivers family (location E15). Although the rent costs him a considerable sum, he still makes an adequate living, and even pays his employees well. A score of people work for him in the workshop and storefront situated in the first floor of this dwelling. Athanis and his son use the second floor as their private workshop, which only expert glassblowers under Athanis' employ can enter. They also store extra tools and the raw materials they need for their craft there. The family's private apartments take up the third floor of the building.

RESIDENTS

With Arvarus (his only child from a previous marriage) and a handful of assistants, Athanis makes all sorts of glass objects. His specialty lies in the creation of bottles of strange and unusual sizes, many of which he sells to alchemists. Many storeowners, herbalists, apothecaries, potion brewers, and healers from the city buy only from Athanis. His son Arvarus mostly fashions high-quality bowls, cups, and plates. His special designs and intricate signature mark the glassware of many nobles of the city.

Four years ago, Athanis — who lost his first wife shortly after the birth of his son — married Lirra, a beautiful and charismatic young bard who shared his passion for arts and crafts. After a few exciting years as an adventurer, Lirra was seemingly more than happy to settle in the city. Three years ago, she gave birth to healthy twins: a girl and a boy, which she named Morra and Littaris. She now helps her husband with the administrative tasks of his business while taking care of her children.

Lirra, however, has not always been a paragon of kindness, support, and family virtues. During her years as an adventurer, she worked with an unscrupulous gang called "the Six Sinners." Back then, she used her real name — Lutherielle — robbing tombs for gold and desecrating ancient holy sites for sport. The group also murdered at least three people: nobles killed during a failed robbery in a foreign city. Persecuted by paladins and good clerics alike, and hated by most who ever heard about them, the members of the Six Sinners where eventually hunted down. Four of them where arrested and executed for their many crimes, but the other two, including Lirra, were never found. Lirra does not know what happened to her last comrade. She eventually found her way to the city, changed her name, and forged documents to create a plausible new identity for herself. A few months later, she married Athanis, hoping to escape her past. Athanis knows nothing of the Six Sinners, nor does he know his wife's true identity. Although she learned to appreciate her husband and even his eldest son, Arvarus, Lirra discovered true love when she gave birth to her twins. If her past catches up with her, she will do everything in her power to protect them.

Athanis Deverus: Exp11.

Arvarus Deverus: Exp8.

Lirra: Brd11.

Morra and Littaris: Com1.

Expert Glassblowers (12): Exp5.

Apprentice Glassblowers (7): Exp1.

The House of Glass holds an inventory of glass items valued at roughly 3,500 gp. The family keeps a sum of 400 gp in a locked chest in the master bedroom (successful DC 15 Open Lock check to pick). Lirra hides a small and very thin wooden box under the floorboards of her children's bed (successful DC 20 Search check to notice the false floor). The box holds a sapphire worth 600 gp and a *potion of cure serious wounds* with 3 doses left — souvenirs from her life of adventures. She also wears a *ring of telekinesis* and carries a hidden *+3 keen dagger* on her person at all times.

ACTIVITY

Anyone can purchase items made of glass directly from Athanis or Arvarus in the small storefront. The House of Glass opens an hour after dawn and closes at dark, but the artisans working here sometimes work until midnight. Merchants and wholesalers come to the Glass House every Tuesday to purchase items they can resell or put on display in their stores.

HOOKS

- Werthon, the other surviving member of the Six Sinners, has found Lirra, and threatens to expose her if she refuses to help him evade the authorities. She knows Werthon to be a cruel, bloodthirsty man, and she now fears for the lives of her children. To make matters worse, her old companion believes she stole money from the gang's treasury, and he now wants to claim his share of it. Lirra never touched the money — it was stolen by the men who hunted the group down — and thus she cannot give Werthon what he wants. She approaches the PCs, claiming that Werthon wrongly believes her to be a criminal with whom he had dealings with in the past, and offers a large reward if they can make him disappear.
- A foreign paladin, who devoted himself to hunting down the Six Sinners, crosses paths with Lirra by chance. Remembering an artist's rendering of the group, he suspects Lirra to be one of the two missing gang members, but he does not dare arrest her without proof (he has a valid mandate for her arrest from his homeland). He hires the PCs to investigate Lirra's past, hoping to confirm that she is indeed Lutherielle, the criminal he seeks. If the PCs uncover Lirra's true identity and she finds out about it, she first tries to eliminate them and the paladin for whom they work (if she knows his identity) by hiring assassins from the Artisans District (see location L25). If this fails, she confronts the PCs herself. If the PCs get the upper hand, she pleads with them, hoping to spare her family the shame of her past deeds.

08. FIRBALA'S FINE FURNITURE AND WOODWORK

Two identical and perfectly square two-story buildings of varnished pinewood stand out from the surrounding area. Many intricate carvings cover the walls of both structures. Most are abstract, but some represent people and edifices of various kinds. In front of these buildings, a large wooden panel tied upon a horizontal pole with silvery chains reads, "Firbala's Fine Furniture and Woodwork."

Offering high quality and extremely durable furniture, as well as several decorative items carved from wood, the Firbala family became well known for the good services

they provided to their patrons, who are mainly wealthy commoners and nobility. The family uses the first floor of the westernmost building to sell its goods. All sorts of furniture and small wooden decorations fill the clean and inviting shop. The second floor of the store holds small cabinets, low chairs and tables, and beautiful carvings. These highly prized items are the store's masterworks; only rich patrons visit the second floor of the establishment and the prices for the objects on display are at least ten times that of the business' other wares. The first floor of the easternmost building serves as both a workshop and a storage room for raw materials, where the Firbalas craft their goods. No one can visit this shop, which is filled with unfinished wooden objects and piles of sawdust. The second floor of this structure houses the family's private apartments.

Experienced Sellers (4): Com3.

Guard Dogs (4): As per the *Monster Manual.*

Furniture and woodwork of the highest quality can be found at Firbala's store. The prices start at twice that charged for typical items of their kind, up to ten times more. The family's private apartments hold a locked iron box (successful DC 15 Open Lock check to pick) with 675 gp and a large garnet worth 80 gp. Orlon wears a golden ring worth 50 gp and a silver necklace worth 20 gp. His wife Porra wears pearl earrings and matching necklace and bracelet worth a total of 500 gp.



RESIDENTS

Orlon Firbala owns and operates this simple workshop with his wife Porra and their three daughters, Orlyn, Asvyn, and Sorlyn. Orlon, one of the most influential and respected members of the Carpenters Guild, has made a name for himself with the original, stylish, and highly comfortable wooden furniture he builds. Four guard dogs, kept in the family's private chambers during the day, protect the furniture and woodwork store at night. The store hires a number of commoners to help Porra sell the goods it offers. Orlon also hires a number of apprentice woodworkers to help him and his daughters with the more menial tasks.

Orlon Firbala: Exp14.

Porra Firbala: Exp11.

Orlyn, Asvyn, and Sorlyn: Exp3.

Apprentice Woodworkers (5): Exp1.

ACTIVITY

Porra, a member of the Shipwrights Guild, uses her many contacts to obtain scraps of high-quality lumber discarded at the Shipyard. Thus, for a low price, the family gets all the wood it needs to build their goods. At the same time, they take unwanted and unused lumber off the hands of the Shipbuilders, to the benefit of everyone involved. Once a week, Porra and several assistants cart the wood to her husband's workshop, where he and his daughters set about carving them into furniture. Firbala's opens at dawn and closes at dusk; private visitors are welcome provided they state their business up front and do not make threats.

HOOKS

- The Shipwrights Guild suddenly ends its association with the Firbala family, deciding to sell its discarded lumber directly to the Carpenters Guild. A furious Porra tries to convince the Guild to reconsider, but to no avail. She hires the PCs to sway the leaders of the Shipwrights Guild and, through any means possible, make sure that they continue to supply her husband's shop with the materials he needs.

09. NURANIAH'S CHOICE CHARTS AND MAPS

This large, three-story dwelling is made out of thick oak log, and would seem more like a hunter's cabin than an actual home, were it not for its elaborate architecture and impressive front porch. A large banner of purple silk with the words "Nuraniah's Choice Charts and Maps" written in both Common and Elven, hangs from the wall of the third story.

RESIDENTS

This establishment, run by the young elf scribe and mapmaker Nuraniah, sells all sorts of regional maps, worlds maps, road outlines, precise elevation graphs, and star charts perfect for navigation. Employing a number of human and elf scribes — charged with copying Nuraniah's wonderfully designed maps so she can offer them to multiple patrons — the small and highly reputed shop



attracts everyone from Navy officers and fishermen to treasure-seeking adventures. On the third floor of her home, accessed through individual staircases and private doorways, Nuraniah has three rooms that she rents to long-term occupants. Akor (see location O23) currently uses one of these rooms, but the other two remain vacant for now.

Nuraniah: Elf Exp14.

Scribes (9): Exp1-5.

Akor: see location O23 for details.

Aside from the impressive store inventory, blank sheets of paper and parchment of different sizes, numerous vials of inks of various hues, quills, old drawing tables, and about a hundred scroll cases lie about Nuraniah's Choice Charts and Maps. The establishment's coin box (successful DC 10 Open Lock check to pick) holds 225 gp. Nuraniah carries a pouch with 90 gp and wears a bloodstone-encrusted platinum ring worth 365 gp. In Akor's apartments, a locked iron chest (successful DC 20 Open Lock check to pick) contains 300 gp in assorted coins and gemstones and a well-wrought jeweled gold dagger worth 550 gp.

ACTIVITY

Nuraniah's inventory includes over 300 different maps and charts, all precise and easily readable. Several copies of each map are available, some in different sizes, colors, and languages. Characters planning a journey outside of town, or even looking for a precise street layout of the city, would do well to visit Nuraniah's Choice Charts and Maps.

HOOKS

- Nuraniah recently rented one of her rooms to a tenant who makes all sorts of strange noises during the night. After several complaints and the man's refusal to change his behavior, Nuraniah asks him to leave, but he refuses, arguing that he has an agreement with her and that he expects her to fulfill her end of the bargain. After all, he claims, he pays well and on time. Because the weird noises continue to spook most passersby and neighbors, Nuraniah hires the PCs to evict the man from her house. The PCs, however, soon discover that the man is a wizard experimenting with a number of new spells based on sound. If they face him, he may test some of his newly-discovered spells on them.
- Nuraniah's Choice Charts and Maps often sponsors cartography expeditions to foreign lands, hoping to chart new and better maps of the landscape. Adventurers who can produce quality maps of hard-to-find locales can earn a great deal by selling them to Nuraniah, and when she goes abroad herself, she always hires bodyguards. PCs on good terms with her will find her a reliable source of income and adventure.

O10. THE RAZOR'S EDGE

Built from dark blue stone, this simple but well-kept house faces the sumptuous Officers Quarter (location O11) to the north. An elaborate bronze sign in the shape of a straight razor, bearing the words, "The Razor's Edge," dangles from a poll attached to the second story of the building.

This small but clean barber shop is favored by many officers in the Navy and Aerial Guard.

RESIDENTS

Ventor Asnarian runs this establishment. An embalmer by trade, he later became a master barber, but he still occasionally works as an undertaker, managing funerals for families of dead Navy or Aerial Guard officers. An extremely hard working and busy man, Asnarian only agrees to prepare the funeral services of important officers whom he knew and respected. Rumors about his ties to the underworld abound, but Asnarian is as straight as an arrow, honest and honorable to a fault. He hires a few barbers to help him run his shop, including journeymen who work full-time, and a handful of apprentices for menial labors. He lives in the second story of the house, which he inherited from his father.

Ventor Asnarian: Exp9.

Barbers (7): Exp1-5.

Asnarian keeps a small silver box (worth 10 gp) with approximately 30 sp in his shop. He owns a delicately wrought platinum armband of dwarven make (worth 250 gp) as well as 200 gp, which he keeps hidden in his pillow.

ACTIVITY

The Razor's Edge has become an unofficial meeting place for high-ranking members of both the Navy and the Aerial Guard. From opening time, just before dawn, up to the beginning of the day watch, many officers from both groups can be encountered here. The Razor's Edge closes its doors in the late afternoon, before dusk.

HOOKS

- A series of murders, made by someone using a straight razor, raises suspicions about the old barber. Because Asnarian is the only man in the district who openly uses such blades, City's Eyes investigators interrogate

him, and then organize stakeouts in the neighborhood. Fearing that his reputation and business might suffer, the Master Barber offers all his savings to the PCs if they can find and capture the murderer.

O11. THE OFFICERS QUARTER

This neighborhood of attractive houses in the northwestern section of the Naval District caters to the wealthy middle class. Reminiscent of larger and more sophisticated manor houses owned by nobles (due to their well kept yards and gardens as well as their elegant architectural designs) the houses here lend a sheen of respectability to the district. Many people would gladly pay a hefty sum of money to live in such an appealing neighborhood.

This gathering of well-appointed homes houses officers of the Navy. In the Navy, officers are supposed to carry themselves like gentlemen even if they don't have as much money as gentlemen, and the neighborhood offers simple but beautiful to luxurious accommodations to anyone of rank. The size of the house and the lavishness of its decor, furniture, and yard depend entirely on the rank of the officer using it. The Navy owns the buildings, and does not charge rent to the officers living here with their families.

Most dwellings in the Officers Quarter house an entire family, but unmarried officers live in the smaller buildings. Although the officers living here spend most of their time away — either working long hours at the Naval Base or, as is most often the case, serving aboard a warship — their families can be found there most of the time. Because the sons and daughters of many retired officers also graduated from the Naval Academy, many officers live with their parents, spouses, and children.

RESIDENTS

Among the most notable officers living in this neighborhood is Admiral Quirinal Narvinon, now retired. Most of his peers consider him a true hero, who proved time and time again that he would willingly give up his life to protect the city for which he cares. The majority of those who served under him harbor a great respect for the man, and remain loyal to him, even in his retirement. Thus, Narvinon's voice still weighs in the Navy even though he has long since left active duty behind him. A dozen officers, most of them now admirals or captains at the twilight of their careers, frequently visit him. Narvinon willingly offers them wise counsel. He lives with his son, Virinion, a navy Captain himself, Virinion's wife, and their children. Virinion's daughter, Makara, recently graduated from the Naval Academy and currently holds the rank of ensign. Her superiors consider her to be one of the most brilliant new officers currently serving in the Navy, and not just on the basis of her family ties.

Another important family living in the neighborhood, the Carlius family, hails from the nobility (they are distant cousins of the Bellevues, a distinguished family with close ties to the Navy; location E12). Admiral Barilios Carlius and his brothers Darrien and Erralius, both captains in the Navy, all live with their spouse and children in sumptuous houses. While Darrien and Erralius captain ships, Admiral Carlius works at the command center at the Naval Base. One of the Lord Admiral's most trusted advisors, he has long played a major role in district politics. His sense of justice and fair play won the trust and support of many officers. Several Navy men believe he will become the next Lord Admiral.

The lieutenants who run the illegal smuggling ring (see location O26) also live in this neighborhood. Some of them have young families while others still live with their parents (either retired or active Navy officers themselves).

Admiral (retired) Quirinal Narvinon: Pal12/Captain4.

Captain Virinion Narvinon: Ftr10/Captain2.

Ensign Makara Narvinon: Ftr 4/Rog1.

Admiral Barilios Carlius: Pal16.

Captain Darrien Carlius: Ftr8/Brd4.

Captain Erralius Carlius: Pal10.

Navy Captains (Varies): Rgr10/Captain 2.

Navy Lieutenants (Varies): Ftr8.

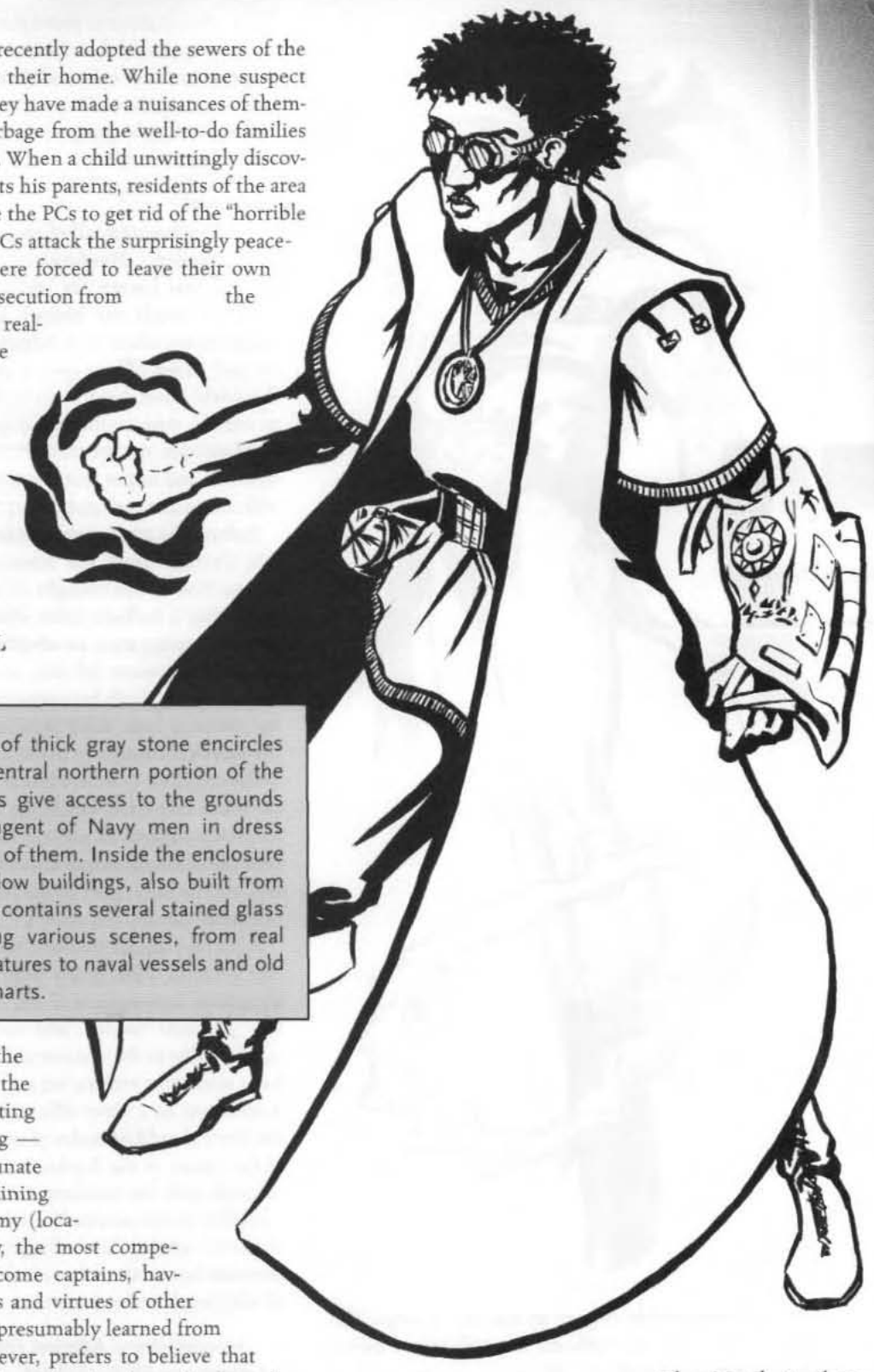
Navy Ensigns (Varies): Ftr4.

Families and Dependents (varies): Com1-4.

Each household in this neighborhood contains different treasures: sumptuous furniture (some of it crafted by Orlon Firbala and his shop; O8), elegant clothing, silver and gold jewelry, Navy uniforms, medals, and other regalia abound. Most families also own between 300 gp and 500 gp worth of savings (coins, gemstones, and other treasures) stashed in locked boxes, chests, or safes. Since tradition and heritage is important to their class, many of them also hold heirlooms of great sentimental (if not monetary) value, such as ancient weapons wielded by far-off ancestors or armbands with the Navy's insignia passed down from father to son for the last six generations.

HOOKS

- A group of wererats recently adopted the sewers of the Officers' Quarters as their home. While none suspect their true identity, they have made a nuisances of themselves by stealing garbage from the well-to-do families of the neighborhood. When a child unwittingly discovers their lair and alerts his parents, residents of the area band together to hire the PCs to get rid of the "horrible creatures." Will the PCs attack the surprisingly peaceful wererats (who were forced to leave their own homes following persecution from the locals) or will they realize they mean the citizens of the city no harm and attempt to help them relocate to another part of town — or perhaps even to another locality altogether?



012. THE NAVAL ACADEMY

A 20-foot high wall of thick gray stone encircles a wide area in the central northern portion of the district. Several gates give access to the grounds within, but a contingent of Navy men in dress uniforms guard each of them. Inside the enclosure lies an amalgam of low buildings, also built from gray stone. Each one contains several stained glass windows representing various scenes, from real and mythical sea creatures to naval vessels and old maps and nautical charts.

Most of the sailors in the city learn their trade the practical way — by getting onto a ship and sailing — though some are fortunate enough to receive training at the Nautical Academy (location M26). Eventually, the most competent among them become captains, having observed the flaws and virtues of other officers firsthand, and presumably learned from them. The Navy, however, prefers to believe that leadership can be taught, and maintains an Academy for that purpose. Its students mostly hail from the nobility or rich bourgeoisie, as most commoners cannot afford the high tuition required to study here.

The Naval Academy consists of a small cluster of classrooms and barracks housing officers-in-training, as well as a parade ground where they uphold the traditional rituals of the Navy. The Academy teaches young men and women how to become great leaders, and its graduates



command considerable respect in the city at large. The teaching staff — all Navy officers themselves — emphasizes the virtues of nobility, obedience, justice, loyalty, and leadership. In addition to naval principles and tactics, they also teach students how to defend themselves in combat, how to wield weapons and wear armor, and the history of the city and the Navy. Graduates of the Naval Academy gain the rank of ensign. The best of them win a post aboard great or prestigious war vessels, while those who barely passed their final exams are assigned to smaller ships or must hone their skills in support jobs at the Naval Base (location O20). Those who specialized in a skill (such as deciphering languages, for instance) work at the Naval Base in special units.

RESIDENTS

Three Headmasters, all of them retired admirals, run the Naval Academy. Headmistress Sophuriah Longmane, an elf who was known for adding magic to her arsenal of weapons, heads the history, languages, and geography departments. Many view Admiral Longmane as the brightest and wisest officer ever to serve in the Navy. Most of those who meet her fall under her charm, and many turn to her for wise council. Although not interested in the city's politics, she proudly shares her knowledge with all who ask, and hopes that those who study at the Academy will continue to valiantly serve the city.

Perhaps the most open-minded of all of the Navy's admirals, Gertuth heads the science and philosophy departments. Now in the twilight of his years, Admiral Gertuth hails from a barbaric tribe who revered the ocean as its god. As a young man, he adopted the city as his home, but the old ways never left him and he joined the Navy as a way of serving both his native faith and the city which he has come to love. With Admiral Longmane, he updated the Navy's contingency plans for defending the city close to the coastline — its last line of defense — for which they are much respected within the Navy today. In his old age, he seems content to prepare the next generation of officers. Surprisingly, Admiral Gertuth has a penchant for the arts, and he often goes to the Artisans District to visit the Sculpture Garden (location L1) and private art galleries.

Admiral Oriphar Vikoren, brother of Sir Jikko Vikoren (see location G16), heads what many consider the most important departments of the Academy: the tactical warfare, personal combat, and seamanship departments. A traditionalist to the marrow of his bones, Admiral Vikoren has a somewhat archaic but extremely noble view of what it means to be a Navy officer. In his mind, all officers in the Navy should be males of aristocratic families. Because of this, many at the Academy view him as hopelessly out of touch with the modern world, and even something of a liability to the service because of that. Nevertheless, he is known among his colleagues for his strong sense of personal honor, the value of which he tries to impress on all who teach at the Academy.

Headmistress Admiral (Ret.) Sophuriah Longmane: Elf Rgr8/Wiz8.

Headmaster Admiral (Ret.) Gertuth: Bbn8/Wiz5.

Headmaster Admiral (Ret.) Oriphar Vikoren: Pal14.

Instructing Navy Captains (Varies): Rgr10/Captain2.

Instructing Navy Lieutenants (Varies): Ftr8.

Attending Navy Ensigns (Varies): Ftr4.

Students (Varies): Ftr1–3.

Civilian Staff (Varies): Com1-4.

Charts, maps, weapons, suits of armor, and countless books on history, languages, philosophy, navigation, sciences, tactical warfare, and a number of other subjects abound at the Academy. Admiral Sophuriah wears a suit of *+4 elven chainmail* and a *necklace of adaptation*. She fights with a *+2 rapier* and carries five bloodstones (each worth 50 gp) and 30 gp in a pouch. Admiral Gertuth holds a *+4 defending great sword* and a pouch with 150 gp. Admiral Oriphar owns a *+3 frost burst great axe* and carries 450 gp in a pouch. Instructors (depending on their rank in the service) and students (depending on their family background) may carry a magic item or two, the power and nature of which is up to the DM.

ACTIVITY

Classes are held year round, and most new students are simply tossed into the coursework and expected to keep up. Graduation ceremonies are held every spring, and visiting captains will often appear in the weeks and months beforehand to keep an eye on promising young students. If called upon, just about everyone here is capable of defending himself, and an attack on the Academy will invite a fierce, concentrated reprisal.

HOOKS

- A group of young students from the Academy form a secret society, called "the Defenders," and take it upon themselves to uphold what they call ancient tradition. They hunt down humanoids and punish them with torture and humiliation. Many citizens of the city view the group's actions as misguided, but some believe that the Defenders can help cleanse the city of a humanoid presence. The fact that the members of this gang study at the Academy is well known — since they leave a small pin, found on every academician's uniform, with their victims. Acting in the name of preserving public order, the City Council asks the PCs to pose as new students at the Academy and infiltrate the group in order to discover and expose its leaders.

013. THE ROTUND RUMP

A wide sign shaped in the form of a two dimensional ham, sporting the words, "The Rotund Rump," hangs from a pole in front of this large establishment. The wide two-story building is painted bright red, standing out from the other more discrete houses of the area.

This restaurant sells everything but fish and seafood, making it a favorite of sailors and maritime officers simply because it offers a nice alternative to their typical menu. Serving large portions at reasonable prices as well as cheap beer and wine, the establishment also attracts many local workers; shipwrights, Wall Guardsmen, and even Aerial Guardsmen and Navy personnel also frequent the place on a regular basis. Because of its close proximity to the Naval Academy, some students also come to the place for a meal, a drink, or entertainment.

Because of its clientele, who tend to drink hard and argue loudly, the local civilians prefer to avoid the place. Though brawls occasionally break out between its patrons during the evening (inter-service rivalries being what they are), peace and tranquility reigns over the establishment during the daytime. Few locals understand why the Rotund Rump transforms from a quiet restaurant into a rowdy tavern every time the sun sets.

RESIDENTS

The Karilyn family (location G22) owns the establishment; they let Joachim Erlas run the place for them. Under his management, the Rotund Rump has became one of the most popular — and lucrative — in the district. Erlas hires a number of expert cooks, barkeeps, and waiters all year round. He pays them well — and because they are mostly lower class, they have few complaints — but asks many hours of labor out of them. He also relies on a handful of bouncers to keep an eye on the more rowdy clientele. They seldom intervene in a brawl, however. Instead, they simply ensure that no furniture or other valuables get broken.

Joachim Erlas: Rog7.

Barkeeps, Cooks, and Waiters (19): Com1-4.

Bouncers (4): Ftr4.

The coin box of the Rotund Rump holds approximately 100 gp in assorted coins. Erlas, who lives in modest accommodations on the second floor, hides a jeweled masterwork short sword worth 800 gp and five *+1 arrows* in a chest under his bed. He carries a pouch with 72 sp.

ACTIVITY

Patrons can get a good meal at a fair price at the Rotund Rump (standard prices as per the *Player's Handbook*). They can also meet several residents of the district, including academicians from the Naval Academy, shipwrights from the Shipwrights Guild, sailors, Aerial Guard officers, and enlisted Navy personnel. Erlas, who enjoys spreading both rumors and factual knowledge, can be a good source of information to anyone. PCrs who treat him with respect and listen patiently to his endless flow of dribbling chatter may even win his friendship, and thus gain an important and well-informed contact.

HOOKS

- One of the city's nobles has challenged Erlas to secure fresh wyvern meat and serve it during an important *banquet*. The noble will pay him a great sum of money if he can accomplish this task, which he believes impossible. Erlas hires the PCs to find a wyvern and bring the creature back to him alive, so he can (with their help) kill it for its meat. If the PCs agree, they win free drinks and meals for the remainders of their lives, but the task will be difficult; bringing a live wyvern to the city requires special permits as well as extreme caution.

O14. THE FORTUNETELLER'S HOUSE

A simple house of unpainted oak stands in the middle of several other dwellings. The walls of the house, bleached by the elements into an eerie pale gray, seem old but solid. A small sign, obviously made by an unskilled hand, hangs from a simple iron pole in front of the house. It reads, "Fortune Readings. Cheap and Accurate." A venerable crone, simply called the Old One (Sor1), lives in this rundown commoner's house in the northern part of the district. For a fee, she tells fortunes and predicts the future to anyone who enters her premises. Although not truly blessed with supernatural insight, she can use *augury* from a number of different scrolls she carries. When doing so, she charges anywhere between 20 and 30 gp to her customer, depending on her humor and how charming her client is. Most of the time she simply takes guesses and hints at vague events to come, charging a more modest 5 sp for the service. The Old One wears a golden necklace of elven design worth 100 gp and seventeen silver and bronze rings cover her fingers (each worth between 1 and 5 gp). Five different *augury* scrolls and a pouch with 24 cp and 5 sp lie within a locked wooden chest in her bedchamber (successful DC 10 Open Lock check to pick).

O15. ZANATHIUS' BODY IMAGES

A small two-story house, strangely painted in bright yellow, sky blue, and dark orange tones, stands out from the other edifices of the area. Upon a large boulder lying in the middle of the house's front yard, the words "Zanathius' Body Images" have been carved and painted bright red.

This shop specializes in tattoos and *similar forms* of body art.

RESIDENTS

Zanathius lives in this simple home and runs his business from the first floor. He is reputed to be the most talented tattoo artist in the city; some call his shop the best in the entire region. Samples of his best work, drawn on pieces of parchment, cover the interior walls of his clean establishment. Comfortable sofas and low tables — appropriate for his mostly well-off clientele — decorate the place.

Zanathius, who lives on the second floor of the house, also occasionally rents out two small bedchambers to members of the Thieves Guild (see location G3) who need a place to hide. While he does not do this often, Zanathius keeps these two rooms fully furnished, clean, and ready to receive visitors at all times. The Thieves Guild pays him well for providing a safe house for them. The powerful organization also protects his workshop, making sure none of its members — or anyone else — steals from him. Furthermore, members of the Thieves Guild operating in this district keep an eye out for troublemakers who would attempt to extort money, or otherwise threaten the gifted tattoo artist.

Zanathius the Proficient: Rog11.

Fine needles, disinfecting alcohol bottles, bandages, and countless little vials filled with paint can be found in Zanathius' shop. In a hidden wall alcove behind a cupboard in the kitchen of his private dwelling, the tattoo artist keeps a small wooden safe, which he leaves locked and trapped (successful DC 18 Open Lock check to pick the lock; Poison Dart Trap: CR 7; mechanical; manual reset; Atk +19 ranged; poison (carrion crawler brain juice, DC 13, paralysis); multiple targets (up to three targets in a 10-ft.-by-10-ft. area); Search DC 26; Disable Device DC 26). The box holds the sum of his savings: three chunks of amber (each worth 80 gp), a fine ivory comb of dwarven make (worth 50 gp), and a purse containing 400 gp.

ACTIVITY

For a suitable fee (anywhere from 2-50 gp, depending on the size of the tattoo and the intricacy of the design), Zanathius will draw permanent tattoos of their choosing on any part of their bodies. Tattoos made by the famous artist are always beautiful, often seeming almost real — or at least three-dimensional. Because of the artist's fame (as well as the exquisiteness of the images he produces), these tattoos provide characters with a +2 circumstance bonus on all Charisma-based skill checks in certain circles (artists and artisans, sailors, Navy enlisted personnel, City Guardsmen, Aerial Guardsmen, barbarians, and other individuals inclined to appreciate such things). When dealing with haughty nobles and the like, however, this bonus becomes a –3 penalty on all Charisma-based skill checks instead. If they want a body part pierced, patrons must bring their own jewelry, since Zanathius does not offer any in his workshop. The only clients Zanathius refuses to serve are those who have openly alienated the Thieves Guild — but he would never admit that. Instead, he always finds some half-baked excuse that most people attribute to his artistic and sometimes unpredictable personality.

It is worth noting that Zanathius is not an arcanist, like Nhalgren of Inks in the Bazaar (location D26). There is nothing magical about his tattoos, and he would bristle at the notion that he uses such "trickery." He considers himself a pure artist. He has heard of Nhalgren, but doesn't really consider him a peer.



HOOKS

- A long-time customer of Zanathius, whose entire body is covered with fine images, woke up to realize that the tattoos on his flesh had begun to shift and change. Obviously imbued with a strange — and unknown — magic, the ever-shifting images recount many stories, from well-known mythical tales to the obscure deeds of ancient heroes. At first, the man seemed glad, showing off his eerie but enticing flesh to anyone who wanted to look at it. One week later, however, the man completely lost his mind, and many of those who gazed upon his flesh began to suffer the same fate. The PCs need to discover the source of the powerful and ancient spell afflicting the man, and journey to an abandoned wizard's tower a few miles outside the city to find a counter-spell to cure all those afflicted by it.
- Someone robs Zanathius' shop. A member of the Thieves Guild (posing as a concerned citizen, if the PCs have no ties with the organization), hires the PCs to uncover the culprit. He offers a large sum of money, and asks that they keep their investigation quiet. When one of the PCs' contacts informs them that someone offered to sell him several images allegedly drawn by the famous Zanathius, the PCs get their first hint. Will they uncover the thief? If so, will they take pity on him when they realize he is a very young foreign barbarian lost in the big city, and desperate for money?



O16. THE BEGGARS' HOVEL

The old and seemingly abandoned house, in dire need of repair, does not fit with the other, more attractive, establishments and dwellings of the district. A closer look at this building suggests that it might fall into ruins soon.

Owned by the Treevheim family (see location L17), who have pretty much forgotten about its existence, this once-simple commoners' residence now lies in dire shape. Denizens of the Naval District tolerate the

abandoned edifice, mainly because their previous complaints to the City Council did not compel city officials to force its proprietors to sell or renovate the place.

RESIDENTS

Infested with vermin, the rundown house now serves as an occasional residence for the brothers Garl, Kuvil, and Lashnis. These men, all competent pickpockets, make a decent living stealing from visitors and residents of the Bazaar, Entertainment, and Travelers Districts during the day, and spend all their earnings on drinks and gambling. When they fail to find better quarters, the brothers use this old house for shelter.

An expert pickpocket, Garl, the eldest of the brothers, takes care of the group's operations. He bosses his brothers around, but also cares for them when they need food or, most importantly, strong drink. Kuvil long ago mastered the art of gambling, but each time he wins, his brothers drink all his earnings away. Those who know Kuvil regard him as a fierce — and unbelievably lucky — card opponent. No one has yet proved that he actually cheats, but suspicion abounds. Lashnis, the quiet one, has befriended a large rat, which he named "Quitter" in honor of their dad, who abandoned the three of them long ago. He treats the creature well, and would go to great lengths to protect it. His brothers find this behavior strange, but tolerate their younger brother's new pet for now.

Garl: Rog6.

Kuvil: Rog3/Ftr2.

Lashnis: Rog3/Rgr1.

Quitter, Dire Rat: As per the *Monster Manual*.

The only item of value the brothers own is their mother's bronze wedding ring, worth 2 gp. It is the only thing they obstinately refuse to sell — even for drinks. When they do have money, it usually does not stay in their pockets very long, as they gamble it away or spend it all on drinks in local taverns.

ACTIVITY

When the brothers aren't here, the place is abandoned, left to the rats and the roaches. When they are here, they are usually either counting newly-filched loot, or sleeping off a bender. If they think they can take a visitor, they will rush him and attempt to club him unconscious. Otherwise, they will scatter and attempt to lose any pursuers in the crowded streets.

HOOKS

- A wizard with a grudge against the Treevheim family casts a powerful spell upon this decrepit house. The spell attracts all rats and mice in a radius of 10 miles, thus becoming the center of a mighty infestation of vermin. Words — and written proof — that the Treevheim family owns this building surface, and many hold the clan responsible for the situation. A member of the family hires the PCs to investigate. Will they be able to counter the wizard's spell? Will they track down the source of the magic (the only clue they can find is a portion of the wizard's scroll bearing his mark left at the crime scene) and find the man responsible? He is a professor at the Arcane Academy (location K2). If so, will they deliver him to justice and save the reputation of the Treevheim family, and thus gain a socially and financially powerful ally?
- The pickpocket brothers steal a valuable object from the PCs. In order to retrieve it, the PCs must discover who the brothers are and where they can be found. Though no one knows about this place, the brothers often frequent gambling houses and taverns of ill repute in the Travelers District, and many in the city's lower echelons have either dealt with them in the past or heard of them. If the PCs act quickly, they can intercept the brothers before they sell the item in question. Otherwise, following an interrogation, they might be able to find the man who purchased it from the brothers: a member of Stavros Elmond's crew (see location M16). This may even lead the PCs to one of the city's smuggling rings.

O17. THE LADY OF THE SEA

A magnificent dark-green marble statue stands in the northwestern part of the district. The 30-foot high monument, built in the effigy of a beautiful mermaid, holds a massive double-headed axe between her slim fingers. This implement, cast in golden bronze, stands out from the otherwise somber statue.

Built by the famous master sculptor Ranar the Shaper (location L7), the Lady of the Sea, as the district's residents call it, became one of the few tourist attractions of the area. One of the very first statues carved by Ranar (and indeed one of his most exquisite works) the Lady of the Sea looks almost real. While the Shaper never talked about how he found his inspiration for the carving, many speculate that he encountered a siren or a mermaid on the first (and last) sea voyage he undertook in his younger days. The journey ended badly, and Ranar, the only survivor of the shipwreck, eventually awoke on a shore not far away from the city. He never talked about what happened, and the dwarf sculptor never took to sea again. But about a year after his misadventure, he donated this wondrous statue to the city.

RESIDENTS

The Lady of the Sea attracts a number of tourists and locals who appreciate the arts. Many young sculptors come to the statue to admire its craftsmanship and try to uncover the secrets of its making. They often sit in the small park around the Lady of the Sea and gaze at the statue for hours, hoping to find some kind of otherworldly inspiration.

Apprentice Sculptors (Varies): Exp2.

Visitors (Varies): Com1.

The statue is a true landmark of the Naval District. If someone could somehow smuggle it out of the city, they could make a small fortune selling it to another major port city or to a rich art collector: 30,000 gp at least. However, it is virtually impossible to move without magic, and anyone who has seen it before will be able to identify it on site. Successfully smuggling it out of the city would be an unprecedented act of theft.

ACTIVITY

The statue makes an excellent location for a meeting, as it is easy to spot and the regular tourists help disguise any clandestine activity. Otherwise, very little of note goes on here.

HOOKS

- The mermaid who inspired the Lady of the Sea calls upon Ranar the Shaper. Long ago, she saved his life and now her own people find themselves in dire trouble. The mermaid queen needs heroes to help her weakened army defend her territory from her enemies. Having heard of the PCs, Ranar approaches them and begs for their help. He has little to offer, save for the gratitude of the merfolk they will help. If the PCs accept, they must board a ship and follow the mermaid to her home. There, she gives them potions of *water breathing* (or uses the spell), allowing them to journey to the bottom of the sea, into a wondrous city besieged by a mighty army of sahuagin warriors.

O18. THE OFFICERS' NEST

A large, L-shaped structure of dull beige stone faces an empty, but clean park where Navy officers and Naval Academy students sometimes come to relax. In front of the building, a wooden sign carved in the form of a warship reads, "The Officers' Nest." The bright blue door leading into the establishment stands out from the rest of the otherwise plain looking structure.

This establishment was once an officers' mess run by the Navy, but long ago the place was sold to a group of businessmen. Over the past 30 years, a variety of establishments occupied the building: a jeweler's workshop, an alchemist's laboratory, a food market, and a dozen others. None ever had any success, and most closed their doors only a few months after they opened. About six months ago, the place was sold to its current proprietor, Tomas Jerichius: a retired Navy captain who remembered the good old days of the officers' mess, when he and his brother captains had a place they could call their own. He despised sharing space with the more egalitarian Maritime Officers Guild (location M38), and resolved to establish a similar place reserved solely for the city's Navy. He opened an exclusive tavern catering to high-ranking members of the Navy and officers of the Aerial Guard. In honor of the ancient establishment, and in order to make the Aerial Guardsmen feel welcome, he named the place the Officers' Nest. For the first time in decades, the place has become a popular — albeit extremely exclusive — establishment.

RESIDENTS

Open 24 hours a day, seven days a week, the Officers' Nest employs several expert barkeeps, and at least a dozen officers can be found in the place at all times. Captain Jerichius has friends on active service in the Navy, and many officers who served under him harbor a great respect for him. He can be found here most hours of the day, overseeing affairs and making sure his customers all feel at home. Only officers in the Navy or Aerial Guard, or their guests, are allowed on the premises. Anyone else is politely informed that they are not welcome and asked to leave. Those who balk will be given the heave-ho by the Nest's many customers.

Captain Tomas Jerichius: Ftr11/Captain2.

Barkeep (8): Com5.

Navy or Aerial Guard Captain (Varies): Ftr10/Captain2.

Navy or Aerial Guard Lieutenant (Varies): Ftr8.

Navy or Aerial Guard Ensign (Varies): Ftr4.

Stocks of fine ale, cider, hard liquor, and wine, as well as simple and easily prepared foodstuffs, fill up the large storage room of this establishment. Prices are 125% of those listed in the *Player's Handbook*, but the quality is appreciably better. Many Navy and Aerial Guard trinkets decorate the wall, but only a few of these could be sold for more than a few coppers. A locked safe in the storeroom (successful DC 23 Open Locks check to crack) holds a *potion of detect thoughts* (6 doses), which Jerichius has never used, as well as 400 gp in assorted coins and small gemstones.



ACTIVITY

This exclusive tavern is the best place in town to obtain information on Naval and Aerial operations. In order to obtain such information, however, one must be an officer in either organization — or somehow manage to pose as one.

HOOKS

- Thieves have begun to prey on the clientele of the Officers' Nest. These men, either officers themselves or posing as ones, stole from many patrons of the establishment. Jerichius wishes to correct the situation and hires the PCs to pose as officers in order to catch the culprits. What will the PCs do when they learn that a small band of young ensigns playing a dangerous daring game are responsible for the crimes?

O19. THE EFFIGY OF LORD ADMIRAL KORDANUS

The tall silhouette of a human male cast in bronze keeps a silent vigil over this portion of the district. Facing the popular Officers' Nest (location O18), its back to the Naval Base (location O20), it looks like a powerful hero. The carving appears to be clad in a well-trimmed uniform of an archaic style, clearly a representation of a naval officer of olden times. The silhouette keeps a long, narrow, and slightly curved blade tucked under a

thick scarf tied at its waist. One fisted hand rests on its hip, the other shields the statue's eyes from the sun, as if it is gazing into the far distance.

Standing at the eastern edge of the Naval Base, this magnificent statue represents Jerome Kordanus, a great hero of olden days. Legends of Admiral Kordanus abound, and all residents of the district (as well as most sailors and Navy personnel) know many of them well. In his time, Kordanus sailed the great seas in search of adventure, fame, and fortune. He found all of these things, and when he returned to the city with his crew, the great wealth he brought back served to fund the then-dilapidated and severely underfunded Navy. With his great influence, the vast amount of gold at his disposal, and the fact that the growing port city dearly needed to improve its sea-going defense, Kordanus had no trouble convincing the City Council to let him lend a hand. A few years later, Kordanus replaced the retiring commander of the rapidly growing Navy, whose renaissance he had helped guarantee.



HOOKS

- A disgruntled and crazy-looking old beggar approaches the PCs. For the sum of 1 gold coin, he says he can reveal to them the location of Admiral Kordanus' remains. With some patience and a few more gold coins, the PCs can even extort a map from the beggar, who may also reveal that his brother once journeyed to the cryptic tomb, on a small, isolated, and uncharted island many miles off the city's coast. If the PCs follow the beggar's instructions, they uncover the island and the wrecked ship of the Lord Admiral. They also find an immortal sorcerer who turned Kordanus and his crew into mindless undead. While the sorcerer and most of his monsters can be defeated through normal means, only Kordanus' magical saber can put the Lord Admiral to rest.

O20. THE NAVAL BASE

A group of tall stone buildings, each resembling a miniature castle, dominates the northwester portion of the district. A large emblazoned white shield with a black anchor and a green sea serpent coiled around it — the sign of the city's Navy — hangs above the main door of each building.

This cluster of buildings contains barracks for the sailors and marines who keep the seas around the city safe. They also hold medical facilities, training grounds, administrative offices for Navy personnel, and stores of armaments, seamen's gear, and salted food. Officers live in more genteel accommodations in the Officers Quarter at the northern edge of the district (location O11), but many of them work at the Naval Base when not onboard a ship. The Lord Admiral, his trusted advisors, and several other high-ranking officers of the Navy also work here.

RESIDENTS

At least 600 officers and sailors of the Navy can be found at the Naval Base. Many young enlisted men take care of the grounds and maintain the many buildings of the place. Most of them, however, come to the base for an intensive six months of training and duty, after which time they are assigned to one of the Navy's ships. More experienced Navy personnel work as guards in charge of surveying the Base. Furthermore, a group of 300 marines — expert shock troopers specializing in boarding naval vessels and assaulting coastal fortresses — train at the Naval Base. These elite warriors (as well as an equal number assigned onboard the greatest war vessels of the Navy) form the most impressive fighting force the Navy possesses. All these men and women work under the supervision of approximately 50 officers in charge of the Naval Base. Most of the ensigns and lieutenants assigned at the Naval Base report to a captain. Some work as specialist tacticians, language experts, and trainers. Others tend to the needs of the high-ranking officers for whom they work.

Two admirals help the Lord Admiral run the Naval Base. Admiral Tengus Rastaran handles the personnel working at the Base. All instructors in charge of new recruits, as well as leading specialists, report directly to him. All ship captains also report to him. Rastaran, known for his stern logic as well as his cold and impersonal views on justice, has permanent quarters at the Base. He is the Lord Admiral's most trusted advisor.

Admiral Virthan Goldenarm, a cunning elf who spends most of his life aboard one ship or another, runs the Navy's specialists. Officers who lead the marine shock troops, as well as a handful of captains and lieutenants in charge of dealing with the other branches of the city's military (namely the City Guard and the Aerial Guard), report to him. Admiral Goldenarm, considered the most intelligent and ambitious of all the admirals, trusts no one. He double-checks every fact and rumor he hears, as well as all official reports he reads. Under his instruction, Captain Edgar Norlon (his official aide and the officer in charge of the Navy's marines) began to secretly train a dozen marines in the fine art of espionage. Virthan hopes that these men will eventually infiltrate the City Guard, and perhaps even the Aerial Guard as well. The plan is to steal vital information from them, and thus ensure that the Navy knows everything that goes on in and around the city. The Lord Admiral is not aware of this plan.

A few other admirals, including Barilios Carlius (see location O11), work at the Naval Base, but most officers serve aboard ships. When on shore, however, they frequently come to the Naval Base, where they help with the high-level administrative functions.

Admiral Tengas Rastaran: Pal15.

Admiral Virthan Goldenarm: Elf Rgr8/Rog6.

Admiral Barilios Carlius: see location O11 for details.

Captain Edgar Norlon: Rog11.

Captains (Varies): Ftr10/Captain2.

Lieutenants (Varies): Ftr8.

Ensigns (Varies): Ftr4.

Marines (Varies): Ftr4.

Ordinary Seaman (Varies): Ftr1-3.

Stores of weapons, suits of armor, food, and other equipment abound at the Naval Base. In the offices reserved for the admirals, precise star charts and world maps, and books on navigation and naval tactics and warfare can be found. One office contains personnel files, which describes all the men and women currently serving in the Navy, their past and current assignments, their obvious strengths or great skills, their flaws, and the outstanding deeds they performed in the course of their duties. This great archive, which takes up an entire building, also holds files on all members who once served in the Navy. Some are hundreds of years old.

ACTIVITY

The sailors and marines here undergo a constant regimen of training, further preparing them for life at sea. They also perform guard duty, monitor the city's coastline for signs of trouble, and attend to the admirals' administrative needs. As the nerve center for the entire City Navy, the Base bustles with activity at all hours of the day and night. Numerous plans have been drawn up for its defense, and every able-bodied man and woman will leap into action should any interloper attempt to cause trouble.



ENLISTING IN THE NAVY

At the DM's discretion, any PC may enlist in the navy as a rank-and-file ordinary seaman, as long as he has at least half of his levels as a fighter, ranger, paladin, rogue or monk. This is the Navy's lowest rank, so the overall number of levels is not important.

Joining up as an officer, however, is a little more restrictive. An education at the Naval Academy (location O12) is necessary, although exceptions may be made if the PC has extraordinary fame as a hero and the feat Leadership or levels in the prestige class captain (see New Prestige Classes, below). The PC must also meet the class restrictions noted above. If those requirements are fulfilled, he may join as an ensign if he is at least 4th level; lieutenant if he is at least 8th level; or captain if he is at least 10th level. The Navy high command is sufficiently insular that joining the Navy at the rank of admiral is out of the question.

HOOKS

- To promote the Navy and encourage young people to join, officers of the Naval Base organize a great public competition. Several activities take place over the course of three full days. Men and women from the city compete against the best officers in the Navy in wrestling matches, races, athletic competitions, archery contests, obstacle courses, individual melee combat, naval races aboard small sailboats, and great melees involving dozens of combatants. At the end of the tournament, the Navy officers declare the winner of each competition as well as the grand tournament champion. The PCs are encouraged to participate, either as acknowledged public figures, or as members of the Navy themselves.
- Because its mandate is to defend the city out at sea, before foes can reach the shore, it constantly needs up-to-date intelligence on the naval capabilities of foreign powers. Fearing that Navy personnel would be too easily recognized, Admiral Goldenarm hires the PCs as spies to go abroad and scout out foreign navies. She may even ask them to set up a permanent intelligence network abroad, one that will last beyond their mission.

O21. THE LORD ADMIRAL'S RESIDENCE

A bulky but magnificent four-story building made of dark blue stone, shaped in a massive "U", stands in the middle of the Naval Base. In front of it, tall poles hold the flags of each ship in the Navy, as well as a standard (twice as big as the others) representing a green sea serpent coiled around a black anchor — the Navy's insignia.

In the midst of the Naval Base, the house of the Lord Admiral stands out from the simpler barracks and offices. Since the foundation of the Base, each successive Lord Admiral has lived in this beautiful, sumptuous, and heavily fortified dwelling. It more than fits the dignity of its primary resident, and is easily the equal of the mansions of the Nobles District. The Lord Admiral's Residence also serves as his personal offices, and the Admirals and other officers who work at the Naval Base frequently meet him here. A great hall, where balls and soirees are sometimes held for Navy officers, dominates the first floor of the fortified residence. Several small meeting rooms, as well as offices reserved to the Lord Admiral's aides, compose the second floor. A large war room filled with maps and charts where the Lord Admiral does most of his work, takes up most of the third floor of the house. In case of emergency, this chamber serves as backup headquarters, where high-ranking officers can plot strategy. The Lord Admiral's private chambers — designed to house a large family and its household staff — make up the fourth and last floor of this lavish dwelling.

RESIDENTS

Lord Admiral Gurdrun Thurkin, once called Bloodhand because of the many brave but ruthless assaults he delivered on enemy ships (especially pirates) in the past, currently commands the Navy. A virtuous and bold man, he nonetheless accepted his position with considerable reluctance. Dedicated to the protection of the city, Thurkin hopes to restore the fragile bonds that unite the Navy and the Aerial Guard, believing that both institutions should work closely in order to better serve the city. Though he hopes that the Aerial Guard might one day officially become a fully-fledged branch of the Navy, he realizes that this might never happen.

The Lord Admiral lives with his wife of 30 years: Orannia, whose nephew is Sir Hamish Bellevue (location E12). The couple lost their three sons seven years ago. All served as officers aboard a navy ship sunk by pirates. The ruffians responsible for their deaths were never found, and because her husband could not identify them (despite all the means at his disposal), Orannia recently hired an old merchant mariner, believed to be a smuggler, to find them. She hopes that his investigation will soon bear fruit.

Various officers spend most of their time here, as Lord Admiral Thurkin's aides and adjutants. Captain Reginald Orban, an honorable ship captain who served most of his life under Thurkin, now handles the administrative aspects of the house as his personal chief of staff. He is the Lord Admiral's most loyal aide. Anyone wishing to meet with the Lord Admiral must ask a formal request from Captain Orban. Lieutenant Evin Barlos, who once served as an ensign under Orban and won his friendship and trust, takes care of the security of the Lord Admiral's residence. Two ensigns and twenty marines guarding the premises report to him. Four other loyal ensigns — all top graduates from the Naval Academy — serve as the Lord Admiral's orderlies. One of them, Ensign Deena Virka, has become Orannia's personal maid and bodyguard. These officers, together with Captain Orban and Lieutenant Barlos, are privy to information no one else in the Navy knows — save the Lord Admiral himself and a few other admirals working at the Naval Base's command center.

Lord Admiral Gurdrun Thurkin: Ftr15/Captain5.

Captain Reginald Orban the Valorous: Half-elf Pal10.

Lieutenant Evin Barlos: Rog9.

Orannia Bellevue-Thurkin: Ari15.

Ensign Deena Virka: Ftr3/Rog2.

Orderlies (5): Ftr4.

Marines (20): Ftr4.



Fine tapestries, rich animal pelts, gold chandeliers and candelabrums, large paintings, great ceremonial suits of armor, silver cutlery, decorative weapons, and a multitude of other valuables are displayed throughout the Lord Admiral's Residence. Thurkin's personal fortune includes over 10,000 gp worth of coins and gemstones, most of which he keeps in an unlocked chest in the master bedroom. He wears a *+4 cold resistance breastplate of fortification* and carries a *mace of smiting*, both representing the Lord Admiral's office. He also keeps a number of different potions in the house; the exact nature of them is up to the DM. Captain Orban fights with an adamantine battleaxe and a *+3 heavy shield*. Lieutenant Barlos owns a *horn of fog* and a *+1 short sword*. Orannia wears 1,000 gp worth of jewelry.

ACTIVITY

As the nerve center for the entire Navy, everything that happens here has some bearing on the ranks below it. In practice, however, it is very quiet, with the Lord Admiral and his staff drafting orders and signing papers. But the contents of their work fashion the entire strategy for the Navy, including officer assignments, patrol routes, contingencies for the city's defense, and a list of potential enemies such as pirates and foreign navies. The decisions they make here affect dozens of ships and hundreds of officers and sailors. As such, they go about their duties with a proper amount of gravitas, and waste no time on foolish frippery.

All visitors who do not belong to the Navy must go about accompanied by a pair of marines. In the event of attack, the guards will attempt to keep any interlopers away from the Lord Admiral and his family. One marine will be dispatched to raise the alarm, which will bring the entire base to bear against any intruders.

HOOKS

- The smuggler Orannia hired has finally given her the name of the pirate captain who allegedly killed her children. He also provided the name of the ship from which he operates as well as the most probable location of his secret base and the name of several port cities he frequently visits with his crew. Ensign Virka, on behalf of Orannia, approaches the PCs and asks them to find this pirate and bring back his head. This is not Navy business, she explains, but a private matter of the Thurkun family. She offers them a substantial sum of money and, if they accept, gives them all the information the merchant provided (she may also accompany them on their journey). While the secret pirate's base was long abandoned, it remains rigged with many traps. The best way for the PCs to track their pirate down is to visit one of the port cities mentioned by the merchant, identify his ship and crew, and follow his men to their new base of operation, where the pirate chieftain hides. What they do with him there is an intriguing question. Will they kill him and gain Orannia's vengeance? Or will they return him to the city alive, to face justice for his crimes?
- Following a failed attempt on the Lord Admiral's life, Captain Orban hires the PCs to investigate, hoping to find not only the escaped would-be assassins, but also those who hired them. The PCs must work with the only clue they have: a description of the two assailants. Will they uncover a great conspiracy within the Navy or will they confirm that this was an isolated act, perhaps one financed by a pirate holding a grudge against the Lord Admiral?



O22. THE ARCHERS' OUTLET

A large, three-story high building of rosy stone faces the easternmost avenue of the district and the landbreak beyond. Though in good shape, the worn stone of the edifice suggest its old age. An oversized but delicately carved wooden arrow planted into the ground in front of the place reads, "The Archers' Outlet," written in both common and elven.

Once a prestigious shop run by famed elven fletchers and bow makers, the Archers' Outlet now specializes exclusively in the production of arrows. Though a small storefront still offers some of the place's goods, the first two floors are dominated by workshops where scores of skilled experts diligently work to produce arrows in bulk. The Navy and Aerial Guard are the Archers' Outlet's best customers far and away.

RESIDENTS

Master Lyrinial, who owns and operates the place, lives on the third floor. Lyrinial, who inherited the business from his father some 30 years ago, quickly turned the simple store into a specialized factory-like business when he secured a long-term and highly profitable contract with both the Navy and Aerial Guard. He hires cheap but reasonably competent workers, supervised by a handful of expert fletchers.

Master Lyrinial's success depends on three things: the good quality of the feathers he buys in bulk from different merchants in the Aviary (location L5); the light wood he gets from various carefully-chosen wholesalers; and his almost exclusive contract with the Navy and Aerial Guard. While obtaining raw materials to produce arrows from other suppliers might not be as difficult as getting a highly profitable contract from another source, Lyrinial trusts the merchants of the Aviary to sell him feathers he can work with. Should he lose the favor of the Navy or Aerial Guard, he would lose a good percentage of his business. When he sells to either of these groups, he does so at discount prices, but what he loses in profit upon a single item he easily makes up with bulk sales.

Lyrinial: Elf Rog11.

Journeyman Fletchers (5): Exp5.

Workers (20): Com2.

Hundreds of bundles of arrows can be found in the workshop of the Archers' Outlet. In the small storefront, dozens of masterwork arrows and several mundane types of bows can be purchased. Lyrinial owns two masterwork longbows and three masterwork composite longbows, all made by his father. He does not wish to sell these items, and thus keeps them in his private apartments. He carries a *+1 longsword*, a *+1 longbow*, and 10 *+2 arrows*. Lyrinial's personal fortune, a sum of 625 gp, lies the hidden bottom of a locked chest (DC 15 Open Lock check to pick) filled with elegant clothing in his bed chamber.

ACTIVITY

Anyone who wishes to purchase arrows can come to the Archers' Outlet, which opens at dawn and closes at dusk. Prices of regular arrows are 10% higher than average, while masterwork items sell for 25% above the cost of typical items. Twice each week, members of the Aerial Guard and the Navy arrive to pick up stocks of arrows.

HOOKS

- A rich noble commissioned a special magical bow from Master Lyrinial. Though not an expert bowyer, Lyrinial could not refuse the work. Not only would it be highly profitable but is would also provide him with new contacts in the city's noble circles. If he plays his cards right, he may even develop a new niche market and thus truly make a name for himself. To ensure that the item he produces is powerful enough, he hires the PCs to fetch a potent spellbook believed to hold the secrets of producing bows that can never miss their targets. If the PCs agree to do this while he works on the bow, he offers them half the amount the item will fetch. In order to complete their mission, however, the PCs must journey to a lost ruin some distance outside the city, explore it, and — if the information provided by Lyrinial is correct — uncover the spellbook in the midst of a series of traps and monstrous guardians.
- Having grown up in the Elven District, Lyrinial knows the fletcher Dion Vallei (location P11) by reputation, and envies the secrets of tradecraft that have made him famous. He hires the PCs to spy on Vallei and learn those secrets by any necessary means.

O23. THE PHYSICIANS' HALL

A square building made of dark gray stone, seemingly one of the oldest in the city, sits at the end of this small row of structures. It harbors no special markings and, although large, it seems no bigger than most dwellings in the area. An unofficial grouping of physicians, sages, healers, embalmers, and other men and women interested in a scientific study of the human body (Exp10) uses it as a meeting place. They are led by Akor the Learned (Exp14), a talented healer frequently called upon by the men of the Navy and Aerial Guard posted in the district. Members of this informal gathering share knowledge and swap books, scrolls, and other documents pertaining to a scientific approach of human (and demi-human) anatomy. They share their thoughts as well as the results of their experiences and studies to the benefit of those of their group, from tomes on the functioning of the lungs to tricks on how to best set a broken bone. Some circles, however, regard them as quacks, charlatans, or dreamers, so members of the group rarely admit that they belong to it, simply because they fear the repercussions. In addition, they often use odious sources to obtain cadavers for their research, notably Otwender Siles (see location D12). Aside from mundane furniture, the only items of interest in the Physicians' Hall are a couple of books on the science of the humanoid body, which include many diagrams and healing techniques.

O24. LANDBREAK

An extensive berth of hard-packed dirt, called the Landbreak, runs along the eastern edge of the district, forming an artificial palisade that separates the Naval Yards from its neighboring district. Put up largely at the instigation of the Navy and wealthy ship owners who wanted to protect the Naval Base, the Naval Academy, and the Shipyard, the Landbreak shields this part of the city from possible encroachments by the wetlands to the east. Although the wetlands never actually floods over into normally dry areas, the fear still exists. It is also possible, however, that those who care about the Landbreak harbor resentment against the elves living in the wetlands and wish to separate them from the rest of the city as much as possible.

Though not particularly attractive or impressive, the paved avenue that runs along the Landbreak often sees visitors or residents walking slowly along its length (Com1), or just standing and gazing into the distance. The view of the wetlands to be had from here is enough to attract a modest tourist presence. Civic Guard patrols also survey the area closely (Ftr1-5), to verify if the water level from the other side has risen, but also to insure the security of those who live here. They cooperate with the Elven Legion sentries who man the West Garrison (see location P4) in this regard, with every patrol keeping at least one eye on the treeline in the distance for a signal (generally a *dancing lights* spell) from the elf troopers that they have spotted trouble. Because the Landbreak attracts many children who enjoy playing on it, the Civic Guard must sometimes rescue those who have fallen into the water on the other side. In the evening, bands of uncouth but otherwise harmless youths hang around the Landbreak, spooking children and respectable citizens alike.

O25. HOUSE OF NARISEK OLIVESKIN

A small but spectacular looking house of white stone stands out amidst the usually darker buildings of the district. Facing a wide paved avenue, and featuring a large private backyard that runs along the edge of the Landbreak, the house features two miniature fortified towers protruding from the otherwise flat roof. A heavily-armored warrior stands guard upon each one.

RESIDENTS

Narisek Oliveskin, a grand master in the Shipwrights Guild, lives in this relatively small but luxurious home at the southeastern edge of the Naval District. Narisek represents the Naval District at the City Council, but the old man seems more concerned with the affairs of the Shipwrights Guild than the district as a whole. In fact, the only reason he accepted the role was to solidify the power and influence of his beloved Guild. Fully supported by members of the Shipwrights Guild, as well as by most Navy officers living in the district, Narisek demonstrates a narrowness of vision that might cause more harm than good.

Narisek, called Oliveskin because of his well-tanned flesh, lives with his wife Arann and their three teenage boys, Arisek, Kernik, and Ermalik. While Arann seems content to live a quiet life in the sumptuous manor house, her children plan to join the Naval Academy, hoping to get as far away as their authoritative father as possible. In the meantime, Narisek pays a private instructor to teach them the fine art of self-defense. The experienced mercenaries in charge of guarding the premises live with the family, as well as a handful of personal servants.

Narisek Oliveskin: Exp14.

Arann Oliveskin: Ari7.

Arisek, Kernik, and Ermalik: Ftr1.

Mercenary Guards (8): Ftr4.

Household Staff (6): Com1.

A secret chamber in the residence's basement (successful DC 25 Search check to find) holds the family's fortune: 8,000 gp worth of coins, jewelry, gemstones, and art works from famous artists of olden times. Narisek carries a *potion of bull's strength* (4 doses) and a pouch with 200 gp. He wears a gold ring with the insignia of the Shipwrights Guild (worth 50 gp, but four times as much to any shipwright belonging to the Guild) and an ivory bracelet of splendid make (worth 150 gp).

ACTIVITY

Aside from the boys' drilling and the occasional tea party thrown by Arann, little of note goes on here. Narisek prefers to meet with visitors at the Council Palace (location I1) or at the Shipwrights Guildhalls (location O3). The house is extremely well protected against attack, and the guards will insist — politely, but insist, nonetheless — that visitors with weapons leave them at the door.

HOOKS

- Ermalik has disappeared and a ransom note was found pinned to the front door of the family residence. Narisek hires the PCs to deliver the 5,000 gp reward to the kidnappers. Narisek, however, orders his mercenaries to discretely follow the PCs and attack the kidnappers as soon as the transaction is complete. Unless the PCs stop them, the mercenaries kill the two men who brought Ermalik to them. To their dismay, however, these men are Narisek's other sons, who planned the ordeal (with Ermalik) hoping to extort some coins from their old man. If any of his sons die, Narisek publicly accuses the PCs and offers a large sum for their heads. Will the PCs be able to avoid the situation by saving the unknown kidnappers' lives? Or will they need to prove their innocence in order to cancel the bounty on their head? In the meantime, will they be able to continue living in the city, knowing that every bounty hunter or would-be adventurer in town might come after them?

O26. SMUGGLERS' HEADQUARTERS

This average sized, single-story wooden house looks like many others in the vicinity. In fact, it almost looks too average, too typical, as if they are trying to hide in plain sight.

A small but highly effective group of smugglers operate from this nondescript and seemingly abandoned house in the southeastern portion of the district. Run by a handful of Navy officers — all graduates of the Naval Academy (location O12) — this gang specializes in smuggling small and easily concealable valuables, such as gemstones, jewelry, and other tiny trinkets.

The illicit organization began when its members were still students at the Academy. It started as a jest to defy authority and ridicule Naval traditions, but the group made so much profit in their first year of operation that they decided to expand. Now officers in the Navy, each member of this gang took a solemn oath never to reveal the secret of their group or the identities of those involved. They take advantage of the popular respect accorded Navy officers to smuggle goods into the city and fill their pockets with coin. These officers trust almost no one, so they sell all their smuggled goods to Sorianne the Jeweler (see location L30), who modifies and resells the items for them.



RESIDENTS

Dollan Firehair, thus called because of his thick red mane, heads the group with three other founding members. Now a captain in the Navy, Firehair uses his ship to travel to distant ports where he buys cheap stolen goods from a number of disreputable organizations. None of the men under his command suspect him of smuggling stolen jewelry and art works into the city, but his first mate recently asked him why they so frequently stopped in different port cities when their vessel was still full of provisions and the men filled with good spirits. He dodged the question rather deftly, but the first mate's suspicions have quietly continued to grow.

Another important member of the group, Ferniah Silverbrow, an elf woman who chose a career in the Navy, operates from the Naval Base, where she trains marines. An expert at covert operations, Ferniah is also a competent wizard who uses charms and glamour to beguile those with whom she deals. Her ties in the city's Thieves Guild run deep, and at least three Guild members believe her to be an expert fence from another town. Her well-established covert identity allows her to sell the smuggled goods with no one suspecting that she actually serves the Navy.

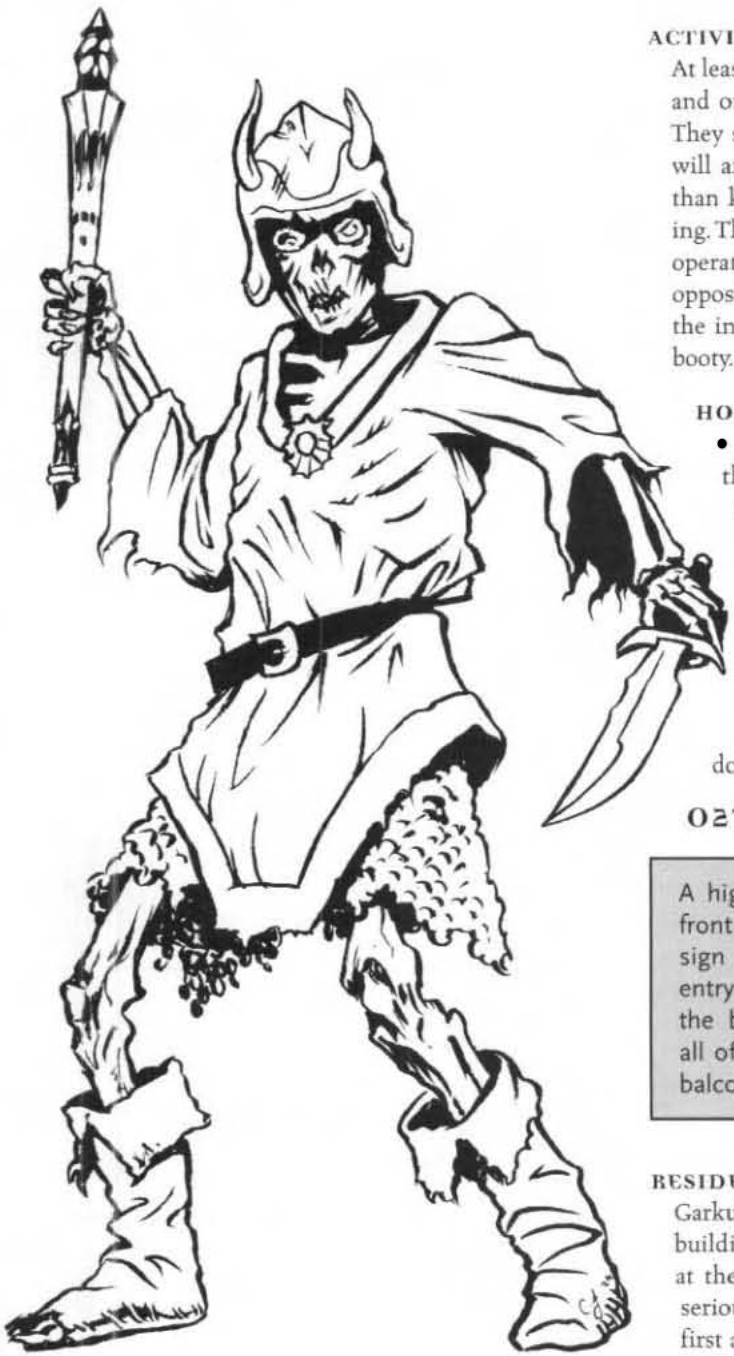
Six lieutenants and six ensigns comprise the remainder of the gang. Like them, both Dollan Firehair and Ferniah Silverbrow live in the Officers Quarter (location O11). When not aboard their ships or working at the Naval Base (location O20), they can be either found here — where they stash most of the goods they smuggle before reselling them — or in the comfort of their own homes.

Captain Dollan Firehair: Ftr10.

Captain Ferniah Silverbrow: Elf Ftr6/Wiz5.

Navy Lieutenants (6): Ftr8.

Navy Ensigns (6): Ftr4.



The goods stashed in the Smugglers Headquarters vary from one week to the next, as they usually stay here only for a short while before resale. The place holds anywhere from 100 gp to 1,000 gp worth of stolen merchandise. Most of these small jewels, gemstones, and works of art are hidden under floorboards (successful DC 25 Search check to find loose floorboards). Captain Firehair carries a *+3 battleaxe* and wears a platinum ring worth 175 gp. Captain Silverbrow wears a *necklace of free movement* and fights with a pair of masterwork daggers. She also has a potion of *mage armor* (3 doses).

ACTIVITY

At least two members of the ring, typically one lieutenant and one ensign, guard the premises when not on duty. They stay out of sight, so as not to draw suspicion. They will ambush any interlopers, immobilizing them rather than killing them, and try to intimidate them into leaving. They are not above using lethal force if they feel their operation is in jeopardy, however. In the face of superior opposition, they will hide or stay quiet, and hope that the interlopers don't discover the gang's cache of stolen booty.

HOOKS

- A rich merchant from the city wants to purchase the lot where the Smugglers' Headquarters is situated. Firehair, the legal owner, obstinately refuses to sell to him. Since the merchant wants to acquire real estate in this part of the district at all costs, he hires the PCs to convince Firehair to sell the unused lot, and to discretely explore the premises to make sure the house is still in good shape. Will the PCs uncover the group's activities? Will they believe Firehair when he says he does not know that people are using the place?

O27. GARKUL'S TENEMENTS

A high square edifice of brown bricks stands in front of a large and neatly trimmed yard. A small sign reading "Garkul's" hangs above the main entryway. A quick look at the place suggests that the building houses many different apartments, all of which seem to come with their own private balcony.

RESIDENTS

Garkul, a retired Navy sailor, purchased this three-story building four years ago after winning a large sum of gold at the House of Chance (location O28). Not a terribly serious gambler, Garkul just considers himself lucky. The first and only time he visited a gambling house, he won

a small fortune, which allowed him to retire from the Navy after twenty years of service. He now offers small, but comfortable and fully furnished apartments for a fair price. Many of his tenants are retired sailors and Navy personnel living alone or with their families, but some younger men and women, who still work, also live here.

The master shipbuilder Sander Arvilian and his family rent an apartment from Garkul. Arvilian makes extra money as an informant for the city's Thieves Guild. While his ties with this organization remain for the most part limited to a couple of members, he nevertheless reveals any information concerning the activities and projects of the Shipwrights Guild to them.

Garkul: Rgr8.

Sander Arvilian: Rog5/Ftr4.

Retired Sailors (21): Ftr3-5.

Family Members (42): Com1.

The tenants here are by no means wealthy, and their apartments hold only nominal treasure. Garkul, on the other hand, owns a masterwork greataxe, a suit of masterwork chainmail, and an ancient military helmet worth 300 gp to any collector. He also keeps a locked, flat, wooden box (successful DC 15 Open Lock check to pick) with 275 gp between his mattress and bed frame. Arvilian carries a *+2 dagger*, a gift from his friends in the Thieves Guild. In his apartment, a trapped chamber pot (Poison Needle Trap: CR 2; mechanical; manual reset; Atk +8 ranged; poison (greenblood oil poison; DC 13; 1 Con); Search DC 22; Disable Device DC 22) with a false bottom (successful DC 21 Spot check to notice) holds 400 gp, his savings to date.

ACTIVITY

Garkul rents out fully furnished apartments, but he never accepts a contract that binds a tenant for less than one year. He also tends to favor sailors, so he offers a substantial discount to anyone able to prove to him (usually by conversing about life at sea) that he knows his way around a ship.

HOOKS

- Another master from the Shipwrights Guild suspects his old friend Arvilian of betraying the organization by revealing its secrets to others. In recent months, he's noticed that his friend has acted strangely and become more distant. He also noted his uncharacteristic lack of involvement in projects and his sudden interest in the Guild's possible future endeavors. The old shipwright recently surprised Arvilian stealing a list of suppliers from the Guild's offices. The man hires the PCs to organize stakeouts and follow Arvilian, in the hopes of uncovering whom he works for and why. Will Arvilian spot the PCs and send thugs from the Thieves Guild after them? Will the PCs' involvement make an enemy of the Thieves Guild? Since the documents Arvilian sells to the Guild are not vital, how will the PCs punish the old shipbuilder?

028. THE HOUSE OF CHANCE

A simple large house of burgundy wood stands close to the high palisade that separates the Aerial Guard Compound from the rest of the district. The edifice would look ordinary were it not for the fact that it holds no windows and only a single door on its southern wall. A small sign of yellow-painted wood hangs from a tall black iron pole. The words, "House of Chance," written in lurid red letters, practically leap off of the sign.

One of the newest additions to the district, this edifice was built six months ago as a joint venture of both the Gamesters Guild and (secretly) the Thieves Guild. Most people believe that the House of Chance is an independent gambling hall. It attracts a number of different characters, from lowly sailors and shady commoners to more affluent Navy officers and bourgeois. Its interior decor remains somber and austere, but the establishment offers many kinds of games. It also employs attractive female dealers, whose charm and cunning allow them to rob customers with wide smiles upon their faces. While the women who run the game tables do not seem to cheat, they are veritable gamers, and disguise their rigged games with infinite subtlety. The place also hires beautiful serving girls employed to encourage customers to ingest as much strong liquor as they can (which the House of Chance offers at a very low price). A group of heavily-armed warriors guards the premises and makes sure none of the place's patrons cause any trouble.

RESIDENTS

The House of Chance is run by Ranva, a master pickpocket and longtime member of both the Thieves Guild and the Gamesters Guild. Unknown to his customers, Ranva also heads a small group of master pickpockets. At least one of them — wearing a disguise and posing as a gambler — can be found at the House of Chance every evening. His job is to carefully observe the various customers and rob from the man who seems the most inebriated, provided he has any coins left in his pockets at the end of the night. From time to time, one of these pickpockets discretely follows a patron to his residence, in order to find out where he lives. If the man seems drunk, the thief may decide to break into his home and steal valuables from him right away. Otherwise, he returns with accomplices later. Another favored tactic is to task a group of thugs from the Guild,

who accost the victim before he reaches his dwelling — thus robbing the man of his earnings and making it seems like an unfortunate street robbery.

Ranva, a smart and ambitious man, knows that he must tread carefully if he wants the House of Chance to survive more than a few months. Patient as a prowling tiger, he encourages the handful of thieves working for him to pace themselves, and refrain from robbing his patrons every night. Only experienced thieves that have worked with him in the past can hope to get a job at the House of Chance, and Ranva only hires those who can efficiently disguise themselves. Among his employees, Zirak — a member of the Thieves Guild and a master of disguise — has earned Ranva the greatest amount of coins. Zirak, however, competes with Safronia, a young dealer (and an expert member of the Gamesters Guild), whose natural beauty and devious mind has thus far fooled a lot of patrons.

At least one thief in disguise and twelve dealers work at the establishment. Thus far, the House of Chance has earned both the Thieves Guild and the Gamesters Guild enough coins to pay for their initial investment. Both organizations now hope that the operation will continue to earn them money for many years to come.

Ranva: Half-elf Rog14.

Zirak: Rog9.

Safronia: Brd7.

Experienced Croupiers (12): Rog4.

Dog, Expert Thieves (1d3): Rog6.

Bouncers (10): Ftr4.

Patrons (Varies): Com1.

Each gaming table holds between 10 gp and 100 gp in coins. Most patrons of the House of Chance also carry substantial sums of money. Ranva owns a *+3 returning dagger* and an emerald-studded golden necklace worth 500 gp. She also carries a pouch containing 300 gp. Zirak wears a *cloak of elven kind* and carries at least 25 gp on him at all times. Safronia wears a pair of *gloves of dexterity +4*.

ACTIVITY

Open from mid-evening until just before dawn, the House of Chance welcomes anyone willing to pay the 1 sp entry fee and carrying enough money to gamble. To enter any game of chance offered here, an opening wager of 5 cp or more is required. Most tables have maximum bids ranging from 10 gp to 50 gp, but a few tables have no limits. Naturally, the no-limit tables attract the richest and most daring players.

The dealers at the House of Chance are exceptionally skilled at running rigged games. Any attempts made to detect cheating (such as a Spot check made to try to notice sleight of hand) on their part are made at DC 28. Ranva, of course, has his most skillful dealers working the no limit tables, where the stakes are highest. There, skill checks intended to detect cheating are made at DC 33. That is how Ranva can remain so sublimely confident that he will never face a cash crunch, and can cover any bet against the house without flinching.

HOOKS

- After a night at the House of Chance, Zirak follows one of the PCs (the one who either earned a lot of coins gambling or who seems the richest) and, with a group of thugs, corners him. Zirak demands that the PC hand over all his money. If a fight breaks out and the PC has the upper hand, Zirak tries to escape — and attempts to confront the PC again later, with more men. If the PC pays, he can go on his merry way. If the PC suspects a set-up, he may investigate and, perhaps discover the thieves operating from the House of Chance. If he does, he risks making an enemy of the city's powerful Thieves Guild no matter what he decides to do.

029. THE GRAIN MERCHANT'S HOUSE

This sumptuous-looking house is made of clean beige stone adorned with colonnades of dark green marble. Sennachirus Orbil (Exp11) lives in this magnificent house. The grain merchant has made a fortune in the last three years, importing all sorts of much-needed foodstuffs into the city he calls home. Orbil decided to settle in the Naval District, where he grew up and where his late father served as a Naval officer. He now lives in this sumptuous residence with his young wife Caribelle (Ari5), whose family owns vast plots of agricultural lands near a neighboring town. It was because of his marriage to Caribelle that Orbil became a rich man. Caribelle, however, is a sickly woman, and Orbil, who truly loves his wife, tends to her every need. He has even hired 20 servants (Com1–3) — a large staff for a small family and a house of that size — to care for her when he must leave town on business. Obril's home holds many riches, notably tapestries, stuffed animal trophies, and several paintings of renowned artists (each worth between 100 gp and 500 gp). The family also keeps 750 gp in a small safe, hidden in the secret basement of the house, where stores of salted foods, caskets of wines, and simple weapons are stashed, in case the family needs them. The safe requires a successful DC 17 Open Lock check to crack. Orbil carries a *potion of charm person* (2 doses) and a pouch with 55 gp.

030. THREE IN THE HOLE MONEYLENDER'S SHOP

This long, low building is built to resemble a rural halfling residence, even though it is constructed entirely out of wood and stone. Its round green doors open up into a large counting house, where officious-looking men and women pore over ledgers and balance out stacks of coins.

This moneylender's shop is among the more prosperous institutions of its sort in the city.

RESIDENTS

The owner is a stout halfling named Lito Flatnose, an uncommonly officious creature who delights in the vagaries of financial transactions. His money-lending business caters to rich and poor alike; his rates are high, but very flexible, and he's one of the few establishments in the city willing to dole out currency from other lands. He keeps a healthy mixture of accountants and well-dressed half-orc leg-breakers on hand to ensure that all of his interests are looked after.

Lito Flatnose: Halfling Exp5.

Money Counters (12): Exp3.

Half-orc Collectors (8): Half-orc War6.

Three in the Hole keeps almost 50,000 gp in coin and letters of credit squirreled away in various secure locations. It can produce this money within a day, provided Flatnose is satisfied with the customer's request. Usually, the amount on hand is limited to 1-10% of the above fund.



ACTIVITY

Three in the Hole is renowned for having few upper limits to its loans. It can provide the funds that anyone needs, provided there is enough collateral to justify the risk. Flatnose is patient with debtors, but only up to a point. He prefers negotiations to violence, however, and has even been known to forgive debts in particularly charitable cases.

HOOKS

- The PCs spot a gang of half-orcs roughing up a friend of theirs. They beat the mob off, only to find out that their friend is badly in debt to Flatnose and the Three in the Hole. By championing him, Flatnose has lumped the lot of them in together, and unless he receives satisfaction, will petition the Civic Guard to issue a warrant for their arrest.
- The PCs enter the Three in the Hole to conduct some business... only to find a robbery in progress. The thieves quickly flee, and a breathless Flatnose thanks them for their efforts. When he's had a chance to calm down, he mentions that the thieves seemed to have no interest in his coinage; rather, they seemed to be preparing to dig holes in the walls...
- Three in the Hole made a sizable loan to Sir Brevin Lione (see location E7), and the profligate young noble has now fallen behind in his payments. Flatnose knew that loaning money to Sir Brevin was a risk, and that the Lione family is now a shadow of

its former self, but he couldn't resist the lure of doing business with the aristocracy. Now, he hires the PCs to help him negotiate repayment of the loan, as he has the feeling that his half-orc "collection agents" just aren't up to the task of dealing with a noble family of ancient vintage.

031. MARVI'S CLEAN LINENS

A wooden sign with the words, "Marvi's Clean Linens" hangs in front of a simple two-story dwelling. The house itself, made of wood painted a dark and somewhat dull green hue, seems unremarkable. Marvi (Exp7), a slow-moving and dim-witted individual that few people in the district respect, lives and works from here; he rents the place at a good price from the Propp family (location E9). Marvi is an old and crippled man, and has hired a dozen young attendants (Com1) to help him run his business. With these youngsters, he cleans the clothes and linens of his many customers — mainly residents from the district who cannot afford to hire servants to do this type of work. Many sailors and Navy personnel — notably officers and their families — use Marvi's services. For some of his best patrons, he even has an employee pick up dirty clothes and linens and bring them to his establishment. When the items are clean, a young man delivers them to their owners and collects the money they owe to Marvi. He charges a slight fee for this service, but many residents seem to believe it is well worth it. Marvi owns few things, but keeps a boxful of coins (totaling 60 gp) in his shop.

032. THE BLACK ANCHOR SMITHY

A massive stone building of a dull black shade stands out from the other dwellings of the area. The flat roof of this edifice holds many chimneys, and a constant cloud of billowing black smoke hovers about the place, bathing the neighborhood in a light but foul smelling smog. A massive stone tablet, of the same unappealing coloration as the house, stands in front of the building. Upon it, carved in bold dwarven runes of a silvery hue, are the words, "The Black Anchor Smithy."

This large shop specializes in the crafting of implements for all sorts of naval vessels: the Black Anchor Smithy provides everything made of metal the shipbuilders need to build almost any type of boat. The place runs 24 hours a day, seven days a week.

RESIDENTS

The proprietor of the plot from which the Black Anchor Smithy operates, the Sorvir family (see location L9), charges outrageous rent, which the establishment can barely afford. Still, Markan, the operator of the Black Anchor Smithy, manages to make a decent living and he provides his many employees with fair wages and good working conditions. The success of the Black Anchor Smithy, however, depends entirely on the quasi-monopoly it holds with the men running the Shipyard. If this situation were to change, Markan and the blacksmiths working for him would soon find themselves in financial trouble.

The Black Anchor Smithy hires a number of competent blacksmiths, which Markan himself chooses carefully. Among them, Rastigus has earned the respect of his peers by crafting items of extreme quality. He earned the admiration and friendship of Markan, and now helps the master with some of the administrative duties of the Smithy. Unknown to Markan, however, Rastigus steals from him. He only steals a little bit each week, so no one currently suspects anything, but he's building up a nice little nest egg.

The Black Anchor Smithy also hires several commoners, who help with more menial tasks, such as tending to the constantly burning fires, fetching wood, and unloading the wagons filled with raw metals that come here each week.

Markan: Dwarf Exp14.

Rastigus: Exp11.

Journeyman Blacksmiths (12): Exp5.

Apprentice Blacksmiths (8): Exp1.

Workers (20): Com1.

All kinds of implements made of metal and designed for sea vessels abound at the Black Anchor Smithy. Markan, who lives on the second floor, keeps a heavy iron chest with 100 gp in assorted coins (mainly gold and silver). Under the false bottom of this chest (DC 25 Spot check to notice) lies his true treasure : two diamonds, each worth 1,000 gp, a sapphire worth 750 gp, and a jeweled brooch in the form of a battleaxe worth 500 gp, which was given to him by his father.

ACTIVITY

The Smithy is a constant hive of activity, as the blacksmiths turn out pile after pile of bolts, oarlocks, and other similar items. Markan is very gruff with visitors who do not belong to the Shipwrights Guild; if they're not paying for his services, he has no time to waste with them. The other workers operate in regular shifts; each time a shift changes — At 8 am, 4 pm, and midnight — the Smithy becomes a chaotic mess. Those seeking to infiltrate it would be well-advised to try during these periods.

HOOKS

- Trying to expand his business, Markan sold several wagons full of implements to a merchant from a foreign city. The wagons, however, never reached their destination, and reports indicate that they were lost in a vast swamp that lies between both cities. Fearing the worse, Markan hires the PCs to investigate. Although he believes that some competitor (or perhaps even members of the Shipwrights Guild) might be involved, powerful monsters (young black dragons, gray renders, dinosaurs, etc.), actually destroyed the wagons. The PCs need to defeat these monsters and save the few men who survived their onslaught.



033. THE WHITE PEGASUS

A magnificent statue carved from pure white stone stands in front of a long yard of pale beige marble slabs. It stands over 50 feet tall, shaped to represent a powerful winged steed standing on its hind legs. The face of the statue bears radiates pride, its muscular jaw clenched in determination. The only colorful things on the statue are the shiny emeralds set deep within its eye sockets.

The White Pegasus, as most people call it, represents the first flying steed ever to be mounted by the mythical hero and Aerial Guard founder, Irriel Bastien. Tales from Bastien's incredible life abound and his name is famous throughout the city as the man who first tamed the wild pegasus. Most members of the Aerial Guard know of his great deeds, and all consider him a paragon of virtue. Carved centuries ago by an unknown artist, the White Pegasus has since become the emblem of the Aerial Guard. The statue stands within the organization's enclosed compound in front of a long paved yard that serves as its parade and exercise ground.

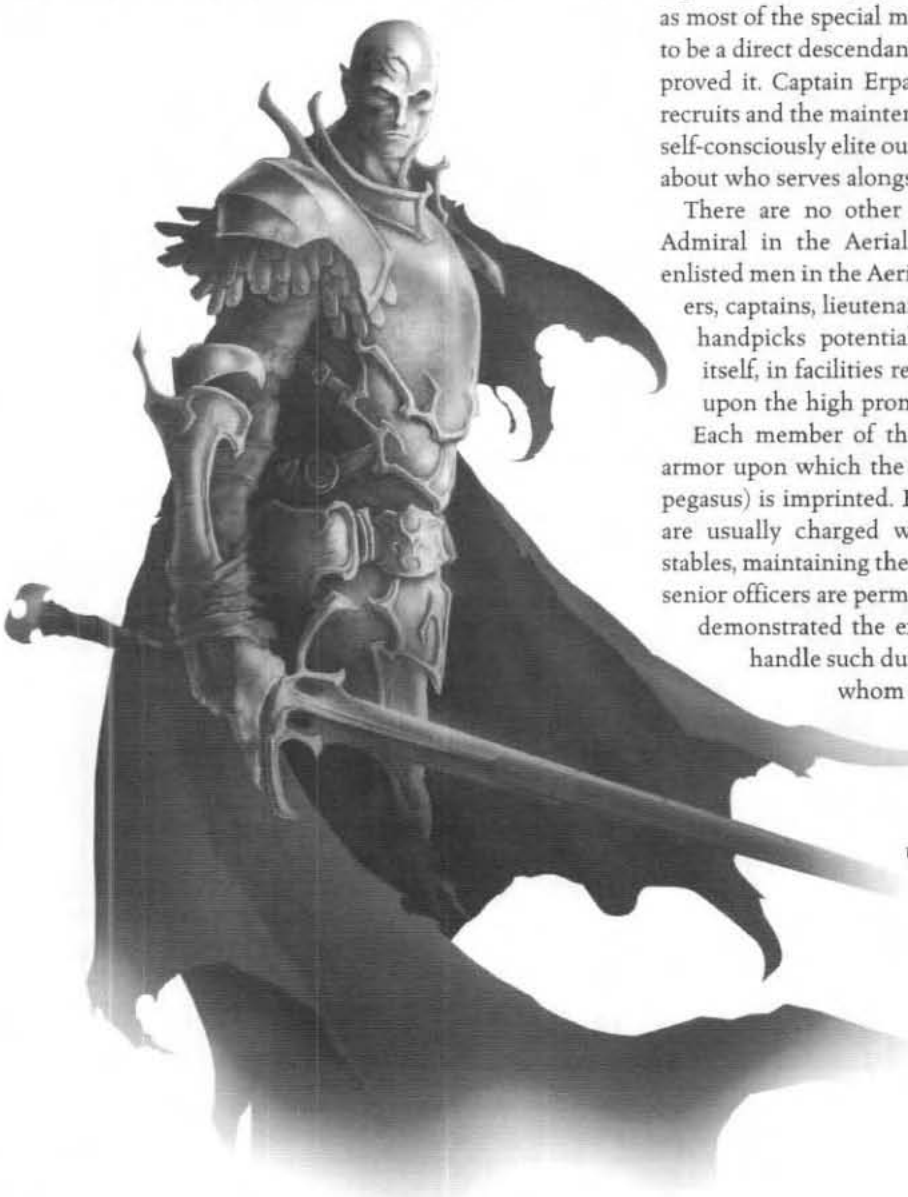
The eyes of the White Pegasus are enchanted to cast a pale, eerie, and constant radiance similar in strength to a powerful flame. Thus, from a distance, the eyes seem constantly ablaze. If pried out of the statue, their magic would cease, and they would each fetch 300 gp each on the open market.

034. THE AERIAL GUARD COMPOUND

This high promontory lies next to the city's great Lighthouse (location O1), dominating the entire southern portion of the Naval District. It is accessible only by climbing its 70-foot high wall, or the city wall bordering the ocean to the south; there are no stairs, ramps, or doorways leading into its walls. The promontory houses a score of buildings, all made of dark gray stone and heavily fortified.

This complex of buildings set atop an artificial promontory houses the military unit that patrols the harbor and sealanes from the air: the Aerial Guard. The proud riders live here in fortified barracks, while the adjacent yard houses the dozens of mounts they use and care for. Hippogriffs serve as typical steeds, although the Guard also procures the services of a few griffons as well as a handful of pegasi, of which they are especially proud of because of the history of the man who founded their unit (see location O34). Only high-ranking officers of the group ride these flying horses. The Aerial Guard even experimented with using very young dragons as steeds, but thus far this experience has not proved fruitful.

Strictly speaking, members of the Aerial Guard form a distinct military branch unto themselves, but both the Navy and the City Guard (specifically, the Wall Guard) claim that it falls under their authority. They constantly bicker with the Aerial Guard commanders — as well as with each other — over who should run its affairs. Despite such infighting, the commanders of the Aerial Guard take care of themselves quite admirably and, for the most part, remain largely independent from both the Navy and the City Guard.



RESIDENTS

Admiral Certihiah, a valorous elf warrior who proved himself time and again, leads the Aerial Guard. Although he gets along well with the current leadership of both the Navy and City Guard, Certihiah continues to defend the interests and independence of the organization he has served since he was a youth. Among his officers, Commander Daniel Arban and Captain Edoard Erpani stand out. Commander Arban, Certihiah's most experienced officer, serves as the Grand Admiral's advisor and supervises the daily operations of the Aerial Guard, as well as most of the special missions they undertake. He claims to be a direct descendant of Bastien, but has never actually proved it. Captain Erpani, for her part, handles all new recruits and the maintenance of the base. They are a small, self-consciously elite outfit, and they can afford to be fussy about who serves alongside them.

There are no other admirals other than the Grand Admiral in the Aerial Guard. Similarly, there are no enlisted men in the Aerial Guard, only officers: commanders, captains, lieutenants, and ensigns. The organization handpicks potential new recruits and trains them itself, in facilities reserved especially for this purpose upon the high promontory from which they operate.

Each member of the Aerial Guard wears breastplate armor upon which the sign of the group (a white flying pegasus) is imprinted. Ensigns and lower-ranked officers are usually charged with menial duties: cleaning the stables, maintaining the equipment, and the like. Only the senior officers are permitted to actually fly patrols, having demonstrated the experience and strength of will to handle such duties. They are assigned a steed with whom they will work for the remainder of their career, preferably one with whom they are intensely familiar. The competition for open spots among the riders is understandably fierce.

Admiral Certihiah: Elf Rgr14/Aerial Guardsman5.

Commander Daniel Arban: Ftr10/Aerial Guardsman5.

Captain Edoard Erpani: Rog10/Aerial Guardsman2.

Commanders (4): Ftr10/Aerial Guardsman4.

Captains (10): Ftr9/AerialGuardsman1.

Guard Lieutenants (25): Ftr8.

Ensigns (20): Ftr4.

Hippogriffs (20): As per the *Monster Manual*.

Griffons (10): As per the *Monster Manual*.

Pegasi (6): As per the *Monster Manual*.

The Aerial Guard Compound contains stores of food, breastplate armor, and weapons (namely lances, longswords, composite short bows, and arrows). Large stables also hold hippogriffs, griffons, and pegasi. Grand Admiral Certihiah carries a *+4 composite short bow of distance* and wears a *+5 breastplate*, both insignias of his office. He also owns a *+2 longsword*, a few potions, and a pouch with 1,500 gp worth of coins and gemstones (which he keeps in his room). Commander Arban posses various enchanted arrows, a *+3 lance*, and 400 gp. Captain Erpani owns *gauntlets of ogre power*, a *+1 dancing longsword*, and 275 gp.

ACTIVITY

Each day, at various times, members of the Aerial Guard patrol the air around the port to ensure that no enemy threatens the city. If they spot something unusual, they immediately advise the Navy or City Guard (or both), depending on the situation, and work with these groups to quell the threat. They occasionally serve other duties, such as patrolling the city proper or escorting important caravans in from foreign lands, but their numbers are too small to engage in such activity for long. For the most part, they guard the city's southern flank, using their unique position to scan for threats which no other Guardsman can ever hope to see.

As a general rule, one does not enlist in the Aerial Guard; one is invited to sign up by an officer. At the DM's discretion, any 4th level or higher PC fighter, ranger or monk may be be recruited for the Aerial Guard. Joining at a higher rank than that will require at least 1 level as an aerial guardsman (see Prestige Classes, below).

HOOKS

- Grand Admiral Certihiah hires the PCs to fetch fresh flying steeds for his organization. The PCs need to find the beasts and tame them before flying them back to the Compound. The Aerial Guard offers them good money for each healthy steed they bring.
- Ever careful to preserve the independence of his service, Grand Admiral Certihiah hires the PCs to infiltrate either the Navy or City Guard high command and spy on them for him. If either organization is getting more serious about maneuvering against him politically, he does not wish to be outflanked.

QUESTS

The Naval District is dominated by the military and by the traditions of honor and self-respect which they bring. Quests which take place in this district tend to focus more on the noble aspects of naval service — the courage, the bravery, the proud traditions which define the city's Navy — rather than then earthier tones of adventures set in the more uncouth Docks District.

THE AERIAL GUARD CAMPAIGN

One of the most prestigious institutions in the city, the Aerial Guard also happens to be among the most exclusive. It supports both the City Guard and the Navy, and although these two groups equally claim dominion over the smaller military institution, the Aerial Guard remains fiercely independent.

Unlike the City Guard and the Navy, the Aerial Guard seldom looks for members to fill its ranks. Indeed, when the commanders need to hire new recruits, they handpick potential candidates among choice individuals, whom they deem to possess unwavering honesty, a strong desire to serve and protect the city, bravery and fierceness in battle, and the capacity — or at least the potential — to ride atop a flying mount. While most candidates are chosen among the Naval officers and City Guardsmen who proved their worth, some hail from the adventuring life. Whatever their backgrounds, all sorts of candidates are considered, including arcane and divine spellcasters who can support the other Aerial Guards with *fly* spells and the like.

Once the Aerial Guard selects a candidate, he must go through a rigorous training camp, which typically lasts anywhere between six months and a year. During this time, the recruit learns everything he needs to know about the functioning of the Aerial Guard. He also learns how to handle and ride a winged mount and receives extensive training in aerial combat. At the end of this period, the recruit earns the rank of Ensign.

The Aerial Guard produces fierce warriors, whom many in the city regard as the bravest and most honorable in the entire region. Though there are exceptions, most Aerial Guardsmen care deeply about the city and its denizens, and the vast majority would readily give their lives to pro-

tect them. However, because they work long hours and their base of operation is detached from the rest of the city, many citizens view them as haughtily independent and above the problems of most ordinary folk.

A campaign centered on the Aerial Guard would allow the player characters to form a unique squadron among the elite flying warriors of the city. Reporting to an Aerial Guard Commander, the PCs could assume several roles (and any ranks among Ensign, Lieutenant, and Captain) within this squadron. The various archetypical roles of such a band would include (but are not limited to): the leader, who makes important decisions and reports to superior officers; the sniper, whose expertise with the bow or crossbow frequently helps his comrades; the point man, specialized in charging his enemies head on with a long spear or a lance; the investigator, who knows how to get information and obtain what the squadron needs; the healer, whose divine magic also boosts the aptitudes of the other squadron members; and the arcane, whose spells provide useful support to the group.

Several types of characters can form an Aerial Guard squadron. Though warriors make up the majority of Aerial Guardsmen, the group also hires and trains specialists. A band of PCs forming a squadron would certainly be among these elite soldiers. Their squadron would frequently be sent on missions, both within and beyond the borders of the city. These missions would include providing aerial support to the City Guard in times of trouble, rescuing Navy personnel or sailors lost at sea, preventing attacks from rival cities or empires, scouting ahead of sea vessels to make sure no harm comes to them, exploring remote islands where the Navy or the Aerial Guard could establish bases of operation, and a variety of missions requiring the Aerial Guard's special expertise inside the city proper.

DMs wishing to build an Aerial Guard campaign have many aspects to explore. Within the Aerial Guard compound are training grounds where the PCs can test their mettle against fellow members of their group. The organization frequently organizes jousts and other contests to keep their warriors on their toes, and competition with other members of the group frequently becomes fierce — many consider it a matter of pride. The Aerial Guard compound also provides countless roleplaying opportunities, as the PCs can explore the intrigues of the group's highest circle, and perhaps even take an active role to ensure the unit they serve remains independent of both the Navy and City Guard. Once they earn prestige (and ranks as officers), the PCs could become spokespersons for the Aerial Guard, representing the organization at important functions within the city's political circles. They could be in charge of securing funds allowing the organization to remain independent, asked to find or train new recruits, or even lead dozens of squadrons against enemies of the city.

THE NAVY CAMPAIGN

The Navy must protect the city from invasion by the sea, but also regulate traffic and defend all types of vessels navigating in the area from pirates and other ruffians. Each year, the Navy needs more personnel to man its ships, as older sailors retire and younger ones refuse to sign up for another tour of duty.

In the Navy, talent is not enough to make one a leader. Indeed, the organization prides itself on forming competent officers at the Naval Academy; many of these men and women hail from noble families with enough money to finance their education. Thus, there are two kinds of people in the Navy: the privileged who serve as officers and the common folk who do most the dirty work — at least, that is how most people see it. In truth, the Navy treats its personnel well, offering competent wages as well as several advantages, such as training, housing, and medical care. On the other hand, life at sea can be taxing, and many young people eager to serve in the Navy eventually realize that this sort of life is not for them after all.

A campaign based around the Navy can be a thrilling enterprise. For one thing, it allows a number of characters with varying degrees of expertise and different ranks to form a team. Most such teams should be composed of boarding marines reporting to a high-ranking officer. This band forms a largely independent unit sent wherever their particular talents are needed. They are also occasionally sent on missions to support the Aerial Guard or City Guard; on raids to drive away pirates from their lairs and reclaim the goods they stole; and on covert operations onboard merchant vessels in order to put a stop to piracy, to dismantle smuggling groups, or to counter slavery. In other words, PCs working as a boarding marine team should be considered as special shock troops capable of succeeding in various kinds of missions.

Because of this obvious expertise, a team of PCs operating in the Navy can also include characters of different professions and skills. If the PCs studied at the Naval Academy, they could eventually be included in the higher administrative circles of the organization. This could allow them to hold important positions within the Naval Base or Academy. More likely, however, one of the PCs could eventually earn a commission as a ship's captain, which would allow him and his comrades to take on even more important missions — in which they would lead entire crews of sailors.

HIGH SEAS GAMBIT

Shipments of raw materials, ordered by the navy to be delivered to the Shipyard for use in the construction of badly-needed new sea vessels, have mysteriously vanished. In conjunction with the Aerial Guard, members of the Navy have searched both land and sea, but found neither the ocean-bound merchant vessels or the land-bound train wagon carrying the supplies.

A foreign sovereign wishes to weaken the city's naval presence, hoping to seize control of the seas to either gain a trade monopoly or perhaps even plan a military invasion of the city itself. With the help of Lord Karibar, a trusted advisor with a bad leg and a heavily scarred face, he hired a third party to make sure that no shipment reached its destination. This third party, Doritius the Palm, a smuggler familiar with the city, paid two groups to make the shipments disappear (with the king's money). The first of these groups, a band of trolls led by a cunning and greedy warlord, ambushed the land caravan some distance outside the city. They killed everyone and took most of the materials, which they brought back to their lair, high in the mountains. The second group, a circle of black mages, used a powerful spell to open up the seas, which swallowed up the merchant vessels and their crews.

The Navy hires the PCs to find out what happened to both shipments.

The first thing they need to do is uncover the truth. If they follow the itinerary the overland caravan took, they discover signs of a great battle. From there, they can track the trolls back to their lair, but they should tread carefully: the path to the troll cave is filled with pitfalls and other hazards. At the trolls' lair, they can recover most of the merchandise, either by negotiating with the greedy warlord leading the trolls or by defeating his band. A successful interrogation of the warlord reveals the name of the man who hired him, as well as the city or kingdom from which he hails.

If the PCs wish to explore the seas, a Navy vessel and its crew are made available to them (if needed), as well as information on the merchant vessels' sea route. While there is no trace of the vessels, a simple *detect magic* spell cast in the area the ship disappeared reveals the use of a powerful spell. PCs who can explore the bottom of the sea might uncover the vessels and all the merchandise they carried. A magical trace lingers in the air, and PCs can follow it as a beacon that

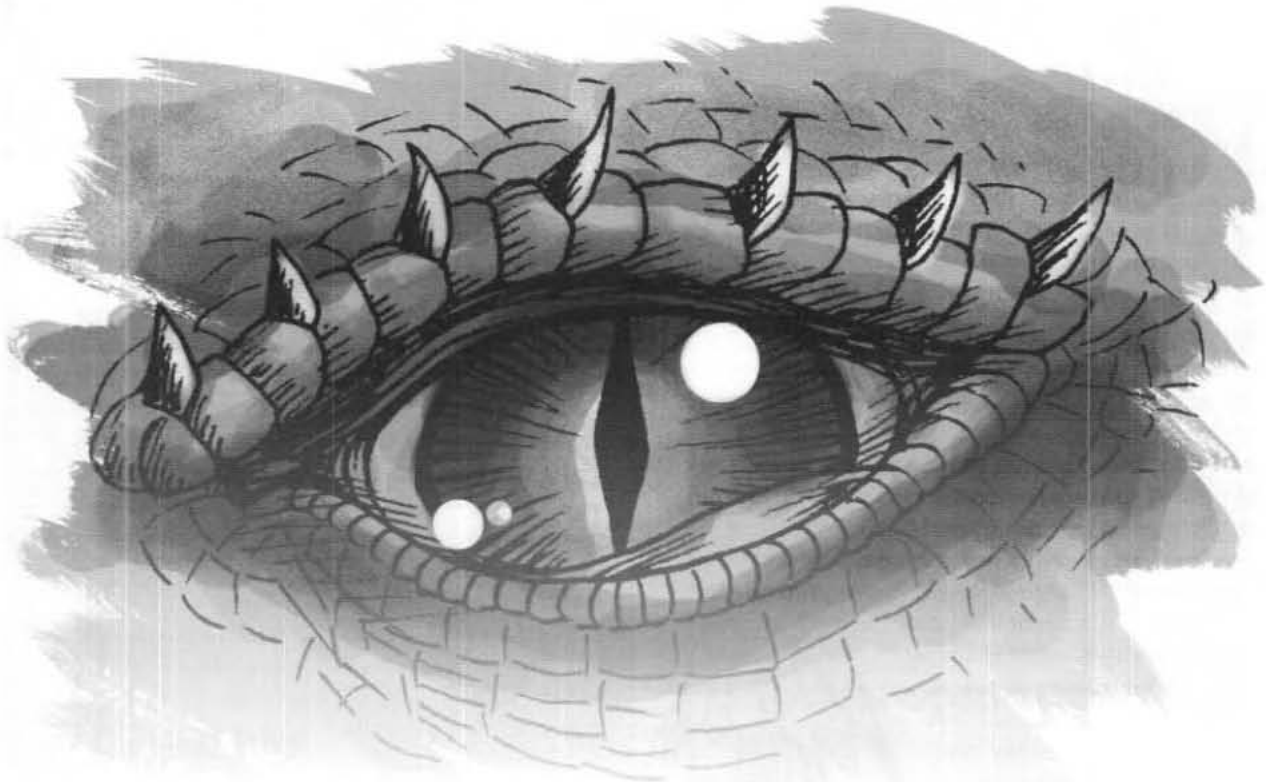


will bring them to the headquarters of the mages who cast the spell in the first place. Confronting the mages might be a tough task, considering that they hide in their magically protected quarters, but PCs can learn Doritius' name from any of them.

If the PCs find Doritius, who operates in one of the major port cities of one of the neighboring kingdoms, they can easily convince him (through intimidation or bribery) to describe his employer (he does not know his name). He gives such an accurate description that the PCs can, though some investigating of their own, identify Lord Karibar — one of the king's most trusted aides. If they attempt to confront him, however, the assassins stalking Karibar murder him before he can reveal anything to them. If the PCs act quickly, they can follow the assassins' trail and perhaps even discover the true culprit behind the ordeal (not many would be able to afford the vast amounts of money involved in the affair). The king's brother hired the assassins, but only their master knows that.

If the PCs believe that either Doritius or the king's advisor is responsible for planning the affair, the king waits several months and then initiates some other scheme to weaken the city's Navy. If the PCs realize that the king or his brother was responsible and confront either of them, or any of the king's high-ranking dignitaries, they risk causing a diplomatic incident. The king does not hesitate to send his soldiers after the PCs and orders their imprisonment — or even execution — under the pretext of espionage and treason. If the PCs suspect the king but do not reveal it, the monarch uses more subtle ways to harm them — ranging from attempting to soil their reputation or diminish their fortunes to hiring men to murder them in their sleep. If the PCs are discrete or never suspect that the king was involved, they do not attract his attention. They may, however, need to foil some other scheme concocted by the monarch against the city's Navy.

If the PCs return to the city and inform the Navy of the king's involvement, the city's diplomats will take over, and warn the king that he is close to provoking a war against the a great and powerful city-state, much to his peril. Acting on the City Council's instructions, however, they will try to avoid open conflict. Some members of the Navy, however, may take it upon themselves to extract revenge against the monarch and plot a devious (and secret) scheme of their own, in which case the PCs could be involved again. Whatever the outcome, if the PCs play their cards right, they earn the admiration of some high-ranking Navy officers and may even receive honorary officers' ranks (lieutenant or captain) themselves.



NEW PRESTIGE CLASSES

MARINE

Marines serve aboard the city's naval vessels. They have extensive training in special weapons and tactics, and are as likely to be found descending from the sea as raiders as boarding an enemy ship. They are experts in both armed and unarmed combat. They are elite warriors, the seaborne variant of the most ferocious land-based soldiers.

REQUIREMENTS

To qualify as a marine, a character must fulfill the following criteria:

Base Attack Bonus: +8.

Feats: Improved Critical, Improved Initiative, Quick Draw (any), Weapon Focus (any).

Skills: Balance 4 ranks, Climb 4 ranks, Intimidate 8 ranks, Jump 6 ranks, Swim 6 ranks, Tumble 6 ranks.

GAME RULE INFORMATION

Alignment: any.
Hit Dice: d10.

CLASS SKILLS

The marine's class skills (and the key ability for each skill) are Balance (Dex), Concentration (Con), Craft (Wis), Intimidate (Cha), Jump (Str), Listen (Wis), Sense Motive (Wis), Spot (Wis), Swim (Str), and Use Rope (Dex). See the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

All of the following are the class features of the marine:

Weapon and Armor Proficiency: Marines are proficient with all simple and martial weapons, light armor, medium armor, and shields. Note that armor check penalties for armor heavier than leather apply to the skills Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pockets, and Tumble. Also, Swim checks suffer a –1 penalty for every 5 pounds of armor and equipment carried.

Improved Unarmed Strike: At 1st level, marines receive the Improved Unarmed Strike feat.

Amphibious Assault: At 1st level, marines are experts in amphibious warfare. When attacking a target from the water or onboard a ship, they automatically receive a surprise round before combat.

Weapon Specialization: At 2nd level, a marine receives weapon specialization in a weapon of his choice.

Fire and Forget: Starting at 3rd level, in a marine's first round of combat, if he has a loaded light crossbow or hand-crossbow, as a free action he can draw and fire that weapon at his highest attack bonus. After firing, he drops his ranged weapon, draws a melee weapon, and enters combat. To receive this benefit, he must make a full attack action, and enter melee combat after firing.

Weapon Expert: At 4th, 6th, and 8th levels, the marine chooses a weapon in which he receives specialization (if he does not already have it) and a +2 competence bonus to attack rolls.

Spearhead: At 5th level, marines learn to lead battle charges. When a marine charges into combat (using the charge action) he receives an additional +5 morale bonus to attack and damage that round. Any allies that charge in the same round as the marine receive a +2 morale bonus to attack and damage.

Ferocious: At 7th level, marines have become truly ferocious warriors, adept at all forms of combat. When a marine is in melee combat and fighting with a Small size weapon, he can take two extra attacks per melee round (when he makes a full attack action.) When he does this, the two additional attacks are at his highest attack bonus, and all of his attacks for the round suffer a –4 penalty. At 10th level, this ability can now be used with all Medium size melee weapons and the attack penalty is reduced to –2.

TABLE O.1: THE MARINE

Level	Base Attack	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+2	+0	Improved Unarmed Strike, Amphibious Assault
2	+2	+3	+3	+0	Weapon Specialization
3	+3	+3	+3	+1	Fire and Forget
4	+4	+4	+4	+1	Weapon Expert
5	+5	+4	+4	+1	Spearhead
6	+6	+5	+5	+2	Weapon Expert
7	+7	+5	+5	+2	Ferocious
8	+8	+6	+6	+2	Weapon Master (–4, small weapons)
9	+9	+6	+6	+3	
10	+10	+7	+7	+3	Weapon Master (–2, medium-sized weapons)

CAPTAIN

An agile thinker, an analytical mind, a penchant for strategy and tactics, superior leadership, and an inspirational spirit — these are the qualities that all ship's captains possess. Few have the temerity and mental faculties to join their ranks, but those who qualify are universally respect-

ed and valued as the strategic backbone of any efficient naval force. Trained in the arts of strategy, combat, and naval warfare, captains are unequivocally respected.

REQUIREMENTS

To q ualify as a captain, a character must fulfill the following criteria:

Alignment: Any non-chaotic.
Base Attack Bonus: +4.
Feats: Iron Will, Leadership, Skill Focus: Profession: Tactician (or Strategist).
Skills: Craft: Strategy 6 ranks, Intuit Direction 4 ranks, Perform 6 ranks, Profession: Tactician (or Strategist) 5 ranks, Sense Motive 5 ranks.

GAME RULE INFORMATION

Alignment: Any non-chaotic.
Hit Die: d6.

CLASS SKILLS

The captain's class skills (and the key ability for each skill) are: Balance (Dex), Craft (Wis), Intuit Direction (Wis), Knowledge (all skills taken individually) (Int), Perform (Cha), Profession (Wis). See the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 4 + Int Modifier.

CLASS FEATURES

All of the following are class features of the captain:

Weapon and Armor Proficiency: Captains are proficient with all simple and martial weapons, light and medium armor, but not shields. Note that armor check penalties for armor heavier than leather apply for the following skills: Balance, Climb, Escape Artist, Hide, Jump, Move Silently, Pick Pocket, and Tumble. Also, Swim checks suffer a –1 penalty for every 5 pounds of armor and equipment carried.

Cunning Plans: At 1st level, captains hone their ability to form airtight battle plans. If the captain spends 2 uninterrupted rounds explaining his plan to his allies, he may make a Profession (Tactician) or Profession (Strategist) skill check. The result divided by 10 (rounded down, minimum 1) may be applied as a bonus to attack and damage rolls, as well as armor class (a total roll of 20 would yield a +2 modifier). The captain and all his allies then receive this bonus for the duration of the next combat.

Motivational Speech: At 2nd level, the captain gains greater effectiveness when inspiring his comrades. Once per day per level, the he may make a DC 20 Perform check. This functions in the same way as the bardic ability Inspire Greatness. The captain may inspire a number of creatures equal to twice his captain level. This inspiration lasts as long as the captain continues to speak and for 6 rounds thereafter.

Legendary Leadership: At 3rd level, the captain receives a bonus to his Leadership Score/Value equal to twice his captain level.

Master Planner: At 4th level, the captain truly masters combat tactics. At a moment's notice he may formulate a seamless plan. He may take 10 on Profession (Tactician) and Profession (Strategist) checks. Taking 10 on these skills only takes one round.

Strategy of Legend: At 5th level, the captain is legendary in his ability to formulate tactics and strategies. He may take 20 on Profession (Tactician) and Profession (Strategist) checks. Taking 20 on these skills only takes one round. Further, the captain now only requires one round when using his Cunning Plans ability.

TABLE O.2: THE SHIP'S CAPTAIN

Level	Base Attack	Fort Save	Ref Save	Will Save	Special
1	+0	+0	+0	+2	Cunning Plans
2	+1	+0	+0	+3	Motivational Speech
3	+2	+1	+1	+3	Legendary Leadership
4	+3	+1	+1	+4	Master Planner
5	+3	+1	+1	+4	Strategy of Legend

THE AERIAL GUARDSMAN

Aerial guardsman are masters of the winged mounts which the city uses to keep watch over its southern flank. In some aspects, they're like any other cavalrymen, but their unique training has readied them for the rigors of mounted aerial combat.

REQUIREMENTS

To become an aerial guardsman, a character must meet the following requirements.

Base Attack Bonus: +5
Animal Empathy: 6 ranks.
Heal: 6 ranks.
Ride: 8 ranks.
Wilderness Lore: 6 ranks.
Feats: Mounted Archery, Mounted Combat

GAME RULE INFORMATION

Alignment: Any.
Hit Dice: d10.

CLASS SKILLS

The aerial guardsman class skills (and the key ability for each) are Animal Empathy (Wis), Climb (Str), Craft (Int), Handle Animal (Wis), Intimidate (Cha), Intuit Direction (Wis), Jump (Str), Listen (Wis), Profession (Int), Ride (Dex), and Swim (Str). See the *Player's Handbook* for skill descriptions.

Skill Points at Each Level: 2 + Int modifier.

CLASS FEATURES

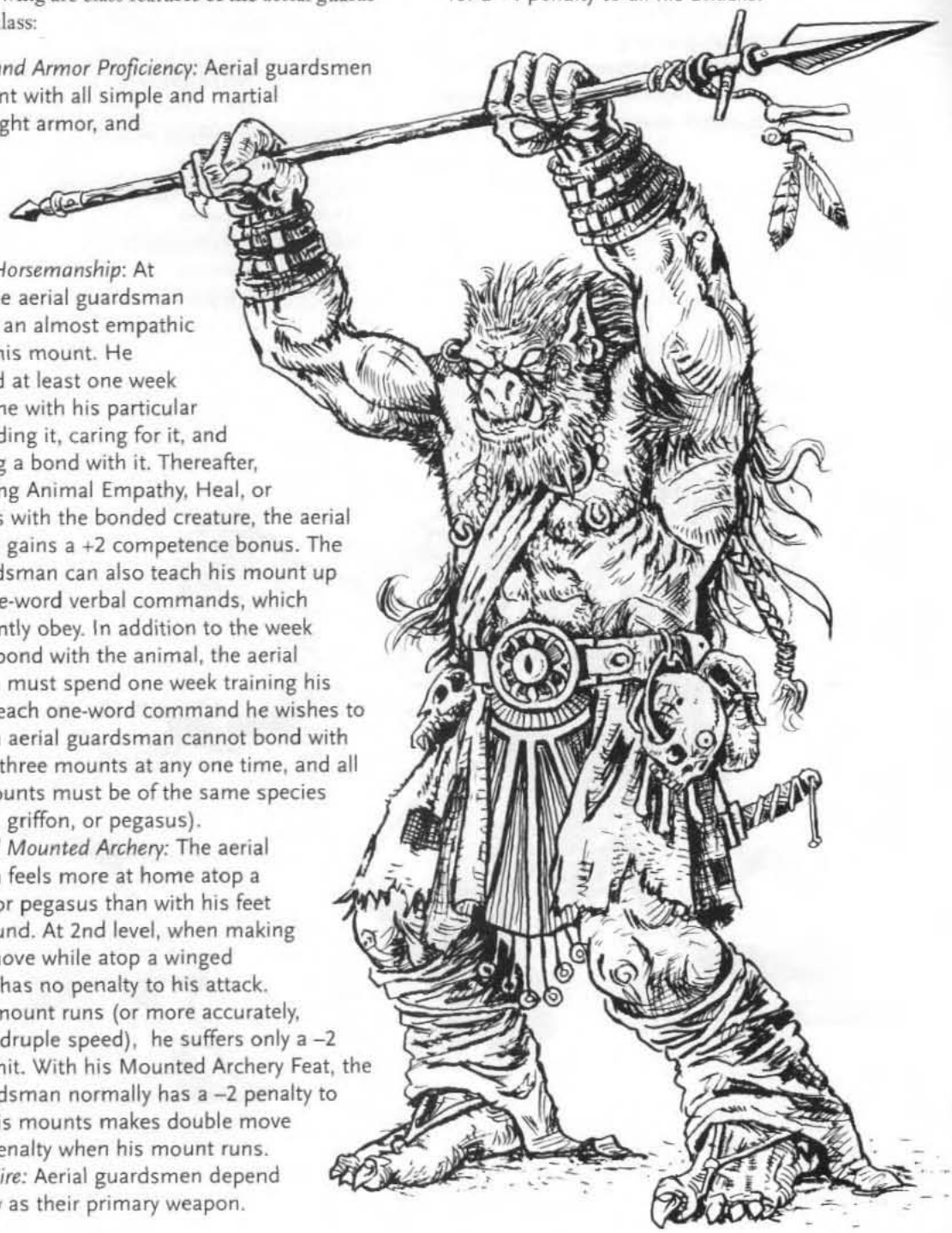
All of the following are class features of the aerial guardsman prestige class:

Weapon and Armor Proficiency: Aerial guardsmen are proficient with all simple and martial weapons, light armor, and all shields.

Inspired Horsemanship: At 1st level, the aerial guardsman establishes an almost empathic bond with his mount. He must spend at least one week of game time with his particular mount: feeding it, caring for it, and establishing a bond with it. Thereafter, when making Animal Empathy, Heal, or Ride checks with the bonded creature, the aerial guardsman gains a +2 competence bonus. The aerial guardsman can also teach his mount up to three one-word verbal commands, which it will instantly obey. In addition to the week needed to bond with the animal, the aerial guardsman must spend one week training his mount for each one-word command he wishes to teach it. An aerial guardsman cannot bond with more than three mounts at any one time, and all bonded mounts must be of the same species (hippogriff, griffon, or pegasus).

Improved Mounted Archery: The aerial guardsman feels more at home atop a hippogriff or pegasus than with his feet on the ground. At 2nd level, when making a double move while atop a winged mount, he has no penalty to his attack. When his mount runs (or more accurately, flies at quadruple speed), he suffers only a –2 penalty to hit. With his Mounted Archery Feat, the aerial guardsman normally has a –2 penalty to hit when his mounts makes double move and a –4 penalty when his mount runs.

Furious Fire: Aerial guardsmen depend on the bow as their primary weapon. At 3rd level, the aerial guardsmans may let loose a rapid stream of missile fire. While atop his mount and airborne, the aerial guardsman gains the benefits of the Rapid Shot feat. If the aerial guardsman already possesses the Rapid Shot feat, he may use that feat and make another missile attack at his highest base attack bonus, with an additional –2 penalty to each shot. In essence, the aerial guardsman gains two extra shots for a –4 penalty to all his attacks.



Ride like the Wind: At 4th level, aerial guardsmen are can coax tremendous efforts out of their mounts. When the aerial guardsman's mount makes a double move, it may move up to triple its normal movement rate. When running (or flying at quadruple speed), the aerial guardsman's mount quintuples its movement rate rather than quadrupling it. The aerial guardsman must establish a bond with his mount as per the Inspired Horsemanship ability described above.

Ferocious Charge: At 5th level, the aerial guardsman gains the benefits of the Spirited Charge feat when atop a winged mount. If the aerial guardsman already possesses the Spirited Charge feat, he deals triple damage with a melee weapon and quadruple damage with a lance.

Table O.3: The Aerial Guardsman

Level	Base Attack	Fort Save	Ref Save	Will Save	Special
1	+1	+2	+0	+0	Inspired Horsemanship
2	+2	+3	+0	+0	Improved Mounted Archery
3	+3	+3	+1	+1	Furious Fire
4	+4	+4	+1	+1	Ride Like the Wind
5	+5	+4	+1	+1	Ferocious Charge

Table O.4: Naval District Random Encounters

d20	Encounter
1-2	Civic Guard patrol
3-4	Navy ordinary seamen
5-6	Navy officers
7-8	Navy ordinary seamen (off-duty)
9-10	Navy officers (off-duty)
11-12	Messenger
13	Aerial Guard officer
14-15	Pickpocket
16-17	Tradesmen/Craftsmen
18-19	Shipwright
20	Smuggler



MAP SECTION P: ELVEN DISTRICT

OVERVIEW

In a city full of strangeness and wonders, the preserve of the elves is quite arguably the most exotic of all of its districts. For one thing, the land is mostly swamp. The dwarves and humans considered it useless when the city was first laid out. Even the humanoids would hesitate to accept it as a home. But the elves were quite happy to take it. It had always been the way of the elves who lived in this region to dwell among the trees, building homes, shops, even important civic buildings among the branches and constructing graceful, yet sturdy aerial walkways between them. They also had long experience in building and piloting elegant shallow-draft vessels that were well-suited for navigating these wetlands. In short, the other races thought they were mad to want to live in a swamp, but the elves found it agreeable, and their willingness to take what no one else wanted contributed to the amity with which the city was chartered.

The majority of the city's elven population lives here, carrying on their traditional way of life — or at least the parts of it that they choose to keep — with a practical minimum of interference from the other races. The Hall of the Elements, a great civic and public space built in huge a tree on an island in the exact center of the district, is their rallying point, a place where their most important civic and religious rituals are enacted. Two large communal docks to the north and west provide places where the gondolas that they use to navigate the district's waterways may moor. Shops and other businesses tied to the tourist trade congregate nearby. The waterways, in fact, divide the district more or less neatly into quadrants, and each quadrant is dominated by a particularly large and ancient tree with a particularly large residence built among its branches — the great boles they are called, and each of the four houses the senior members of one of the elves' four great noble clans.



THE ELVES AND THE CITY

The city's charter gave the elves and dwarves a simple trade-off. In exchange for merging their fates with that of the more numerous humans, they would have domains of their own, which would be districts of the city, but into which human law could not intrude without their permission. In other words, they would have at least the pretense of autonomy, and the dignity that comes with it. Down through the ages, this pretense of autonomy has come to mean less and less to the dwarves, who manage to preserve their own ways while at the same time living in easy accommodation with the humans.

The elves, however, have never forgotten that they once had a sovereign kingdom of their own, and there remains a corner of the elven soul that stands on their ancient pride and insists that what is theirs is theirs alone. Much more so than the dwarves, they still rigorously enforce their right to bar non-elves from their district (this in spite of a robust trade in tourism by those who want a glimpse of their exotic way of life). All — including prospective tourists — who wish to enter the Elven District without trouble need official permission to do so. Gaining such permission generally requires going to the Temple of the Sky in the Spire District (see location J10), meeting briefly with one of the senior priests, and obtaining a passport.

THE FOUR FAMILIES

The elves have their own nobility, based on tradition and ancient prerogatives. It centers on four bloodlines that trace their histories back to the original elven kingdom: the Elesse, the Corine, the Nerise and the Aer. In the days of the ancient kingdom, the Elesse clearly held the most prestige, as every king since the beginning of their recorded history had come from the House of Elesse.

The founding of the city abolished the old arrangements, however, folding three ancient kingdoms into a single political entity. The elves responded by reorganizing themselves from a monarchy to an oligarchy, with the four most prominent noble clans sharing responsibility for governing their district. Their influence remains strong enough so that the common folk by and large accept this arrangement without complaint; in fact, it gives them a comforting sense of continuity with their past.

The Elesse are still the most venerable of the noble families — a fact of which they never cease reminding anyone who seems to need reminding. All of the rulers of the original elven kingdom that fought with the dwarves and humans in the great battle over the Spire came from the House of Elesse. The reorganization of the elven ruling class at the founding of the city took them down more than a notch, but that has never stopped the generations of Elesse that have come and gone since then from seeing themselves as the only "natural" aristocrats among the city's elves, the other families being little more than glorified commoners. They kept most of the old elven kingdom's treasury for themselves, and they have been living off of that wealth ever since — investing just enough of it judiciously, to make sure it doesn't dwindle. Deep in their heart of hearts, most Elesse still see themselves as the real rulers of the elves. They pout when the post of Chief Elder rotates away from their clan. Some even dream of a day when the monarchy will return, with an Elesse once again sitting on the ancient throne of the elves.

But the Elesse would get (and in fact, have gotten) an argument from the Corine about which bloodline is the more venerable. Though the Elesse always held political leadership of the elven kingdom, they relied more heavily than they would care to admit on the Corine to provide military support. Since the early days of the kingdom, a Corine was always at the king's right hand as his leading general and *de facto* leader of the army. Corines fought — and died — in disproportionate numbers in the battle over the Spire, so they can rightly claim (as they are wont to do, when it comes to arguments over family prerogatives) that the treaty that created the city was written in their blood. Since then, they have claimed overall command of the Legion as theirs by right and tradition, and they usually get it.

The House of Nerise formed yet another pillar of state in the ancient elven kingdom, that of the elves' official religion. Nerises dominated the clergy of the old Temple of the Sky, and they have long claimed that by right and tradition that the position of High Priest should always belong to one of them. When the initial plan for the Elven District was laid out, the Nerise insisted that the district's main temple be placed in the quadrant containing their great bole. Nerises still dominate the clergy of the new Temple of the Sky (location J10). Interestingly enough, their grip on the elven religion has made them the most cosmopolitan of the elven noble houses. Many prominent Nerises live in the Spire District at the Temple, at least for a while, as part of their religious duty. This brings them into frequent and regular contact with non-elves in a way not afforded to the other houses. It is no coincidence that the Elven District tends to get its most effective representation in the City Council when one of their own serves as Chief Elder of the Elves.

The Aer are the youngest of the elven noble houses, and even they have to admit that the Elesse taunt that they are glorified commoners has some merit. Mastery of commerce has always been the key to their success; even now, they are the only noble house that really understands how to make a lot of money in a hurry. But it also meant that, unlike kings, soldiers and priests, they could not increase their prestige until the elven kingdom developed a sophisticated economy that included extensive foreign trade and strong consumer demand for luxury goods. Until then, the Aers had simply been humble shopkeepers. But they were brilliant opportunists, and within a few generations, they had all but cornered the market in precious metals, rare hardwoods, silk and other expensive

consumer items. Their wealth inevitably brought them power and wealth at court, as the Elesse kings found themselves more and more dependent on the Aer's share of taxes to keep the kingdom solvent. Politely, but grudgingly, the monarchy granted the family noble status, creating the House of Aer. The Aer have never lost their gift for commerce, and the elves' integration into the city has only helped them down through the ages, creating a never-ending stream of moneymaking opportunities for them to exploit. They have only gotten wealthier with the passage of time, and it no longer bothers them that the Elesse (and to a lesser extent, the other houses) sneer at them. They understand that, in the great carnival that is the city, money grants them more power than faded pretensions of royalty.

As with the city's other nobles, the four great families of the elves do not lack for commoners who desire their favor. Actually getting a meeting with a family Elder is a very low-odds proposition, however, as they are difficult to approach directly. Realistically, the only way to get a



personal meeting with an Elder (or any other high-ranking member of the family) is to befriend someone who has some sort of access to the inner circle of the house — a retainer, an ally, or a distant relative. Meeting such folk is not as difficult as it may seem; the location entries in this chapter describe some of them. But many of them will require that you do them a service in return for their help, and their aid may get you no more than a meeting with someone a little closer to your goal than they are.

On the other hand, the noble houses have always exerted their power through patronage. The Nerise have always used the clergy of the official elven state religion, Lady of the Heavens, to give jobs to commoners, and the Corine have done the same with the Legion. The Elesse, in ancient times, had the resources of the court with which to patronize commoners from all walks of life, in whatever way they wanted. In each case, they gained the gratitude of those who were rewarded, and the enduring loyalty of their descendants. In this way, families have remained allied to one noble house or another (sometimes more than one) for many generations. More recently, the Aer have used investment in commercial enterprises to gain allies and exert their influence in much the same way.

The noble houses also exert influence through the distribution of goods and coin, which they hoard in storage areas sealed by magic in underwater caves or the boles of mangrove trees (see locations P15 and P19). These exotic facilities also contain emergency supplies, such as preserved food, arms and curative magic items. In a time of crisis, the nobles believe that they can use these supplies as bribes to maintain their standing within the community.



ELVEN POLITICS

All important decisions regarding governance of the Elven District are made by the Council of Elders, which consists of the leading member, or Elder, of each of the four noble families. The position of Elder within each family is passed along by lineal descent, from the Elder to his or her first-born child on the death or retirement of the former. The Elders meet regularly in the Hall of the Elements (see location P3) to debate and vote. One Elder holds the title of Chief Elder, and he has the privilege of presiding over the debates and casting two votes, so that the Council will never be deadlocked on any question before them (all matters are decided by a simple majority). The role of Chief Elder rotates among the noble houses, so that each will have it for twenty years at a time. If a Chief Elder dies in office or is otherwise unable to continue in that role, his successor as Elder of that clan will serve out the remainder of the term. The Chief Elder also represents the Elven District on the City Council. Ileea Nerise, Elder of the House of Nerise (see location P22), is the current Chief Elder.

The elves haven't much in the way of a civil service to carry out the Elders' decisions, however. There is the Chamberlain of the Hall of Elements and his staff, and that's really about it. Instead, once a course of action has been set, the Elders decide amongst themselves which of them will assume responsibility for a certain project and devolve responsibility onto their retainers and allies. The process is not terribly different from the City Council's habit of commissioning nobles to assume responsibility for civic projects.

THE ELVEN LEGION

The City Guard could and would assume responsibility for maintaining order in the Elven District and safeguarding its borders, but the elves have always insisted otherwise. Like the dwarves, they maintain their own native police/military force, the Elven Legion. It considers itself a descendant in spirit of the ancient army of the elven kings, and they take pride in doing for themselves what the rest of the city could more easily do for them. The Legion posts sentry teams all along the northern and western borders of the district (see locations P1 and P4), and they walk sporadic patrols along its walkways, ready to respond in case of trouble.

For all its pride, however, the Elven Legion cannot compare with the City Guard either in terms of numbers or sophistication (for one thing, they have no cavalry or siege engines). Their claim to a distinctive identity as the sword arm and shield of the elves falters in view of the fact that many elves serve in the Guard, and the Legion is glad to have officers and soldiers who come to them with prior experience in the Guard. They know that they will have to join forces with the rest of the city if it comes to a genuine crisis. To that end, they grudgingly assign a senior officer to act as liaison with the City Guard.

THE TOURIST TRAP

The elves' apparent desire to shut themselves off from the rest of the city, combined with their exotic lifestyle, makes them something between a curiosity and an object of desire to the other races. They have always inspired an urge to peek behind the veil that they dangle before themselves — obviously something truly wondrous and enchanting must lie there! This urge has only grown through the ages, and as a result, tourism is now a real part of the Elven District's economy. A variety of small businesses, many of them financed by the House of Aer, provide sightseeing tours of the district, very often featuring a leisurely gondola cruise down the waterways. Most of them cluster around the West and North Piers (locations P5 and P6, respectively), while others try to catch visitors coming overland from neighboring districts. The most successful of these is Vaelle Tours and Entertainment, located by the West Pier (see location P8).

Tourism now brings a fair amount of money into the district, but not everyone is pleased about it. Some elves (though by no means a majority) object to the tourist trade on the grounds that it insults the race, mocking the elves by turning them into mere objects of display — a quaint, irrelevant folk that must make its living by enacting its odd rituals for the amusement of gawking, uncouth humans... and such. Others express more subtle concerns that tourism will make the elves even more conservative than they already are; they worry about the economic pressure to resist useful change in the name of preserving ways of life that other races will pay to see. Though no serious incidents have happened yet, it is not inconceivable that some extreme-minded elves would become angry enough about this perceived outrage to lash out at the tourists and the "traitorous" elves who cater to them by exploiting their own.

LOCATIONS

P1. NORTH GARRISON

> Sentry posts hidden in the trees line the northern edge of the district.

The North Garrison is not a place as such. Instead, it is a string of guard posts meant to secure the northern border of the elven homeland. Two-soldier teams man the posts, which are concealed among the branches of trees, but placed so that they command a clear field of view to their front. They are spaced 100 yards apart, except that each street leading from the Artisans District to the north has two posts on either side. Each post has a rope ladder that allows easy access to and from the ground.

RESIDENTS

The Legion troopers who guard the border are chosen for their skill at the longbow — not a tall order, since these are elves, after all, but even so, all sentries are regularly tested for the strength and accuracy of their shot. In addition, one trooper in each pair (or one of the four at each pair of roadside posts) has at least one level of sorcerer. Each carries a longbow and a short sword as his primary weapon, but the sentries wear no armor. They have standing orders not to fight intruders unless they have clear and overwhelming tactical superiority; their job is to keep watch and raise the alarm if there is a crisis.

With the command structure of the Legion as flat as it is, no one really leads the North Garrison sentries. Each sentry is simply expected to understand his duty and act accordingly, using his own initiative when necessary.

However, the North Garrison does keep a small suite of administrative offices in the North Pier. Here, Commander Virina Laer keeps track of the duty assignments and takes care of all of the Garrison's logistical matters. All sentries report to her before going out to their posts, to hear the latest news and receive any special instructions that might be necessary. They must also report to her for debriefing as they go off duty.

While Commander Laer holds high rank in the Legion, she is also the youngest and most junior officer at that level. As such, she feels the weight of her duties more than most of her colleagues would in that position, and she worries endlessly about how slip-ups within the Garrison would reflect on her professional standing. She has therefore acquired a reputation as something of hard driver within her command, forcing her soldiers to take extra archery practice every month and practice tactical drills far more often than their colleagues in the West Garrison. The result of her insecurity, however, is that her troopers are a sure bet not to panic in the execution of their duties. Ironically, she is also inclined to help them conceal any mistakes or indiscretions that they might commit, afraid that they would only reflect poorly on her leadership.

Commander Virina Laer: Elf Ftr9.

Sentry (20): Elf Ftr2.

Arcane Spellcaster Sentry (20): Elf Ftr1/Sor1.

All sentries carry a longbow and a short sword, but wear no armor. Commander Laer carries a *+2 flaming longsword* and wears *+2 light fortification chainmail*.

ACTIVITY

Anyone who attempts to cross into the Elven District will receive a sharp challenge from unseen (successful DC 20 Spot check to defeat their concealment) source up in the nearby trees. One sentry will then show himself and demand some sort of proof (generally a passport that can be obtained at the Temple of the Sky in the Spire District, location J17) that they have official permission to enter the district. If necessary, one sentry will unfurl the rope ladder and climb down for a closer look, with his partner covering him with his longbow. Anyone with pack animals, wagons or even saddlebags will also be inspected for contraband items.

Anyone lacking the proper permissions will be told politely, but firmly to turn back; the same with anyone caught smuggling. If hostilities break out, one sentry will cast *dancing lights* straight up in the air, to the maximum range of the spell, and direct the lights according to a code denoting the number of hostiles and the severity of the situation. Lookouts at the Hall of the Elements will pick up the signal and set in motion the process of dispatching a Legion force to respond (see locations P3 and P2, respectively). The sentries then have standing orders to engage the attackers and hold them off as long as possible, but also to fall back rather than be killed or overrun.

All the same, the odd contradiction inherent in their role is not lost on the Legion sentries — they are charged with protecting their "homeland" from invasion from other quarters of a city whose political authority over them they recognize as more or less legitimate. They understand the absurdity of expecting that a hostile foreign power will come swarming at them from out of the shops and tourist attractions of the Artisans District, and that if they kill an intruder, they may well have to answer to angry voices calling from other parts of the city. Therefore, they prefer to subdue intruders rather than kill them. They will try to stabilize dying foes, though not at the expense of defending themselves. Anyone who is arrested will be marched back to the garrison headquarters for interrogation.

HOOKS

- One of Commander Laer's sentry teams did not report back at the end of their shift last night, causing her great alarm. So much of the responsibility for the North Garrison is concentrated in her person that so far, she has been able to keep this information to herself. But it will come out soon, and their disappearance will cause her reputation much damage. She hires outsiders — the PCs — to investigate, and she needs answers soon.
- Commander Laer suspects one of her sentry teams of allowing unauthorized visitors (traders from the Artisans District) through in exchange for bribes. Not wishing to humiliate the soldiers in the eyes of their Legion superiors, she hires the PCs to spy on them.

P2. ELVEN LEGION BARRACKS

This cluster of large willow trees linked by aerial walkways holds among and between their branches small structures that house soldiers of the Elven Legion. These miniature barracks cover the trees so that they almost look like growths of fungi, but the elves decided that, from an engineering standpoint, it was the soundest way to house a population of such size in a relatively small area. They have also found that these decentralized units allow for quicker dispatch of troops, since there are more routes out of the Barracks complex.

In the middle of this complex, built on a large platform suspended between the trees, is a larger structure with a trumpet resting on a stand.



This impressive complex of buildings, which looms over the North Pier, houses the soldiers of the Legion currently on active duty. The large structure in the middle is the Command Headquarters, where the senior officers oversee the Legion's affairs. The trumpet outside the front entrance is the Legion's call to arms; it is sounded whenever the soldiers need to muster.

RESIDENTS

700 soldiers of the Elven Legion — its entire active duty component — live here at the Barracks. Of those, 100 are senior officers, administrative staff or support personnel, who do not go out in the field on a regular basis. Of the 600 rank-and-file, half of them are away at any given time, walking patrols through the district or manning sentry posts at the North and West Garrisons (locations P1 and P4). For administrative purposes, they are divided into 30 sections of twenty soldiers each. No one leads each section on a permanent basis; command is decided on an *ad hoc* basis, according to the situation at hand.

In fact, the command structure of the Legion is remarkably flat for a military organization. All of the rank-and-file hold the rank of trooper. There are no superior ranks to allow for small-scale tactical management, or even maintenance of discipline among the troops. All soldiers of the Legion are volunteers, and it has always been assumed that they signed up fully willing to shoulder its regulations and duties (amazingly enough, it usually works this way in practice, too). Further, the Legion's commanders have found that they have little need for small-unit leadership since their soldiers usually operate in pairs, and each trooper understands his duties well enough so that he generally doesn't need to be told what to do anyway.

Troopers who are promoted out of field duty into junior positions on the general staff receive the rank of staff lieutenant. These promotions are much prized, because it generally means a farewell to tedious sentry duty and greeting a less rigorous life, where one's most strenuous job is likely to be running an important message, or commanding a VIP's bodyguard detail. More senior officers hold the rank of commander, and they are usually charged with administrative responsibility for a particular aspect of running the Legion, or a geographical area (such as the North and West Garrisons). The overall leader of the Legion holds the rank of Proconsul. The Proconsul is always promoted out of the pool of commanders based on merit and the respect of his peers, but traditionally (though not always), a member of the Corine family has held the post.

The current Proconsul is Tarus Corine, uncle of the Polus Corine, the Elder of the House of Corine (see location P7). Proconsul Corine rose to his position atop the Elven Legion through a combination of professional competence and familial prestige. There were no blots on his record, none of his peers disliked him any more intensely than one would expect, and he was a Corine closely related to the clan Elder. That was enough. Like his ancestors, a stern bearing comes naturally to him, aided by the steely gray eyes that seem part of a Corine's inheritance. The privileges of rank have made him a little soft, however, and he has committed at least one slip of judgment that could cause him considerable difficulty.

In matters related to leading the Legion, Commander Liala Ves serves as Proconsul Corine's right hand — as should a good chief of staff. But rumors persist within the staff (thankfully, they have not yet spread to the ranks) that the two are romantically involved with each other as well. The rumors are, in fact, true, and if they were ever confirmed as such, the scandal could ruin both of them. No regulation of the Legion forbids their personal relationship, but the fact that both are married to others would make a public scandal quite messy and call their characters into question. Almost certainly, the Council of Elders would force him to step down, if not resign his commission all together.



Commander Noria Elesse serves the Legion as its liaison with the City Guard. Her position has always been one of inflated importance, as is the elves' pose of sovereignty within the larger construct of the city, but it is not as superfluous as it seems. In case of a military emergency, the Wall Guard will assume overall responsibility for defense of the Elven District, but because they can't enter the district at will in peacetime, they don't know the ground as well as the elves do. Nor are they intimately familiar with the Legion's operating procedures and tactics. In a crisis, it will be Commander Elesse's duty to make sure that the Wall Guard and the Elven Legion can fight side by side without hurting each other.

But her job makes her something of an oddball within the Legion, as it regularly takes her outside of the district, for meetings at the Gate House (location F3) with the Wall Guard staff. Her haughty demeanor (she is a daughter of the House of Elesse, after all) also wins her few friends within the Legion — or outside of it, either; the Legion general staff whisper that Commander of the Walls General Kothrad Granite dislikes her intensely. More importantly, she and Proconsul Corine certainly dislike each other, in part because of family rivalry, and in part because their personalities clash. There is a corner in Commander Elesse's proud soul where she believes that she should be Proconsul, tradition be damned — is it also not tradition that the Elesse should lead the elves?

Staff Lieutenant Deves Ler is a young officer who always seems to receive the task of leading the Proconsul's bodyguard. Historically, no one officer or section has gotten this duty on a consistent basis; the assignments were always handed out as needed to whomever happened to be available at the time. But Proconsul Corine has taken a shine to Staff Lieutenant Ler and there are those on staff (including Ler himself) who think that the Proconsul considers him a protege. Ler, in turn, usually chooses 19 Section as the bodyguard detail, but for no reason other than superstition; he considers nineteen his lucky number. In fact, the Proconsul is cultivating the absolute loyalty of a junior staff officer in case he will ever need the help of someone inside the Legion in covering up his relationship with Commander Ves.

In addition to the troopers and the headquarters staff, the Legion commands 50 arcane spellcasters to perform combat support roles, rather like the City Guard's Cadre Wizards unit (see location F8). Unlike the Cadre Wizards, they are not misfits, but they do tend to be sorcerers who were not able to find productive outlets for their talent in civilian life. Some are adventurers tired of the risks and uncertain rewards of that life. The rest of the Legion respects the sorcerers well enough for their talent — and they know that their lives may someday depend on those spellcasting talents. But the sorcerers are considered to be equals of troopers in the command structure, and they are never promoted any higher. In that sense, they are part of the Legion, but not really part of the Legion, and most of them drift back into civilian life after a while.

Proconsul Tarus Corine: Elf Ftr14/Ari2.

Commander Liala Ves: Elf Ftr12.

Commander Noria Elesse: Elf Ftr8/Ari3.

Other Commanders (5): Elf Ftr9-13.

Staff Lieutenant Deves Ler: Elf Ftr8.

Other Staff Lieutenants (30): Elf Ftr6-9.

Troopers (300): Elf Ftr1-6.

Sorcerers (50): Elf Sor1-8.

As DM, you may vary the members of the Elven Legion by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as fighter — or sorcerer, in the case of the sorcerers.

Troopers wear leather armor unless on sentry duty and carry a longbow and either a short sword or spear as their secondary weapon. Sorcerers wear no armor and carry a quarterstaff as their primary weapon. They may be equipped with 1-3 potions, scrolls, wands, minor or medium wondrous items, depending on level and the DM's discretion. All staff lieutenants carry a *+1 longsword* and wear *elven chain* armor. They also carry a minor wondrous item of the DM's choice. Unless specified otherwise, commanders wear *+3 chainmail*, but they are allowed considerable leeway in their choice of primary weapon. As DM, you may equip a Legion commander with any one-handed melee or ranged martial weapon with bonuses and special abilities totaling +3. They also carry a medium wondrous item of the DM's choice.

Commander Noria Elesse carries a *+2 flaming scimitar*. She also carries a *horn of blasting*. She claims that both are heirlooms of the House of Elesse. Commander Liala Ves carries a *+2 orc bane longbow* and wears *bracers of armor +3*. Proonsul Corine wears a *+2 invulnerability breastplate* and a *+2 blinding shield*, the later being the traditional totem of his rank. His primary weapon is a *+3 keen longsword*. He also wears a *ring of protection +3*.

ACTIVITY

Legion troopers spend most of their off-duty hours attending to their weapons and gear, practicing their skills in small groups, or just lounging around. They are always on call, however, in case the trumpet outside the Command Headquarters sounds the alarm. The sequence and duration of notes in the call will tell which sections need to muster. By the time the troopers are ready, a response to the emergency at hand will have been planned out and a field leader chosen. A small force can be entrusted to a staff lieutenant, but anything consisting of more than two sections will be led by a commander. Individual sorcerers may be attached to the force, at the discretion of the headquarters staff.

Two-soldier sentry teams guard all entry points into the Barracks compound. Visitors are not allowed in without official business.

Elf PCs may enlist in the Elven Legion as long as they meet the proper class prerequisites and are deemed fit for service (that last part is entirely the DM's discretion). PCs joining at the rank of trooper may be of any level as long as at least half of their levels are as fighter. PCs of any level may also join as sorcerers (in fact, this probably the easiest way for an elf who is not native to the city to join the Legion), as long as at least half of their levels are as an arcane spellcasting class.

It is much more difficult to enlist as an officer, and such applications will be received with skepticism. First of all, all officers must have the feat Leadership. Prior military service is also required, even if it is nothing more prestigious than campaigning with a mercenary band — although that requirement might possibly be waived if the applicant can prove some sort of connection with one of the four noble houses, especially the House of Corine. A PC applying for a staff lieutenant's commission must be 7th level or higher, with at least half of those levels as fighter. Trying to join the Legion as a commander would be exceedingly difficult, almost impossible to imagine, even for an outsider with political connections of the highest order. The PC would have to be 11th level or higher, with at least half of those levels as fighter. Joining up as the new Proconsul would strike the command staff as a gross and deliberate insult; if Tarus Corine were to be supplanted in this way, he would challenge the upstart to single combat to the death.

However, an elf with a record of service in the City Guard would have a smoother path on balance than one who had none. The Legion holds a grudging respect for the Wall Guard, knowing that their capabilities are more comprehensive than their own, their deeds just as glorious as anything the army of the ancient elven kingdom ever achieved. An elf joining as a trooper from the Guard would receive a lot of teasing about his service at first, but past that, an unspoken assumption that he knows his business. Enlisting from the Guard as a Legion officer would generate less resistance, even at the rank of commander.

HOOKS

- Proconsul Corine wishes to hire the PCs to tail Commander Elesse on her trips to the Gate House in the Guards District, as he suspects her of plotting to undermine his authority and has no other way of accounting for her time outside the district. He needs agents who do not belong to the Legion (as he wishes to keep his suspicions as close as he can), and who can blend into the city more easily than his troopers. Since elves can afford to be patient, he does not want to take drastic action against her yet (nor does he really regard her as an imminent threat), but he would welcome any information that may be used against her in due time.
- Staff Lieutenant Ler has been assigned to investigate the disappearance of a trooper who has served in Proconsul Corine's bodyguard detail. It's a difficult job because it encroaches on his other duties, but also because he knew the trooper personally. To make matters yet more difficult, some early leads suggest that his trail leads out of the district into the city at large, or even to lands outside the city. He hires the PCs to follow up on those leads.
- Commander Elesse has it in mind to create her own private intelligence service. In particular, she is interested in any information that might reflect badly on Proconsul Corine, but she considers any tidbit potentially useful. She is interested in hiring the PCs and keeping them on salary, as long as they settle in the Elven District and keep their eyes and ears open for her — rather in the manner of the Mirror Guard. She will give them cover stories to explain their extended presence in the district; if they are non-elves, she will have them pose as traders who supply fletchers and bowyers with high-quality ash wood from outside the city. She is on friendly terms with the renowned fletcher Dion Vallei (see location P11), having once handled procurement for the Legion, and he will help her with any such ruse.

P3. HALL OF THE ELEMENTS

This enormous wooden platform, a circle of thick, stout oak 100' in diameter, is set among the branches of a colossal mangrove tree in the exact geographical center of the Elven District. Graceful carvings in the floor of the platform indicate the four compass points. The coats of arms of the four elven noble houses are also engraved into the platform and inlaid with platinum.

The four main avenues of the district's aerial walkway system converge here, and a large traffic circle set away from the Hall itself routes pedestrians on their way to somewhere else around and about. It is also possible to reach the Hall from ground — or rather, water — level. The tree rises from an island of solid ground, and there are moorings planted all around it. A system of hoists — closed compartments raised and lowered using pulleys — transports visitors up to and down from the platform. There are four hoists located at intervals around the perimeter. For those who are more rugged or disinclined to wait for the hoists, a narrow staircase (attached to the trunk, not carved into the bark) winds around the great mangrove.

The importance of the Hall of the Elements to the city's elves should not be underestimated, either on the practical or symbolic level. It serves as their military nerve center, but also as their seat of government and their main public meeting place. They enact important religious rituals here. Cultural events, such as concerts, plays and bardic recitations, are staged here. In addition, the symbolic value of its location and decorations is taken for granted by every elf (the compass points stress its value as the center of their homeland, and the coats of arms drive home the primacy of the noble clans). It is called the Hall of the Elements not because it has any connection to the Elemental Planes, but because the elves fancy it as a place where they can commune with three of the four elements: the air above them, and water and earth immediately below. If the elves were, by some calamity, denied the use of the Hall of the Elements, their community would become a body without a head.



RESIDENTS

The Hall of the Elements has a small permanent staff, whose duties are to operate the hoists and attend to routine maintenance during times when no visitors are expected. There are 64 workers in all, 32 each for the day and night shifts. Normally, four workers attend to each hoist. An elite Elven Legion unit stands guard at all times, two sentries by each hoist, eight sentries total for the day and night shifts each.

There are also two lookout posts set amongst the mangrove branches, away from the platform in spots that allow clear lines of sight to the north and south, respectively. Each post is manned at all hours by two-trooper Legion teams, and their job is to observe and maintain constant communication with the sentry posts watching the northern and southern borders of the district. If an emergency requires sounding a general alarm, it will be sounded from here.

Soldiers and civilian staff alike answer to the Chamberlain of the Hall, whom the Council of Elders holds responsible for keeping the place ready for use at a moment's notice, if necessary. The current Chamberlain is Vernes Ilier, a former prefect of the Temple of the Four Points whom Chief Elder Ileea Nerise recently appointed to the post. Chamberlain Ilier is an elf of genuine integrity and he understands to the core of his marrow that his job requires him to stay above the partisan bickering between the four families. He would never — let us say — arrange the chairs for the Council of Elders so that the sun would shine in everyone's eyes except for the Elder of the Nerise. But at the same time, he is keenly aware that he owes both of his careers to the House of Nerise.

It is all the more important that the Chamberlain remain impartial because he is also entrusted with care of the storage areas (locations P15 and P19) that are earmarked as communal, belonging to the Council of Elders as a whole, rather than an individual noble house. These caches contain the tax revenues collected on behalf of the Council of Elders, as well as some emergency supplies.

Vernes Ilier: Elf Clr10.

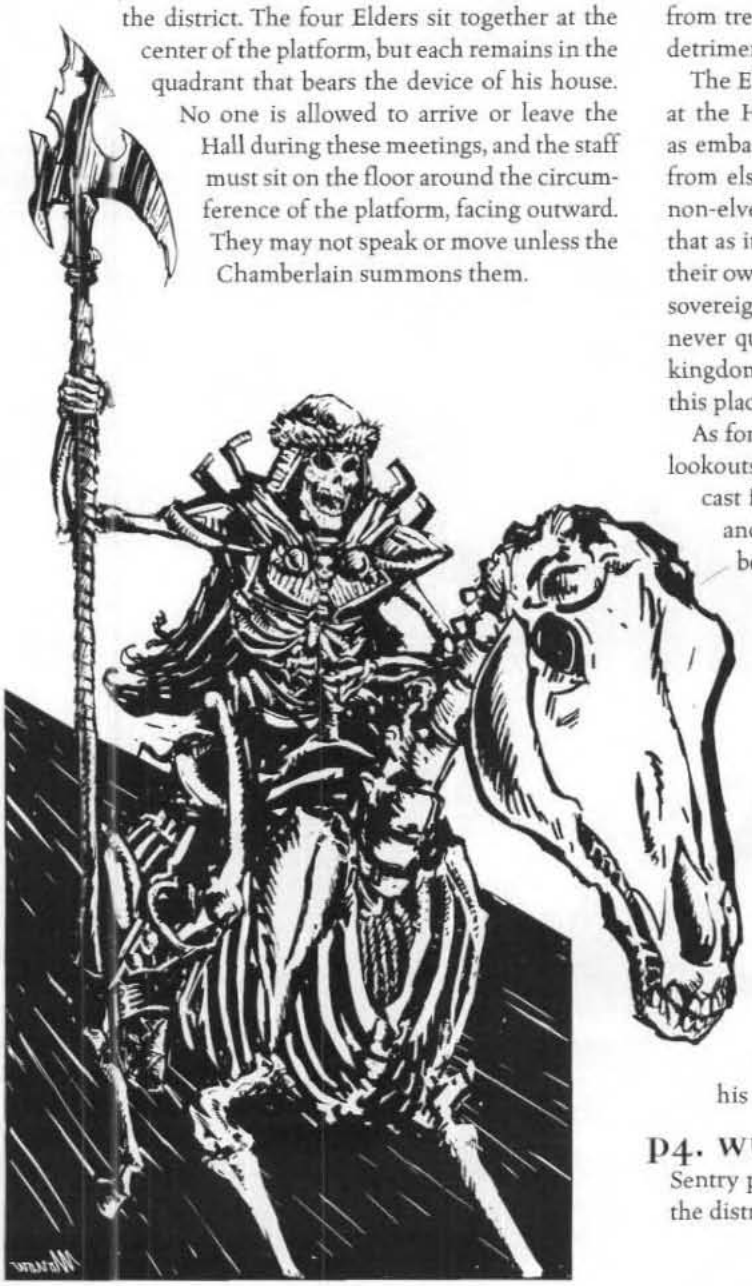
Workers (32): Elf Com2.

Elven Legion Guards (12): Elf Ftr4.

There is no treasure to speak of here, except for a cache of twelve *water breathing potions* that the Chamberlain keeps in his office, in case he needs to check on the underwater storage areas at location P15.

ACTIVITY

The Council of Elders meets at the Hall of the Elements once every two weeks to discuss matters of importance to the district. The four Elders sit together at the center of the platform, but each remains in the quadrant that bears the device of his house. No one is allowed to arrive or leave the Hall during these meetings, and the staff must sit on the floor around the circumference of the platform, facing outward. They may not speak or move unless the Chamberlain summons them.



The Elders also hold public meetings here when they wish to discuss important issues in public. The platform isn't nearly large enough to accommodate the entire population of the district, of course, and elves are admitted on a first-come, first-served basis. When the platform is full, the hoists are not lowered until the end of the meeting. The Legion guard is also doubled for such events.

Important religious rituals are also held at the Hall of the Elements. Once a month, the priests from the Temple of Four Points (led at the present time by Ileea Nerise, who is also the Priestess of the Temple) lead rituals thanking their goddess for her continuing protection. They also lead special rites observed on the Elven Holy Day. The platform is also packed with members of the elven public on such occasions, but the religious rituals are performed with such a strong sense of theater that they may be watched from trees near the banks of the waterway without much detriment.

The Elders also receive important visitors to the district at the Hall of Elements. They treat all such dignitaries as embassies from a foreign land, even if they just come from elsewhere in the city. It is an affectation that some non-elves find amusing, while others are annoyed by it. Be that as it may, the elves have made a habit of standing on their own dignity in order to remind the other races of the sovereignty that the city charter grants them, as they have never quite been able to forget that they had a powerful kingdom in their own right before they agreed to share this place with the humans and dwarves.

As for its military command and control functions, the lookouts are always on the alert for *dancing lights* spells cast from the North and West Garrisons (locations P1 and P4). These indicate a crisis of some sort on the borders of the district — presumably, someone (or something) trying to force its way past the sentries. The sentries are trained to cast the spell straight up in the air for maximum visibility, and to direct the lights according to a code indicating the size and nature of the emergency. The lookouts then pass this information to the Chamberlain of the Hall, who then sends a runner to alert the Elven Legion command staff at their barracks (location P2).

HOOKS

- On the traffic roundabout that circles the Hall of Elements, the PCs pass Chamberlain Ilier flanked by two of his staff, apparently on his way to inspect some of the storage areas. Suddenly, they see another passerby reach under his clothes. A dagger emerges. What do the PCs do?

P4. WEST GARRISON

Sentry posts hidden in the trees line the western edge of the district.

Like the North Garrison (location P1), the West Garrison is not a place, but a string of guard posts meant to secure the border of the Elven District. Two-soldier teams man the posts, which are concealed among the branches of trees, but placed so that they command a clear field of view to their front. They are spaced 100 yards apart, except that each street or path leading from the Naval District has two posts on either side.

RESIDENTS

The West Garrison sentry posts are organized, staffed and equipped in the same manner as the North Garrison, with the only difference being that the West Garrison is charged with watching the border with the Naval District.

Commander Enver Corine commands the garrison from a small treetop office near the West Pier. A rather distant relation of the main branch of the Corine clan, he nonetheless feels an obligation to live up to the family name, with its glorious tradition of military service. In fact, if anything, he feels even more pressure than he would if he were more closely related to the clan elders, since he craves the distinction that comes more easily to them by their advantage of birth. Deep down, he dreams of a moment where he will have the chance to prove his mettle — but he is also profoundly unsure of how he would handle it.

One certain consequence of Commander Corine's anxiety, however, is that he tends to be overeager in interrogating any prisoners that are brought to him, even if their offense is small. If he can claim to have captured and unmasked a great criminal plot, he could surely leverage that feat as his claim to fame, as well as respect within the House of Corine and the Legion.

Commander Enver Corine: Elf Ftr10.

Sentry (30): Elf Ftr2.

Sentry (30): Elf Ftr1/Sor1.

All sentries carry a longbow and a shorts word, but wear no armor. Commander Corine carries a *+3 longsword* and wears *chainmail +3*.

ACTIVITY

Sentry duty here is essentially the same as in the North Garrison.

HOOKS

- A criminal on the run, who bears an unfortunately close resemblance to one of the PCs, has slipped past the sentries. A squadron of twenty troopers has been dispatched from the Legion Barracks (location P2) to look for him. Of course, they find the PC instead.
- A panicky smuggler standing behind the PCs at a checkpoint tries to slip some contraband goods into their gear or onto one of their persons. Have that PC make a DC 15 Spot check to determine whether or not he notices. A confrontation will ensue either way, as the sentries are looking specifically for that type of contraband and will find it on the PC if the smuggler succeeds.

P5. WEST PIER

Two long rows of wooden poles driven firmly into the earth at the water's edge mark this long stretch of dry ground. Here, at the end of a large inlet, is one of the two main docking areas for the gondolas that ply the waterways and marshes of the Elven District. At any time of day or night, many of these anchorages will be occupied by the distinctive longboats of the elves. Some of the poles are more widely spaced to accommodate cargo barges.

The rows of anchorages are separated by a long jetty, from which two wide staircases, one leading to the southeast (pointed directly at the traffic circle around the Hall of the Elements; location P3) and the other to the northwest, allow debarking passengers to enter the district's aerial walkway system.

P6. NORTH PIER

The North Pier is practically identical in arrangement and function to the West Pier (location P4); it is an embarkation and debarkation point for gondola passengers and cargo barges. There are only two real differences with the West Pier. Here, the jetty is not as solid, as it is made of rocks and stones piled into the shallow water, and the staircases feeding into the aerial walkway system lead off due east and west.

P7. THE GREAT BOLE OF THE CORINE

The structures that make up this treetop estate are painted bright white and trimmed with silver leaf. The household staff keep it very neat and sparkling clean, giving the residence a stern, commanding presence. A wooden disc 10 feet in diameter hangs from the balcony; it bears the Corine coat of arms — a longsword and longbow crossed, superimposed against the silhouette of a mangrove tree.

The interior is decorated with portraits and relics of Corines past, almost all of them testaments to their history of martial glory. The central hall of the residence is a military museum, full of arms and armor borne by famous Corines, battle standards (both friendly and captured from the enemy), and other such mementos.

This dignified residence houses the Elder, and extended family thereof, of the House of Corine, the noble family best known among the elves for their military exploits.

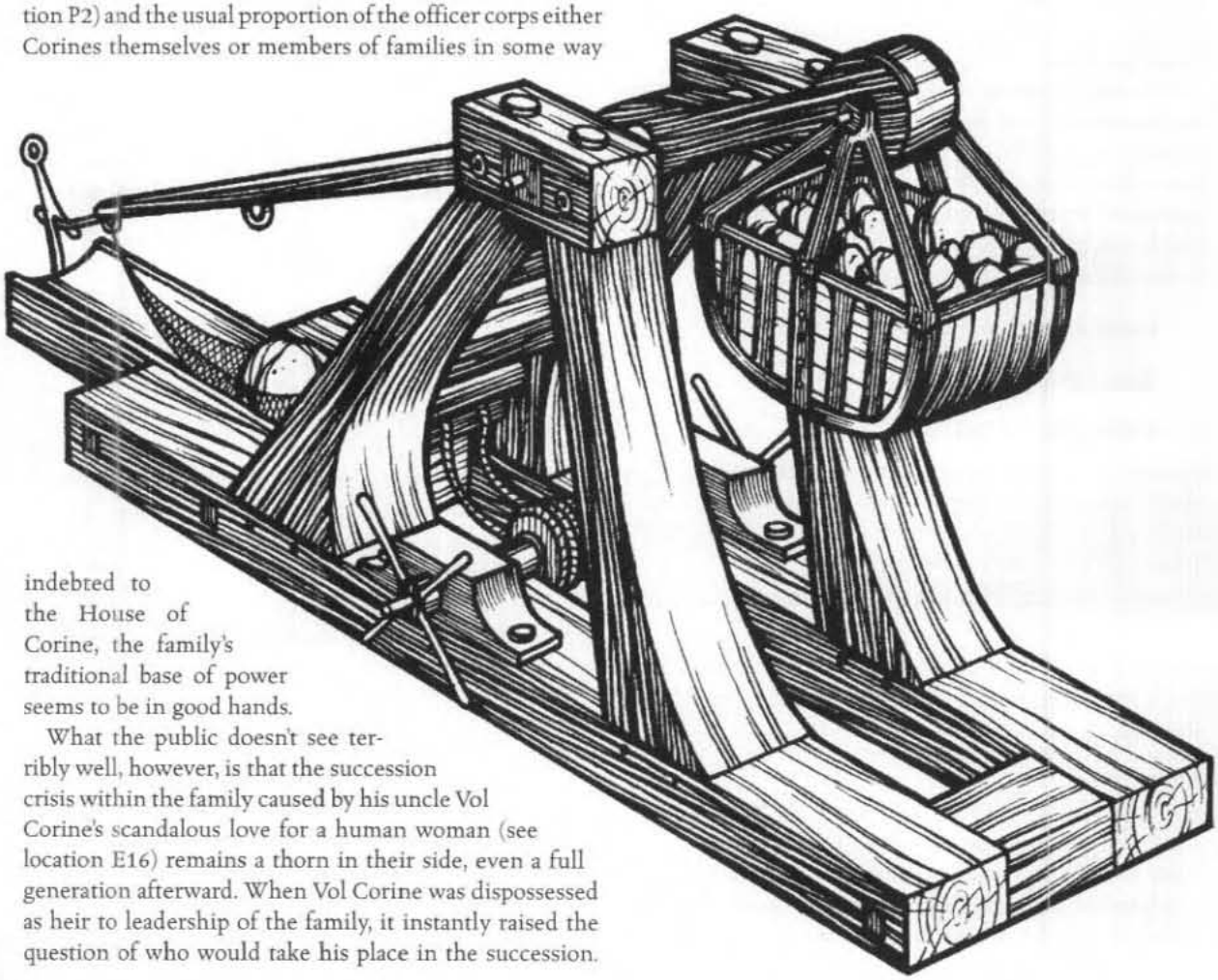
RESIDENTS

As the noble family that has traditionally led the Elven Legion since ancient times, the House of Corine have always been able to put themselves forward as the gallant defenders of the elves, the sword and shield of the entire nation. They have a public reputation as stern, stolid folk, always selfless and brave. But while the Corine have done much to merit the respect of their fellow elves, the reality of their family and their place in the elven nobility is much more complicated than that.

Like all of the four families, the Corine understand the need to protect their own interests, lest their rivals gain a decisive advantage over them. It isn't war, exactly, but it is competition with high stakes — political power, financial resources, and perhaps most importantly, the honor of their family legacy. The current clan Elder, Polus Corine, is keenly aware that the balance of power between the four families could turn on any event, and he is determined that it should never turn against his own. For the moment, he feels that their position is reasonably secure. With his uncle Tarus installed as Proconsul of the Legion (see location P2) and the usual proportion of the officer corps either Corines themselves or members of families in some way indebted to the House of Corine, the family's traditional base of power seems to be in good hands.

What the public doesn't see terribly well, however, is that the succession crisis within the family caused by his uncle Vol Corine's scandalous love for a human woman (see location E16) remains a thorn in their side, even a full generation afterward. When Vol Corine was dispossessed as heir to leadership of the family, it instantly raised the question of who would take his place in the succession. Vol's father Eren was beset by younger brothers and sisters eager to make the case that they (or one of their children) should take Vol's place. Eventually, Eren Corine decided that his niece, Polus' mother, should succeed him as Elder. This decision was not universally popular within the family, and only their military discipline, the instinct to close ranks when an order is given, saved them from dissolution. As he is the eldest child of the previous Elder, there is no obvious threat to Polus' position, but he is aware that at least some of his cousins still look at him and say to themselves, "I should be Elder, not him."

He is also aware that his half-elf cousin Sir Slate Corine is obsessed with gaining for himself what the family decided his father Vol should no longer have. Elder Polus cannot think of any realistic way in which Sir Slate could actually accomplish this, but he does know that even a doomed attempt of any sort — legal maneuvering, criminal activity, perhaps a physical confrontation — could leave the family weakened and distracted. Sir Slate might even ally himself with a rival family in order to get his retribution, making his case even more troublesome. Elder Polus is loathe to admit that a relative whom he can barely bring himself to acknowledge as kin could cause him to lose sleep, but it is nonetheless so.



There is yet another potential crisis simmering beneath Polus Corine, one that he doesn't even know about yet — Proconsul Tarus Corine's romantic affair with his own chief of staff. Public discovery of the relationship would cause a scandal, making Tarus' position atop the Legion untenable, and humiliating the family as a whole. The other noble houses would force a vote in the Council of Elders on dismissing the Proconsul, compelling Elder Polus to consent in the firing of his cousin, or else make himself look as if he is protecting private interests at the expense of public propriety.

But for now, Elder Polus feels that he has the fortunes of the Corine more or less in hand, and his own personal situation as comfortable as one could expect. He and his wife Dea, whom he met when they both served as staff lieutenants at the Legion headquarters, have yet to produce an heir. But they are still fairly young, and the rest of the family is willing to give them a little time yet before they start jockeying for position in case the bloodline should fail.

The Corine maintain a household staff of over twenty assorted servants.

Elder Polus Corine: Elf Ftr6/Ari8.

Dea Corine: Elf Ftr6/Ari2.

Extended Corine Family (12): Elf Ari1-10.

Servants (24): Elf Com2.

Feel free to substitute levels of fighter for levels of aristocrat with any of the adult Corine relatives, but leave them at least two levels of aristocrat.

The Corine keep 3,000 gp in an unlocked chest, located in the master bedroom, in their great bole. Their most important heirlooms are actually the weapons that go with the office of Consul of the Elven Legion. Technically, they belong to the office, but because the Corine have always been so closely associated with the army, they are practically Corine heirlooms. Otherwise, use the guidelines laid out in the Overview to the Nobles District (p. 166) in determining the extent of the treasure kept by various members of the household.

Elder Polus wears *bracers of armor +4* under his clothing. Dea carries a *dusty rose prism ioun stone* (as a default, consider that she has it concealed and will have to activate it to use it). The also keep their old Legion arms and armor in the master bedroom closet. For Polus, this consists of a *+1 speed longsword* and *+2 chainmail* (as heir to the House of Corine, he was allowed to arm himself with gear suitable to higher rank). Dea has the standard *longsword +1* and *elven chain* for the rank at which she left the service.

ACTIVITY

Some of the adult Corines who live at the Great Bole will be away during the day, at Legion Headquarters or on sentry duty at one of the garrisons (locations P1 and P4). But Elder Polus and Dea are both retired from the military and devote their lives to politics and family matters. If Polus is away on or occupied with his duties as Elder, Dea will certainly be on hand to entertain visitors. In case of trouble, both of them are quite capable of defending the household.

HOOKS

- Fed up with his troublesome cousin Sir Slate, Elder Polus hires the PCs to kidnap Lady Miranda Corine. He has no desire to actually harm her, but he is desperate to end Sir Slate's interference in the family's business before he weakens the position of the House of Corine. He intends to coerce Sir Slate to sign a legally binding document forswearing any claim to his father's lost legacy.
- Rumors of Proconsul Tarus Corine's affair with Commander Liala Ves has reached Elder Polus. He suspects a plot by one of the other noble families to sow discord within the House of Corine, but he wants to make sure, and do so discreetly. So he hires the PCs to check it out. If the PCs confirm the truth for him, he may also hire them to keep the information out of the hands of the other families, if they don't already have it.

P8. VAELLE TOURS AND ENTERTAINMENT

This large willow overlooks a patch of ground that looks very much like an extension of the West Pier. Stones fill in the marshy ground near the water's edge, making it passable to foot traffic, and three handsome gondolas are moored here. This is, however, private property — a large sign reading, "Welcome to Vaelle Tours and Entertainment" is affixed to the trunk of the willow, the branches of which hold a tidy, well-appointed commercial office liberally decorated with elven art and handcrafts.

Kaia Lassis and her husband Eiro run a flourishing tourism business out of this quaint office. For anywhere from 10-100 gp per head (depending on the extent and duration of the tour), they or one of their guides will take a gondola full of tourists around the waterways of the Elven District, with stops to see various inland attractions.

RESIDENTS

Vaelle Tours and Entertainment is the most venerable and prominent of the various tourism companies in the Elven District. Kaia Lassis inherited the business, which her grandfather, Ter Vaelle, founded. Ter Vaelle was a commercial visionary in that before his time, even throughout the

long history of the city, no one had thought of exploiting the sightseers who came to the Elven District in an organized way. Ter Vaelle was the first to offer his services as a boat pilot and guide as an ongoing business proposition.

To finance his new venture, he approached the House of Aer, who were taken by the idea and supplied him with a prime location by the West Pier, gondolas, money for operating expenses, and help in publicizing his service. In exchange, the Aer received 49% of the business' profits, which Ter's son (Kaia's father) subsequently reduced to one-third by buying back some shares. Since then, the Vaelles have been loyal allies of the Aer.

Kaia Lassis inherited her family's keen business sense and carries on their tradition with enthusiasm. Eiro Lassis, a modest fellow who generally defers to his wife, lacks her dynamism and fire. He once tried his hand at the life of an adventuring sorcerer, but gave it up without ever getting much treasure out of it. He is now content to help run his wife's family business, and he has made himself into a good enough tour guide.

The Lassis now have three gondolas of the very best make — crafted by the master boatwright Tiar Elesse (see location P18) and painted gleaming white — which they operate according to current demand for their services. Their three children all take an active role in the family business. Daughter Kira inherited her mother's feisty charisma and is shaping up into an excellent tour guide herself. Their twin sons Ruo and Steio take care of the boats, operate the hoists and in general keep an eye on the office when the rest of the family is away. The Lassis also employ three gondola steersmen on an as-needed basis, and they usually find them lounging nearby at the West Pier. Kaia and Kira both carry masterwork short swords when they are showing their clients around, just in case, although they conceal their weapons beneath their cloaks as best they can. Eiro, on the other hand, trusts to his somewhat musty knowledge of arcane magic to protect himself and his passengers.

Kaia Lassis: Elf Exp10.

Eiro Lassis: Elf Exp4/Sor3.

Kira Lassis: Elf Exp3.

Ruo and Steio Lassis: Elf Com2.

Steersmen (3): Elf Exp3.

An unlocked cashbox in the office holds 1,000 gp. Kira Lassis carries a masterwork shortsword and wears an *ring of protection +2*. Eiro Lassis wears an *amulet of natural armor +3*. Kaia Lassis carries a masterwork short sword and wears an *amulet of natural armor +3*.

ACTIVITY

The Lassis offer three basic tour packages that they can vary according to the tastes and desires of each boatload of clients. The most basic, which lasts only a couple of hours and costs 10 gp per head, takes customers on a quick water tour of the district, proceeding down the east-west water axis, past the Hall of Elements (location P3) out to the eastern edge and back. The Lassis will spice things up, however, by arranging for a bard to spontaneously appear in a tree by the water's edge to serenade the tourists with traditional elven songs as they float by.

Their moderately-priced tour, which costs 40 gp per head, lasts from morning to late afternoon and includes landings to take in some "typical" slices of elven life and tourist spots. It includes visits to the Craft Market (location P9) and the Elven Folk Arts Theater (location P10) for proper doses of "authentic" elven culture (as well as an opportunity to spend some money at the market).

The most expensive tour, at 100 gp per head, includes an overnight stay at an inn and all of the features included in the two lower-priced packages. In addition, however, the Lassis will throw in visits to major landmarks, such as The Druid's Grove (location P25) and the Temple of the Four Points (location 22). In addition, the Lassis will happily customize the tour according to the group's particular interests, spending more time on whatever the clients request.

HOOKS

- Kaia Lassis has been receiving anonymous threats, suggesting that she, Eiro and/or Kira will be targeted during one of their boat tours. She suspects either an underhanded business rival, or perhaps a disgruntled native of the district appalled at her turning her own race into an object of display for outsiders. An ally of the House of Elesse who wishes to strike at the influence of the House of Aer is also a possibility in her mind. She wishes to hire the PCs as bodyguards, as she does not know when or where the assailants will strike (if indeed, they will strike at all).
- Kaia Lassis is thinking of expanding her business by organizing tours for elves who want to see other parts of the world. She has heard that an outlying area, of which one of the PCs is a native, offers excellent sightseeing opportunities. She will make the PC a lucrative offer to lead parties of elven tourists to his old homeland and show them around. She will pay the other PCs to serve as bodyguards for the group.

P9. CRAFT MARKET

Tourists who come to the Elven District like to describe these small shops set among the branches of a cluster of willow trees as "quaint," while the native elves generally find the market so cheesy-looking that they just roll their eyes or wince at it. It is, in short, a tourist trap through and through.

This cluster of treetop structures houses artisans' shops that cater to the tourist trade (hence their location close to both piers). They are not, for the most part, places where elves come to shop for themselves, as the goods here tend to be overpriced and, in their view, both kitschy and hopelessly old-fashioned. Many elves, especially the more well-to-do, are actually more interested by imports from elsewhere in the city and from abroad, and they will come here only if they are buying gifts for friends outside the district, who will recognize them as conventionally "elven."

RESIDENTS

A dozen craftsmen do business here, scattered among the disciplines of pottery, weaving, jewelry, smithing (small decorative items only), sculpting, woodworking and leatherworking. They make items in a deliberately archaic style, as they cater to folks who come to the Elven District in search of an "authentic" experience of elven life and "traditional" elven crafts.

They like to present themselves as a co-operative of artisans, but in fact, the market is majority-owned by the House of Aer, which provided the land and initial financing for it. The Aer hired all of the artisans who work here, and have the power to replace them. The Aer's tight control over the market has created some potential conflicts with the city's craft guilds, however, as the guilds believe that the artisans should belong to their organizations and benefit from the protections that come with membership. The Aer argue that their rights as owners of the market trump any authority the guilds might claim within the borders of the Elven District. Guildsmen from the city have, in fact, made some preliminary contact with the artisans of the market under the guise of tourists, but nothing much has come of it yet.

All of this puts the market's senior craftsman and *de facto* manager, silversmith Gayr Telo, in a bind. On the one hand, he and his fellow artisans recognize that guild membership has its benefits, and that it could help them better their individual lots. On the other hand, he also recognizes that the Aer have given them an opportunity to sell their wares at inflated prices, and also that allowing organizations from outside the district to have any influence in how elven businesses are run could set an unfortunate precedent for the future of the elves as a whole. The other eleven artisans at the market respect Telo's leadership, as he is older and has worked here longer than they have, but at the same time they understand the need to look out for their own interests.

All of the artisans here employ two apprentices, except for Telo, who has three.

Gayr Telo: Elf Exp6.

Other Artisans (11): Elf Exp5.

Apprentices (25): Elf Exp2.



A representative of the House of Aer comes by at the end of each day to count the receipts and collect their share, after which the artisans themselves split the rest and pay their apprentices. So there is no great hoard of coin here. Each shop has an unlocked cash box containing 100 gp.

ACTIVITY

The artisans here are experienced salesmen as well as craftsmen— in fact, they were all hired with their ability to woo and charm customers in mind. At least one of them will descend on each arriving boatload of tourists and lather them with fawning assurances about how beautiful the market's jewelry will look on them, or about how a piece of bric-a-brac will enhance the beauty of their lovely home.

In fact, the items crafted here are of no greater quality or workmanship than the run of the mill of what may be found elsewhere in the district. In terms of function and durability, the household items sold at Astra's General Merchandise (location P14) are cheaper and just as good (and not as cheesy, to most elven sensibilities). The items sold here cost as much as 50% more than the going market rate for comparable items.

HOOKS

- The House of Aer suspects that the craft guilds are trying to woo the artisans into rebelling against the Aer's control of the market. They hire the PCs to spy on the market (disguised as tourists, if the PCs are non-elves).
- Unknownst to anyone, a cursed semi-precious stone has been set into one of the items on sale here. The exact item is up to the DM's discretion, and the nature of the curse may be selected from the *Dungeon Master's Guide*. The PCs become involved either when one of them buys the item in question, or when the market artisans hire them to investigate how the cursed gem could have gotten into their raw materials supply, after an unhappy customer returned it.

P10. ELVEN FOLK ARTS THEATER

This semi-circular open platform set among the branches of a willow near the Craft Market (location P9) has a raised stage set near the bole of the tree, with a small building in back of it that serves as a dressing area. It is an open-air theater affiliated with the Craft Market and operated by a small-time impresario named Vel Torrus, an ally of the House of Aer. It has a small repertory company of musicians, bards, singers and dancers that specializes in traditional elven entertainments, some of which date well back into the days of the ancient elven kingdom. They exist exclusively to satisfy the tourist trade, as most native elves consider their repertoire tired and uninteresting, and they give command performances to tour groups.



Despite its local reputation as a place that's just for tourists, the theater is a clean, modern performing arts facility. And as such, Vel Torrus has also been able to book entertainments with more appeal to the native population for those times when there are no tour groups around.

Vel Torrus: Elf Com4.

Repertory Performers (6): Elf Brd 1-4.

Vel Torrus has a cash box containing 100 gp in his office.

HOOKS

- One of the repertory company is heartily tired of performing here and wishes to try her luck in the city at large, or perhaps somewhere outside the city. But she is under a long-term contract to Vel Torrus and she knows that he will never let her out of it. Furthermore, she is afraid of what he would to to her if he knew that she was thinking of leaving his employ. She asks the PCs to smuggle her out of the Elven District.

P11. DION VALLEI, FLETCHER

From below, this treetop workshop looks and sounds like a busy woodworking establishment. A small army of workers and apprentices are in constant motion during the day, and the sound of wood being hacked, sanded and shaped constantly floats down from above — along with dribs of sawdust.

Dion Vallei is anything but a simple carpenter. He is the most accomplished fletcher in the Elven District, so respected by his peers that many of them would extend that description to cover the entire city. He is the Elven Legion's main supplier of arrows (a lucrative trade, indeed). He also produces a unique series of finely crafted, non-magical arrows that incorporate secrets of craft known only to him.

RESIDENTS

Dion Vallei has been around a very long time, although, like all elves, he doesn't really show his age. He has devoted himself obsessively over the course of his long life to the craft of making arrows, and his devotion has produced not only high-quality goods, but many little tricks of the trade that make his work unique. But the flip side of this intense devotion is a razor-sharp temper and an airy disregard for anything not directly related to his craft, including personal relationships. His wife left him long ago, and if not for his son Matio, who apprentices to him, he would have no family at all.

In spite of his difficult personality, Vallei may count himself a friend and ally of both the Elesse and Aer clans. As a craftsman of no small repute, he has helped the Aer in their trading ventures, drawing potential suppliers and customers to the Elven District; in return, he relies on the Aer to help him maintain his customer base and reputation, and to ease his way with his raw material suppliers (especially after he has lost his temper with them). He also cultivated a strange, testy, but enduring friendship with the equally prickly Commander Noria Elesse (see location P2) when she supervised procurement for the Legion. She is one of the very few for whom Vallei would do a favor without question.

Matio Vallei is a conscientious and skilled craftsman in his own right, even if his devotion to fletching does not rise to his father's obsessive level. He serves his father well as chief apprentice and bears his temper as he always has, with a sigh and a shrug. However, he knows nothing of the techniques that make his father's distinctive work unique. Instead, the elder Vallei relies on him to supervise production of the common arrows that he sells in bulk to the Legion. Matio holds out hope, however, that someday his father will take him aside and pass on that valuable knowledge, as in spite of everything he intends to follow him in the trade.

Vallei employs three other apprentices besides his son, and twenty workers.

The Vallei shop does the vast bulk of its trade in mundane arrows, which it makes in large quantity for the Legion and sells to private customers under the umbrella that the prestige of Dion's reputation provides. They also make masterwork arrows, which they sell at the usual price.

Dion Vallei's pride and joy, however, are three types of arrows that he and he alone knows how to make. They are all non-magical; even though they may replicate the effects of certain magic arrows, their benefits are the result of his consummate skill and intense attention to detail. One type of arrow, designed for pinpoint accuracy, allows the firer to make the attack as if he has the feat Precise Shot, even if he does not. They sell for 20 gp for a quiver of 20.

Another type of arrow, heavier than normal and designed for greater penetrating power at the expense of accuracy, grants a +1 enhancement damage bonus and adds +1 to the threat range of the bow being used (so that a longbow would have a threat range of 19-20, for example), but at the expense of a -2 attack penalty. These cost 100 gp for a quiver.

The third type of arrow is slightly curved, so that a skilled archer may use them to hit targets using less than total cover. If fired by an attacker with the feats Precise Shot or Far Shot at a target benefitting from partial cover, the target's cover benefit is halved (if it is a +4 bonus to AC, the arrow makes it a +2 bonus to AC, etc.). They do not allow an attacker to target a creature in total cover, however. These cost 50 gp for a quiver.

None of these arrows should be considered masterwork, in that they cannot be enchanted to enhance their effects.

Dion Vallei: Elf Exp12.

Matio Vallei: Elf Exp5.

Other Apprentices (3): Elf Exp3.

Workers (20): Elf Com2.

There is a small unlocked chest containing 500 gp in Dion Vallei's office. A masterwork longbow hangs from a peg on the wall, to be used by anyone who can get to it in an emergency (there are, of course, plenty of arrows around). Otherwise, there is no treasure in the shop, unless you count the masterwork arrows (of which there are 200) and Dion's unique arrows (there are 100 of each type).

ACTIVITY

Dion Vallei does not suffer fools gladly, but he insists on dealing with the customers as the shop's master craftsman. His reputation means that many of his customers will put up with the occasional outburst. All the same, Matio tries to handle customer relations as much as possible, and he has developed an understanding with the other apprentices that they will try to distract the old elf whenever unfamiliar customers enter the shop.

HOOKS

- Careful craftsman that he is, Dion Vallei is very fussy about the wood that he uses. He worries constantly about his supply of high-quality ash, and he hires the PCs, either to search for a new source or to investigate a rumored new source and secure a deal on his behalf.
- Vallei is also fussy about the feathers that he uses. Having recently thrown a tantrum at the Aviary (see location L5) over the (lack of) quality of the goods available there, he is not welcome at the city's primary source of feathers at the moment. He hires the PCs to find high-quality feathers for him.
- Someone has kidnapped Matio, wrongly convinced that he knows all of his father's trade secrets. In spite of his constantly grumpy demeanor, Dion Vallej cares deeply for his son and would spare no effort or expense to rescue him. He hires the PCs, concerned that the Legion will be useless if the kidnappers are outside the district, and that the Civic Guard will not act in a timely manner.

D12. SALELI FAMILY BOWYER

This modest shop is set amongst the branches of a large mangrove. Racks of longbows decorate the outside, and some of them are of slightly unconventional design. During business hours, skilled craftsmen scurry about, as one would expect from a successful business of this type. But there is also a curiously cryptic feel to the premises, as if something is missing from the picture, something that remains hidden from public view.

Erell Saleli is the most renowned bowyer in the Elven District — which, given the elves' affinity for the longbow, makes him one of the most famous in the city. Crafting longbows has run in his family for many generations, and he inherited from his forefathers a long-standing agreement to make bows for the Legion. He also crafts small quantities of exceptional-quality longbows that incorporate tricks of craft that have somehow remained family secrets down through the ages.

RESIDENTS

The Salelis have been crafting longbows for many generations — which is a very long time indeed, given the elven life span. In fact, Erell Saleli's father and grandfather were fond of claiming that their ancestors had been official bowyers to the army of the ancient elven kingdom. They were never able to produce much except for vague stories in proof of this claim, but they put it on their shingle nonetheless and built a reputation as elite craftsmen around it.

However, it is not a claim that Erell Saleli makes very forcefully, because there is just not very much about him that one could describe as forceful (except perhaps his intense dedication to his craft). He is painfully shy and taciturn; he works in complete silence and never speaks unless it is necessary, even with his apprentices. He cares very little about marketing his wares or courting the favor of the noble families. Nothing interests him except making excellent bows — and in that sense, he has been coasting on the hard work of his predecessors in maintaining the family business' public image. He is an exceptional craftsman, but he doesn't seem to care much if anyone knows it.

It is left to his lively young niece and apprentice, Laia Corine, to serve as the shop's public face. It is she who deals with all customers, great and small, leaving her uncle free to focus on crafting bows, the only aspect of the business that he really enjoys. Laia's father comes from the noble family that has traditionally run the Legion, and she herself once served as a trooper. So her connections help ensure that the bonds between her uncle's business and its most important single customer stay strong. In fact, Saleli

is grooming her as his successor (as he has never married and has no children of his own), and when the time is right he will hand her all decision-making power over the business and happily confine himself to crafting bows. Later, he will also teach her the secrets techniques that his he learned from his father and grandfather.



Saleli employs two other apprentices and eight workers, who assist with menial tasks and help keep the shop tidy. They bulk of their duties center on crafting ordinary longbows for sale to the Legion and the general public. They also craft masterwork longbows. Saleli oversees their work, but he spends as much time as he can afford crafting more expensive bows using the family trade secrets.

These longbows fall into three basic types. They are all non-magical; even though they may replicate the effects of certain magic bows, it's superior craftsmanship and not enchantment that makes them special. One of Saleli's bows is exceptionally stable, from a combination of unique design and the high-quality yew that he insists on using. It helps even an inexperienced archer keep perfectly steady. Using this weapon grants either the feat Precise Shot or Far Shot if the user does not already have it. The attacker must choose one or the other before making the attack. They cost 750 gp each.

Another of Saleli's longbows is slightly shorter and heavier than most longbows, and is designed to provide greater penetrating power at close range. Using it gives the attacker the feat Point Blank Shot if he does not already have it. They cost 375 gp each.

Yet another of Saleli's longbows is designed to spin an arrow and give it extra force, so that it has extraordinary penetrating power when it strikes exposed flesh. When used to attack targets that are not wearing armor, its critical hit threat range and effect is 19-20/x4. This model is especially popular among hunters, and it sells for 1,050 gp.

None of these longbows should be considered masterwork, in that they cannot be enchanted to enhance their effects.

Saleli sells no other type of bow other than the basic wooden longbow (he has never worked with composite materials). He does not feel comfortable making other kinds of bows. He has received offers in the past, from the Wall Guard and others, to make high-quality crossbows for them, but he has always refused.

Erell Saleli: Elf Exp12.

Laia Corine: Elf Ftr2/Exp2.

Apprentices (2): Elf Exp3.

Workers (8): Elf Com2.

There is a chest containing 900 gp in Saleli's office. Laia also keeps the masterwork spear that she used while in the Legion in the office; a small pennant with the Corine family crest hangs from the shaft. Otherwise, there is no treasure in the shop, unless you count the masterwork longbows (of which there are 30) and Saleli's elite model longbows (there are twenty of each type).

ACTIVITY

During the day, the shop hums with the work of crafting longbows, but Erell Saleli always remains firmly ensconced inside his shop and office. He never emerges during business hours. His niece handles all customer interactions, and she understands intuitively that part of her job is to shield her uncle from the public. She is bright and friendly, and always keen to make a sale, but also protective of Saleli. If there is any trouble about, she will go for her spear and fight if necessary.

HOOKS

- A customer has complained that his longbow — one of Saleli's elite models — broke the first time he used it, and he is threatening to raise a stink unless Saleli compensates him somehow. Saleli doubts the customer's story, but he is too shy to investigate himself and none of his apprentices can be spared. Fearing for his reputation, he hires the PCs to investigate for him. Is the wood defective? Is it the customer's fault? Is the customer lying? Or has the unthinkable happened, and Saleli actually produced a defective bow?
- A mercenary band is interested in buying twenty of Saleli's top models, ten of the Precise Shot/Far Shot models and ten of the Point Blank Shot models. They have arranged a meeting with Laia in a neutral location outside the city to negotiate and complete the sale. Saleli doesn't entirely like the looks of the mercenaries, so he hires the PCs to act as Laia's bodyguards.



P13. THE GREAT BOLE OF THE AER

This large treetop residence speaks of wealth, and it does so by design: The structures are painted sparkling white and everything — even the balcony railing — is decorated with gold and platinum filigree. A large wooden disk bearing the Aer coat of arms — a pair of hands shaking each other superimposed over the silhouette of a mangrove tree — outlined in inlaid silver hangs beneath the front entrance. The device is also inscribed with the family motto in Elven: "From commerce, comes amity."

The interior also speaks of the owners' wealth, for although the household items and precious heirlooms alike are of more recent make than one would find in the other great boles, they are all made of expensive materials. They also include more imported, exotic luxury goods from far away than would suit the taste of the other elven noble families. To them, they seem like symbols of decadence and cultural waywardness; to the Aer, they are trophies of their success.

The Aer are the youngest of the elven noble families. As such, they get the least respect from their peers, who find it hard not to think of them as glorified commoners. On the other hand, they are also the wealthiest in terms of material assets, which usually works just as well as a venerable clan history when it comes to commanding respect from just about everyone else.

RESIDENTS

The Aer started out as humble merchants and traders, but through their collective shrewdness, hard work and good fortune that transcended the generations, they built themselves into a commercial powerhouse without precedent in the ancient elven kingdom. However, it should not be said of them that they bought their way into nobility; rather, they became so wealthy that it became impossible to ignore their power and influence any longer.

Currently, the House of Aer exercises that power and commands that influence not so much by selling things at a profit, but by helping those who do — and exacting a price for that help. While the family still operates a few select businesses in the Elven District (among them, Astra's General Merchandise, the direct descendant of the family's first known business venture; location P14), they prefer to finance new ventures and invest in existing ones, leveraging their network of commercial contacts to insure success when necessary. In exchange, their share of the profits insures them steady income, as well as the loyalty of their business partners. If the Aer ever need to call on popular support in a struggle with the other noble families, they own, at the very least, a minority stake in a sizable army of followers.

The scale and scope of the Aer's commercial empire also allows them to help their affiliated businesses by acquiring both raw materials and finished goods from outlying areas at a good price. They run their own caravans into the city, packed with different types of items bound for different destinations, but all of those destinations associated with the House of Aer in some way. They also hire merchant ships to bring in goods for over the seas, and they have forged solid relationships with some of the city's ship owners in this way.

As well as the Aer have remembered the formula that made them successful, they have also attempted to broaden their presence in elven society. Aer have served in the Legion and in the clergy of Lady of the Heavens. The current Rector of Permissions of the Temple of the Sky is Erden Aer, cousin of Clan Elder Norres Aer (see location J17). Partly, this is a result of the natural diversity among any large family with a long history, but it is also a calculated strategy that the Aer have pursued from time to time to cultivate new relationships (particularly political relationships) that could prove useful. Elder Norres' mother and predecessor steered Erden toward the priesthood precisely because she felt that a closer relationship with the House of Nerise could eventually serve them as an ace in the hole.

Norres Aer is the youngest of the four clan elders and has the least seniority among them. As such, he is always on his guard in the Council of Elders, concerned that the other elders are keen on testing the newcomer, probing for signs that the Aer will be weaker and less consequential in the coming years. His concerns are not always unfounded, as the Elesse in particular sense an opportunity to at last rein in the power of the merchant class and reassert their ancient prestige.

Norres' family are rather more supportive of him. While he learns the ropes of elven politics, his uncle Bers, aided by his wife Fianna and their two grown children, oversee the Aer's vast investment portfolio. Bers also advises Norres on political matters until the young elder is set more firmly on his feet. He and Fianna have also taken it upon themselves to find a wife for Norres, cataloguing suitable young ladies from the families of their most loyal allies. They are entirely unaware that Norres already has an option in mind, a beautiful young singer named Liesse Taler.

The Aer maintain a household staff of twenty assorted servants.

Elder Norres Aer: Elf Ari10.

Bers Aer: Elf Ari12/Exp5.

Other Aer Relatives (10): Elf Ari1-10.

Servants (20): Elf Com2.

Feel free to substitute levels of expert for levels of aristocrat with any of the adult Aer relatives, but leave them at least two levels of aristocrat.

There are two chests containing 3,000 gp each in the residence, one in Norres' bedroom, and the other in Bers and Fianna's bedroom. Bers Aer wears an *amulet of health +4*. Norres Aer wears the heirlooms passed on to every elder of the House of Aer: a *cloak of charisma +6* and an *amulet of natural armor +3*. He also carries a *figurine of wondrous power, bronze griffon* on his person. In addition, keeping with the Aer's tradition of ostentatious display, Norres wears at least 500 gp in jewelry whenever he goes out in person. Bers and Fianna always wear jewelry worth at least 250 gp. Otherwise, use the guidelines laid out in the Overview to the Nobles District (p. 166) in determining the extent of the treasure kept by various members of the household.

ACTIVITY

Elder Norres may be found here at just about any hour, unless he is away on business related to the Council of the Elders. If he is away during the day, however, it is unlikely that anyone with the ability to make decisions on behalf of the clan will be present, as Bers and his family are often away, looking after the family business holdings.

HOOKS

- Aer buyers looking for raw materials in a foreign land find themselves in a nasty competition with agents from Rotburn Imports (see location D37) or another of the city's big merchant firms over access to the same supplier. The House of Aer hires the PCs to accompany their buyers back to the source and bodyguard them, spy on the rival buyers, interfere with the rival buyers, or any combination of the three.
- Bers and Fianna's son Del was kidnapped while in The Docks district to inspect a shipload of cargo. All indications so far say that this is purely a matter of money, not politics, and that the abductors are holding him for ransom. The culprits could be thugs affiliated with Stavros Elmond (see location M16), who will try to pin the deed on the Thieves Guild to set a powerful elven family against Elmond's underworld rival — or they could be Guild thieves looking to do the same to Elmond's organization. While the Civic Guard and the Legion wrangle over who has jurisdiction in the case — the Guard because the crime happened in The Docks, or the Legion because the victim is a resident of the Elven District — Norres decides to hire the PCs as private investigators. They are to handle to money drop on behalf of the Aer, or if there is time, investigate the identity of the kidnappers and rescue his cousin Del, if feasible.
- Bers Aer has noticed that his nephew the elder has gone missing on some evenings. Gravely concerned, he hires the PCs to find out what Norres is up to (of course, he's sneaking out to see Liesse Taler).

P14. ASTRA'S GENERAL MERCHANDISE

This sprawling treetop store is the Elven District's largest and most venerable general merchant. In fact, it is the district's largest single commercial establishment, period. Astra's is the direct descendant of the original shop that made the Aer family into wealthy commoners and started them on the road to nobility. It is also one of the few commercial enterprises that they still operate directly, and although the store is still an excellent source of revenue, the Aer do so mainly for sentimental reasons, just as a shopkeeper might save his first gold piece.

The House of Aer has entrusted Melina Aer (Elf Exp4/Ari2), a distant cousin of Elder Norres Aer (see location P13), with this flagship property. She runs it with the help of her husband Val Danne-Aer (Elf Com4), their three grown children (Elf Ari2) and a dozen other clerks and stock boys (Elf Com1). Melina takes her work very seriously. Although she is proud of her status as a member of a noble family, she is also a little afraid of the Aer outside of her immediate family. As a distant relation of the main bloodline, she is aware that this plum assignment could be taken from her if she does not do well with it — in which case, she and her dependents would have little to fall back on, apart from her family name.

Astra's selection of goods is pretty comprehensive. Just about any mundane item except for weapons can be had here at market prices. They also stock a variety of minor wondrous items. A cashbox with 500 sp and 300 cp sits under the counter. It remains open during business hours, and is thus the object of close observation by Melina and her staff.

HOOKS

- Customers who bought a certain kind of sweet at Astra's have reported coming down sick after eating them. This has Melina in a panic, as she fears that news that she is selling tainted goods will hurt her standing within the House of Aer. She hires the PCs to investigate how a supplier could have provided her with bad candy (or if it is all a hoax!) and keep the news from spreading.

P15. UNDERWATER STORAGE AREAS

Clustered within an area no more than 100 yards in diameter are a group of six underwater caves and sinkholes. They are unusual in that each contains a sizable air pocket, making them useful for ingenious souls needing a hiding place. The elves are nothing if not ingenious, and they use them to cache valuables and emergency supplies.

Each noble house is allotted one cave to cache whatever they wish, with the remaining two given to the Chamberlain of the Hall of the Elements (location P3) to use for the common good. The former are marked at the entrance by a metal disk engraved with the coat of arms of that house, the latter by a blank disk. Each noble house uses their space to store 20,000 gp in coin, jewelry and gemstones (exact combination left to the DM's discretion). One of the common areas contains 50,000 gp in tax revenue. The other contains 200 meals worth of preserved food, to be broken out in case of emergency.

Each storage area is guarded by a *greater glyph of warding* keyed to a signet ring of the appropriate noble house, or the Chamberlain's signet. Each *glyph* stores *summon monster* VI and will summon a celestial orca whale if activated.

P16. UNDERWATER MYSTERY

This murky inlet is a source of curiosity to elves who live nearby. They have long noticed strange ripples whenever the water is disturbed, as if something (or more than one thing) large was stuck in the muddy bottom. The water here is so turbid, however, that it is impossible to see more than a couple of inches below the surface, and no one has ever been bold enough to dive in and have a close look. This hasn't stopped the locals from speculating, however, and the prevailing wisdom has it that it's a large, sunken boat — no doubt laden with treasure that keeps it anchored to the spot.

In fact, the objects disturbing the flow of water in the inlet are a pair of chuuls that lurk in the same spot day after day as they wait for prey to come by. They feed on fish and swamp creatures that wander by, and they have even snatched a couple of hapless local residents (who were alone at the time, so no one really knows what happened to them).

Chuuls (2): As in the *Monster Manual*.





The chuuls have accumulated some treasure during their residency here. Determine the exact composition according to the *Monster Manual* entry. There will also be a couple of personal effects, made of metal and bone, belonging to the locals eaten by the chuuls (see Hooks).

HOOKS

- The locals cannot contain their curiosity about their local underwater phenomenon any longer, but neither can they summon the nerve to dive down there themselves. Instead, they want to hire adventurers to shoulder the risk and the dirty work. The residents agree to split whatever treasure is down there with the PCs, half-and-half. If questioned extensively, the residents will mention that a couple of their own have gone missing over the past six months or so, but they have not connected this fact with their underwater mystery.

P17. THE GREAT BOLE OF THE ELESSE

This large treetop residence lacks the ostentation of the Great Bole of the Aer (location P13) or the grave piety of the Great Bole of the Nerise (location P21), but somehow it captures the dignity of the family that once ruled over the elves as kings. Its structures are painted bright white and kept in immaculate condition, down to the ornamental moldings painted in gold leaf and the thin marble columns that flank the main entrance. A polished hardwood disk 10 feet in diameter hangs from the balcony; it bears the Elesse coat of arms — a mangrove tree with a gold crown above it.

The interior is decorated with furnishings and heirlooms from the old royal palace of the elven kingdom. The most important artifacts are on display in the great hall, where the ancient throne of the elven kings sits, reserved for use by the Elder of the House of Elesse.

RESIDENTS

Even those who oppose them cannot help but regard the Elesse with a certain awe. After all, they are literally the descendants of kings, and the ancient history of the elves of this region is filled with their great deeds and testaments to their majesty. The problem is that, as a general rule, members of the House of Elesse are a little too eager to rub this fact in everyone else's faces. That is why there are those who oppose them in the first place. In this new, (slightly) more egalitarian age of the elves, the former generals, priests and merchants who once served the Elesse

are now their equals, and they tend to resent that the family refuses to accept this in all of its particulars.

In other words, part of the problem is that there just isn't as much for the Elesse to *do* as there was in ancient times, since they must share the task of leading the elves with the other noble clans. They have tried to make up for that lack in various ways at various times throughout the city's history. Elesse sons and daughters have entered the Elven Legion and the priesthood of Lady of the Heavens. But both institutions remain firmly under the influence of their traditional leaders, the Corine and the Nerise, respectively, and the Elesse haven't made a substantial impact on either. They have had more success investing in commercial enterprises, very often setting up their own family members in businesses of their own, such as the renowned boatwright Tiar Elesse (location P18). These investments have helped sustain the House of Elesse down through the years, as they no longer have complete access to taxes gathered from the elves, as they did in the days of the ancient kingdom. But they are still not as wealthy or nearly as influential among the merchant class as the younger and more dynamic Aer.

The current Elder of the House of Elesse, Reylen Elesse, is no closer to finding a permanent answer to how the family can create a distinctive and enduring new identity in this post-monarchial age than any of his predecessors. Under his leadership, the clan has continued to dabble in this and that, perhaps most notably with his niece Noria attaining the rank of commander in the Elven Legion (see location P2). Elder Reylen is encouraged that she was tapped to serve as the its liaison with the City Guard, and urges her to rise as high in the Legion hierarchy as she possibly can. But with the Elesse's political influence at a cyclical low ebb — it will be another 30 years before the Chief Elder's seat rotates back to them — he finds himself uncertain of how his clan can claim the respect that is rightfully theirs. He continues to politick and monitor events as any competent clan Elder would do, but the Elesse remain just one of four noble families, as far as everyone else is concerned.

Elder Reylen's impetuous elder son and heir, Derres, sees a way by which the Elesse can recapture their former glory, but it is not an answer that would sit well with the father — or with some others within the family, if they but knew it was on his mind. Derres Elesse believes that the only way for the House of Elesse to survive over the long term is through restoration of the elven monarchy, with them resuming their ancient tradition of supplying the kings. However, he has not thought through how he intends to achieve this goal, as it would require the consent — or destruction — of the three other noble houses, and ultimately, the consent of the elves of the district, as well. Nor has he thought through the impact that such a move would have on the City Council as well, which might take alarm at the upheaval. There is time yet to think upon these things, however, as Elder Reylen, though mature in years, is still in good health and will preside over the House of Elesse for a while to come.

The Elesse maintain an unusually large household staff — some 40 assorted servants to take care of only a dozen family members. Among them is a former Legion trooper named Ter Florres, who serves as Reylen Elesse's valet and unofficial bodyguard.

Reylen Elesse: Elf Ari17.

Derres Elesse: Elf Ari8.

Other Aer Relatives (12): Elf Ari1-10.

Ter Florres: Elf Ftr6.

Servants (39): Elf Com2.

The Elesse keep 2,000 gp in an unlocked chest, located in the master bedroom, in their Great Bole. Their most important treasures are a *+2 brilliant energy spear* and *+2 moderate fortification chainmail*. Both are decorated with the Elesse coat of arms (the former in the form of a small pennant hanging from the shaft) and served as the elven kings' arms and armor in ancient times. The Elesse also keep in their possession the royal crown, a gold circlet inlaid with diamonds and emeralds, worth 5,000 gp based on its materials, but priceless based on its historical and cultural significance. All of these are on permanent display in the great hall.

Ter Florres carries a masterwork punching dagger concealed under his clothes whenever he leaves the Great Bole. Derres Elesse wears the *ring of protection +5* worn by the heir of the House of Elesse since ancient times. Elder Reylen wears a *ring of spell turning* and a *pink and green ioun stone*. Otherwise, use the guidelines laid out in the Overview to the Nobles District (p. 166) in determining the extent of the treasure kept by various members of the household.

ACTIVITY

If Reylen Elesse is away from the Great Bole — as he often is during the day on political business (and because it is the duty of the Elder of the House of Elesse to be seen in public), his wife Eria (Elf Ari10) will usually be at home to receive visitors. As his father's heir apparent, Derres Elesse is also accustomed to receiving visitors of his own — some of them to discuss on the sly his dream of eventually restoring the monarchy.

No one in the house has any military experience except for Ter Florres. If there is a serious disturbance inside the residence, he will take it on his own initiative to don the

arms and armor of the elven kings in the great hall and use them in defense of the Elesse.

HOOKS

- Elder Reylen has received a mysterious note claiming that the crown of the elven kings in the family's possession is a fake, and that the author of the note knows where the real artifact may be found. He has no idea of the truth of this allegation, but he believes an uproar would ensue if it became public knowledge. He wants the PCs to investigate the matter for him, quickly and confidentially.
- A former confidant of Derres Elesse is threatening to go public (or at least to the other noble families with Derres' monarchial ambitions. Derres hires the PCs to bring this one-time friend back to the Great Bole by any necessary means for some friendly persuasion by the Elesse heir.
- In exchange for his patronage, Derres Elesse asks the PCs to retrieve a scroll that, the last he knows, is in the possession of Elwyn Aer, the city's Harbormaster (see location M1). This hook is, of course, the flip side of the quest involving Harbormaster Aer described in the Quests section of The Docks district chapter (p. 492), with the PCs acting in place of the elven "ambassadors" described therein.

P18. TIAR ELESSE, BOATWRIGHT

The renowned boatwright Tiar Elesse lives among the branches of a large willow at the end of this narrow inlet. Nearby, close to the water's edge, are several drydocks, which usually hold gondolas in various states of completion.

Tiar Elesse keeps his work and home in close proximity here, virtually in the shadow of the Great Bole of the House of Elesse (location P17). When business is good (and it usually is), his drydocks are filled with gondolas in various states of completion. During the day, lumber and tools lie scattered about, although Tiar and his assistants are careful to clean up before they knock off work.

RESIDENTS

Tiar Elesse is, in fact, a member of the Elesse clan, and he can trace his lineage all the way back to King Delos XI, one of the last Kings of the Elves to reign before the founding of the city. His branch of the family did not inherit leadership of the clan, however, and he can only count himself a distant relation to Elder Reylen Elesse and his bloodline. Nonetheless, a son of the House of Elesse he remains by right, and the prestige and connections that come with that distinction have only helped him build a reputation as the most sought-after of the elven boatwrights.

But his family name alone cannot account for Tiar's success. He is, in fact, a craftsman of exceptional skill. Secrets of craft known only to him (whatever they are, his assistants understand them only vaguely) enable him to create boats of exceptional stability, especially considering the elven gondola's slender design. Anyone on board a boat built by Tiar Elesse receives a +3 enhancement bonus to Balance and Jump checks, as well as checks for any physical skill related to operating the boat. Tiar's handiwork comes at a premium, too — his boats cost 20% more than the market price for comparable craft. Such is his fame that masters from the Shipbuilders Guild (location O3) come to him when his business is slack and try to recruit him for their own projects. Tiar always refuses, however. He treats his elven boats as a labors of love — and besides, his business is rarely slack, anyway.

Tiar's wife Lielle and their son Evar share the tidy and well-appointed residence with him. Lielle is more than Tiar's helpmeet and companion; she is a sorcerer of modest skill, who can help defend her family and home in a crisis. Evar serves his father as an apprentice and Tiar is grooming him to eventually take over the family business.

Besides Evar, Tiar keeps three apprentices, including a distant cousin, Vohn Elesse. A cadre of twenty laborers help with the scut work around the yard. But although they are unskilled, Tiar values them greatly, as they have all worked for him for at least 30 years and they are unfailingly loyal to him.

Because of his family connections, Tiar Elesse is a good place to start for anyone who is looking to gain a favor from the House of Elesse. He is proud enough of his family ties that he will, if anything, overstate his influence within in the clan and will be happy enough to bend the ear of his closest relatives to help a supplicant.

Tiar Elesse: Elf Exp8/Ari4.

Lielle Elesse: Elf Sor3.

Evar Elesse, Vohn Elesse: Elf Exp3/Ari1.

Other Apprentices (2): Elf Exp3.

Workers (20): Elf Com3.

Tiar Elesse keeps all of his woodcrafting tools in a chamber carved into the bole of his willow tree. They are all of masterwork quality, as one would expect. The door to the chamber is padlocked (successful DC 25 Open Lock check to pick). He keeps an unlocked chest containing 500 pp and 1,000 gp in his treetop residence. Lielle Elesse wears a silver brooch with an emerald set in it on a chain around her neck — a gift from her husband. It is, in fact, a *brooch of shielding*. The emerald adds 200 gp to its value. Tiar keeps a +1 *dagger* tucked in his left boot.

ACTIVITY

During the day, Tiar's yard hacks and clacks with the sound of woodworking tools being put to good use. He himself will greet any visitors, on the assumption that they want to commission a vessel or purchase an existing one. The apprentices and workers will generally ignore any strangers, also based on that assumption. Tiar is the only one about authorized to talk business.

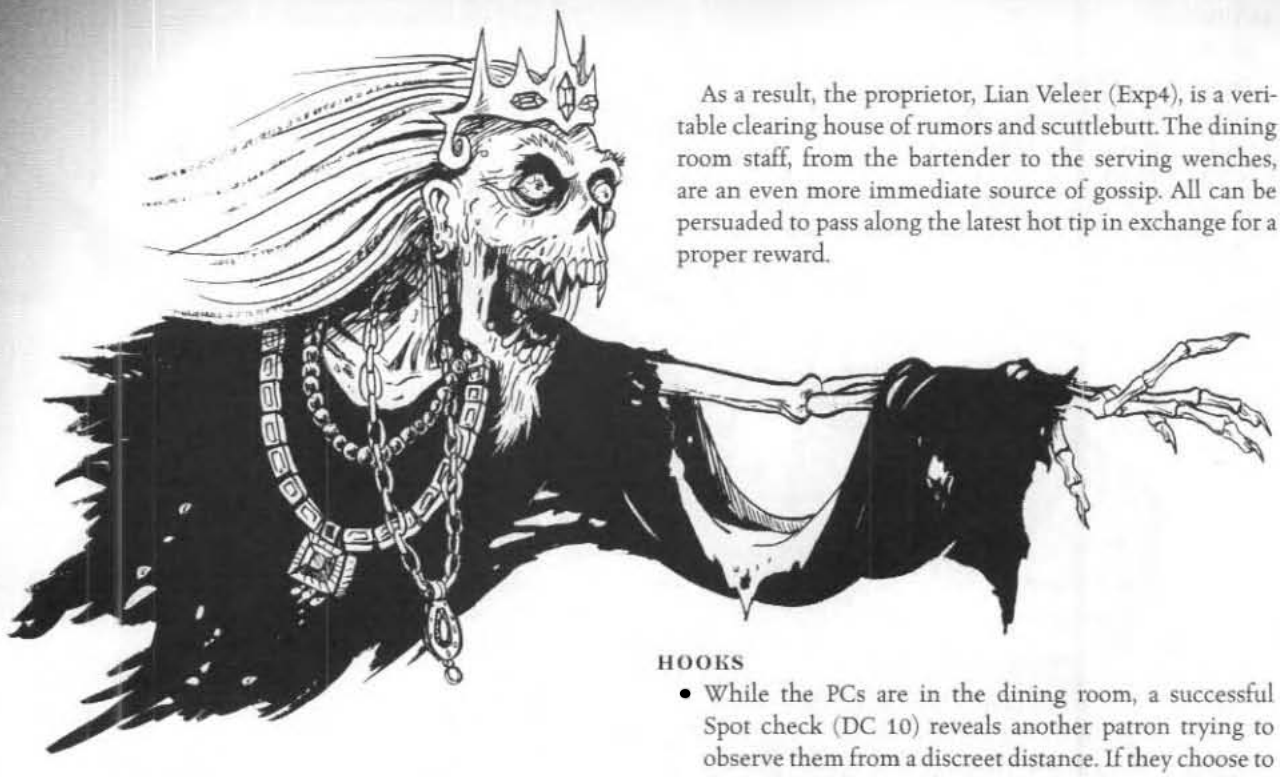


HOOKS

- Tiar Elesse thinks he has spotted shadowy figures lurking at night near his shipyard. He has no idea who they are, but he fears that they have sabotage or theft in mind. He hires the PCs to keep watch and investigate, figuring that whoever it is might be scared off by the Legion (he wants to trap them and find out what they're about instead).
- Evar Elesse fears that his distant cousin Vohn is plotting to defame him so that he can supplant Evar as heir to the family business. Evar decides to launch a preemptive strike as Vohn leaves on a trip abroad, assigned by Tiar to investigate stories of an excellent source of hardwood in a foreign land. Evar hires the PCs to trail Vohn and either uncover evidence of his treachery or lure him into a compromising situation, so that Evar can blackmail him into swearing off any claim to Tiar's legacy.

P19. STORAGE BOLES

Here in the southeast corner of the district stand six large willows in a clearing. As a complement to the underwater storage areas at location P15, the noble houses had large storage closets carved out of the boles of these trees. Each house claimed one for its own use, with the remaining two given to the Chamberlain of the Hall of Elements (location P3) to keep a cache of emergency supplies for the common good. Each tree is identified by a metal disk affixed to the trunk, bearing the coat of arms of the appropriate noble house. The boles allotted to the Chamberlain are marked by a blank disk.



The Corine storage bole holds sacks containing 10,000 gp, 50 masterwork longswords, 50 masterwork longbows and 100 quivers of twenty arrows each. The Elesse bole holds sacks containing 30,000 gp in coin and jewelry, plus caches of household items and documents from the ancient elven kingdom. The Nerise bole holds 10,000 gp in sacks, 100 *cure light wounds potions*, 50 *remove disease* potions and 500 meals worth of preserved food. The Aer bole holds 50,000 gp in coin and jewelry. The Chamberlain's boles hold a total of 75,000 gp in tax revenue and 2,500 meals worth of preserved food.

Each bole is guarded by a *greater glyph of warding* keyed to a signet ring of the appropriate noble house, or the Chamberlain's signet. Each *glyph* stores the spell *chain lightning*.

P20. WEEPING WILLOW INN

Four large trees set close together provide the setting for this elegant inn and tavern. Small structures — the inn's guest rooms — cluster among the branches of the trees, all of which also feature broad public balconies from which patrons can take in the view. A large platform built in the space between the trees holds the Weeping Willow's offices and tavern.

The Weeping Willow Inn's reputation is doubly fortunate, marking it as the place to stay for tourists and other visitors staying overnight in the Elven District, as well as one of the district's premier watering holes. Its dining room stocks a variety of rare and expensive wines, ales and liquor, and the elegant, yet discreet surroundings make it a favorite place for the district's elite to meet and talk business.

As a result, the proprietor, Lian Veleer (Exp4), is a veritable clearing house of rumors and scuttlebutt. The dining room staff, from the bartender to the serving wenches, are an even more immediate source of gossip. All can be persuaded to pass along the latest hot tip in exchange for a proper reward.

HOOKS

- While the PCs are in the dining room, a successful Spot check (DC 10) reveals another patron trying to observe them from a discreet distance. If they choose to do nothing about it, this mysterious figure will follow them out when they leave.
- While the PCs are in the dining room, a successful Listen check (DC 10) reveals bits and pieces of conversation from a nearby table. The patrons in question don't look terribly out of place for the inn (or the Elven District in general) but the fragments make it sound rather like they are plotting to assassinate the Elder of one of the noble families.

P21. THE GREAT BOLE OF THE NERISE

This large treetop residence is large enough to identify it as the great bole of one of the four families, but it is not as imposing as one would expect. It has the clustered architecture that characterizes the houses of the elven elite, but there is no ornament to it, no outward sign of wealth. The structure is painted a dull off-white, and the closest thing to decoration is a shrine-like sculpture on the balcony of the holy symbol of Lady of the Heavens, a tree with the Spire rising out of the top of it.

The House of Nerise maintain the least ostentatious residence of the four elven noble families. It is not that they are poor — by any objective standard, they have wealth befitting an aristocratic family. But piety is also part of their public image, and they have always worried that ostentation would lose them the respect of the common folk.

RESIDENTS

The spare, contemplative air of their Great Bole belies the fact that the Nerise family is very busy these days. Clan Elder Ileea Nerise is not only the Priestess of the Temple of the Four Points (see location P22), but she is also in the middle of her term as Chief Elder of the Council of Elders (so she also sits on the City Council). Her brother is Javer Nerise, the High Priest of the Temple of the Sky, the elves' great temple at the foot of the Spire (see location J17). As has been traditional, various Nerise relatives populate the priesthood of Lady of the Heavens, and members of the family are always beset by requests from petitioners who wish to enter the clergy.

Elder Ileea is keen to keep her finger on the pulse of everything that happens, great and small, in the politics of the Elven District. She has always believed the Nerise to be in the most precarious position of all of the four families because they have no obvious assets with which to compel others to do their will. The Elesse, in her view, still get by on the vestiges of their ancient royal lineage; the Corine have the Elven Legion at their disposal; and the Aer have large reserves of money — the most versatile resource of all. The Nerise may be the traditional spiritual leaders of the elves through their control of the religious establishment, but their means of persuasion is less effective than the other three. Therefore, Elder Ileea views every major occurrence in terms of its probable effect (if any) on the balance of power between the four families. It is why, for instance, she and her brother appointed one of the Aer family to the powerful position of Rector of Permissions at the Temple of the Sky, knowing full well that he would leverage it both for personal gain and to advance his family's fortunes. It helped bind the Aer's fortunes to their own, and one never knows when that will prove useful.

For the moment, Elder Ileea believes the House of Nerise's political position to be secure, especially since she still has ten years left in her term as Chief Elder. But she also knows that once it ends, it will be 60 years before her family will regain that extra vote in the Council of Elders, and they will once again be vulnerable. Furthermore, she knows that a conflict over Lady of the Heavens doctrine may be brewing within her family, with the fracture appearing at exactly the worst place. She worries that her brother Javer has grown too friendly with the other races with whom the elves are forced to share the Spire. For more on this conflict, see the entry on the Temple of the Four Points.

Javer, however, lives full-time at the Temple of the Sky (location J10), leaving the Great Bole to Ileea's immediate family — her husband Nios Laer-Nerise, and their young son Seles — and their extended family, which consists of their paternal aunt and uncle, as well as four adult and four juvenile cousins. Nios Laer-Nerise is a commoner by birth, but he rose to the rank of commander in the Legion despite lacking obvious connections to the House of Corine. By definition, then, there must be something to his character, leadership ability and political savvy to recommend him. He married Ileea for love while she was still only the heir to the family title, and he is genuinely devoted to her and the House of Nerise.

The Nerise maintain a household staff of twenty assorted servants.

Elder Ileea Nerise: Elf Clr10/Ari8.

Nios Laer-Nerise: Elf Ftr9/Ari2.

Seles Nerise: Elf Ari1.

Extended Nerise Family (10): Elf Ari1-10.

Servants (20): Elf Com2.

Feel free to substitute levels of cleric for levels of aristocrat with any of the adult Nerise relatives, but leave them at least two levels of aristocrat.

> The Nerise keep only 2,000 gp in an unlocked chest, located in the master bedroom, in their Great Bole. Their most important heirlooms are actually the magic items that Ileea and Javer keep at their respective temples. Technically, they belong to the office that each holds, but so many Nerise have held those posts down through the ages that, in practical terms, they are Nerise heirlooms. If they ever lose possession of either office, they know that it is only a matter of time before the Nerise take possession of them again. Nios also keeps his *+2 longsword* and *+2 chainmail*, relics of his service in the Legion, in the master bedroom closet. Seles wears a child-sized *ring of protection* +2. Otherwise, use the guidelines laid out in the Overview to the Nobles District (p. 166) in determining the extent of the treasure kept by various members of the household.

ACTIVITY

Elder Ileea is almost never at home during the day. If she is not at the Temple of the Four Points, she is likely meeting with the other Elders at the Hall of the Elements (location P3). If she is at neither location, she is probably in the Government District on City Council business. In her absence, her husband takes charge of greeting and entertaining guests. In case of an emergency, he is the best qualified to defend the household. He will go immediately for his arms and armor, and his first priority will be protecting his son, the heir to leadership of the Nerise.

HOOKS

- An informer has presented Elder Ileea with apparent evidence that her brother Javer is doing something utterly unthinkable — negotiating with the kobold clerics Urbak and Gekalt (see locations J6 and B18), as

well as other humanoid shamans to allow the humanoids greater access to the Spire. She is torn as to whether or not to believe it. She cannot let out this information within the family, or to other elves, just yet. So she hires independent agents — the PCs — to verify or disprove the accusation. If the PCs follow the trail correctly, they will trace it back to an agent for one of the other elven noble families, trying to sow dissension within the House of Nerise.

P22. TEMPLE OF THE FOUR POINTS

A tall steeple, built in imitation of the Spire, rises from the middle of this treetop complex and marks it as a temple of the main elven religious sect, Lady of the Heavens. The buildings here house the priests' quarters and the temple's administrative offices. The House of Nerise's coat of arms and the holy symbol of Lady of the Heavens hang over the main entrance. The Temple's main public space is a large platform inlaid with four silver arrows, one each pointing to true north, south, east and west.

The Temple of the Four Points is the main temple of Lady of the Heavens in the Elven District. It is not the largest temple of the sect — that distinction belongs to the Temple of the Sky in the Spire District (location J10) — but it is the spiritual heart of the district and in some ways, more important. The name refers to the four points of the compass (for the goddess watches over her chosen race in all directions), but it also refers to the four noble families of the elves. In that sense, the name emphasizes the sect's status as the official religion of the elves. The Priestess of the temple, Ileea Nerise, is also the Elder of the House of Nerise (see location P21), the current Chief Elder of the Council of Elders and the district's City Council representative.

RESIDENTS

In ancient times, the priests of Lady of the Heavens formed one of the pillars of the elven kingdom, along with the monarchy and the army. Whenever the kingdom was threatened by foreign foes, it was the priests who assured the common folk that their patron goddess, who had created the Spire in a single bound as she leapt from the earth, would protect them, as she favored the elves above all other races. Their prestige survived the one occasion on which they might have been proven wrong — the battle for the Spire against the humans and dwarves, in which, for once, the elves did not clearly prevail against their foes. At least the elves had not been defeated — in fact, they held their own despite being very much outnumbered — and won the right to build their own temple at the foot of the Spire. And so the ancient faith of Lady of the Heavens survived the end of the elven kingdom and entered the new age of the city intact, with the family that had always dominated its clergy firmly established as aristocrats.

But because the elves have kept themselves more isolated than the other races within the larger framework of the city, their official religion has found the process of coexisting with the other racial religions relatively tricky and uneven. The clergy of the Temple of the Sky have, as a general rule, found that it makes sense to seek accommodation with the other major religious sects. In the Spire District, the city charter's mandate that elves, humans and dwarves must share the divine landmark equally is an immediate fact of life, and everyone must find a way to get along. The clergy of the Temple of the Four Points, on the other hand, spend all their time within the confines of the Elven District. Their contact with other races is relatively slender, and they can live all of their long lives without really having to come to grips with the cosmopolitan reality of the rest of the city. It is much easier for them, therefore, to cling to the ethnocentric tenets of the ancient faith, and believe in all sincerity that someday, the Lady of the Heavens will return from above and render unto the elves all that is rightfully theirs — the other races (literally) be damned.

Priestess Ileea Nerise inclines toward this old-fashioned, firebrand version of the elven religion — this despite the fact that she presently represents the district in the Council and must interact with folk of all different races regularly these days. It puts her increasingly at odds with her brother Javer, the High Priest of the Temple of the Sky.

Her vision of the sect is moderate, however, compared to her second-in-command at the temple, Senior Prefect Ender Telle. Telle is the son of a family whom the Nerise have long helped by accepting their children into the priesthood, and he is intensely loyal to the House of Nerise in general and Elder/Priestess Ileea in particular. Just as intense, however, is his belief in the old, apocalyptic aspect of his religion. It is an article of faith with the Senior Prefect that the time is closer at hand than most anyone else realizes when the Lady of the Heavens will return and call upon the elves to rise up and take back from the humans, dwarves — and certainly, the filthy humanoid scum — what is rightfully theirs: the Spire and all the surrounding lands. He is quick to point out that elven blood was shed over this land long ago, and argue that the Lady of the Heavens would not allow such sacrifice without an ultimate reward.

The three junior prefects and 50 priests who round out the Temple's staff have mixed feelings about the Senior Prefect's extremism. On the one hand, Ender Telle is personally very popular, especially with the younger priests, as he has a friendly, open manner. They are also to some degree predisposed to share his world view, and are open to his arguments. But for most (though by no means all) of the Temple clergy, Senior Prefect Telle goes a little farther in damning the other races than they are prepared to go,



and there are moments during his sermons that they find a little unnerving.

The priests of the Temple go about unarmed, wearing only the forest-green cassock of their order and their sect's symbol — a tree with a spike rising above the branches. In contrast to their easy-going brethren at the Temple of the Sky, the priests here affect a certain dignity, and they are not as free, either with the public or with each other.

High Priest Ileea Nerise: Elf Clr10/Ari8.

Senior Prefect Ender Telle: Elf Clr12.

Prefects (3): Elf Clr 10-12.

Priests (50): Elf Clr1-9.

It is not necessarily the case that all clerics of the Temple have served the order for their entire adult lives. You may vary their backgrounds by creating some of them as multiclass NPCs, as long as at least half of their total levels are taken as cleric.

The clergy of the Temple have little in the way of coin or valuable personal items. Each prefect has a *ring of protection +2* and a *periapt of wisdom +2*. Senior Prefect Telle keeps a *+1 flaming morningstar* and a *+1 light steel shield* in his private quarters. He also wears a *ring of protection +3* and a *periapt of wisdom +4*. In public, High Priest Ileea Nerise carries the magic items associated with her office: an *amulet of natural armor +4*, a *periapt of wisdom +6* and a *rod of metamagic, maximize*.

The Temple keeps a good supply of curative potions and scrolls in stock— no less than 150 each of the most popular orisons and 1st level spells (such as *detect magic* and *cure light wounds*), twenty each of the most popular 2nd and 3rd level spells (such as *cure moderate wound* and *cure disease*) and ten each of the most popular 4th level spells (*cure critical wound* and *neutralize poison*). Higher level spells and less popular spells of all levels are available as scrolls or potions in smaller quantities. Rings, staves and wondrous items that use divine magic exclusively should also be available at the DM's discretion. The temple treasury consists of a locked chest (successful DC 28 Open Lock check to open) containing 5,000 gp, kept in the Priestess' office.

ACTIVITY

The priests of the Temple offer the usual assortment of clerical services to the public: divine magic, spiritual counseling, and the like. Their clientele is exclusively elven as a general rule, however, so non-elves that are not obviously part of a tour group will cause some confusion at the least, suspicion at worst.

The priests also conduct public religious rites once per week, to thank the Lady of the Heavens for her continued favor. These ceremonies are done for a smaller audience and have a more intimate feel than the grander occasions celebrated at the Hall of the Elements (location P3). These rites conclude with a sermon given by the Priestess, or one of the prefects. Senior Prefect Telle takes a regular turn at preaching to the faithful, and many of his colleagues have noticed strident attacks on the city's other races in his recent sermons.

JOINING THE TEMPLE OF THE FOUR POINTS

PC elf clerics may join the temple, although it is ultimately up to the DM's discretion whether and how. To join as priests, they may be of any level, as long as at least half of their levels are as cleric. To join as a prefect would be very difficult without a connection to the House of Nerise, and a PC without a history of prior service to the Temple would need to be of at least 12th level, with at least nine of those levels as cleric. It would be unthinkable for an outsider PC to step into the temple hierarchy as High Priest; the prefects wouldn't stand for it, and the entire House of Nerise would consider it an usurpation of their birthright.



HOOKS

- As much as she values having one of the House of Aer in the clergy of the Temple of the Sky, Priestess Ileea cannot help but worry that Rector of Permissions Erden Aer might be using his office in ways that go against the interests of the House of Nerise, or even the elves in general. Assuming that at least one of the PCs is not an elf, she hires them to test Rector Aer by dropping heavy hints that they want to sneak into the Elven District to commit a serious crime, then offering him an enormous bribe in return for passports.
- Javer and her other relatives who serve at the Temple of the Sky pass along to Priestess Ileea all sorts of information about the words and deeds of the city's other religious sects, both great and small. This, in turn, filters down to Senior Prefect Telle and the rest of the clergy. But because they lack the breadth of experience to put these bits of intelligence into context, they often take undue alarm at hints that this sect or that (or some itinerant preacher at the Park of the Divine Vista; location F7) may be taking a harder line against other races or non-believers in general, or against the elves in particular. This is a problem with Senior Prefect Telle in particular. He hires the PCs to spy on one of the city's other religious factions, afraid that they may be plotting against Lady of the Heavens and its priests. If the information they bring back is sufficiently worrisome, he may even hire them to assassinate the offender.

P23. THE TRANQUIL GROVE

This stand of trees on a patch of dry ground near the Temple of the Four Points (location P22) is set aside as a place of contemplation for the elves. It is the closest thing that the Elven District has to a large public park, except that it purpose is more closely circumscribed. By common understanding, the grove is not a place to play or have festive gatherings. It is a sacred space without overtly religious trappings, a place where an elf can come to be alone with his thoughts, or to commune privately with his goddess, the Lady of the Heavens.

It is also a place that the elves have set aside for themselves. Although there is no law against non-elves entering the grove, any who do will get the sense that their presence is unfamiliar and pretty unwelcome — even if there is no one else there. In truth, when the Elven District was first laid out, the priests of Lady of the Heavens wove a complex series of enchantments on the ground to ensure that this would remain elven ground, no matter what. The methods by which they did so were not recorded and the knowledge of it has long been forgotten. But the effect is that all non-elves who enter the grove suffer a -2 penalty to all skill tests and Will saves. The effect is even stronger on humanoids, who are especially anathema to the elves; they suffer a -4 penalty to skill tests and Will saves.

The grove receives visitors at all hours of the day and night. It is a popular rendezvous point for those who just need a prominent place where they can meet, although properly respectful behavior is expected of those who come her for purely social purposes. Late at night, when it is relatively empty and darkness serves as cover, it can serve as a place for trysts, or other less reverent activities (not all elves are saints, after all).

The Temple of the Four Points is officially charged with taking care of the grove. At least once per day (usually by daylight, but sometimes at night), two low-level priests (no higher than 3rd level) will come out here and make sure the grounds are neatly kept.

HOOKS

- Two caretaker priests visiting the grove at night see a mysterious figure — possibly a monster or even an outsider — lurking among the trees. They approached it cautiously, but it fled. The prefects of the Temple scoff at their report, refusing to take it seriously. The priests, sure of what they saw, turn to the PCs to investigate.

P24. HAUNTED MANGROVE TREE

This huge, dead mangrove tree is currently the object of great concern among those who live nearby. The tree is hollow, its bole having rotted out a long time ago, but it is so large that it remains standing on the strength of its outer core and bark. Local residents attest they can hear terrible wailing from inside it at various hours of the day and night. Most of them have concluded (hastily, and based on imagination more than fact) that the tree is haunted by some powerful undead monster.

In truth, this "ghost" is a forlorn wyrmling bronze dragon (as in the *Monster Manual*) that wandered away from its family lair, located on a small island just off the coast, and got irretrievably lost. It took refuge in the hollow tree and is too scared to leave, except occasionally at night to find food (such as fish, marsh animals... and pets). A successful Diplomacy check (DC 20) by anyone who approaches it in a non-threatening manner may persuade it to come out. If the skill check fails by more than 10, however, the wyrmling will attack. Further interrogation, if done carefully, may reveal the location of its true home — but the DM should keep in mind that this will be like gleaning precise information from a very young child. Returning the wyrmling alive to its family will earn the gratitude of the parent dragons and a suitable reward from their hoard — perhaps even a favor in return.

HOOKS

- The local residents are looking for adventurers willing to purge whatever is "haunting" the ancient hollow mangrove tree. The Elven Legion scoffs at them, as the wyrmling inside always seems to be resting whenever they come out to investigate. But the residents know that something is there; they hear the weird howls — and furthermore, some pets have gone missing and fresh blood and bones of marsh animals have been found.

P25. THE DRUID'S GROVE

The region's druidical sects have always felt an affinity for the elves, seeing them as the intelligent race most closely linked to nature. The elves, for their part, do not always return the favor; some elves welcome their friendship while others view them as oddballs who are projecting their own anxieties about urbanization and civilization onto another group. Even so, when druids from the surrounding countryside and the Order of the Grove (see location J9) asked the Council of Elders for a small patch of ground so that they might hallow and revere it, the Elders agreed. They handed the druids an obscure, muddy bit of land tucked in the southwest corner of the district.

The druids planted a small stand of oak trees here, and ever since then various druidical sects have used this spot as a place of meditation and reverence. They placed *greater glyphs of warding* all around the perimeter of the grove, each one keyed to a sprig of holly. Each glyph stores the spell *liveoak*. In each case, the spell is linked to the same oak, so that even if more than one glyph is set off, only one treant guardian will be activated.

HOOKS

- The elves who live nearest the grove have always been a little standoffish about their druidical visitors. Many of them believe that the druids are really hiding a great treasure among the trees, and even the ones who don't quite believe that enjoy spreading the rumor. They know nothing, however, about the glyphs.

P26. DEVERS' BAKERY

This unassuming baker's shop is nonetheless one of the most famous bakeries in the Elven District. Many generations ago, the Devers family developed a recipe — which remains a closely-held trade secret to this day — for a baked good that gives a modest, but noticeable endurance boost to whoever eats it. The Devers-cake, as they call it, is popular among elven travelers, as well as those who just have a busy daily schedule, in spite of its high price. Master baker Elis Devers (Elf Exp8) carries on the family tradition and makes a good living off of it.

The Devers-cake is not a pure grain product, but a mixture of bread, preserved fruit and rare herbs that the elves have known since ancient times, but which remain largely unfamiliar to other races. It is not a magic item, simply a high-quality mundane item with unusual benefits. One serving of Devers-cake gives a creature of Medium size or smaller a +1 alchemical Constitution bonus for a period of four hours after consumption. Large creatures must eat two servings to get this effect, however. Huge creatures must eat four servings; Gargantuan eight servings; Colossal twenty servings. Devers-cake has no effect on Constructs, incorporeal beings, outsiders, plants or undead. Because of their monopoly on the recipe, the Devers have always been able to command a premium price for this item; a single serving costs 5 gp.

Elis Devers keeps a cash box with 100 gp and 500 sp in it behind the shop counter.

HOOKS

- Bers Aer of the House of Aer (see location P22) has approached Elis Devers with the idea of exporting the Devers-cake to the rest of the city, and perhaps to foreign lands as well. Devers is interested, but shortage of ingredients presents an obstacle. Without a greater supply of raw materials, there is no way that he could ramp up production. He hires the PCs to scour an outlying region for a particular herb. He is particularly interested whether enough of this herb could be found to justify the trouble and expense of bringing it back to the city.

QUESTS

To outsiders, life in the Elven District often appears tranquil, its unchanging ways and traditions wrapped in an exotic cloak and hidden by intention from the rest of the city. But for PCs who want to stick their noses into the elves' business, there is enough tension and potential conflict roiling behind that placid masque to catch them up.

PRIVILEGE AND POLITICS

The endless jockeying for supremacy between the four noble families offers opportunities for PCs looking for an odd job here and there. For although the elves designed a balanced political system for themselves, that has never stopped any of the noble houses from trying to tip that balance in their favor, or worrying that the others were trying to tip it against them. And although they hold considerable influence among the common elves based both on both tradition and the power of patronage, the truth is that the noble houses also need allies just as badly as the commoners need their help. For perhaps the ultimate gauge of a house's strength is the number of followers — that is, the number of those indebted to them for favors or livelihood — that act as their proxies in normal times, or stand by them in a crisis. The destruction of a noble house, either by force or some terrible public humiliation, is unthinkable in large part because each could rally followers to shield them if it came to that.

A PC with a talent to offer would probably have little trouble getting suitable employment from a noble house, although getting the chance to offer those services will take a bit of doing. It requires making the proper connections if you don't already have them, starting with introducing yourself to a relatively lowly ally of the clan — and perhaps he will require a favor in return for introducing you to someone closer to the Elder and his or her immediate family. It may require repeating this process a half a dozen times or so (not counting possible false starts and dead ends) before you can actually meet the Elder, or even an important relative (such as Bers Aer of the House of Aer).

Solving a vexing problem — such as the Underwater Mystery at location P15, or the Haunted Mangrove Tree at location P24 — and becoming a local hero would provide a faster, if possibly more dangerous, route. Becoming famous through such a deed would inspire a bardic song or two, and undoubtedly attract the notice of one of the noble families. In this case, the PCs might find the nobles approaching them instead of the other way round.

Once you reach the inner circle, however, do not be surprised if they would find even a non-elf useful, if sufficiently talented. The four families rarely engage in anything so rough as assassination against each other (if it's done at all, the targets are usually lower-level allies, and the situation must be serious indeed), but spying and blackmail are common. An Elder never knows what sort of embarrassing information could be used to influence another Elder's vote in the Council of Elders. If the target of intrigue is the House of Aer, commercial sabotage is also a possibility. The Elesse, when they care to dabble in commerce, would certainly have an easier time of it without strong competition from the Aer.

Or service may not require intrigue against other elves at all. The Corine remain wary of their half-elven black sheep Sir Slate Corine and what trouble he may have in

mind for them, and proxies who know the city outside of the Elven District could help them in this regard. The Aer, who have a lot of commercial interests outside the city, always have need of scouts, traveling bodyguards and extra caravan guards.

Serving a noble house faithfully and well will result in a substantial reward — preferably one that keeps the PC bound to the family and within easy reach. This is especially easy to do if the PC is an elf. The Corine and the Nerise can offer sinecures in the Elven Legion and the clergy of Lady of the Heavens, respectively. Regardless of the PC's race, the Aer can offer to set him up in a business of his own — in exchange for an ownership stake, of course. They don't have much experience in running businesses outside of the Elven District, but they could well decide that there is a first time for anything. The Elesse, if they have a mind, could offer the same.

The great wild card in all of this, of course, is the politicking of Derres Elesse, the Elesse heir with designs on re-establishing the elven monarchy. Derres needs followers even now, when he is laying the groundwork for his ambitions. He is trying to woo supporters in advance of his dreamt-of coup, and he doesn't mind if he does so by gentle or ungentle persuasion. Anyone who signs on as his henchman at this point will find himself with subtle dirty work to do and receive in return wild promises of standing at the right hand of the new elven king.



The situation would become much more complicated, of course, if Derres was found out before the time was ripe for his coup. Elder Reylen, though second to none when it comes to standing on the dignity of his family history, would be shocked by the actual prospect of overturning the district's current political arrangement in favor of the ancient ways. More likely than not, he would try to rein in his son — perhaps even disinherit him. In which case, the impulsive Derres might do the unthinkable and assassinate his own father — tasking the PCs with the deed and setting them up to take the fall. Would the PCs dare to kill the Elder of an elven noble house in cold blood — thereby walking right into Derres' trap?

BY THE GODDESS

Divisions within the clergy of Lady of the Heavens (and by extension, the House of Nerise) create the potential for a conflict that could sweep up PCs, especially if they are elves and/or clerics affiliated with one of the city's religious sects. It is bad enough that Ileea Nerise and her brother Javer disagree on how far their sect should go in accommodating other races and their religious beliefs; this by itself practically compels individual priests to take sides against their fellows who disagree with them. Either Nerise might retain the services of an elven cleric with no close ties to either the Temple of the Sky or the Temple of the Four Points to act as a mediator between the two temples — literally a go-between, since it would no doubt require shuttling messages from one to the other and back again. If it goes well, this by itself would earn the gratitude of the House of Nerise and perhaps allow the PC to join the Lady of the Heavens clergy at a high rank.

But the firebrand preaching of Senior Prefect Ender Telle complicates matters no end, since he has the charisma to woo large numbers of clergy and lay followers to his xenophobic views. If he launches his crusade in earnest, it would throw the Elven District into chaos, and the disorder would likely have a severe effect on the city's other religious sects, as well. It would only fuel the bigotry of the other races' religious extremists, such as Archbishop Spehr Kalris of the True Children (see location J3) — or perhaps it would inspire extremists of different races to join together to crush the less militant factions in their own sects. The humanoids would probably use the ensuing conflict to gain power for themselves at the expense of other races. Either way, it may be said of Ender Telle that he is the one priest who could, if he got his way, turn the respected Guardians of the Spire against the Lady of the Heavens clergy. Such disorder would be a catastrophe the likes of which the city has not seen in ages, but it would also give the PCs a chance to either take sides or serve as peacemakers — a chance for action and heroism either way.

Table P.1: Elven District Random Encounters

d20	Encounter
1-2	Elven Legion patrol
3	Pickpocket
4-5	Messenger
6-7	Elven noble
8	Elven Clan Elder and entourage
9-11	Elven tradesman/craftsman
12-14	Tourist
15-16	Elven Bard
17-18	Druid
19-20	Priest of Lady of the Heavens



APPENDIX: NPC STATS



As you have no doubt noticed by now, *The World's Largest City* has no stat blocks for individual NPCs. That is because we made a conscious decision to save space for more story-oriented content and more entries. *The World's Largest City* has a huge NPC population, after all (the City being the world's largest, you know), and stating out every non-player character in full might well have left no space for anything else.

Instead, we chose to create generic stat blocks that could be hot-swapped into just about any NPC in the book. In this appendix, you will find generic blocks for every PC character class listed in the *Players Handbook* and every NPC class in the *Dungeon Masters Guide*.

To trick out a non-player character, simply take that NPC's class/level code and match it up with the appropriate block in the listings below (Ftr1 = Fighter Level 1, etc.). If appropriate, modify according to the racial modifiers described in the *Dungeon Masters Guide*, p. 127.

In the case of multi-class NPCs, you will need to combine two or more blocks, depending on how many classes the character has. To determine base saving throw and attack modifiers, simply combine the modifiers from all appropriate blocks. Do the same for Skills and Feats, as well as HD and hp. To determine attributes, choose one class as the base class and set those attributes aside. Then, determine the difference in attributes between a Level 1 character of the other class and the NPC's current level in that class, and apply that difference to the attributes determined by the base class. Combined attributes will help determine Initiative and AC modifier, as well as attribute modifiers for Skills, attack, Initiative, AC and hp. Repeat the process as appropriate if the character has more than two classes. Possessions may be determined according to the appropriate gp value for the character's total levels.

ADEPTS

LEVEL 1

CR 1; HD 1d6–1; hp 5; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +0; Grp +0; Atk +1 melee (1d8/x2, heavy mace) or +1 ranged (1d8/19–20/x2, light crossbow); Full Atk +1 melee (1d8/x2, heavy mace) or +1 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort –1, Ref +1, Will +4; Str 10, Dex 12, Con 8, Int 13, Wis 15, Cha 14.

Skills and Feats (12/1): Concentration +1, Heal +3, Knowledge (arcana) +4, Knowledge (religion) +4, Spellcraft +3; Combat Casting.

Adept Spells Prepared (4/2; save DC 12 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 300 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d6–2; hp 8; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +1; Atk +2 melee (1d8/x2, heavy mace) or +2 ranged (1d8/19–20/x2, light crossbow); Full Atk +2 melee (1d8/x2, heavy mace) or +2 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort –1, Ref +1, Will +5; Str 10, Dex 12, Con 8, Int 13, Wis 15, Cha 14.

Skills and Feats (15/1): Concentration +3, Heal +3, Knowledge (arcana) +4, Knowledge (religion) +4, Spellcraft +4; Combat Casting.

Adept Spells Prepared (4/2; save DC 12 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 1,400 gp. Or: 2,000 gp total value.



LEVEL 3

CR 3; HD 3d6–3; hp 10; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +1; Atk +2 melee (1d8/x2, heavy mace) or +2 ranged (1d8/19–20/x2, light crossbow); Full Atk +2 melee (1d8/x2, heavy mace) or +2 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +0, Ref +2, Will +5; Str 10, Dex 12, Con 8, Int 13, Wis 15, Cha 14.

Skills and Feats (18/2): Concentration +4, Heal +4, Knowledge (arcana) +4, Knowledge (religion) +4, Spellcraft +5; Combat Casting, Dodge.

Adept Spells Prepared (4/3; save DC 12 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, sleep.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 1,900 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d6–4; hp 13; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +2; Grp +2; Atk +3 melee (1d8/x2, heavy mace) or +3 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d8/x2, heavy mace) or +3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +0, Ref +2, Will +7; Str 10, Dex 12, Con 8, Int 13, Wis 16, Cha 14.

Skills and Feats (21/2): Concentration +5, Heal +5, Knowledge (arcana) +5, Knowledge (religion) +5, Spellcraft +5; Combat Casting, Dodge.

Adept Spells Prepared (4/3/1; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, sleep;* 2nd — *cure moderate wounds.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 2,700 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d6–5; hp 15; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +2; Grp +2; Atk +3 melee (1d8/x2, heavy mace) or +3 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d8/x2, heavy mace) or +3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +0, Ref +2, Will +7; Str 10, Dex 12, Con 8, Int 13, Wis 16, Cha 14.

Skills and Feats (24/2): Concentration +6, Heal +6, Knowledge (arcana) +5, Knowledge (religion) +5, Spellcraft +6; Combat Casting, Dodge.

Adept Spells Prepared (4/3/2; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, sleep;* 2nd — *aid, cure moderate wounds.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 3,700 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d6–6; hp 18; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +3; Grp +3; Atk +4 melee (1d8/x2, heavy mace) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d8/x2, heavy mace) or +4 ranged

(1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +1, Ref +3, Will +8; Str 10, Dex 12, Con 8, Int 13, Wis 16, Cha 14.

Skills and Feats (27/3): Concentration +6, Heal +6, Knowledge (arcana) +6, Knowledge (religion) +6, Spellcraft +7; Combat Casting, Dodge, Mobility.

Adept Spells Prepared (4/3/2; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, sleep*; 2nd — *aid, cure moderate wounds.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 5,000 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d6–7; hp 20; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +3; Grp +3; Atk +4 melee (1d8/x2, heavy mace) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d8/x2, heavy mace) or +4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +1, Ref +3, Will +8; Str 10, Dex 12, Con 8, Int 13, Wis 16, Cha 14.

Skills and Feats (30/3): Concentration +7, Heal +6, Knowledge (arcana) +7, Knowledge (religion) +7, Spellcraft +7; Combat Casting, Dodge, Mobility.

Adept Spells Prepared (4/4/3; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cure moderate wounds, web.*

Possessions: Masterwork heavy mace, masterwork light crossbow, 6,600 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d6–7; hp 24; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +4; Grp +4; Atk +5 melee (1d8/x2, heavy mace) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +5 melee (1d8/x2, heavy mace) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +2, Ref +3, Will +9; Str 10, Dex 12, Con 8 (10), Int 14, Wis 16, Cha 14.

Skills and Feats (34/3): Concentration +9, Heal +8, Knowledge (arcana) +8, Knowledge (religion) +8, Spellcraft +8; Combat Casting, Dodge, Mobility.

Adept Spells Prepared (4/4/3; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cure moderate wounds, web.*

Possessions: Masterwork heavy mace, masterwork light crossbow, *pink Ioun stone*, 800 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d6–7; hp 27; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +4; Grp +4; Atk +5 melee (1d8+1/x2, heavy mace) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +5 melee (1d8+1/x2, heavy mace) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +9; Str 10, Dex 12, Con 8 (10), Int 14, Wis 16, Cha 14.

Skills and Feats (38/4): Concentration +9, Heal +8, Knowledge (arcana) +10, Knowledge (religion) +10, Spellcraft +8; Combat Casting, Dodge, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/3/1; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cure moderate wounds, web*; 3rd — *cure serious wounds.*

Possessions: +1 *heavy mace,* masterwork light crossbow, *pink Ioun stone*, 1,400 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d6–7; hp 31; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +5; Grp +5; Atk +6 melee (1d8+1/x2, heavy mace) or +6 ranged (1d8+1/19–20/x2, light crossbow); Full Atk +6 melee (1d8+1/x2, heavy mace) or +6 ranged (1d8+1/19–20/x2, light crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +10; Str 10, Dex 12, Con 8 (10), Int 14, Wis 16, Cha 14.

Skills and Feats (42/4): Concentration +10, Heal +9, Knowledge (arcana) +10, Knowledge (religion) +10, Spellcraft +10; Combat Casting, Dodge, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/3/1; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cure moderate wounds, web*; 3rd — *cure serious wounds.*

Possessions: +1 *heavy mace,* +1 *light crossbow, pink Ioun stone,* 3,400 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d6–7; hp 34; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +5; Grp +5; Atk +7 melee (1d8+2/x2, heavy mace) or +6 ranged (1d8+1/19–20/x2, light crossbow); Full Atk +7 melee (1d8+2/x2, heavy mace) or +6 ranged (1d8+1/19–20/x2, light crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +10; Str 10, Dex 12, Con 8 (10), Int 14, Wis 16, Cha 14.

Skills and Feats (46/4): Concentration +12, Heal +11, Knowledge (arcana) +10, Knowledge (religion) +10, Spellcraft +10; Combat Casting, Dodge, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/2; *save DC 13 + spell level*): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cat's grace, cure moderate wounds, web*; 3rd — *cure serious wounds, remove disease.*

Possessions: +2 *heavy mace,* +1 *light crossbow, pink Ioun stone,* 2,400 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d6–7; hp 38; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +6; Grp +6; Atk +8 melee (1d8+2/x2, heavy mace) or +8 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +8/+3 melee (1d8+2/x2, heavy mace) or +8/+3 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +11; Str 10, Dex

12, Con 8 (10), Int 14, Wis 17, Cha 14.

Skills and Feats (50/5): Concentration +13, Heal +11, Knowledge (arcana) +11, Knowledge (religion) +11, Spellcraft +11; Combat Casting, Dodge, Improved Initiative, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/2; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds, remove disease.*

Possessions: +2 heavy mace, +2 light crossbow, pink Ioun stone, 2,400 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d6–7; hp 41; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +6; Grp +6; Atk +8 melee (1d8+2/x2, heavy mace) or +8 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +8/+3 melee (1d8+2/x2, heavy mace) or +8/+3 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +11; Str 10, Dex 12, Con 8 (10), Int 14, Wis 17, Cha 14.

Skills and Feats (54/5): Concentration +13, Heal +12, Knowledge (arcana) +12, Knowledge (religion) +12, Spellcraft +12; Combat Casting, Dodge, Improved Initiative, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/2/1; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds, remove disease;* 4th — *cure critical wounds.*

Possessions: +2 heavy mace, +2 light crossbow, pink Ioun stone, 10,400 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d6–7; hp 45; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +7; Grp +7; Atk +9 melee (1d8+2/x2, heavy mace) or +9 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +9/+4 melee (1d8+2/x2, heavy mace) or +9/+4 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +12; Str 10, Dex 12, Con 8 (10), Int 14, Wis 17, Cha 14.

Skills and Feats (58/5): Concentration +13, Heal +12, Knowledge (arcana) +13, Knowledge (religion) +13, Spellcraft +14; Combat Casting, Dodge, Improved Initiative, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/2/1; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds, remove disease;* 4th — *cure critical wounds.*

Possessions: +2 heavy mace, +2 light crossbow, pink Ioun stone, 20,400 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d6–7; hp 48; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +7; Grp +7; Atk +9 melee (1d8+2/x2, heavy mace) or +9 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +9/+4 melee (1d8+2/x2, heavy mace) or +9/+4 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +5, Ref +6, Will +12; Str 10, Dex 12, Con 8 (10), Int 14, Wis 17, Cha 14.

Skills and Feats (62/6): Concentration +17, Heal +12, Knowledge (arcana) +14, Knowledge (religion) +14, Spellcraft +16; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/3/2; save DC 13 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds, lightning bolt, remove disease;* 4th — *cure critical wounds, minor creation.*

Possessions: +2 heavy mace, +2 light crossbow, pink Ioun stone, 34,400 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d6–7; hp 52; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +8; Grp +8; Atk +10 melee (1d8+2/x2, heavy mace) or +10 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +10/+5 melee (1d8+2/x2, heavy mace) or +10/+5 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +5, Ref +6, Will +14; Str 10, Dex 12, Con 8 (10), Int 14, Wis 18, Cha 14.

Skills and Feats (66/6): Concentration +17, Heal +13, Knowledge (arcana) +16, Knowledge (religion) +16, Spellcraft +16; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/4/2; save DC 14 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds, lightning bolt, remove curse, remove disease;* 4th — *cure critical wounds, minor creation.*

Possessions: +2 heavy mace, +2 light crossbow, pink Ioun stone, 52,400 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d6–7; hp 55; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +8; Grp +8; Atk +10 melee (1d8+2/x2, heavy mace) or +10 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +10/+5 melee (1d8+2/x2, heavy mace) or +10/+5 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +5, Ref +6, Will +14; Str 10, Dex 12, Con 8 (10), Int 14, Wis 18, Cha 14.

Skills and Feats (70/6): Concentration +18, Heal +15, Knowledge (arcana) +16, Knowledge (religion) +16, Spellcraft +17; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/4/2/1; save DC 14 + spell level): 0 — *cure minor wounds, detect magic, light, read magic;* 1st — *bless, cure light wounds, detect evil, sleep;* 2nd — *aid, cat's grace, cure moderate wounds, web;* 3rd — *cure serious wounds,*

lightning bolt, remove curse, remove disease; 4th — *cure critical wounds, minor creation*; 5th — *raise dead.*

Possessions: +2 *heavy mace,* +2 *light crossbow, pink Ioun stone,* 75,400 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d6–7; hp 59; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +9; Grp +9; Atk +11 melee (1d8+2/x2, heavy mace) or +11 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +11/+6 melee (1d8+2/x2, heavy mace) or +11/+6 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +6, Ref +7, Will +15; Str 10, Dex 12, Con 8 (10), Int 14, Wis 18, Cha 14.

Skills and Feats (74/7): Concentration +19, Heal +17, Knowledge (arcana) +16, Knowledge (religion) +16, Spellcraft +18; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Spring Attack, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/4/2/1; save DC 14 + spell level): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cat's grace, cure moderate wounds, web*; 3rd — *cure serious wounds, lightning bolt, remove curse, remove disease*; 4th — *cure critical wounds, minor creation*; 5th — *raise dead.*

Possessions: +2 *heavy mace,* +2 *light crossbow, pink Ioun stone,* 105,400 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d6–7; hp 62; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +9; Grp +9; Atk +11 melee (1d8+2/x2, heavy mace) or +11 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +11/+6 melee (1d8+2/x2, heavy mace) or +11/+6 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +6, Ref +7, Will +15; Str 10, Dex 12, Con 8 (10), Int 14, Wis 18, Cha 14.

Skills and Feats (78/7): Concentration +19, Heal +17, Knowledge (arcana) +18, Knowledge (religion) +18, Spellcraft +18; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Spring Attack, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/4/3/2; save DC 14 + spell level): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cat's grace, cure moderate wounds, web*; 3rd — *cure serious wounds, lightning bolt, remove curse, remove disease*; 4th — *cure critical wounds, minor creation, wall of fire*; 5th — *heal, raise dead.*

Possessions: +2 *heavy mace,* +2 *light crossbow, pink Ioun stone,* 145,400 gp. Or: 170,000 gp total value.

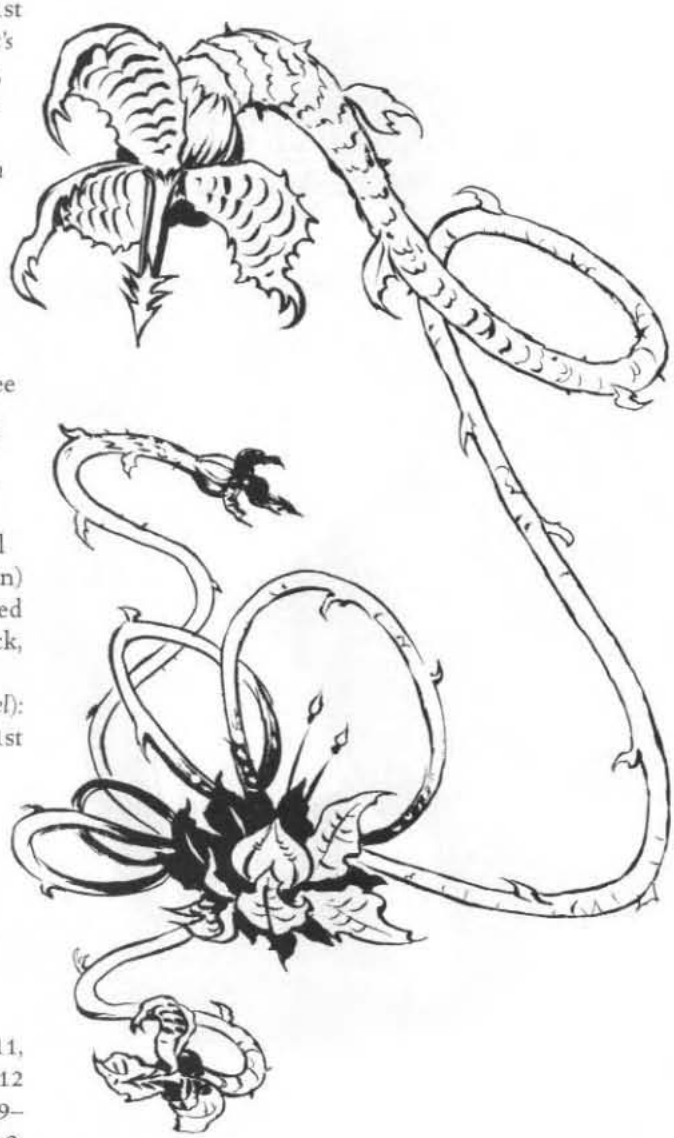
LEVEL 20

CR 20; HD 20d6–7; hp 66; Init +5; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +10; Grp +10; Atk +12 melee (1d8+2/x2, heavy mace) or +12 ranged (1d8+2/19–20/x2, light crossbow); Full Atk +12/+7 melee (1d8+2/x2, heavy mace) or +12/+7 ranged (1d8+2/19–20/x2, light crossbow); SA —; SQ —; Save Fort +6, Ref +7, Will +16; Str 10, Dex 12, Con 9 (11), Int 14, Wis 18, Cha 14.

Skills and Feats (82/7): Concentration +19, Heal +20, Knowledge (arcana) +18, Knowledge (religion) +18, Spellcraft +19; Combat Casting, Dodge, Improved Initiative, Magical Aptitude, Mobility, Spring Attack, Weapon Focus (heavy mace).

Adept Spells Prepared (4/4/4/4/3/2; save DC 14 + spell level): 0 — *cure minor wounds, detect magic, light, read magic*; 1st — *bless, cure light wounds, detect evil, sleep*; 2nd — *aid, cat's grace, cure moderate wounds, web*; 3rd — *cure serious wounds, lightning bolt, remove curse, remove disease*; 4th — *cure critical wounds, minor creation, wall of fire*; 5th — *heal, raise dead.*

Possessions: +2 *heavy mace,* +2 *light crossbow, pink Ioun stone,* 195,400 gp. Or: 220,000 gp total value.





ARISTOCRATS

LEVEL 1

CR 1; HD 1d8; hp 8; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +0; Grp –1; Atk +0 melee (1d4–1/19–20/x2, dagger); Full Atk +0 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +0, Ref +1, Will +4; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 15.

Skills and Feats (20/1): Appraise +3, Bluff +3, Diplomacy +5, Gather Information +3, Intimidate +3, Knowledge (architecture and engineering) +2, Knowledge (geography) +2, Knowledge (history) +2, Knowledge (local) +2, Knowledge (nature) +2, Knowledge (nobility and royalty) +3, Knowledge (religion) +2, Listen +3, Perform (dance) +3, Perform (oratory) +4, Ride +2, Sense Motive +4, Spot +3; Negotiator.

Possessions: Masterwork dagger, 600 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8; hp 12; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +1; Grp +0; Atk +1 melee (1d4–1/19–20/x2, dagger); Full Atk +1 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +0, Ref +1, Will +5; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 15.

Skills and Feats (25/1): Appraise +4, Bluff +3, Diplomacy +6, Gather Information +3, Intimidate +3, Knowledge (architecture and engineering) +2, Knowledge (geography) +2, Knowledge (history) +2, Knowledge (local) +2, Knowledge (nature) +2, Knowledge (nobility and royalty) +3, Knowledge (religion) +2, Listen +3, Perform (dance) +3, Perform (oratory) +4, Ride +2, Sense Motive +5, Spot +3, Swim +1; Negotiator.

Possessions: Masterwork dagger, 1,700 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8; hp 17; Init +1; Spd 30 ft.; AC 11, touch 11, flat-footed 10; Base Atk +2; Grp +1; Atk +2 melee (1d4–1/19–20/x2, dagger); Full Atk +2 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +1, Ref +2, Will +5; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 15.

Skills and Feats (30/2): Appraise +4, Bluff +3, Diplomacy +6, Disguise +3, Forgery +2, Gather Information +3, Handle Animal +3, Intimidate +3, Knowledge (architecture and engineering) +2, Knowledge (geography) +2, Knowledge (history) +2, Knowledge (local) +2, Knowledge (nature) +2, Knowledge (nobility and royalty) +6, Knowledge (religion) +2, Listen +3, Perform (dance) +3, Perform (oratory) +5, Ride +3, Sense Motive +5, Spot +3, Swim +1; Negotiator, Skill Focus (Knowledge (nobility and royalty)).

Possessions: Masterwork dagger, 2,200 gp. Or: 2,500 gp total value.

Level 4

CR 4; HD 4d8; hp 21; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +3; Grp +2; Atk +3 melee (1d4–1/19–20/x2, dagger); Full Atk +3 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +1, Ref +2, Will +6; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 16.

Skills and Feats (35/2): Appraise +4, Bluff +4, Diplomacy +7, Disguise +4, Forgery +2, Gather Information +4, Handle Animal +4, Intimidate +4, Knowledge (architecture and engineering) +3, Knowledge (geography) +3, Knowledge (history) +3, Knowledge (local) +3, Knowledge (nature) +2, Knowledge (nobility and royalty) +6, Knowledge (religion) +3, Listen +3, Perform (dance) +4, Perform (oratory) +6, Ride +3, Sense Motive +5, Spot +3, Swim +1; Negotiator, Skill Focus (Knowledge (nobility and royalty)).

Possessions: Masterwork dagger, *ring of protection +1*, 1,000 gp. Or: 3,300 gp total value.

Level 5

CR 5; HD 5d8; hp 26; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +3; Grp +2; Atk +3 melee (1d4–1/19–20/x2, dagger); Full Atk +3 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +1, Ref +2, Will +6; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 16.

Skills and Feats (40/2): Appraise +4, Bluff +5, Diplomacy +8, Disguise +4, Forgery +2, Gather Information +4, Handle Animal +4, Intimidate +4, Knowledge (architecture and engineering) +3, Knowledge (geography) +3, Knowledge (history) +3, Knowledge (local) +3, Knowledge (nature) +3, Knowledge (nobility and royalty) +6, Knowledge (religion) +3, Listen +3, Perform (dance) +4, Perform (oratory) +6, Ride +4, Sense Motive +5, Spot +4, Swim +1; Negotiator, Skill Focus (Knowledge (nobility and royalty)).

Possessions: Masterwork dagger, *ring of protection +1*, 1 *potion of cure moderate wounds*, 1,700 gp. Or: 4,300 gp total value.

Level 6

CR 6; HD 6d8; hp 30; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +4; Grp +3; Atk +4 melee (1d4–1/19–20/x2, dagger); Full Atk +4 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +2, Ref +3, Will +7; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 16.

Skills and Feats (45/3): Appraise +4, Bluff +7, Diplomacy +8, Disguise +4, Forgery +2, Gather Information +6, Handle Animal +4, Intimidate +5, Knowledge (architecture and engineering) +3, Knowledge (geography) +3, Knowledge (history) +3, Knowledge (local) +3, Knowledge (nature) +3, Knowledge (nobility and royalty) +6, Knowledge (religion) +3, Listen +3, Perform (dance) +6, Perform (oratory) +7, Ride +4, Sense Motive +5, Spot +4, Swim +1; Negotiator, Persuasive, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +1, 1 potion of cure moderate wounds, 1,000 gp. Or: 5,600 gp total value.

Level 7

CR 7; HD 7d8; hp 35; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +5; Grp +4; Atk +5 melee (1d4–1/19–20/x2, dagger); Full Atk +5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +2, Ref +3, Will +7; Str 8, Dex 12, Con 10, Int 13, Wis 14, Cha 16.

Skills and Feats (50/3): Appraise +4, Bluff +7, Diplomacy +8, Disguise +4, Forgery +2, Gather Information +6, Handle Animal +4, Intimidate +6, Knowledge (architecture and engineering) +3, Knowledge (geography) +3, Knowledge (history) +5, Knowledge (local) +4, Knowledge (nature) +3, Knowledge (nobility and royalty) +8, Knowledge (religion) +3, Listen +3, Perform (dance) +6, Perform (oratory) +7, Ride +4, Sense Motive +5, Spot +4, Swim +1; Negotiator, Persuasive, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +1, 2 potions of cure serious wounds, 1,400 gp. Or: 7,200 gp total value.

Level 8

CR 8; HD 8d8; hp 39; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +6; Grp +5; Atk +6 melee (1d4–1/19–20/x2, dagger); Full Atk +6/+1 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +2, Ref +3, Will +8; Str 8, Dex 12, Con 10, Int 14, Wis 14, Cha 16.

Skills and Feats (56/3): Appraise +5, Bluff +7, Diplomacy +8, Disguise +4, Forgery +3, Gather Information +6, Handle Animal +4, Intimidate +6, Knowledge (architecture and engineering) +5, Knowledge (geography) +5, Knowledge (history) +6, Knowledge (local) +5, Knowledge (nature) +4, Knowledge (nobility and royalty) +9, Knowledge (religion) +5, Listen +5, Perform (dance) +6, Perform (oratory) +7, Ride +4, Sense Motive +5, Spot +5, Swim +1; Negotiator, Persuasive, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +1, 2 potions of cure serious wounds, 3,600 gp. Or: 9,400 gp total value.

Level 9

CR 9; HD 9d8; hp 44; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +6; Grp +5; Atk +6 melee (1d4–1/19–20/x2, dagger); Full Atk +6/+1 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +3, Ref +4, Will +8; Str 8, Dex 12, Con 10, Int 14, Wis 14, Cha 16.

Skills and Feats (62/4): Appraise +5, Bluff +10, Diplomacy +11, Disguise +8, Forgery +5, Gather Information +9, Handle Animal +8, Intimidate +6, Knowledge (architecture and engineering) +5, Knowledge (geography) +5, Knowledge (history) +6, Knowledge (local) +5, Knowledge (nature) +5, Knowledge (nobility and royalty) +9, Knowledge (religion) +5, Listen +5, Perform (dance) +9, Perform (oratory) +9, Ride +4, Sense Motive +5, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +1, circlet of persuasion, 2 potions of cure serious wounds, 1,700 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8; hp 48; Init +1; Spd 30 ft.; AC 12, touch 12, flat-footed 11; Base Atk +7; Grp +6; Atk +7 melee (1d4–1/19–20/x2, dagger); Full Atk +7/+2 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +3, Ref +4, Will +9; Str 8, Dex 12, Con 10, Int 14, Wis 14, Cha 16.

Skills and Feats (68/4): Appraise +5, Bluff +12, Diplomacy +13, Disguise +8, Forgery +5, Gather Information +9, Handle Animal +8, Intimidate +9, Knowledge (architecture and engineering) +5, Knowledge (geography) +5, Knowledge (history) +6, Knowledge (local) +5, Knowledge (nature) +5, Knowledge (nobility and royalty) +9, Knowledge (religion) +5, Listen +5, Perform (dance) +9, Perform (oratory) +10, Ride +4, Sense Motive +7, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +1, circlet of persuasion, 2 potions of cure serious wounds, 5,700 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8; hp 53; Init +1; Spd 30 ft.; AC 13, touch 13, flat-footed 12; Base Atk +8; Grp +7; Atk +8 melee (1d4–1/19–20/x2, dagger); Full Atk +8/+3 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +3, Ref +4, Will +9; Str 8, Dex 12, Con 10, Int 14, Wis 14, Cha 16.

Skills and Feats (74/4): Appraise +5, Bluff +12, Diplomacy +13, Disguise +8, Forgery +5, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +5, Knowledge (geography) +5, Knowledge (history) +6, Knowledge (local) +5, Knowledge (nature) +5, Knowledge (nobility and royalty) +11, Knowledge (religion) +5, Listen +5, Perform (dance) +9, Perform (oratory) +12, Ride +4, Sense Motive +7, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Knowledge (nobility and royalty)).

Possessions: +1 dagger, ring of protection +2, circlet of persuasion, 2 potions of cure serious wounds, 4,700 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8; hp 57; Init +1; Spd 30 ft.; AC 13, touch 13, flat-footed 12; Base Atk +9; Grp +8; Atk +10 melee (1d4–1/19–20/x2, dagger); Full Atk +10/+5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +4, Ref +5, Will +10; Str 8, Dex 12, Con 10, Int 15, Wis 14, Cha 16.

Skills and Feats (80/5): Appraise +5, Bluff +12, Diplomacy +16, Disguise +9, Forgery +6, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +5, Knowledge (geography) +6, Knowledge (history) +7, Knowledge (local) +6, Knowledge (nature) +5, Knowledge (nobility and royalty) +11, Knowledge (religion) +6, Listen +5, Perform (dance) +9, Perform (oratory) +12, Ride +4, Sense Motive +7, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Knowledge (nobility and royalty).

Possessions: +2 dagger, ring of protection +2, circlet of persuasion, 2 potions of cure serious wounds, 4,700 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8; hp 62; Init +1; Spd 30 ft.; AC 14, touch 14, flat-footed 13; Base Atk +9; Grp +8; Atk +10 melee (1d4–1/19–20/x2, dagger); Full Atk +10/+5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +4, Ref +5, Will +10; Str 8, Dex 12, Con 10, Int 15, Wis 14, Cha 16.

Skills and Feats (86/5): Appraise +8, Bluff +14, Diplomacy +16, Disguise +9, Forgery +6, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +5, Knowledge (geography) +6, Knowledge (history) +7, Knowledge (local) +6, Knowledge (nature) +5, Knowledge (nobility and royalty) +11, Knowledge (religion) +6, Listen +5, Perform (dance) +9, Perform (oratory) +13, Ride +4, Sense Motive +7, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +2 dagger, ring of protection +3, circlet of persuasion, 2 potions of cure serious wounds, 2,700 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d8; hp 66; Init +1; Spd 30 ft.; AC 14, touch 14, flat-footed 13; Base Atk +10; Grp +9; Atk +12 melee (1d4–1/19–20/x2, dagger); Full Atk +12/+7 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +4, Ref +5, Will +11; Str 8, Dex 12, Con 10, Int 15, Wis 14, Cha 16.

Skills and Feats (92/5): Appraise +9, Bluff +14, Diplomacy +16, Disguise +9, Forgery +6, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +7, Knowledge (geography) +6, Knowledge (history) +7, Knowledge (local) +6, Knowledge (nature) +7, Knowledge (nobility and royalty) +11, Knowledge (religion) +6, Listen +5, Perform (dance) +10, Perform (oratory) +13, Ride +4, Sense Motive +7, Spot +5, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +3 dagger, ring of protection +3, circlet of persuasion, 2 potions of cure serious wounds, 2,700 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d8; hp 71; Init +1; Spd 30 ft.; AC 15, touch 15, flat-footed 14; Base Atk +11; Grp +10; Atk +13 melee (1d4–1/19–20/x2, dagger); Full Atk +13/+8/+5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +5, Ref +6, Will +11; Str 8, Dex 12, Con 10, Int 15, Wis 14, Cha 16.

Skills and Feats (98/6): Appraise +9, Bluff +14, Diplomacy +16, Disguise +9, Forgery +6, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +7, Knowledge (geography)

+6, Knowledge (history) +7, Knowledge (local) +6, Knowledge (nature) +7, Knowledge (nobility and royalty) +11, Knowledge (religion) +6, Listen +7, Perform (dance) +10, Perform (oratory) +16, Ride +6, Sense Motive +7, Spot +7, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +3 dagger, ring of protection +4, circlet of persuasion, 2 potions of cure serious wounds, 2,700 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d8; hp 75; Init +1; Spd 30 ft.; AC 15, touch 15, flat-footed 14; Base Atk +12; Grp +11; Atk +15 melee (1d4–1/19–20/x2, dagger); Full Atk +15/+10/+5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +5, Ref +6, Will +12; Str 8, Dex 12, Con 10, Int 16, Wis 14, Cha 16.

Skills and Feats (105/6): Appraise +10, Bluff +14, Diplomacy +16, Disguise +10, Forgery +8, Gather Information +10, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +8, Knowledge (geography) +7, Knowledge (history) +10, Knowledge (local) +7, Knowledge (nature) +8, Knowledge (nobility and royalty) +14, Knowledge (religion) +8, Listen +7, Perform (dance) +10, Perform (oratory) +16, Ride +6, Sense Motive +7, Spot +7, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +4 dagger, ring of protection +4, circlet of persuasion, 2 potions of cure serious wounds, 2 potions of tongues, 5,200 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d8; hp 80; Init +1; Spd 30 ft.; AC 16, touch 16, flat-footed 15; Base Atk +12; Grp +11; Atk +15 melee (1d4–1/19–20/x2, dagger); Full Atk +15/+10/+5 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +5, Ref +6, Will +12; Str 8, Dex 12, Con 10, Int 16, Wis 14, Cha 16.

Skills and Feats (112/6): Appraise +10, Bluff +14, Diplomacy +16, Disguise +10, Forgery +8, Gather Information +12, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +8, Knowledge (geography) +7, Knowledge (history) +10, Knowledge (local) +8, Knowledge (nature) +8, Knowledge (nobility and royalty) +14, Knowledge (religion) +9, Listen +8, Perform (dance) +10, Perform (oratory) +16, Ride +6, Sense Motive +8, Spot +8, Swim +2; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).



Possessions: +4 dagger, ring of protection +5, circlet of persuasion, 2 potions of cure serious wounds, 2 potions of tongues, 10,200 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d8; hp 84; Init +1; Spd 30 ft.; AC 16, touch 16, flat-footed 15; Base Atk +13; Grp +12; Atk +17 melee (1d4–1/19–20/x2, dagger); Full Atk +17/+12/+7 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +6, Ref +7, Will +12; Str 8, Dex 12, Con 10, Int 16, Wis 14, Cha 16.

Skills and Feats (119/7): Appraise +12, Bluff +14, Diplomacy +16, Disguise +10, Forgery +8, Gather Information +16, Handle Animal +8, Intimidate +7, Knowledge (architecture and engineering) +8, Knowledge (geography) +7, Knowledge (history) +10, Knowledge (local) +8, Knowledge (nature) +8, Knowledge (nobility and royalty) +14, Knowledge (religion) +9, Listen +8, Perform (dance) +10, Perform (oratory) +16, Ride +8, Sense Motive +8, Spot +8, Swim +4; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Gather Information), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +5 dagger, ring of protection +5, circlet of persuasion, 2 potions of cure serious wounds, 2 potions of tongues, 22,200 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d8; hp 89; Init +1; Spd 30 ft.; AC 16, touch 16, flat-footed 15; Base Atk +14; Grp +13; Atk +18 melee (1d4–1/19–20/x2, dagger); Full Atk +18/+13/+8 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +6, Ref +7, Will +12; Str 8, Dex 12, Con 10, Int 16, Wis 14, Cha 16.

Skills and Feats (126/7): Appraise +12, Bluff +13, Diplomacy +16, Disguise +11, Forgery +9, Gather Information +16, Handle Animal +6, Intimidate +7, Knowledge (architecture and engineering) +8, Knowledge (geography)



+8, Knowledge (history) +10, Knowledge (local) +9, Knowledge (nature) +8, Knowledge (nobility and royalty) +14, Knowledge (religion) +9, Listen +8, Perform (dance) +10, Perform (oratory) +16, Ride +8, Sense Motive +8, Spot +8, Swim +5; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Gather Information), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +5 dagger, ring of protection +5, circlet of persuasion, 2 potions of cure serious wounds, 2 potions of tongues, 62,200 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d8; hp 93; Init +1; Spd 30 ft.; AC 16, touch 16, flat-footed 15; Base Atk +15; Grp +14; Atk +19 melee (1d4–1/19–20/x2, dagger); Full Atk +19/+14/+9 melee (1d4–1/19–20/x2, dagger); SA —; SQ —; Save Fort +6, Ref +7, Will +13; Str 9, Dex 12, Con 10, Int 16, Wis 14, Cha 16.

Skills and Feats (133/7): Appraise +12, Bluff +16, Diplomacy +16, Disguise +12, Forgery +10, Gather Information +16, Handle Animal +10, Intimidate +10, Knowledge (architecture and engineering) +8, Knowledge (geography) +9, Knowledge (history) +10, Knowledge (local) +9, Knowledge (nature) +8, Knowledge (nobility and royalty) +14, Knowledge (religion) +9, Listen +8, Perform (dance) +10, Perform (oratory) +16, Ride +8, Sense Motive +10, Spot +8, Swim +5; Negotiator, Persuasive, Run, Skill Focus (Diplomacy), Skill Focus (Gather Information), Skill Focus (Perform (oratory)), Skill Focus (Knowledge (nobility and royalty)).

Possessions: +5 dagger, ring of protection +5, ring of regeneration, circlet of persuasion, 2 potions of cure serious wounds, 2 potions of tongues, 22,200 gp. Or: 220,000 gp total value.

BARBARIANS

LEVEL 1

CR 1; HD 1d12+1; hp 13; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 16; Base Atk +1; Grp +3; Atk +4 melee (1d12+2/x3, greataxe) or +3 ranged (1d8+2/x3, composite longbow); Full Atk +4 melee (1d12+2/x3, greataxe) or +3 ranged (1d8+2/x3, composite longbow); SA —; SQ fast movement, illiteracy, rage 1/day; Save Fort +3, Ref +2, Will +1; Str 15, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (16/1): Climb +3, Intimidate +3, Jump +4, Listen +3, Ride +4, Spot +2, Survival +3, Swim +3; Power Attack.

Possessions: Masterwork scale mail, masterwork greataxe, composite longbow (+2 Str bonus), 20 arrows. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d12+2; hp 21; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +2; Grp +4; Atk +5 melee (1d12+2/x3, greataxe) or +4 ranged (1d8+2/x3, composite longbow); Full Atk +5 melee (1d12+2/x3, greataxe) or +4 ranged (1d8+2/x3, composite longbow); SA —; SQ fast movement, illiteracy, rage 1/day, uncanny dodge; Save Fort +4, Ref +2, Will +1; Str 15, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (20/1): Climb +3, Intimidate +3, Jump +4, Listen +4, Ride +4, Spot +3, Survival +3, Swim +4; Power Attack.

Possessions: Masterwork breastplate, masterwork greataxe, composite longbow (+2 Str bonus), 20 arrows, 1,000 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d12+3; hp 28; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +3; Grp +5; Atk +6 melee (1d12+2/x3, greataxe) or +5 ranged (1d8+2/x3, composite longbow); Full Atk +6 melee (1d12+2/x3, greataxe) or +5 ranged (1d8+2/x3, composite longbow); SA —; SQ fast movement, illiteracy, rage 1/day, trap sense +1, uncanny dodge; Save Fort +4, Ref +3, Will +2; Str 15, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (24/2): Climb +3, Intimidate +4, Jump +4, Listen +4, Ride +4, Spot +4, Survival +4, Swim +4; Cleave, Power Attack.

Possessions: Masterwork breastplate, masterwork greataxe, composite longbow (+2 Str bonus), 20 arrows, 1,500 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d12+4; hp 35; Init +1; Spd 30 ft.; AC 17, touch 12, flat-footed 17; Base Atk +4; Grp +7; Atk +8 melee (1d12+3/x3, greataxe) or +6 ranged (1d8+3/x3, composite longbow); Full Atk +8 melee (1d12+3/x3, greataxe) or +6 ranged (1d8+3/x3, composite longbow); SA —; SQ fast movement, illiteracy, rage 2/day, trap sense +1, uncanny dodge; Save Fort +5, Ref +3, Will +2; Str 16, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (28/2): Climb +5, Intimidate +5, Jump +5, Listen +5, Ride +5, Spot +4, Survival +5, Swim +5; Cleave, Power Attack.

Possessions: Masterwork breastplate, masterwork greataxe, composite longbow (+3 Str bonus), 20 arrows, 2,200 gp. Or: 3.300 gp total value.

LEVEL 5

CR 5; HD 5d12+5; hp 43; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 18; Base Atk +5; Grp +8; Atk +9 melee (1d12+3/x3, greataxe) or +7 ranged (1d8+3/x3, composite longbow); Full Atk +9 melee (1d12+3/x3, greataxe) or +7 ranged (1d8+3/x3, composite longbow); SA —; SQ fast movement, illiteracy, improved uncanny dodge, rage 2/day, trap sense +1; Save Fort +5, Ref +3, Will +2; Str 16, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (32/2): Climb +5, Intimidate +6, Jump +5, Listen +5, Ride +5, Spot +5, Survival +5, Swim +5; Cleave, Power Attack.

Possessions: +1 breastplate, masterwork greataxe, composite longbow (+3 Str bonus), 20 arrows, 2,200 gp. Or: 4.300 gp total value.

LEVEL 6

CR 6; HD 6d12+6; hp 50; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 18; Base Atk +6; Grp +9; Atk +10 melee (1d12+3/x3, greataxe) or +8 ranged (1d8+3/x3, composite longbow); Full Atk +10/+5 melee (1d12+3/x3, greataxe) or +8/+3 ranged (1d8+3/x3, composite longbow); SA —; SQ fast movement, illiteracy, improved uncanny dodge, rage 2/day, trap sense +2; Save Fort +6, Ref +4, Will +3; Str 16, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (36/3): Climb +5, Craft (Weaponsmithing) +1, Handle Animal +2, Intimidate +6, Jump +5, Listen +5, Ride +5, Spot +5, Survival +5, Swim +5; Cleave, Dodge, Power Attack.

Possessions: +1 breastplate, masterwork greataxe, composite longbow (+3 Str bonus), 20 arrows, 3,500 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d12+7; hp 58; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 18; Base Atk +7; Grp +10; Atk +11 melee (1d12+4/x3, greataxe) or +9 ranged (1d8+3/x3, composite longbow); Full Atk +11/+6 melee (1d12+4/x3, greataxe) or +9/+4 ranged (1d8+3/x3, composite longbow); SA —; SQ damage reduction 1/—, fast movement, illiteracy, improved uncanny dodge, rage 2/day, trap sense +2; Save Fort +6, Ref +4, Will +3; Str 16, Dex 14, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (40/3): Climb +6, Craft (Weaponsmithing) +2, Handle Animal +3, Intimidate +6, Jump +5, Listen +6, Ride +5, Spot +5, Survival +5, Swim +5; Cleave, Dodge, Power Attack.

Possessions: +1 breastplate, +1 greataxe, composite longbow (+3 Str bonus), 20 arrows, 3,200 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d12+16; hp 73; Init +2; Spd 30 ft.; AC 19, touch 12, flat-footed 19; Base Atk +8; Grp +11; Atk +12 melee (1d12+4/x3, greataxe) or +10 ranged (1d8+3/x3, composite longbow); Full Atk +12/+7 melee (1d12+4/x3, greataxe) or +10/+5 ranged (1d8+3/x3, composite longbow); SA —; SQ damage reduction 1/—, fast movement, illiteracy, improved uncanny dodge, rage 3/day, trap sense +2; Save Fort +8, Ref +4, Will +3; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (44/3): Climb +6, Craft (Weaponsmithing) +4, Handle Animal +4, Intimidate +6, Jump +7, Listen +6, Ride +5, Spot +5, Survival +5, Swim +7; Cleave, Dodge, Power Attack.

Possessions: +1 breastplate, amulet of natural armor +1, +1 greataxe, composite longbow (+3 Str bonus), 20 arrows, 3,200 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d12+18; hp 81; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 20; Base Atk +9; Grp +12; Atk +13 melee (1d12+4/x3, greataxe) or +11 ranged (1d8+3/x3, composite longbow); Full Atk +13/+8 melee (1d12+4/x3, greataxe) or +11/+6 ranged (1d8+3/x3, composite longbow); SA —; SQ damage reduction 1/—, fast movement, illiteracy, improved uncanny dodge, rage 3/day, trap sense +3; Save Fort +8, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (48/4): Climb +6, Craft (Weaponsmithing) +4, Handle Animal +5, Intimidate +6, Jump +6, Listen +6, Ride +5, Spot +6, Survival +5, Swim +6; Cleave, Dodge, Great Cleave, Power Attack.

Possessions: +2 breastplate, amulet of natural armor +1, +1 greataxe, composite longbow (+3 Str bonus), 20 arrows, 5,700 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d12+20; hp 90; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 20; Base Atk +10; Grp +13; Atk +14 melee (1d12+4/x3, greataxe) or +13 ranged (1d8+4/x3, composite longbow); Full Atk +14/+9 melee (1d12+4/x3, greataxe) or +13/+8 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 2/—, fast movement, illiteracy, improved uncanny dodge, rage 3/day, trap sense +3; Save Fort +9, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (52/4): Climb +6, Craft (Weaponsmithing) +4, Handle Animal +6, Intimidate +7, Jump +7, Listen +6, Ride +6, Spot +6, Survival +5, Swim +6; Cleave, Dodge, Great Cleave, Power Attack.

Possessions: +2 breastplate, amulet of natural armor +1, +1 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 700 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d12+22; hp 98; Init +2; Spd 30 ft.; AC 21, touch 12, flat-footed 21; Base Atk +11; Grp +14; Atk +15 melee (1d12+4/x3, greataxe) or +14 ranged (1d8+4/x3, composite longbow); Full Atk +15/+10/+5 melee (1d12+4/x3, greataxe) or +14/+9/+4 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 2/—, fast movement, greater rage, illiteracy, improved uncanny dodge, rage 3/day, trap sense +3; Save Fort +9, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (56/4): Climb +6, Craft (Weaponsmithing) +5, Handle Animal +6, Intimidate +8, Jump +7, Listen +6, Ride +6, Spot +6, Survival +6, Swim +6; Cleave, Dodge, Great Cleave, Power Attack.

Possessions: +3 breastplate, amulet of natural armor +1, +1 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 700 gp. Or: 21,000 gp total value.

Level 12

CR 12; HD 12d12+24; hp 107; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 22; Base Atk +12; Grp +15; Atk +16 melee (1d12+4/x3, greataxe) or +15 ranged (1d8+4/x3, composite longbow); Full Atk +16/+11/+6 melee (1d12+4/x3, greataxe) or +15/+10/+5 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 2/—, fast movement, greater rage, illiteracy, improved uncanny dodge, rage 4/day, trap sense +4; Save Fort +10, Ref +6, Will +5; Str 17, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (60/5): Climb +6, Craft (Weaponsmithing) +6, Handle Animal +6, Intimidate +9, Jump +7, Listen +6, Ride +6, Spot +7, Survival +7, Swim +6; Cleave, Dodge, Great Cleave, Mobility, Power Attack.

Possessions: +3 breastplate, amulet of natural armor +2, +1 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 700 gp. Or: 27,000 gp total value.

Level 13

CR 13; HD 13d12+26; hp 115; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 22; Base Atk +13; Grp +16; Atk +17 melee (1d12+4/x3, greataxe) or +16 ranged (1d8+4/x3, composite longbow); Full Atk +17/+12/+7 melee (1d12+4/x3, greataxe) or +16/+11/+6 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 3/—, fast movement, greater rage, illiteracy, improved uncanny dodge, rage 4/day, trap sense +4; Save Fort +10, Ref +6, Will +5; Str 17, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (64/5): Climb +7, Craft (Weaponsmithing) +6, Handle Animal +7, Intimidate +9, Jump +7, Listen +7, Ride +6, Spot +7, Survival +7, Swim +7; Cleave, Dodge, Great Cleave, Mobility, Power Attack.

Possessions: +3 breastplate, amulet of natural armor +2, +1 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 8,700 gp. Or: 35,000 gp total value.

Level 14

CR 14; HD 14d12+28; hp 124; Init +2; Spd 30 ft.; AC 24, touch 14, flat-footed 24; Base Atk +14; Grp +17; Atk +19 melee (1d12+5/x3, greataxe) or +17 ranged (1d8+4/x3, composite longbow); Full Atk +19/+14/+9 melee (1d12+5/x3, greataxe) or +17/+12/+7 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 3/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 4/day, trap sense +4; Save Fort +11, Ref +6, Will +5; Str 17, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (68/5): Climb +8, Craft (Armorsmithing) +2, Craft (Weaponsmithing) +6, Handle Animal +7, Intimidate +9, Jump +7, Listen +7, Ride +7, Spot +7, Survival +7, Swim +7; Cleave, Dodge, Great Cleave, Mobility, Power Attack.

Possessions: +3 breastplate, amulet of natural armor +2, ring of protection +2, +2 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 10,700 gp. Or: 45,000 gp total value.



LEVEL 15

CR 15; HD 15d12+30; hp 132; Init +2; Spd 30 ft.; AC 24, touch 14, flat-footed 24; Base Atk +15; Grp +18; Atk +22 melee (1d12+6/x3, greataxe) or +18 ranged (1d8+4/x3, composite longbow); Full Atk +22/+17/+12 melee (1d12+6/x3, greataxe) or +18/+13/+8 ranged (1d8+4/x3, composite longbow); SA —; SQ damage reduction 3/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 4/day, trap sense +5; Save Fort +11, Ref +7, Will +6; Str 17, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (72/6): Climb +8, Craft (Armorsmithing) +2, Craft (Weaponsmithing) +6, Handle Animal +7, Intimidate +9, Jump +7, Listen +7, Ride +7, Spot +8, Survival +8, Swim +7; Cleave, Dodge, Great Cleave, Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +3 breastplate, amulet of natural armor +2, ring of protection +2, +3 greataxe, +1 composite longbow (+3 Str bonus), 20 arrows, 13,700 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d12+32; hp 141; Init +2; Spd 30 ft.; AC 24, touch 14, flat-footed 24; Base Atk +16; Grp +20; Atk +25 melee (1d12+8/x3, greataxe) or +20 ranged (1d8+6/x3, composite longbow); Full Atk +25/+20/+15/+10 melee (1d12+8/x3, greataxe) or +20/+15/+10/+5 ranged (1d8+6/x3, composite longbow); SA —; SQ damage reduction 4/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 5/day, trap sense +5; Save Fort +12, Ref +7, Will +6; Str 18, Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (76/6): Climb +8, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +6, Handle Animal +8, Intimidate +9, Jump +8, Listen +8, Ride +8, Spot +8, Survival +8, Swim +8; Cleave, Dodge, Great Cleave, Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +3 breastplate, amulet of natural armor +2, ring of protection +2, +4 greataxe, +2 composite longbow (+4 Str bonus), 20 arrows, 13,600 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d12+34; hp 149; Init +2; Spd 30 ft.; AC 26, touch 14, flat-footed 26; Base Atk +17; Grp +22; Atk +27 melee (1d12+9/x3, greataxe) or +21 ranged (1d8+6/x3, composite longbow); Full Atk +27/+22/+17/+12 melee (1d12+9/x3, greataxe) or +21/+16/+11/+6 ranged (1d8+6/x3, composite longbow); SA —; SQ damage reduction 4/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 5/day, tireless rage, trap sense +5; Save Fort +12, Ref +7, Will +6; Str 18 (20), Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (80/6): Climb +9, Craft (Armorsmithing) +4, Craft (Weaponsmithing) +6, Handle Animal +9, Intimidate +10, Jump +9, Listen +9, Ride +9, Spot +8, Survival +9, Swim +9; Cleave, Dodge, Great Cleave, Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +4 breastplate, amulet of natural armor +3, ring of protection +2, +4 greataxe, +2 composite longbow (+4 Str bonus), gauntlets of ogre power +2, 20 arrows, 2,600 gp. Or: 100,000 gp total value.



LEVEL 18

CR 18; HD 18d12+36; hp 158; Init +2; Spd 30 ft.; AC 27, touch 14, flat-footed 27; Base Atk +18; Grp +23; Atk +28 melee (1d12+9/19–20 x3, greataxe) or +23 ranged (1d8+7/x3, composite longbow); Full Atk +28/+23/+18/+13 melee (1d12+9/19–20 x3, greataxe) or +23/+18/+13/+8 ranged (1d8+7/x3, composite longbow); SA —; SQ damage reduction 4/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 5/day, tireless rage, trap sense +6; Save Fort +13, Ref +7, Will +6; Str 18 (20), Dex 14, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (84/7): Climb +9, Craft (Armorsmithing) +4, Craft (Weaponsmithing) +7, Handle Animal +9, Intimidate +12, Jump +9, Listen +9, Ride +9, Spot +9, Survival +10, Swim +9; Cleave, Dodge, Great Cleave, Improved Critical (Greataxe), Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +5 breastplate, amulet of natural armor +3, ring of protection +2, +4 greataxe, +3 composite longbow (+4 Str bonus), gauntlets of ogre power +2, 20 arrows, 16,600 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d12+38; hp 166; Init +2; Spd 30 ft.; AC 29, touch 16, flat-footed 29; Base Atk +19; Grp +26; Atk +31 melee (1d12+11/19–20 x3, greataxe) or +25 ranged (1d8+7/x3, composite longbow); Full Atk +31/+26/+21/+16 melee (1d12+11/19–20 x3, greataxe) or +25/+20/+15/+10 ranged (1d8+7/x3, composite longbow); SA —; SQ damage reduction 5/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, rage 5/day, tireless rage, trap sense +6; Save Fort +13, Ref +8, Will +6; Str 18 (24), Dex 14 (16), Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (88/7): Climb +12, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +7, Handle Animal +10, Intimidate +13, Jump +11, Listen +9, Ride +10, Spot +9, Survival +10, Swim +11; Cleave, Dodge, Great Cleave, Improved Critical (Greataxe), Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +5 breastplate, amulet of natural armor +3, ring of protection +3, +4 greataxe, +3 composite longbow (+4 Str bonus), belt of giant Strength +6, gloves of Dexterity +2, 20 arrows, 15,600 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d12+40; hp 175; Init +2; Spd 30 ft.; AC 29, touch 16, flat-footed 29; Base Atk +20; Grp +27; Atk +32 melee (1d12+11/19–20 x3, greataxe) or +26 ranged (1d8+7/x3, composite longbow); Full Atk +32/+27/+22/+17 melee (1d12+11/19–20 x3, greataxe) or +26/+21/+16/+11 ranged (1d8+7/x3, composite longbow); SA —; SQ damage reduction 5/—, fast movement, greater rage, illiteracy, improved uncanny dodge, indomitable will, mighty rage, rage 6/day, tireless rage, trap sense +6; Save Fort +14, Ref +9, Will +7; Str 19 (25), Dex 14 (16), Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (92/7): Climb +12, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +7, Handle Animal +10, Intimidate +14, Jump +11, Listen +10, Ride +10, Spot +9, Survival +10, Swim +11; Cleave, Dodge, Great Cleave, Improved Critical (Greataxe), Mobility, Power Attack, Weapon Focus (Greataxe).

Possessions: +5 breastplate, amulet of natural armor +3, ring of protection +3, +4 greataxe, +3 composite longbow (+4 Str bonus), belt of giant Strength +6, gloves of Dexterity +2, 20 arrows, 65,600 gp. Or: 220,000 gp total value.

BARDS

LEVEL 1

CR 1; HD 1d6+1; hp 7; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +0; Grp +0; Atk +1 melee (1d6/18–20/x2, rapier) or +2 ranged (1d8/19–20/x2, light crossbow); Full Atk +1 melee (1d6/18–20/x2, rapier) or +2 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +3, bardic music 1/day (countersong, fascinate, inspire courage (+1)); Save Fort +1, Ref +3, Will +1; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 15.

Skills and Feats (24/1): Bluff +3, Concentration +4, Decipher Script +4, Diplomacy +3, Gather Information +4, Hide +2, Knowledge (history) +4, Move Silently +2, Perform (comedy) +7, Perform (percussion instruments) +7, Perform (string instruments) +7, Sense Motive +1, Sleight of Hand +2, Spellcraft +4, Use Magic Device +3; Skill Focus (Perform).

Bard Spells Known (2; save DC 12 + spell level): 0 — *detect magic, know direction, message, summon instrument.*

Possessions: Masterwork studded leather, masterwork rapier, masterwork light crossbow. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d6+2; hp 11; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +1; Grp +1; Atk +2 melee (1d6/18–20/x2, rapier) or +3 ranged (1d8/19–20/x2, light crossbow); Full Atk +2 melee (1d6/18–20/x2, rapier) or +3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +4, bardic music 2/day (countersong, fascinate, inspire courage (+1)); Save Fort +1, Ref +4, Will +2; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 15.

Skills and Feats (30/1): Bluff +3, Concentration +4, Decipher Script +4, Diplomacy +4, Gather Information +4, Hide +2, Knowledge (history) +5, Move Silently +2, Perform (comedy) +7, Perform (percussion instruments) +7, Perform (string instruments) +7, Sense Motive +1, Sleight of Hand +2, Spellcraft +6, Use Magic Device +3; Skill Focus (Perform).

Bard Spells Known (3/1; save DC 12 + spell level): 0 — *detect magic, know direction, lullaby, message, summon instrument;* 1st — *charm person, silent image.*

Possessions: Masterwork studded leather, masterwork rapier, masterwork light crossbow, 1,000 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d6+3; hp 16; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +2; Grp +2; Atk +3 melee (1d6/18–20/x2, rapier) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d6/18–20/x2, rapier) or +4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +5, bardic music 3/day (countersong, fascinate, inspire competence, inspire courage (+1)); Save Fort +2, Ref +4, Will +2; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 15.

Skills and Feats (36/2): Bluff +3, Concentration +4, Decipher Script +4, Diplomacy +4, Gather Information +6, Hide +2, Knowledge (history) +5, Move Silently +2, Perform (comedy) +7, Perform (percussion instruments) +7, Perform (string instruments) +7, Sense Motive +3, Sleight of Hand +4, Spellcraft +6, Use Magic Device +3; Dodge, Skill Focus (Perform).

Bard Spells Known (3/2; save DC 12 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, remove fear, silent image.*

Possessions: Masterwork studded leather, masterwork rapier, masterwork light crossbow, 1,500 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d6+4; hp 20; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +3; Grp +3; Atk +4 melee (1d6/18–20/x2, rapier) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d6/18–20/x2, rapier) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +6, bardic music 4/day (countersong, fascinate, inspire competence, inspire courage (+1)); Save Fort +2, Ref +5, Will +3; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 16.

Skills and Feats (42/2): Bluff +6, Concentration +4, Decipher Script +4, Diplomacy +5, Gather Information +7, Hide +3, Knowledge (history) +5, Move Silently +3, Perform (comedy) +8, Perform (percussion instruments) +8, Perform (string instruments) +8, Sense Motive +3, Sleight of Hand +4, Spellcraft +6, Use Magic Device +5; Dodge, Skill Focus (Perform).

Bard Spells Known (3/3/1; save DC 13 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, remove fear, silent image*; 2nd — *alter self, detect thoughts.*

Possessions: Masterwork studded leather, masterwork rapier, masterwork light crossbow, 2,300 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d6+5; hp 25; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +3; Grp +3; Atk +4 melee (1d6/18–20/x2, rapier) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d6/18–20/x2, rapier) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +7, bardic music 5/day (countersong, fascinate, inspire competence, inspire courage (+1)); Save Fort +2, Ref +5, Will +3; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 16.

Skills and Feats (48/2): Bluff +6, Concentration +4, Decipher Script +4, Diplomacy +6, Gather Information +7, Hide +4, Knowledge (history) +5, Move Silently +4, Perform (comedy) +8, Perform (percussion instruments) +8, Perform (string instruments) +8, Sense Motive +6, Sleight of Hand +4, Spellcraft +6, Use Magic Device +5; Dodge, Skill Focus (Perform).

Bard Spells Known (3/4/2; save DC 13 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, misdirection.*

Possessions: Masterwork studded leather, *amulet of natural armor +1*, masterwork rapier, masterwork light crossbow, 1,400 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d6+6; hp 29; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +4; Grp +4; Atk +5 melee (1d6/18–20/x2, rapier) or +6 ranged (1d8/19–20/x2, light crossbow); Full Atk +5 melee (1d6/18–20/x2, rapier) or +6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +8, bardic music 6/day (countersong, fascinate, inspire competence, inspire courage (+1)), suggestion; Save Fort +3, Ref +6, Will +4; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 16.

Skills and Feats (54/3): Bluff +6, Concentration +4, Decipher Script +4, Diplomacy +6, Gather Information +7, Hide +4, Knowledge (history) +5, Move Silently +4, Perform (comedy) +10, Perform (percussion instruments) +10, Perform (string instruments) +10, Sense Motive +6, Sleight of Hand +4, Spellcraft +6, Use Magic Device +5; Dodge, Mobility, Skill Focus (Perform).

Bard Spells Known (3/4/3; save DC 13 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, misdirection.*

Possessions: Masterwork studded leather, *amulet of natural armor +1*, masterwork rapier, masterwork light crossbow, 2,500 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d6+7; hp 34; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +5; Grp +5; Atk +6 melee (1d6/18–20/x2, rapier) or +7 ranged (1d8/19–20/x2, light crossbow); Full Atk +6 melee (1d6/18–20/x2, rapier) or +7 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +9, bardic music 7/day (countersong, fascinate, inspire competence, inspire courage (+1)), suggestion; Save Fort +3, Ref +6, Will +4; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 16.

Skills and Feats (60/3): Bluff +6, Concentration +4, Decipher Script +4, Diplomacy +6, Gather Information +7, Hide +4, Knowledge (history) +6, Move Silently +4, Perform (comedy) +11, Perform (percussion instruments) +11, Perform (string instruments) +11, Sense Motive +6, Sleight of Hand +4, Spellcraft +7, Use Magic Device +6; Dodge, Mobility, Skill Focus (Perform).

Bard Spells Known (3/4/3/1; save DC 13 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *haste, sculpt sound.*

Possessions: Masterwork studded leather, *amulet of natural armor +1*, masterwork rapier, masterwork light crossbow, 4,000 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d6+8; hp 38; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +6; Grp +6; Atk +7 melee (1d6/18–20/x2, rapier) or +8 ranged (1d8/19–20/x2, light crossbow); Full Atk +7/+2 melee (1d6/18–20/x2, rapier) or +8/+3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +10, bardic music 8/day (countersong, fascinate, inspire competence, inspire courage (+2)), suggestion; Save Fort +3, Ref +7, Will +5; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 17 (19).

Skills and Feats (66/3): Bluff +7, Concentration +6, Decipher Script +4, Diplomacy +7, Gather Information +8, Hide +4, Knowledge (history) +6, Move Silently +4, Perform (comedy) +12, Perform (percussion instruments) +12, Perform (string instruments) +12, Sense Motive +7, Sleight of Hand +4, Spellcraft +8, Use Magic Device +8; Dodge, Mobility, Skill Focus (Perform).

Bard Spells Known (3/4/4/2; save DC 14 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *glibness, haste, sculpt sound.*

Possessions: Masterwork studded leather, *amulet of natural armor +1*, masterwork rapier, masterwork light crossbow, *cloak of Charisma +2*, 2,500 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d6+9; hp 43; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +6; Grp +6; Atk +7 melee (1d6/18–20/x2, rapier) or +8 ranged (1d8/19–20/x2, light crossbow); Full Atk +7/+2 melee (1d6/18–20/x2, rapier) or +8/+3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +11, bardic music 9/day (countersong, fascinate, inspire competence, inspire courage (+2), inspire greatness), suggestion; Save Fort +4, Ref +7, Will +5; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 17 (19).

Skills and Feats (72/4): Bluff +7, Concentration +6, Decipher Script +4, Diplomacy +7, Gather Information +8, Hide +4, Knowledge (history) +6, Move Silently +4, Perform (comedy) +14, Perform (percussion instruments) +14, Perform (string instruments) +14, Sense Motive +7, Sleight of Hand +4, Spellcraft +8, Use Magic Device +8; Dodge, Improved Initiative, Mobility, Skill Focus (Perform).

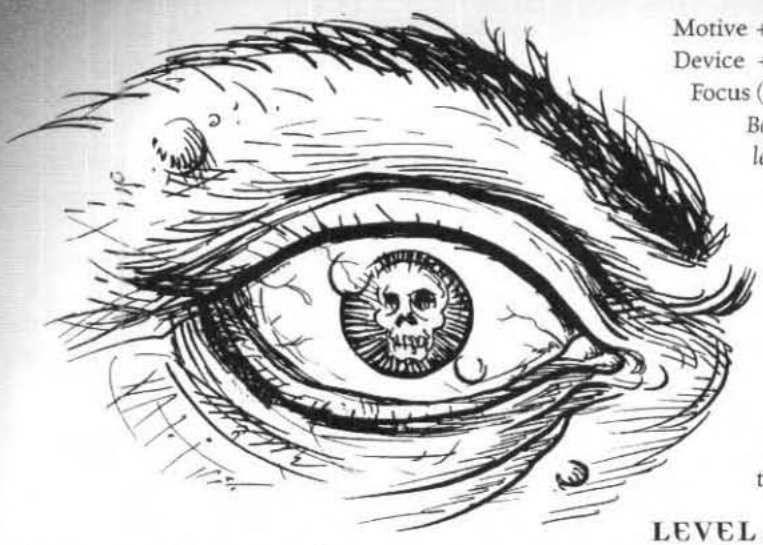
Bard Spells Known (3/4/4/3; save DC 14 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *glibness, haste, sculpt sound.*

Possessions: Masterwork studded leather, *amulet of natural armor +1*, masterwork rapier, masterwork light crossbow, *cloak of Charisma +2*, 5,000 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d6+10; hp 47; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +7; Grp +7; Atk +8 melee (1d6/18–20/x2, rapier) or +9 ranged (1d8/19–20/x2, light crossbow); Full Atk +8/+3 melee (1d6/18–20/x2, rapier) or +9/+4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ





bardic knowledge +12, bardic music 10/day (countersong, fascinate, inspire competence, inspire courage (+2), inspire greatness), suggestion; Save Fort +4, Ref +8, Will +6; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 17 (19).

Skills and Feats (78/4): Bluff +7, Concentration +6, Decipher Script +4, Diplomacy +8, Gather Information +8, Hide +6, Knowledge (history) +6, Move Silently +6, Perform (comedy) +14, Perform (percussion instruments) +14, Perform (string instruments) +14, Sense Motive +8, Sleight of Hand +4, Spellcraft +8, Use Magic Device +8; Dodge, Improved Initiative, Mobility, Skill Focus (Perform).

Bard Spells Known (3/4/4/3/1; save DC 14 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *greater invisibility, legend lore.*

Possessions: Amulet of natural armor +2, bracers of armor +2, masterwork rapier, masterwork light crossbow, *cloak of Charisma* +2. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d6+11; hp 52; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +8; Grp +8; Atk +9 melee (1d6/18–20/x2, rapier) or +10 ranged (1d8/19–20/x2, light crossbow); Full Atk +9/+4 melee (1d6/18–20/x2, rapier) or +10/5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +13, bardic music 11/day (countersong, fascinate, inspire competence, inspire courage (+2), inspire greatness), suggestion; Save Fort +4, Ref +8, Will +6; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 17 (19).

Skills and Feats (84/4): Bluff +8, Concentration +6, Decipher Script +7, Diplomacy +8, Gather Information +8, Hide +6, Knowledge (history) +6, Move Silently +6, Perform (comedy) +14, Perform (percussion instruments) +14, Perform (string instruments) +14, Sense Motive +8, Sleight of Hand +4, Spellcraft +9, Use Magic Device +9; Dodge, Improved Initiative, Mobility, Skill Focus (Perform).

Bard Spells Known (3/4/4/4/2; save DC 14 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *greater invisibility, legend lore, modify memory.*

Possessions: Amulet of natural armor +2, bracers of armor +3, masterwork rapier, masterwork light crossbow, *cloak of Charisma* +2. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d6+12; hp 56; Init +5; Spd 30 ft.; AC 17, touch 12, flat-footed 16; Base Atk +9; Grp +9; Atk +10 melee (1d6+1/18–20/x2, rapier) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +10/+5 melee (1d6+1/18–20/x2, rapier) or +11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +14, bardic music 12/day (countersong, fascinate, inspire competence, inspire courage (+2), inspire greatness, song of freedom), suggestion; Save Fort +5, Ref +9, Will +7; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 18 (20).

Skills and Feats (90/5): Bluff +9, Concentration +6, Decipher Script +7, Diplomacy +10, Gather Information +9, Hide +6, Knowledge (history) +6, Move Silently +6, Perform (comedy) +16, Perform (percussion instruments) +16, Perform (string instruments) +16, Sense Motive +10, Sleight of Hand +4, Spellcraft +9, Use Magic Device +9; Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (3/5/4/4/3; save DC 15 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *greater invisibility, legend lore, modify memory.*

Possessions: Amulet of natural armor +2, bracers of armor +3, *ring of protection* +1, *+1 rapier*, masterwork light crossbow, *cloak of Charisma* +2, 1,400 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d6+13; hp 61; Init +5; Spd 30 ft.; AC 18, touch 13, flat-footed 17; Base Atk +9; Grp +9; Atk +10 melee (1d6+1/18–20/x2, rapier) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +10/+5 melee (1d6+1/18–20/x2, rapier) or +11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +15, bardic music 13/day (countersong, fascinate, inspire competence, inspire courage (+2), inspire greatness, song of freedom), suggestion; Save Fort +5, Ref +9, Will +7; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 18 (20).

Skills and Feats (96/5): Bluff +10, Concentration +9, Decipher Script +7, Diplomacy +10, Gather Information +9, Hide +6, Knowledge (history) +6, Move Silently +6, Perform (comedy) +16, Perform (percussion instruments) +16, Perform (string instruments) +16, Sense Motive +10, Sleight of Hand +4, Spellcraft +10, Use Magic Device +10; Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (3/5/4/4/3/1; save DC 15 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *mislead, shadow walk.*

Possessions: Amulet of natural armor +2, bracers of armor +3, ring of protection +2, +1 rapier, masterwork light crossbow, cloak of Charisma +2, 3,500 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d6+14; hp 65; Init +5; Spd 30 ft.; AC 19, touch 14, flat-footed 18; Base Atk +10; Grp +10; Atk +12 melee (1d6+2/18–20/x2, rapier) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +12/+7 melee (1d6+2/18–20/x2, rapier) or +11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +16, bardic music 14/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, song of freedom), suggestion; Save Fort +5, Ref +10, Will +8; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 18 (20).

Skills and Feats (102/5): Bluff +10, Concentration +10, Decipher Script +10, Diplomacy +10, Gather Information +10, Hide +6, Knowledge (history) +7, Move Silently +6, Perform (comedy) +16, Perform (percussion instruments) +16, Perform (string instruments) +16, Sense Motive +10, Sleight of Hand +4, Spellcraft +10, Use Magic Device +10; Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/5/4/4/4/2; save DC 15 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *false vision, mislead, shadow walk.*

Possessions: Amulet of natural armor +2, bracers of armor +3, ring of protection +3, +2 rapier, masterwork light crossbow, cloak of Charisma +2, 2,500 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d6+15; hp 70; Init +5; Spd 30 ft.; AC 19, touch 14, flat-footed 18; Base Atk +11; Grp +11; Atk +13 melee (1d6+2/18–20/x2, rapier) or +13 ranged (1d8/19–20/x2, light crossbow); Full Atk +13/+8/+3 melee (1d6+2/18–20/x2, rapier) or +13/+8/+3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +17, bardic music 15/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, inspire heroics, song of freedom), suggestion; Save Fort +6, Ref +10, Will +8; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 18 (20).

Skills and Feats (108/6): Bluff +10, Concentration +10, Decipher Script +10, Diplomacy +10, Gather Information +10, Hide +6, Knowledge (history) +7, Move Silently +6, Perform (comedy) +18, Perform (percussion instruments) +18, Perform (string instruments) +18, Sense Motive +10, Sleight of Hand +4, Spellcraft +10, Use Magic Device +10; Combat Expertise, Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/4/4/4/3; save DC 15 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *false vision, mislead, shadow walk.*

Possessions: Amulet of natural armor +2, bracers of armor +3, ring of protection +3, +2 rapier, masterwork light crossbow, cloak of Charisma +2, 16,500 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d6+16; hp 74; Init +5; Spd 30 ft.; AC 20, touch 14, flat-footed 19; Base Atk +12; Grp +12; Atk +14 melee (1d6+2/18–20/x2, rapier) or +14 ranged (1d8/19–20/x2, light crossbow); Full Atk +14/+9/+4 melee (1d6+2/18–20/x2, rapier) or +14/+9/+4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +18, bardic music 16/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, inspire heroics, song of freedom), suggestion; Save Fort +6, Ref +11, Will +9; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 19 (21).

Skills and Feats (114/6): Bluff +10, Concentration +10, Decipher Script +10, Diplomacy +10, Gather Information +10, Hide +7, Knowledge (history) +10, Move Silently +7, Perform (comedy) +18, Perform (percussion instruments) +18, Perform (string instruments) +18, Sense Motive +10, Sleight of Hand +5, Spellcraft +10, Use Magic Device +10; Combat Expertise, Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/5/4/4/3; save DC 15 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *alarm, charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *confusion, glibness, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *false vision, mirage arcana, mislead, shadow walk.*

Possessions: Amulet of natural armor +2, bracers of armor +4, ring of protection +3, +2 rapier, masterwork light crossbow, cloak of Charisma +2, 28,500 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d6+17; hp 79; Init +5; Spd 30 ft.; AC 22, touch 14, flat-footed 21; Base Atk +12; Grp +12; Atk +14 melee (1d6+2/18–20/x2, rapier) or +14 ranged (1d8/19–20/x2, light crossbow); Full Atk +14/+9/+4 melee (1d6+2/18–20/x2, rapier) or +14/+9/+4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +19, bardic music 17/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, inspire heroics, song of freedom), suggestion; Save Fort +6, Ref +11, Will +9; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 19 (23).

Skills and Feats (120/6): Bluff +12, Concentration +10, Decipher Script +10, Diplomacy +12, Gather Information +12, Hide +7, Knowledge (history) +10, Move Silently +7, Perform (comedy) +20, Perform (percussion instruments) +20, Perform (string instruments) +20, Sense Motive +10, Sleight of Hand +5, Spellcraft +10, Use Magic Device +10; Combat Expertise, Dodge, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/6/5/4/4/2; save DC 16 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *alarm, charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *calm emotions, confusion, glibness, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *false vision, mirage arcana, mislead, shadow walk*; 6th — *mass cat's grace, mass eagle's splendor, mass fox's cunning.*

Possessions: Amulet of natural armor +3, bracers of armor +5, ring of protection +3, +2 rapier, masterwork light crossbow, *cloak of Charisma +4,* 20,000 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d6+18; hp 83; Init +5; Spd 30 ft.; AC 23, touch 14, flat-footed 22; Base Atk +13; Grp +13; Atk +15 melee (1d6+2/18–20/x2, rapier) or +15 ranged (1d8/19–20/x2, light crossbow); Full Atk +15/+10/+5 melee (1d6+2/18–20/x2, rapier) or +15/+10/+5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +20, bardic music 18/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, inspire heroics, song of freedom), mass suggestion, suggestion; Save Fort +7, Ref +12, Will +10; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 19 (25).

Skills and Feats (126/7): Bluff +14, Concentration +10, Decipher Script +10, Diplomacy +14, Gather Information +14, Hide +7, Knowledge (history) +12, Move Silently +7, Perform (comedy) +21, Perform (percussion instruments) +21, Perform (string instruments) +21, Sense Motive +10, Sleight of Hand +6, Spellcraft +10, Use Magic Device +10; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/6/6/5/4/3; save DC 17 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *alarm, charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *calm emotions, confusion, glibness, good hope, haste, sculpt sound*; 4th — *break enchantment, greater invisibility, legend lore, modify memory*; 5th — *false vision, mirage arcana, mislead, shadow walk*; 6th — *mass cat's grace, mass eagle's splendor, mass fox's cunning.*

Possessions: Amulet of natural armor +4, bracers of armor +5, ring of protection +3, +2 rapier, masterwork light crossbow, *cloak of Charisma +6,* 22,000 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d6+19; hp 88; Init +5; Spd 30 ft.; AC 23, touch 14, flat-footed 22; Base Atk +14; Grp +14; Atk +16 melee (1d6+2/18–20/x2, rapier) or +16 ranged (1d8/19–20/x2, light crossbow); Full Atk +16/+11/+6 melee (1d6+2/18–20/x2, rapier) or +16/+11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +21, bardic music 19/day (countersong, fascinate, inspire competence, inspire courage (+3), inspire greatness, inspire heroics, song of freedom), mass suggestion, suggestion; Save Fort +7, Ref +12, Will +10; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 19 (25).

Skills and Feats (132/7): Bluff +14, Concentration +12, Decipher Script +12, Diplomacy +14, Gather Information +14, Hide +7, Knowledge (history) +12, Move Silently +7, Perform (comedy) +21, Perform (percussion instruments) +21, Perform (string instruments) +21, Sense Motive +10, Sleight of Hand +6, Spellcraft +12, Use Magic Device +10; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/6/6/5/5/4; save DC 17 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *alarm, charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *calm emotions, confusion, glibness, good hope, haste, sculpt sound*; 4th — *break enchantment, detect scrying, greater invisibility, legend lore, modify memory*; 5th — *false vision, mirage arcana, mislead, shadow walk*; 6th — *animate objects, mass cat's grace, mass eagle's splendor, mass fox's cunning.*

Possessions: Amulet of natural armor +4, bracers of armor +5, ring of protection +3, +2 rapier, masterwork light crossbow, *cloak of Charisma +6,* 62,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d6+20; hp 92; Init +5; Spd 30 ft.; AC 23, touch 14, flat-footed 22; Base Atk +15; Grp +15; Atk +17 melee (1d6+2/18–20/x2, rapier) or +17 ranged (1d8/19–20/x2, light crossbow); Full Atk +17/+12/+7 melee (1d6+2/18–20/x2, rapier) or +17/+12/+7 ranged (1d8/19–20/x2, light crossbow); SA —; SQ bardic knowledge +22, bardic music 20/day (countersong, fascinate,

inspire competence, inspire courage (+4), inspire greatness, inspire heroics, song of freedom), mass suggestion, suggestion; Save Fort +7, Ref +13, Will +11; Str 10, Dex 13, Con 12, Int 14, Wis 8, Cha 20 (26).

Skills and Feats (138/7): Bluff +15, Concentration +12, Decipher Script +12, Diplomacy +15, Gather Information +15, Hide +8, Knowledge (history) +12, Move Silently +8, Perform (comedy) +22, Perform (percussion instruments) +22, Perform (string instruments) +22, Sense Motive +10, Sleight of Hand +8, Spellcraft +12, Use Magic Device +12; Combat Expertise, Dodge, Improved Feint, Improved Initiative, Mobility, Skill Focus (Perform), Weapon Focus (rapier).

Bard Spells Known (4/6/6/6/6/5/5; save DC 18 + spell level): 0 — *detect magic, flare, know direction, lullaby, message, summon instrument*; 1st — *alarm, charm person, erase, remove fear, silent image*; 2nd — *alter self, detect thoughts, invisibility, misdirection*; 3rd — *calm emotions, confusion, glibness, good hope, haste, sculpt sound*; 4th — *break enchantment, detect scrying, greater invisibility, legend lore, modify memory*; 5th — *false vision, mirage arcana, mislead, seeming, shadow walk*; 6th — *animate objects, mass cat's grace, mass eagle's splendor, mass fox's cunning.*

Possessions: Amulet of natural armor +4, bracers of armor +5, ring of protection +3, +2 rapier, masterwork light crossbow, *cloak of Charisma +6,* 112,000 gp. Or: 220,000 gp total value.

CLERICS

LEVEL 1

CR 1; HD 1d8+2; hp 10; Init –1; Spd 30 ft.; AC 17, touch 9, flat-footed 17; Base Atk +0; Grp +1; Atk +2 melee (1d8+1/x2, morningstar) or –1 ranged (1d8 /19–20/x2, light crossbow); Full Atk +2 melee (1d8+1/x2, morningstar) or –1 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +4, Ref +1, Will +4; Str 13, Dex 8, Con 14, Int 10, Wis 15, Cha 12.

Skills and Feats (8/1): Concentration +3, Diplomacy +2, Heal +4, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +1; Lightning Reflexes.

Cleric Spells Prepared (3/3; save DC 12 + spell level): 0 — *detect magic, guidance, light*; 1st — *bless, cure light wounds, sanctuary**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: Splint mail, heavy steel shield, masterwork morningstar, light crossbow, 300 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8+4; hp 16; Init –1; Spd 30 ft.; AC 18, touch 9, flat-footed 18; Base Atk +1; Grp +2; Atk +3 melee (1d8+1/x2, morningstar) or +0 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d8+1/x2, morningstar) or +0 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +5, Ref +1, Will +5; Str 13, Dex 8, Con 14, Int 10, Wis 15, Cha 12.

Skills and Feats (10/1): Concentration +3, Diplomacy +2, Heal +5, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +2; Lightning Reflexes.

Cleric Spells Prepared (4/4; save DC 12 + spell level): 0 — *detect magic, guidance, light, resistance*; 1st — *bless, cure light wounds, entropic shield, sanctuary**.

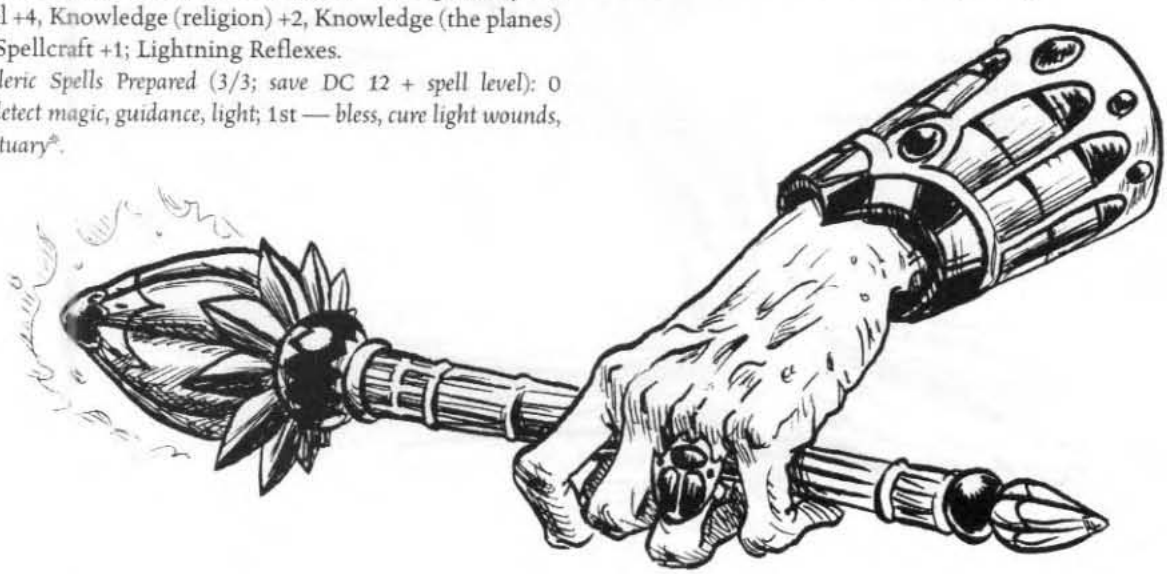
* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: Half plate, heavy steel shield, masterwork morningstar, light crossbow, 1,000 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8+6; hp 23; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +2; Grp +3; Atk +4 melee (1d8+1/x2, morningstar) or +1 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d8+1/x2, morningstar) or +1 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +5, Ref +2, Will +5; Str 13, Dex 8, Con 14, Int 10, Wis 15, Cha 12.

Skills and Feats (12/3): Concentration +3, Diplomacy +2, Heal +5, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +4; Brew Potion, Lightning Reflexes.



Cleric Spells Prepared (4/4/3; *save DC 12 + spell level*): 0 — *detect magic, guidance, light, resistance*; 1st — *bless, cure light wounds, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: Full plate, heavy steel shield, masterwork morningstar, light crossbow, 600 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d8+8; hp 29; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +3; Grp +4; Atk +5 melee (1d8+1/x2, morningstar) or +2 ranged (1d8/19–20/x2, light crossbow); Full Atk +5 melee (1d8+1/x2, morningstar) or +2 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +6, Ref +2, Will +7; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills and Feats (14/2): Concentration +4, Diplomacy +3, Heal +6, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +4; Brew Potion, Lightning Reflexes.

Cleric Spells Prepared (5/5/4; *save DC 13 + spell level*): 0 — *detect magic, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person*.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: Full plate, heavy steel shield, masterwork morningstar, light crossbow, 1,400 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d8+10; hp 36; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +3; Grp +4; Atk +5 melee (1d8+1/x2, morningstar) or +2 ranged (1d8/19–20/x2, light crossbow); Full Atk +5 melee (1d8+1/x2, morningstar) or +2 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +6, Ref +2, Will +7; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills and Feats (16/2): Concentration +5, Diplomacy +3, Heal +6, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +5; Brew Potion, Lightning Reflexes.

Cleric Spells Prepared (5/5/4/3; *save DC 13 + spell level*): 0 — *detect magic, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic*.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: Full plate, heavy steel shield, masterwork morningstar, light crossbow, 2,500 gp. Or: 4,300 gp total value.

LEVEL 6

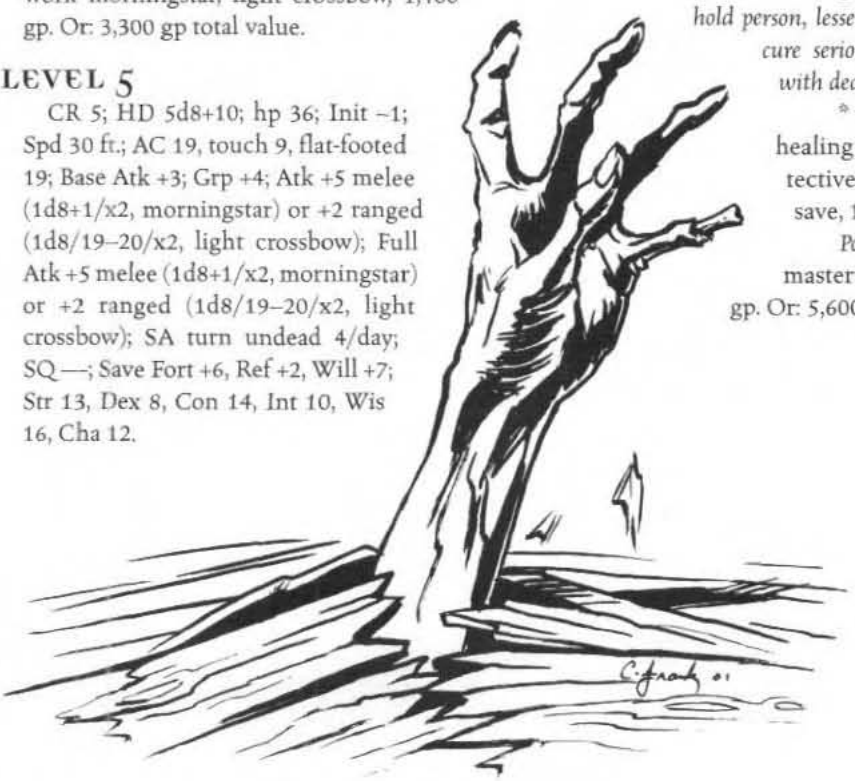
CR 6; HD 6d8+12; hp 42; Init –1; Spd 30 ft.; AC 20, touch 9, flat-footed 20; Base Atk +4; Grp +5; Atk +7 melee (1d8+1/x2, morningstar) or +3 ranged (1d8/19–20/x2, light crossbow); Full Atk +7 melee (1d8+1/x2, morningstar) or +3 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +7, Ref +3, Will +8; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills and Feats (18/3): Concentration +6, Diplomacy +3, Heal +6, Knowledge (religion) +2, Knowledge (the planes) +1, Spellcraft +6; Brew Potion, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (5/5/5/4; *save DC 13 + spell level*): 0 — *detect magic, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person, lesser restoration*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic, speak with dead*.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 *full plate*, heavy steel shield, masterwork morningstar, light crossbow, 3,600 gp. Or: 5,600 gp total value.



LEVEL 7

CR 7; HD 7d8+14; hp 49; Init –1; Spd 30 ft.; AC 20, touch 9, flat-footed 20; Base Atk +5; Grp +6; Atk +8 melee (1d8+1/x2, morningstar) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +8 melee (1d8+1/x2, morningstar) or +4 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +7, Ref +3, Will +8; Str 13, Dex 8, Con 14, Int 10, Wis 16, Cha 12.

Skills and Feats (20/3): Concentration +6, Diplomacy +3, Heal +6, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +6; Brew Potion, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (6/6/5/4/2; *save DC 13 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, divine favor, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person, lesser restoration*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic, speak with dead*; 4th — *cure critical wounds, spell immunity**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, heavy steel shield, masterwork morningstar, light crossbow, 4,200 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d8+16; hp 55; Init –1; Spd 30 ft.; AC 21, touch 9, flat-footed 21; Base Atk +6; Grp +7; Atk +9 melee (1d8+1/x2, morningstar) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +9/+4 melee (1d8+1/x2, morningstar) or +5/+0 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +8, Ref +3, Will +9; Str 13, Dex 8, Con 14, Int 10, Wis 17, Cha 12.

Skills and Feats (22/3): Concentration +7, Diplomacy +3, Heal +6, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +7; Brew Potion, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (6/6/5/5/3; *save DC 13 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, divine favor, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person, lesser restoration*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds, spell immunity**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, masterwork morningstar, light crossbow, 6,200 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d8+18; hp 62; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +6; Grp +7; Atk +9 melee (1d8+1/x2, morningstar) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +9/+4 melee (1d8+1/x2, morningstar) or +5/+0 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +8, Ref +4, Will +9; Str 13, Dex 8, Con 14, Int 10, Wis 17, Cha 12.

Skills and Feats (24/4): Concentration +8, Diplomacy +3, Heal +6, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +8; Brew Potion, Improved Turning, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (6/6/6/5/3/2; *save DC 13 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, divine favor, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person, lesser restoration, shield other*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds, spell immunity**; 5th — *mass cure light wounds, spell resistance**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, masterwork morningstar, light crossbow, 7,000 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8+20; hp 68; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +7; Grp +8; Atk +10 melee (1d8+1/x2, morningstar) or +6 ranged (1d8/19–20/x2, light crossbow); Full Atk +10/+5 melee (1d8+1/x2, morningstar) or +6/+1 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +9, Ref +4, Will +11; Str 13, Dex 8, Con 14, Int 10, Wis 17 (19), Cha 12.

Skills and Feats (26/4): Concentration +8, Diplomacy +4, Heal +8, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +8; Brew Potion, Improved Turning, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (6/6/6/5/5/3; *save DC 14 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, divine favor, entropic shield, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *hold person, lesser restoration, shield other*; 3rd — *create food and water, cure serious wounds**, *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity**, *tongues*; 5th — *mass cure light wounds, raise dead, spell resistance**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, masterwork morningstar, light crossbow, *periapt of Wisdom +2*, 11,500 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8+22; hp 75; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +8; Grp +9; Atk +11 melee (1d8+1/x2, morningstar) or +7 ranged (1d8/19–20/x2, light crossbow); Full Atk +11/+6 melee (1d8+1/x2, morningstar) or +7/+2 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +9, Ref +4, Will +11; Str 13, Dex 8, Con 14, Int 10, Wis 17 (19), Cha 12.

Skills and Feats (28/4): Concentration +9, Diplomacy +4, Heal +8, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +9; Brew Potion, Improved Turning, Lightning Reflexes, Weapon Focus (morningstar).

Cleric Spells Prepared (6/7/6/6/5/3/2; save DC 14 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds, detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds*, hold person, lesser restoration, shield other*; 3rd — *create food and water, cure serious wounds*, cure serious wounds, daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity*, tongues*; 5th — *mass cure light wounds, raise dead, spell resistance**; 6th — *antimagic field*, heal.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, masterwork morningstar, light crossbow, *periapt of Wisdom +2,* 20,000 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8+24; hp 81; Init –1; Spd 30 ft.; AC 23, touch 10, flat-footed 23; Base Atk +9; Grp +10; Atk +12 melee (1d8+1/x2, morningstar) or +8 ranged (1d8/19–20/x2, light crossbow); Full Atk +12/+7 melee (1d8+1/x2, morningstar) or +8/+3 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +10, Ref +5, Will +13; Str 13, Dex 8, Con 14, Int 10, Wis 18 (20), Cha 12.

Skills and Feats (30/5): Concentration +10, Diplomacy +4, Heal +9, Knowledge (religion) +3, Knowledge (the planes) +2, Spellcraft +10; Brew Potion, Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/6/6/5/5/3; save DC 15 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds*, hold person, lesser restoration, shield other*; 3rd — *create food and water, cure serious wounds*, cure serious wounds, daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity*, tongues*; 5th — *atonement, mass cure light wounds, raise dead, spell resistance*, true seeing*; 6th — *antimagic field*, heal, mass cure moderate wounds.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *periapt of Wisdom +2,* 14,000 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8+26; hp 88; Init –1; Spd 30 ft.; AC 23, touch 10, flat-footed 23; Base Atk +9; Grp +10; Atk +12 melee (1d8+1/x2, morningstar) or +9 ranged (1d8/19–20/x2, light crossbow); Full Atk +12/+7 melee (1d8+1/x2, morningstar) or +9/+4 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +10, Ref +6, Will +13; Str 13, Dex 8 (10), Con 14, Int 10, Wis 18 (20), Cha 12.

Skills and Feats (32/5): Concentration +10, Diplomacy +4, Heal +9, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +10; Brew Potion, Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/7/6/6/5/3/2; save DC 15 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds*, gentle repose, hold person, lesser restoration, shield other*; 3rd — *create food and water, cure serious wounds*, cure serious wounds, daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity*, tongues*; 5th — *atonement, mass cure light wounds, raise dead, sending, spell resistance*, true seeing*; 6th — *antimagic field*, heal, mass cure moderate wounds*; 7th — *mass cure serious wounds, regenerate*.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +2,* 18,000 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d8+28; hp 94; Init –1; Spd 30 ft.; AC 24, touch 11, flat-footed 24; Base Atk +10; Grp +11; Atk +13 melee (1d8+1/x2, morningstar) or +10 ranged (1d8/19–20/x2, light crossbow); Full Atk +13/+8 melee (1d8+1/x2, morningstar) or +10/+5 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +11, Ref +6, Will +15; Str 13, Dex 8 (10), Con 14, Int 10, Wis 18 (22), Cha 12.

Skills and Feats (34/5): Concentration +11, Diplomacy +4, Heal +10, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +11; Brew Potion, Improved Turning,

Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/6/6/5/5/3; *save DC 16 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *gentle repose, hold person, lesser restoration, shield other, silence*; 3rd — *create food and water, cure serious wounds**, *cure serious wounds, daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity**, *tongues*; 5th — *atonement, mass cure light wounds, raise dead, sending, spell resistance**, *true seeing*; 6th — *antimagic field**, *banishment, heal, heroes' feast, mass cure moderate wounds*; 7th — *mass cure serious wounds, regenerate**, *resurrection*.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +4*, 16,000 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d8+30; hp 101; Init –1; Spd 30 ft.; AC 24, touch 11, flat-footed 24; Base Atk +11; Grp +12; Atk +14 melee (1d8+1/x2, morningstar) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +14/+9/+4 melee (1d8+1/x2, morningstar) or +11/+6/+1 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +11, Ref +7, Will +15; Str 13, Dex 8 (10), Con 14, Int 10, Wis 18 (22), Cha 12.

Skills and Feats (36/6): Concentration +12, Diplomacy +4, Heal +10, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +12; Brew Potion, Empower Spell (*mass cure serious wounds*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/7/6/6/5/3/2; *save DC 16 + spell level*): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *gentle repose, hold person, lesser restoration, shield other, silence*; 3rd — *create food and water, cure serious wounds**, *cure serious wounds* (2), *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (2), *spell immunity**, *tongues*; 5th — *atonement, mass cure light wounds, hallow, raise dead, sending, spell resistance**, *true seeing*; 6th — *antimagic field**, *banishment, heal, heroes' feast, mass cure moderate wounds*; 7th — *mass cure serious wounds, regenerate**, *resurrection*; 8th — *holy aura, mass cure critical wounds**.

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +1 full plate, +1 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +4*, 30,000 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d8+32; hp 107; Init –1; Spd 30 ft.; AC 26, touch 11, flat-footed 26; Base Atk +12; Grp +13; Atk +15 melee (1d8+1/x2, morningstar) or +12 ranged (1d8/19–20/x2, light crossbow); Full Atk +15/+10/+5 melee (1d8+1/x2, morningstar) or +12/+7/+2 ranged (1d8/19–20/x2, light



crossbow); SA turn undead 4/day; SQ —; Save Fort +12, Ref +7, Will +16; Str 13, Dex 8 (10), Con 14, Int 10, Wis 19 (23), Cha 12.

Skills and Feats (38/6): Concentration +12, Diplomacy +5, Heal +11, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +12; Brew Potion, Empower Spell (*mass cure serious wounds*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/7/6/6/5/4/3; save DC 16 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance;* 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary*;* 2nd — *augury, calm emotions, cure moderate wounds*, gentle repose, hold person, lesser restoration, shield other, silence;* 3rd — *create food and water, cure serious wounds*, cure serious wounds* (2), *daylight, dispel magic, magic circle against evil, prayer, speak with dead;* 4th — *cure critical wounds* (2), *spell immunity*, tongues;* 5th — *atonement, mass cure light wounds, hallow, raise dead, sending, spell resistance*, true seeing;* 6th — *antimagic field*, banishment, heal, heroes' feast, mass cure moderate wounds;* 7th — *greater restoration, mass cure serious wounds, regenerate*, resurrection;* 8th — *greater spell immunity, holy aura, mass cure critical wounds*.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +4,* 41,000 gp. Or: 77,000 gp total value.



LEVEL 17

CR 17; HD 17d8+34; hp 114; Init –1; Spd 30 ft.; AC 26, touch 11, flat-footed 26; Base Atk +12; Grp +13; Atk +15 melee (1d8+1/x2, morningstar) or +12 ranged (1d8/19–20/x2, light crossbow); Full Atk +15/+10/+5 melee (1d8+1/x2, morningstar) or +12/+7/+2 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +12, Ref +7, Will +17; Str 13, Dex 8 (10), Con 14, Int 10, Wis 19 (25), Cha 12.

Skills and Feats (40/6): Concentration +13, Diplomacy +5, Heal +12, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +13; Brew Potion, Empower Spell (*mass cure serious wounds*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/8/7/6/6/5/3/2; save DC 17 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance;* 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary*;* 2nd — *augury, calm emotions, cure moderate wounds*, gentle repose, hold person, lesser restoration, shield other, silence;* 3rd — *create food and water, cure serious wounds*, cure serious wounds* (3), *daylight, dispel magic, magic circle against evil, prayer, speak with dead;* 4th — *cure critical wounds* (3), *spell immunity*, tongues;* 5th — *atonement, mass cure light wounds, hallow, raise dead, sending, spell resistance*, true seeing;* 6th — *antimagic field*, banishment, forbiddance, heal, heroes' feast, mass cure moderate wounds;* 7th — *greater restoration, holy word, mass cure serious wounds, regenerate*, resurrection;* 8th — *greater spell immunity, holy aura, mass cure critical wounds*;* 9th — *mass heal*, miracle.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +6,* 44,000 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d8+36; hp 120; Init –1; Spd 30 ft.; AC 26, touch 11, flat-footed 26; Base Atk +13; Grp +14; Atk +16 melee (1d8+1/x2, morningstar) or +13 ranged (1d8/19–20/x2, light crossbow); Full Atk +16/+11/+6 melee (1d8+1/x2, morningstar) or +13/+8/+3 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +13, Ref +8, Will +18; Str 13, Dex 8 (10), Con 14, Int 10, Wis 19 (25), Cha 12.

Skills and Feats (42/7): Concentration +14, Diplomacy +5, Heal +12, Knowledge (religion) +4, Knowledge (the planes) +3, Spellcraft +14; Brew Potion, Empower Spell (*mass cure serious wounds*), Empower Spell (*mass heal*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/8/7/6/6/5/4/3; save DC 17 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *gentle repose, hold person, lesser restoration, shield other, silence*; 3rd — *create food and water, cure serious wounds**, *cure serious wounds* (3), *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (3), *spell immunity**, *tongues*; 5th — *atonement, mass cure light wounds, hallow, raise dead, sending, spell resistance**, *true seeing*; 6th — *antimagic field**, *banishment, forbiddance, heal, heroes' feast, mass cure moderate wounds*; 7th — *greater restoration, holy word, mass cure serious wounds, regenerate**, *resurrection*; 8th — *greater spell immunity, holy aura, mass cure critical wounds**, *shield of law*; 9th — *mass heal**, *miracle, true resurrection.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +6,* 74,000 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d8+38; hp 127; Init –1; Spd 30 ft.; AC 26, touch 11, flat-footed 26; Base Atk +14; Grp +15; Atk +17 melee (1d8+1/x2, morningstar) or +14 ranged (1d8/19–20/x2, light crossbow); Full Atk +17/+12/+7 melee (1d8+1/x2, morningstar) or +14/+9/+4 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +13, Ref +8, Will +18; Str 13, Dex 8 (10), Con 14, Int 10, Wis 19 (25), Cha 12.

Skills and Feats (44/7): Concentration +13, Diplomacy +5, Heal +12, Knowledge (religion) +5, Knowledge (the planes) +4, Spellcraft +13; Brew Potion, Empower Spell (*mass cure serious wounds*), Empower Spell (*mass heal*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/8/7/7/6/6/4/4; save DC 17 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *gentle repose, hold person, lesser restoration, shield other, silence*; 3rd — *create food and water, cure serious wounds**, *cure serious wounds* (3), *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (3), *spell immunity**, *tongues*; 5th — *atonement, mass cure light wounds, hallow, raise dead* (2), *sending, spell resistance**, *true seeing*; 6th — *antimagic field**, *banishment, forbiddance, heal, heroes' feast, mass cure moderate wounds*; 7th — *greater restoration, holy word, mass cure serious wounds* (2), *regenerate**, *resurrection*; 8th — *greater spell immunity, holy aura, mass cure critical wounds**, *shield of law*; 9th — *mass heal**, *mass heal, miracle, true resurrection.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +6,* 114,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d8+40; hp 133; Init –1; Spd 30 ft.; AC 26, touch 11, flat-footed 26; Base Atk +15; Grp +16; Atk +18 melee (1d8+1/x2, morningstar) or +15 ranged (1d8/19–20/x2, light crossbow); Full Atk +18/+13/+8 melee (1d8+1/x2, morningstar) or +15/+10/+5 ranged (1d8/19–20/x2, light crossbow); SA turn undead 4/day; SQ —; Save Fort +14, Ref +8, Will +20; Str 13, Dex 8 (10), Con 14, Int 10, Wis 20 (26), Cha 12.

Skills and Feats (46/7): Concentration +14, Diplomacy +5, Heal +13, Knowledge (religion) +5, Knowledge (the planes) +4, Spellcraft +14; Brew Potion, Empower Spell (*mass cure serious wounds*), Empower Spell (*mass heal*), Improved Turning, Lightning Reflexes, Maximize Spell (*mass cure moderate wounds*), Weapon Focus (morningstar).

Cleric Spells Prepared (6/8/8/8/8/7/6/6/6/5; save DC 18 + spell level): 0 — *detect magic, detect poison, guidance, light, read magic, resistance*; 1st — *bless, cure light wounds* (2), *detect evil, divine favor, entropic shield, magic weapon, sanctuary**; 2nd — *augury, calm emotions, cure moderate wounds**, *gentle repose, hold person, lesser restoration, shield other, silence*; 3rd — *create food and water, cure serious wounds**, *cure serious wounds* (3), *daylight, dispel magic, magic circle against evil, prayer, speak with dead*; 4th — *cure critical wounds* (3), *spell immunity**, *tongues* (2); 5th — *atonement, mass cure light wounds, hallow, raise dead* (2), *sending, spell resistance**, *true seeing*; 6th — *antimagic field**, *banishment, forbiddance, heal, heroes' feast, mass cure moderate wounds*; 7th — *greater restoration, holy word, mass cure serious wounds* (2), *regenerate**, *resurrection*; 8th — *greater spell immunity, holy aura* (2), *mass cure critical wounds**, *mass cure critical wounds, shield of law*; 9th — *mass heal**, *mass heal* (2), *miracle, true resurrection.*

* Domain spell. *Domains:* Healing (cast healing spells at +1 caster level), Protection (protective ward grants +5 resistance bonus on next save, 1/day).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +1, ring of protection +1, masterwork morningstar, light crossbow, *gloves of Dexterity +2, periapt of Wisdom +6,* 164,000 gp. Or: 220,000 gp total value.

COMMONERS

LEVEL 1

CR 1; HD 1d4+2; hp 6; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +0; Grp +2; Atk +2 melee (1d6+2/x2, club); Full Atk +2 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +2, Ref –1, Will +1; Str 14, Dex 8, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (12/1): Climb +5, Craft (job activity) +2, Handle Animal +1, Jump +3, Listen +2, Profession (job) +3, Ride +0, Spot +2, Survival +2, Swim +5, Use Rope +0; Athletic.

Possessions: Club, 5d4 gp. Or: 20 gp total value.

LEVEL 2

CR 2; HD 2d4+4; hp 10; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +1; Grp +3; Atk +3 melee (1d6+2/x2, club); Full Atk +3 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +2, Ref –1, Will +1; Str 14, Dex 8, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (15/1): Climb +5, Craft (job activity) +2, Handle Animal +2, Jump +3, Listen +2, Profession (job) +3, Ride +1, Spot +2, Survival +2, Swim +5, Use Rope +1; Athletic.

Possessions: Club, 2 x (5d4) gp. Or: 40 gp total value.

LEVEL 3

CR 3; HD 3d4+6; hp 15; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +1; Grp +3; Atk +3 melee (1d6+2/x2, club); Full Atk +3 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +3, Ref +0, Will +2; Str 14, Dex 8, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (18/2): Climb +5, Craft (job activity) +2, Handle Animal +2, Heal +4, Jump +3, Listen +2, Profession (job) +3, Ride +2, Spot +2, Survival +4, Swim +5, Use Rope +1; Athletic, Self-Sufficient.

Possessions: Club, 3 x (5d4) gp. Or: 60 gp total value.

LEVEL 4

CR 4; HD 4d4+8; hp 19; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +2; Grp +4; Atk +4 melee (1d6+2/x2, club); Full Atk +4 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +3, Ref +0, Will +2; Str 14, Dex 9, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (21/2): Climb +5, Craft (job activity) +3, Handle Animal +2, Heal +4, Jump +3, Listen +2, Profession (job) +4, Ride +2, Spot +2, Survival +4, Swim +5, Use Rope +2; Athletic, Self-Sufficient.

Possessions: Club, 4 x (5d4) gp. Or: 80 gp total value.

LEVEL 5

CR 5; HD 5d4+10; hp 24; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +2; Grp +4; Atk +4 melee (1d6+2/x2, club); Full Atk +4 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +3, Ref +0, Will +2; Str 14, Dex 9, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (24/2): Climb +5, Craft (job activity) +4, Handle Animal +2, Heal +4, Jump +3, Listen +3, Profession (job) +5, Ride +2, Spot +2, Survival +4, Swim +5, Use Rope +2; Athletic, Self-Sufficient.

Possessions: Club, 5 x (5d4) gp. Or: 100 gp total value.

LEVEL 6

CR 6; HD 6d4+12; hp 28; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +3; Grp +5; Atk +5 melee (1d6+2/x2, club); Full Atk +5 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +4, Ref +1, Will +3; Str 14, Dex 9, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (27/3): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +3, Listen +3, Profession (job) +6, Ride +4, Spot +3, Survival +4, Swim +5, Use Rope +3; Animal Affinity, Athletic, Self-Sufficient.

Possessions: Club, 6 x (5d4) gp. Or: 120 gp total value.

LEVEL 7

CR 7; HD 7d4+14; hp 33; Init –1; Spd 30 ft.; AC 9, touch 9, flat-footed 9; Base Atk +3; Grp +5; Atk +5 melee (1d6+2/x2, club); Full Atk +5 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +4, Ref +1, Will +3; Str 14, Dex 9, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (30/3): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +3, Listen +4, Profession (job) +8, Ride +4, Spot +3, Survival +4, Swim +5, Use Rope +3; Animal Affinity, Athletic, Self-Sufficient.

Possessions: Club, 7 x (5d4) gp. Or: 140 gp total value.

LEVEL 8

CR 8; HD 8d4+16; hp 37; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +4; Grp +6; Atk +6 melee (1d6+2/x2, club); Full Atk +6 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +4, Ref +2, Will +3; Str 14, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (33/3): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +3, Listen +4, Profession (job) +10, Ride +5, Spot +4, Survival +4, Swim +5, Use Rope +4; Animal Affinity, Athletic, Self-Sufficient.

Possessions: Club, 8 x (5d4) gp. Or: 160 gp total value.

LEVEL 9

CR 9; HD 9d4+18; hp 42; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +4; Grp +6; Atk +6 melee (1d6+2/x2, club); Full Atk +6 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +5, Ref +3, Will +4; Str 14, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (36/4): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +4, Listen +4, Profession (job) +11, Ride +5, Spot +4, Survival +4, Swim +5, Use Rope +5; Animal Affinity, Athletic, Endurance, Self-Sufficient.

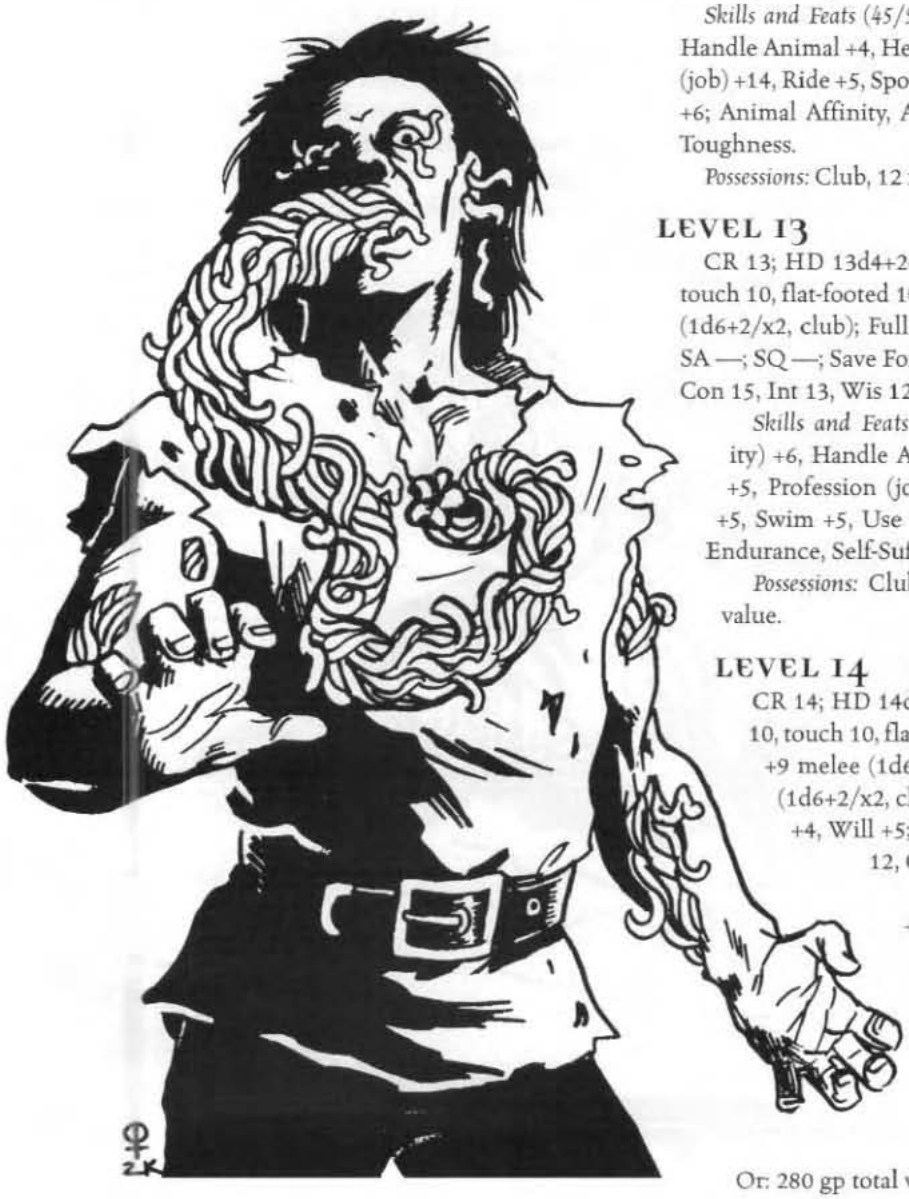
Possessions: Club, 9 x (5d4) gp. Or: 180 gp total value.

Level 10

CR 10; HD 10d4+20; hp 46; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +5; Grp +7; Atk +7 melee (1d6+2/x2, club); Full Atk +7 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +5, Ref +3, Will +4; Str 14, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (39/4): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +4, Listen +5, Profession (job) +12, Ride +5, Spot +5, Survival +4, Swim +5, Use Rope +5; Animal Affinity, Athletic, Endurance, Self-Sufficient.

Possessions: Club, 10 x (5d4) gp. Or: 200 gp total value.



Level 11

CR 11; HD 11d4+22; hp 51; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +5; Grp +7; Atk +7 melee (1d6+2/x2, club); Full Atk +7 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +5, Ref +3, Will +4; Str 14, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (42/4): Climb +5, Craft (job activity) +4, Handle Animal +4, Heal +4, Jump +4, Listen +5, Profession (job) +12, Ride +5, Spot +5, Survival +5, Swim +5, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient.

Possessions: Club, 11 x (5d4) gp. Or: 220 gp total value.

Level 12

CR 12; HD 12d4+24; hp 58; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +6; Grp +8; Atk +8 melee (1d6+2/x2, club); Full Atk +8/+3 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +6, Ref +4, Will +5; Str 15, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (45/5): Climb +5, Craft (job activity) +5, Handle Animal +4, Heal +4, Jump +4, Listen +5, Profession (job) +14, Ride +5, Spot +5, Survival +5, Swim +5, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness.

Possessions: Club, 12 x (5d4) gp. Or: 240 gp total value.

Level 13

CR 13; HD 13d4+26; hp 63; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +6; Grp +8; Atk +8 melee (1d6+2/x2, club); Full Atk +8/+3 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +6, Ref +4, Will +5; Str 15, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (48/5): Climb +5, Craft (job activity) +6, Handle Animal +5, Heal +4, Jump +4, Listen +5, Profession (job) +14, Ride +6, Spot +5, Survival +5, Swim +5, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness.

Possessions: Club, 13 x (5d4) gp. Or: 260 gp total value.

Level 14

CR 14; HD 14d4+28; hp 67; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +7; Grp +9; Atk +9 melee (1d6+2/x2, club); Full Atk +9/+4 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +6, Ref +4, Will +5; Str 15, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (51/5): Climb +5, Craft (job activity) +7, Handle Animal +5, Heal +4, Jump +4, Listen +5, Profession (job) +16, Ride +6, Spot +5, Survival +5, Swim +5, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness.

Possessions: Club, 14 x (5d4) gp. Or: 280 gp total value.

LEVEL 15

CR 15; HD 15d4+30; hp 75; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +7; Grp +9; Atk +9 melee (1d6+2/x2, club); Full Atk +9/+4 melee (1d6+2/x2, club); SA —; SQ —; Save Fort +7, Ref +5, Will +6; Str 15, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (54/6): Climb +5, Craft (job activity) +7, Handle Animal +5, Heal +4, Jump +5, Listen +6, Profession (job) +16, Ride +6, Spot +6, Survival +5, Swim +5, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x2.

Possessions: Club, 15 x (5d4) gp. Or: 300 gp total value.

LEVEL 16

CR 16; HD 16d4+32; hp 79; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +8; Grp +11; Atk +11 melee (1d6+3/x2, club); Full Atk +11/+6 melee (1d6+3/x2, club); SA —; SQ —; Save Fort +7, Ref +5, Will +6; Str 16, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (57/6): Climb +6, Craft (job activity) +8, Handle Animal +5, Heal +5, Jump +6, Listen +6, Profession (job) +16, Ride +6, Spot +6, Survival +5, Swim +6, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x2.

Possessions: Club, 16 x (5d4) gp. Or: 320 gp total value.

LEVEL 17

CR 17; HD 17d4+34; hp 84; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +8; Grp +11; Atk +11 melee (1d6+3/x2, club); Full Atk +11/+6 melee (1d6+3/x2, club); SA —; SQ —; Save Fort +7, Ref +5, Will +6; Str 16, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (60/6): Climb +6, Craft (job activity) +8, Handle Animal +5, Heal +5, Jump +6, Listen +7, Profession (job) +17, Ride +6, Spot +7, Survival +5, Swim +6, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x2.

Possessions: Club, 17 x (5d4) gp. Or: 340 gp total value.

LEVEL 18

CR 18; HD 18d4+36; hp 91; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +9; Grp +12; Atk +12 melee (1d6+3/x2, club); Full Atk +12/+7 melee (1d6+3/x2, club); SA —; SQ —; Save Fort +8, Ref +6, Will +7; Str 16, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (63/7): Climb +7, Craft (job activity) +8, Handle Animal +5, Heal +5, Jump +7, Listen +7, Profession (job) +17, Ride +6, Spot +7, Survival +5, Swim +7, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x3.

Possessions: Club, 18 x (5d4) gp. Or: 360 gp total value.



LEVEL 19

CR 19; HD 19d4+38; hp 96; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +9; Grp +12; Atk +12 melee (1d6+3/x2, club); Full Atk +12/+7 melee (1d6+3/x2, club); SA —; SQ —; Save Fort +8, Ref +6, Will +7; Str 16, Dex 10, Con 15, Int 13, Wis 12, Cha 10.

Skills and Feats (66/7): Climb +7, Craft (job activity) +8, Handle Animal +5, Heal +5, Jump +7, Listen +8, Profession (job) +18, Ride +6, Spot +8, Survival +5, Swim +7, Use Rope +6; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x3.

Possessions: Club, 19 x (5d4) gp. Or: 380 gp total value.

LEVEL 20

CR 20; HD 20d4+41; hp 100; Init +0; Spd 30 ft.; AC 10, touch 10, flat-footed 10; Base Atk +10; Grp +13; Atk +13 melee (1d6+3/x2, club); Full Atk +13/+8 melee (1d6+3/x2, club); SA —; SQ —; Save Fort +8, Ref +6, Will +7; Str 16, Dex 10, Con 16, Int 13, Wis 12, Cha 10.

Skills and Feats (69/7): Climb +7, Craft (job activity) +8, Handle Animal +6, Heal +5, Jump +7, Listen +8, Profession (job) +18, Ride +7, Spot +8, Survival +5, Swim +7, Use Rope +7; Animal Affinity, Athletic, Endurance, Self-Sufficient, Toughness x3.

Possessions: Club, 20 x (5d4) gp. Or: 400 gp total value.

DRUIDS

LEVEL 1

CR 1; HD 1d8; hp 9; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +0; Grp +0; Atk +1 melee (1d6/18–20/x2, scimitar) or +3 ranged (1d4/x2, sling); Full Atk +1 melee (1d6/18–20/x2, scimitar) or +3 ranged (1d4/x2, sling); SA —; SQ animal companion (link, share spells), wild empathy; Save Fort +3, Ref +2, Will +4; Str 10, Dex 14, Con 13, Int 12, Wis 15, Cha 8.

Skills and Feats (20/1): Concentration +2, Handle Animal +2, Knowledge (nature) +7, Listen +4, Ride +4, Spellcraft +2, Spot +4, Survival +8, Swim +1; Track.

Druid Spells Prepared (3/2; save DC 12 + spell level): 0 — *cure minor wounds, mending, purify food and drink;* 1st — *charm animal, speak with animals.*

Possessions: Hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 250 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8; hp 14; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +1; Grp +1; Atk +2 melee (1d6/18–20/x2, scimitar) or +4 ranged (1d4/x2, sling); Full Atk +2 melee (1d6/18–20/x2, scimitar) or +4 ranged (1d4/x2, sling); SA —; SQ animal companion (link, share spells), wild empathy, woodland stride; Save Fort +4, Ref +2, Will +5; Str 10, Dex 14, Con 13, Int 12, Wis 15, Cha 8.

Skills and Feats (25/1): Concentration +2, Handle Animal +2, Knowledge (nature) +9, Listen +4, Ride +4, Spellcraft +4, Spot +4, Survival +9, Swim +1; Track.

Druid Spells Prepared (4/3; save DC 12 + spell level): 0 — *cure minor wounds, know direction, mending, purify food and drink;* 1st — *charm animal, entangle, speak with animals.*

Possessions: Hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 1,350 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8; hp 20; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +2; Grp +2; Atk +5 melee (1d6/18–20/x2, scimitar) or +5 ranged (1d4/x2, sling); Full Atk +5 melee (1d6/18–20/x2, scimitar) or +5 ranged (1d4/x2, sling); SA —; SQ animal companion (evasion, link, share spells), trackless step, wild empathy, woodland stride; Save Fort +4, Ref +3, Will +5; Str 10, Dex 14, Con 13, Int 12, Wis 15, Cha 8.

Skills and Feats (30/2): Concentration +3, Handle Animal +3, Knowledge (nature) +9, Listen +5, Ride +4, Spellcraft +5, Spot +5, Survival +9, Swim +1; Track, Weapon Finesse.

Druid Spells Prepared (4/3/2; save DC 12 + spell level): 0 — *cure minor wounds, know direction, mending, purify food and drink;* 1st — *charm animal, entangle, speak with animals;* 2nd — *bull's strength, summon nature's ally II.*

Possessions: Hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 1,800 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d8; hp 25; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +3; Grp +3; Atk +6 melee (1d6/18–20/x2, scimitar) or +6 ranged (1d4/x2, sling); Full Atk +6 melee (1d6/18–20/x2, scimitar) or +6 ranged (1d4/x2, sling); SA —; SQ animal companion (evasion, link, share spells), resist nature's lure, trackless step, wild empathy, woodland stride; Save Fort +5, Ref +3, Will +7; Str 10, Dex 14, Con 13, Int 12, Wis 16, Cha 8.

Skills and Feats (35/2): Concentration +4, Handle Animal +4, Knowledge (nature) +9, Listen +6, Ride +4, Spellcraft +5, Spot +6, Survival +10, Swim +4; Track, Weapon Finesse.

Druid Spells Prepared (5/4/3; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink;* 1st — *charm animal, detect snares and pits, entangle, speak with animals;* 2nd — *bull's strength, summon nature's ally II, owl's wisdom.*

Possessions: Hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 2,600 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d8; hp 31; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +3; Grp +3; Atk +6 melee (1d6/18–20/x2, scimitar) or +6 ranged (1d4/x2, sling); Full Atk +6 melee (1d6/18–20/x2, scimitar) or +6 ranged (1d4/x2,

sling); SA —; SQ animal companion (evasion, link, share spells), resist nature's lure, trackless step, wild empathy, wild shape 1/day, woodland stride; Save Fort +5, Ref +3, Will +7; Str 10, Dex 14, Con 13, Int 12, Wis 16, Cha 8.

Skills and Feats (40/2): Concentration +4, Handle Animal +5, Knowledge (nature) +10, Listen +6, Ride +5, Spellcraft +6, Spot +6, Survival +10, Swim +5; Track, Weapon Finesse.

Druid Spells Prepared (5/4/3/2; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink*; 1st — *charm animal, detect snares and pits, entangle, speak with animals*; 2nd — *bull's strength, summon nature's ally II, owl's wisdom*; 3rd — *plant growth, speak with plants.*

Possessions: Hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 3,000 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d8; hp 36; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +4; Grp +4; Atk +7 melee (1d6/18–20/x2, scimitar) or +7 ranged (1d4/x2, sling); Full Atk +7 melee (1d6/18–20/x2, scimitar) or +7 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, share spells), resist nature's lure, trackless step, wild empathy, wild shape 2/day, woodland stride; Save Fort +6, Ref +4, Will +8; Str 10, Dex 14, Con 13, Int 12, Wis 16, Cha 8.

Skills and Feats (45/3): Concentration +6, Handle Animal +6, Knowledge (nature) +10, Listen +6, Ride +5, Spellcraft +6, Spot +6, Survival +12, Swim +5; Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (5/4/4/3; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink*; 1st — *charm animal, detect snares and pits, entangle, speak with animals*; 2nd — *bull's strength, hold animal, summon nature's ally II, owl's wisdom*; 3rd — *plant growth, speak with plants, water breathing.*

Possessions: +1 hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 3,400 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d8; hp 42; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +5; Grp +5; Atk +8 melee (1d6/18–20/x2, scimitar) or +9 ranged (1d4/x2, sling); Full Atk +8 melee (1d6/18–20/x2, scimitar) or +9 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, share spells), resist nature's lure, trackless step, wild empathy, wild shape 3/day, woodland stride; Save Fort +6, Ref +4, Will +8; Str 10, Dex 14, Con 13, Int 12, Wis 16, Cha 8.

Skills and Feats (50/3): Concentration +8, Handle Animal +6, Knowledge (nature) +10, Listen +7, Ride +5, Spellcraft +6, Spot +7, Survival +12, Swim +6; Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/5/4/3/1; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, speak with animals*; 2nd — *bull's strength, hold animal, summon nature's ally II, owl's wisdom*; 3rd — *plant growth, speak with plants, water breathing*; 4th — *command plants.*

Possessions: +1 hide armor, heavy wooden shield, masterwork scimitar, masterwork sling, 5,000 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d8; hp 47; Init +2; Spd 30 ft.; AC 20, touch 13, flat-footed 18; Base Atk +6; Grp +6; Atk +9 melee (1d6/18–20/x2, scimitar) or +10 ranged (1d4/x2, sling); Full Atk +9/+4 melee (1d6/18–20/x2, scimitar) or +10/+5 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, share spells), resist nature's lure, trackless step, wild empathy, wild shape 3/day (Large), woodland stride; Save Fort +7, Ref +4, Will +9; Str 10, Dex 14, Con 13, Int 12, Wis 17, Cha 8.

Skills and Feats (55/3): Concentration +9, Handle Animal +6, Knowledge (nature) +10, Listen +7, Ride +6, Spellcraft +9, Spot +7, Survival +12, Swim +6; Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/5/4/4/2; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, speak with animals*; 2nd — *bull's strength, hold animal, summon nature's ally II, owl's wisdom*; 3rd — *plant growth, speak with plants, spike growth, water breathing*; 4th — *command plants, rusting grasp.*

Possessions: +1 hide armor, +1 heavy wooden shield, ring of protection +1, masterwork scimitar, masterwork sling, 3,400 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d8; hp 53; Init +2; Spd 30 ft.; AC 20, touch 13, flat-footed 18; Base Atk +6; Grp +6; Atk +9 melee (1d6/18–20/x2, scimitar) or +10 ranged (1d4/x2, sling); Full Atk +9/+4 melee (1d6/18–20/x2, scimitar) or +10/+5 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 3/day (Large), woodland stride; Save Fort +7, Ref +5, Will +9; Str 10, Dex 14, Con 13, Int 12, Wis 17, Cha 8.

Skills and Feats (60/4): Concentration +10, Handle Animal +6, Knowledge (nature) +10, Listen +7, Ride +6, Spellcraft +10, Spot +7, Survival +14, Swim +7; Natural Spell, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/5/5/4/2/1; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, speak with animals*; 2nd — *bull's strength, hold animal, soften earth and stone, summon*

nature's ally II, owl's wisdom; 3rd — *plant growth, speak with plants, spike growth, water breathing*; 4th — *command plants, rusting grasp*; 5th — *control winds.*

Possessions: +1 hide armor, +1 heavy wooden shield, ring of protection +1, masterwork scimitar, masterwork sling, 6,000 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8; hp 58; Init +2; Spd 30 ft.; AC 21, touch 13, flat-footed 19; Base Atk +7; Grp +7; Atk +10 melee (1d6/18–20/x2, scimitar) or +11 ranged (1d4/x2, sling); Full Atk +10/+5 melee (1d6/18–20/x2, scimitar) or +11/+6 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 4/day (Large), woodland stride; Save Fort +8, Ref +5, Will +10; Str 10, Dex 14, Con 13, Int 12, Wis 17, Cha 8.

Skills and Feats (65/4): Concentration +12, Handle Animal +6, Knowledge (nature) +11, Listen +7, Ride +6, Spellcraft +12, Spot +7, Survival +14, Swim +7; Natural Spell, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/5/5/4/3/2; save DC 13 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, speak with animals*; 2nd — *bull's strength, hold animal, soften earth and stone, summon nature's ally II, owl's wisdom*; 3rd — *plant growth, speak with plants, spike growth, water breathing*; 4th — *command plants, rusting grasp, summon nature's ally IV*; 5th — *control winds, tree stride.*

Possessions: +1 hide armor, +1 heavy wooden shield, amulet of natural armor +1, ring of protection +1, masterwork scimitar, masterwork sling, 8,000 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8; hp 64; Init +2; Spd 30 ft.; AC 21, touch 13, flat-footed 19; Base Atk +8; Grp +8; Atk +11 melee (1d6/18–20/x2, scimitar) or +12 ranged (1d4/x2, sling); Full Atk +11/+6 melee (1d6/18–20/x2, scimitar) or +12/+7 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 4/day (Large, Tiny), woodland stride; Save Fort +8, Ref +5, Will +11; Str 10, Dex 14, Con 13, Int 12, Wis 17 (19), Cha 8.

Skills and Feats (70/4): Concentration +12, Handle Animal +8, Knowledge (nature) +11, Listen +8, Ride +8, Spellcraft +12, Spot +8, Survival +15, Swim +8; Natural Spell, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/6/5/5/4/2/1; save DC 14 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, produce flame, speak with animals*; 2nd — *bull's strength, hold animal, soften earth and stone, summon nature's ally II, owl's wisdom*; 3rd — *greater magic fang, plant growth, speak with plants, spike growth, water breathing*; 4th — *blight, command plants, rusting grasp, summon nature's ally IV*; 5th — *control winds, tree stride*; 6th — *fire seeds.*

Possessions: +1 hide armor, +1 heavy wooden shield, amulet of natural armor +1, ring of protection +1, masterwork scimitar, masterwork sling, *periapt of Wisdom +2*, 9,000 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8; hp 69; Init +2; Spd 30 ft.; AC 21, touch 13, flat-footed 19; Base Atk +9; Grp +9; Atk +12 melee (1d6+1/18–20/x2, scimitar) or +13 ranged (1d4/x2, sling); Full Atk +12/+7 melee (1d6+1/18–20/x2, scimitar) or +13/+8 ranged (1d4/x2, sling); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 4/day (Large, plant, Tiny), woodland stride; Save Fort +9, Ref +6, Will +13; Str 10, Dex 14, Con 13, Int 12, Wis 18 (20), Cha 8.

Skills and Feats (75/5): Concentration +12, Handle Animal +9, Knowledge (nature) +13, Listen +9, Ride +9, Spellcraft +12, Spot +9, Survival +16, Swim +9; Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/5/5/4/4/2; save DC 15 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame,*



speak with animals; 2nd — *bull's strength, hold animal, soften earth and stone, summon nature's ally II, owl's wisdom*; 3rd — *greater magic fang, plant growth, speak with plants, spike growth, water breathing*; 4th — *blight, command plants, rusting grasp, summon nature's ally IV*; 5th — *commune with nature, control winds, tree stride, wall of thorns*; 6th — *fire seeds, liveoak.*

Possessions: +1 hide armor, +1 heavy wooden shield, amulet of natural armor +1, ring of protection +1, +1 scimitar, masterwork sling, *periapt of Wisdom* +2, 6,500 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8; hp 75; Init +2; Spd 30 ft.; AC 22, touch 13, flat-footed 20; Base Atk +9; Grp +9; Atk +12 melee (1d6+1/18–20/x2, scimitar) or +13 ranged (1d4/x2, sling); Full Atk +12/+7 melee (1d6+1/18–20/x2, scimitar) or +13/+8 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 4/day (Large, plant, Tiny), woodland stride; Save Fort +9, Ref +6, Will +13; Str 10, Dex 14, Con 13, Int 12, Wis 18 (20), Cha 8.

Skills and Feats (80/5): Concentration +12, Handle Animal +10, Knowledge (nature) +13, Listen +10, Ride +10, Spellcraft +12, Spot +10, Survival +16, Swim +10; Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/6/5/5/4/2/1; save DC 15 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals*; 2nd — *bull's strength, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom*; 3rd — *greater magic fang, plant growth, speak with plants, spike growth, water breathing*; 4th — *air walk, blight, command plants, rusting grasp, summon nature's ally IV*; 5th — *commune with nature, control winds, tree stride, wall of thorns*; 6th — *fire seeds, liveoak*; 7th — *control weather.*

Possessions: +2 hide armor, +1 heavy wooden shield, amulet of natural armor +1, ring of protection +1, +1 scimitar, masterwork sling, *periapt of Wisdom* +2, 19,500 gp. Or: 35,000 gp total value.

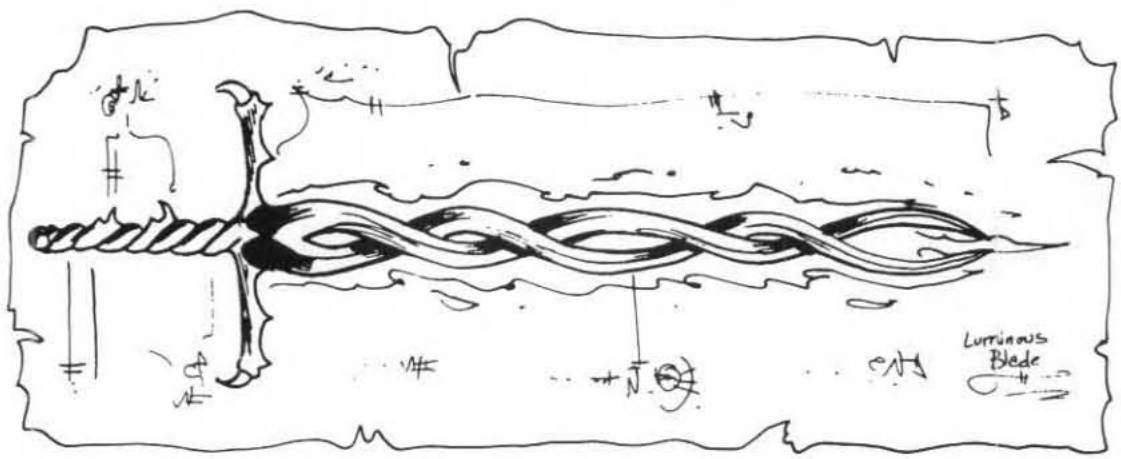
LEVEL 14

CR 14; HD 14d8; hp 80; Init +2; Spd 30 ft.; AC 22, touch 13, flat-footed 20; Base Atk +10; Grp +10; Atk +13 melee (1d6+1/18–20/x2, scimitar) or +14 ranged (1d4/x2, sling); Full Atk +13/+8 melee (1d6+1/18–20/x2, scimitar) or +14/+9 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, link, multiattack, share spells), resist nature's lure, trackless step, venom immunity, wild empathy, wild shape 5/day (Large, plant, Tiny), woodland stride; Save Fort +10, Ref +6, Will +15; Str 10, Dex 14, Con 13, Int 12, Wis 18 (22), Cha 8.

Skills and Feats (85/5): Concentration +13, Handle Animal +10, Knowledge (nature) +14, Listen +11, Ride +10, Spellcraft +13, Spot +11, Survival +19, Swim +10; Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/5/5/4/4/2; save DC 16 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance*; 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals*; 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom*; 3rd — *greater magic fang, plant growth, speak with plants, spike growth, water breathing*; 4th — *air walk, blight, command plants, rusting grasp, summon nature's ally IV*; 5th — *commune with nature, control winds, tree stride, wall of thorns*; 6th — *fire seeds, liveoak, move earth, transport via plants*; 7th — *control weather, transmute metal to wood.*

Possessions: +2 hide armor, +1 heavy wooden shield, amulet of natural armor +1, ring of protection +1, +1 scimitar, masterwork sling, *periapt of Wisdom* +4, 17,500 gp. Or: 45,000 gp total value.



Level 15

CR 15; HD 15d8; hp 86; Init +2; Spd 30 ft.; AC 23, touch 13, flat-footed 21; Base Atk +11; Grp +11; Atk +14 melee (1d6+1/18–20/x2, scimitar) or +15 ranged (1d4/x2, sling); Full Atk +14/+9/+4 melee (1d6+1/18–20/x2, scimitar) or +15/+10/+5 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 5/day (Huge, Large, plant, Tiny), woodland stride; Save Fort +10, Ref +7, Will +15; Str 10, Dex 14, Con 13, Int 12, Wis 18 (22), Cha 8.

Skills and Feats (90/6): Concentration +14, Handle Animal +10, Knowledge (nature) +15, Listen +12, Ride +10, Spellcraft +14, Spot +12, Survival +19, Swim +10; Dodge, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/6/5/5/4/2/1; save DC 16 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, transport via plants;* 7th — *control weather, transmute metal to wood;* 8th — *control plants.*

Possessions: +2 hide armor, +1 heavy wooden shield, amulet of natural armor +2, ring of protection +1, +1 scimitar, masterwork sling, *periapt of Wisdom +4,* 29,500 gp. Or: 59,000 gp total value.

Level 16

CR 16; HD 16d8; hp 91; Init +2; Spd 30 ft.; AC 24, touch 14, flat-footed 22; Base Atk +12; Grp +12; Atk +16 melee (1d6+2/18–20/x2, scimitar) or +16 ranged (1d4/x2, sling); Full Atk +16/+11/+6 melee (1d6+2/18–20/x2, scimitar) or +16/+11/+6 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 5/day (elemental 1/day, Huge, Large, plant, Tiny), woodland stride; Save Fort +11, Ref +7, Will +16; Str 10, Dex 14, Con 13, Int 12, Wis 19 (23), Cha 8.

Skills and Feats (95/6): Concentration +16, Handle Animal +10, Knowledge (nature) +15, Listen +12, Ride +10, Spellcraft +16, Spot +12, Survival +20, Swim +10; Dodge, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/6/5/5/4/3/2; save DC 16 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, transport via plants;* 7th — *control weather, summon nature's ally VII, transmute metal to wood;* 8th — *control plants, earthquake.*

Possessions: +2 hide armor, +1 heavy wooden shield, amulet of natural armor +2, ring of protection +2, +2 scimitar, masterwork sling, *periapt of Wisdom +4,* 31,000 gp. Or: 77,000 gp total value.

Level 17

CR 17; HD 17d8; hp 97; Init +2; Spd 30 ft.; AC 25, touch 14, flat-footed 23; Base Atk +12; Grp +12; Atk +16 melee (1d6+2/18–20/x2, scimitar) or +16 ranged (1d4/x2, sling); Full Atk +16/+11/+6 melee (1d6+2/18–20/x2, scimitar) or +16/+11/+6 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 5/day (elemental 1/day, Huge, Large, plant, Tiny), woodland stride; Save Fort +11, Ref +7, Will +17; Str 10, Dex 14, Con 13, Int 12, Wis 19 (25), Cha 8.

Skills and Feats (100/6): Concentration +16, Handle Animal +10, Knowledge (nature) +17, Listen +14, Ride +10, Spellcraft +16, Spot +14, Survival +22, Swim +10; Dodge, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/7/6/5/5/4/2/1; save DC 17 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *dominate animal, greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants, reincarnate, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, stone tell, transport via plants;* 7th — *control weather, summon nature's ally VII, transmute metal to wood, true seeing;* 8th — *control plants, earthquake;* 9th — *storm of vengeance.*

Possessions: +2 hide armor, +2 heavy wooden shield, amulet of natural armor +2, ring of protection +2, +2 scimitar, masterwork sling, *periapt of Wisdom +6,* 41,000 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d8; hp 102; Init +2; Spd 30 ft.; AC 27, touch 14, flat-footed 25; Base Atk +13; Grp +13; Atk +17 melee (1d6+2/18–20/x2, scimitar) or +17 ranged (1d4/x2, sling); Full Atk +17/+12/+7 melee (1d6+2/18–20/x2, scimitar) or +17/+12/+7 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 6/day (elemental 2/day, Huge, Large, plant, Tiny), woodland stride; Save Fort +12, Ref +8, Will +18; Str 10, Dex 14, Con 13, Int 12, Wis 19 (25), Cha 8.

Skills and Feats (105/7): Concentration +18, Handle Animal +10, Knowledge (nature) +18, Listen +14, Ride +10, Spellcraft +18, Spot +14, Survival +22, Swim +10; Dodge, Mobility, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/7/6/5/5/4/3/2; save DC 17 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *dominate animal, greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants, reincarnate, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, stone tell, transport via plants;* 7th — *control weather, summon nature's ally VII, transmute metal to wood, true seeing;* 8th — *animal shapes, control plants, earthquake;* 9th — *storm of vengeance, summon nature's ally IX.*

Possessions: +3 hide armor, +4 heavy wooden shield, amulet of natural armor +2, ring of protection +2, +2 scimitar, masterwork sling, *periapt of Wisdom +6,* 54,000 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d8; hp 108; Init +2; Spd 30 ft.; AC 27, touch 14, flat-footed 25; Base Atk +14; Grp +14; Atk +18 melee (1d6+2/18–20/x2, scimitar) or +18 ranged (1d4/x2, sling); Full Atk +18/+13/+8 melee (1d6+2/18–20/x2, scimitar) or +18/+13/+8 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 6/day (elemental 2/day, Huge, Large, plant, Tiny), woodland stride; Save Fort +12, Ref +8, Will +18; Str 10, Dex 14, Con 13, Int 12, Wis 19 (25), Cha 8.

Skills and Feats (110/7): Concentration +18, Handle Animal +10, Knowledge (nature) +20, Listen +15, Ride +10, Spellcraft +18, Spot +15, Survival +22, Swim +11; Dodge, Mobility, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/7/6/6/5/5/3/3; save DC 17 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *dominate animal, greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants, reincarnate, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, insect plague, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, stone tell, transport via plants;* 7th — *control weather, creeping doom, summon nature's ally VII, transmute metal to wood, true seeing;* 8th — *animal shapes, control plants, earthquake;* 9th — *elemental swarm, storm of vengeance, summon nature's ally IX.*

Possessions: +3 hide armor, +4 heavy wooden shield, amulet of natural armor +2, ring of protection +2, +2 scimitar, masterwork sling, *periapt of Wisdom +6,* 94,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d8; hp 113; Init +2; Spd 30 ft.; AC 27, touch 14, flat-footed 25; Base Atk +15; Grp +15; Atk +19 melee (1d6+2/18–20/x2, scimitar) or +19 ranged (1d4/x2, sling); Full Atk +19/+14/+9 melee (1d6+2/18–20/x2, scimitar) or +19/+14/+9 ranged (1d4/x2, sling); SA —; SQ a thousand faces, animal companion (devotion, evasion, improved evasion, link, multiattack, share spells), resist nature's lure, timeless body, trackless step, venom immunity, wild empathy, wild shape 6/day (elemental 3/day, Huge, Huge elemental, Large, plant, Tiny), woodland stride; Save Fort +13, Ref +8, Will +20; Str 10, Dex 14, Con 13, Int 12, Wis 20 (26), Cha 8.

Skills and Feats (115/7): Concentration +18, Handle Animal +11, Knowledge (nature) +22, Listen +16, Ride +11, Spellcraft +18, Spot +16, Survival +24, Swim +11; Dodge, Mobility, Natural Spell, Run, Track, Weapon Finesse, Weapon Focus (sling).

Druid Spells Prepared (6/7/7/7/7/6/5/5/5/4; save DC 18 + spell level): 0 — *cure minor wounds, guidance, know direction, mending, purify food and drink, resistance;* 1st — *charm animal, detect snares and pits, entangle, goodberry, longstrider, produce flame, speak with animals;* 2nd — *bull's strength, delay poison, hold animal, soften earth and stone, spider climb, summon nature's ally II, owl's wisdom;* 3rd — *dominate animal, greater magic fang, neutralize poison, plant growth, speak with plants, spike growth, water breathing;* 4th — *air walk, blight, command plants* (2), *reincarnate, rusting grasp, summon nature's ally IV;* 5th — *call lightning storm, commune with nature, control winds, insect plague, tree stride, wall of thorns;* 6th — *fire seeds, liveoak, move earth, stone tell, transport via plants;* 7th — *control weather, creeping doom, summon nature's ally VII, transmute metal to wood, true seeing;* 8th — *animal shapes, control plants, earthquake, whirlwind, word of recall;* 9th

— *elemental swarm, storm of vengeance, summon nature's ally IX, sympathy.*

Possessions: +3 *hide armor,* +4 *heavy wooden shield, amulet of natural armor* +2, *ring of protection* +2, +2 *scimitar,* masterwork sling, *periapt of Wisdom* +6, 144,000 gp. Or: 220,000 gp total value.

EXPERTS

LEVEL 1

CR 1; HD 1d6; hp 6; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +0; Grp –1; Atk –1 melee (1d6–1/x2, light mace); Full Atk –1 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +0, Ref +1, Will +4; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 13.

Skills and Feats (32/1): Appraise +5, Bluff +2, Craft (career activity) +6, Decipher Script +4, Diplomacy +6, Gather Information +3, Knowledge (field of expertise) +6, Listen +5, Profession (career) +6, Search +3, Sense Motive +6, Spot +4; Negotiator.

Possessions: Light mace, leather armor, 900 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d6; hp 8; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +1; Grp +0; Atk +0 melee (1d6–1/x2, light mace); Full Atk +0 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +0, Ref +1, Will +5; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 13.

Skills and Feats (40/1): Appraise +6, Bluff +4, Craft (career activity) +6, Decipher Script +4, Diplomacy +6, Gather Information +5, Knowledge (field of expertise) +7, Listen +5, Profession (career) +7, Search +3, Sense Motive +7, Spot +4; Negotiator.

Possessions: Light mace, leather armor, 2,000 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d6; hp 11; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +2; Grp +1; Atk +1 melee (1d6–1/x2, light mace); Full Atk +1 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +1, Ref +2, Will +5; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 13.

Skills and Feats (48/2): Appraise +8, Bluff +4, Craft (career activity) +8, Decipher Script +6, Diplomacy +6, Gather Information +5, Knowledge (field of expertise) +8, Listen +5, Profession (career) +8, Search +4, Sense Motive +8, Spot +5; Diligent, Negotiator.

Possessions: Light mace, masterwork leather armor, 1 *potion of eagle's splendor,* 1,900 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d6; hp 13; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +3; Grp +2; Atk +3 melee (1d6–1/x2, light mace); Full Atk +3 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +1, Ref +2, Will +6; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 14.

Skills and Feats (56/2): Appraise +8, Bluff +7, Craft (career activity) +8, Decipher Script +6, Diplomacy +7, Gather Information +6, Knowledge (field of expertise) +8, Listen +6, Profession (career) +8, Search +5, Sense Motive +8, Spot +6; Diligent, Negotiator.

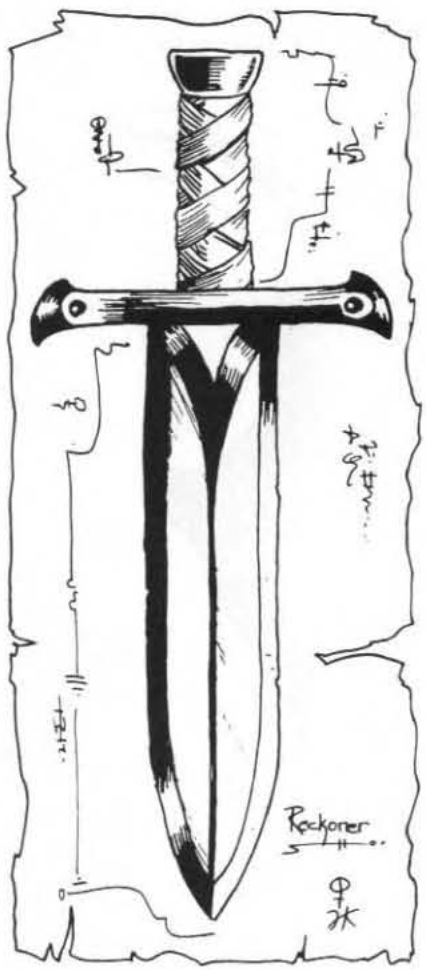
Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor,* 2,400 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d6; hp 16; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +3; Grp +2; Atk +3 melee (1d6–1/x2, light mace); Full Atk +3 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +1, Ref +2, Will +6; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 14.

Skills and Feats (64/2): Appraise +8, Bluff +7, Craft (career activity) +10, Decipher Script +6, Diplomacy +7, Gather Information +7, Knowledge (field of expertise) +10, Listen +6, Profession (career) +9, Search +6, Sense Motive +8, Spot +6; Diligent, Negotiator.

Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor,* 1 *potion of owl's wisdom,* 3,100 gp. Or: 4,300 gp total value.



LEVEL 6

CR 6; HD 6d6; hp 18; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +4; Grp +3; Atk +4 melee (1d6–1/x2, light mace); Full Atk +4 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +2, Ref +3, Will +8; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 14.

Skills and Feats (72/3): Appraise +8, Bluff +7, Craft (career activity) +10, Decipher Script +6, Diplomacy +11, Gather Information +7, Knowledge (field of expertise) +10, Listen +8, Profession (career) +9, Search +6, Sense Motive +8, Spot +8; Diligent, Iron Will, Negotiator.

Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor*, 1 *potion of owl's wisdom*, 4,400 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d6; hp 21; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +5; Grp +4; Atk +4 melee (1d6–1/x2, light mace); Full Atk +4 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +2, Ref +3, Will +9; Str 8, Dex 12, Con 10, Int 14, Wis 15, Cha 14.

Skills and Feats (80/3): Appraise +9, Bluff +7, Craft (career activity) +12, Decipher Script +6, Diplomacy +11, Gather Information +7, Knowledge (field of expertise) +12, Listen +8, Profession (career) +12, Search +6, Sense Motive +8, Spot +8; Diligent, Iron Will, Negotiator.



Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor*, 1 *potion of owl's wisdom*, 6,000 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d6; hp 23; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +6; Grp +5; Atk +6 melee (1d6–1/x2, light mace); Full Atk +6/+1 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +2, Ref +3, Will +11; Str 8, Dex 12, Con 10, Int 14, Wis 16, Cha 14.

Skills and Feats (88/3): Appraise +10, Bluff +7, Craft (career activity) +12, Decipher Script +8, Diplomacy +13, Gather Information +7, Knowledge (field of expertise) +12, Listen +9, Profession (career) +13, Search +7, Sense Motive +10, Spot +9; Diligent, Iron Will, Negotiator.

Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor*, 1 *potion of owl's wisdom*, *ring of mind shielding*, 200 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d6; hp 26; Init +1; Spd 30 ft.; AC 13, touch 11, flat-footed 12; Base Atk +6; Grp +5; Atk +6 melee (1d6–1/x2, light mace); Full Atk +6/+1 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +3, Ref +4, Will +11; Str 8, Dex 12, Con 10, Int 14, Wis 16, Cha 14.

Skills and Feats (96/4): Appraise +10, Bluff +8, Craft (career activity) +14, Decipher Script +8, Diplomacy +13, Gather Information +7, Knowledge (field of expertise) +14, Listen +11, Profession (career) +15, Search +7, Sense Motive +10, Spot +11; Alertness, Diligent, Iron Will, Negotiator.

Possessions: Masterwork light mace, masterwork leather armor, 1 *potion of eagle's splendor*, 1 *potion of owl's wisdom*, *ring of mind shielding*, 2,800 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d6; hp 28; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +7; Grp +6; Atk +7 melee (1d6–1/x2, light mace); Full Atk +7/+2 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +3, Ref +4, Will +12; Str 8, Dex 12, Con 10, Int 14, Wis 16, Cha 14.

Skills and Feats (104/4): Appraise +10, Bluff +9, Craft (career activity) +14, Decipher Script +9, Diplomacy +15, Gather Information +7, Knowledge (field of expertise) +14, Listen +11, Profession (career) +15, Search +8, Sense Motive +11, Spot +11; Alertness, Diligent, Iron Will, Negotiator.

Possessions: +1 light mace, +1 leather armor, 1 *potion of eagle's splendor*, 1 *potion of owl's wisdom*, *ring of mind shielding*, 3,340 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d6; hp 31; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +8; Grp +7; Atk +8 melee (1d6–1/x2, light mace); Full Atk +8/+3 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +3, Ref +4, Will +12; Str 8, Dex 12, Con 10, Int 14, Wis 16, Cha 14.

Skills and Feats (112/4): Appraise +10, Bluff +9, Craft (career activity) +16, Decipher Script +9, Diplomacy +15, Gather Information +7, Knowledge (field of expertise) +16, Listen +11, Profession (career) +17, Search +8, Sense Motive +13, Spot +11; Alertness, Diligent, Iron Will, Negotiator.

Possessions: +1 light mace, +1 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 8,340 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d6; hp 33; Init +1; Spd 30 ft.; AC 14, touch 11, flat-footed 13; Base Atk +9; Grp +8; Atk +9 melee (1d6–1/x2, light mace); Full Atk +9/+4 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +4, Ref +7, Will +13; Str 8, Dex 12, Con 10, Int 14, Wis 17, Cha 14.

Skills and Feats (120/5): Appraise +12, Bluff +10, Craft (career activity) +16, Decipher Script +10, Diplomacy +15, Gather Information +10, Knowledge (field of expertise) +16, Listen +11, Profession (career) +17, Search +8, Sense Motive +13, Spot +11; Alertness, Diligent, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +1 light mace, +1 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 14,340 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d6; hp 36; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +9; Grp +8; Atk +10 melee (1d6–1/x2, light mace); Full Atk +10/+5 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +4, Ref +7, Will +13; Str 8, Dex 12, Con 10, Int 14, Wis 17, Cha 14.

Skills and Feats (128/5): Appraise +12, Bluff +10, Craft (career activity) +18, Decipher Script +10, Diplomacy +15, Gather Information +11, Knowledge (field of expertise) +18, Listen +12, Profession (career) +19, Search +8, Sense Motive +13, Spot +11; Alertness, Diligent, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +2 light mace, +2 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 12,340 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d6; hp 38; Init +1; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +10; Grp +9; Atk +11 melee (1d6–1/x2, light mace); Full Atk +11/+6 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +4, Ref +7, Will +14; Str 8, Dex 12, Con 10, Int 14, Wis 17, Cha 14.

Skills and Feats (136/5): Appraise +12, Bluff +10, Craft (career activity) +18, Decipher Script +12, Diplomacy +15, Gather Information +11, Knowledge (field of expertise) +18, Listen +12, Profession (career) +19, Search +9, Sense Motive +13, Spot +13; Alertness, Diligent, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +2 light mace, +2 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 22,340 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d6; hp 41; Init +5; Spd 30 ft.; AC 15, touch 11, flat-footed 14; Base Atk +11; Grp +10; Atk +12 melee (1d6–1/x2, light mace); Full Atk +12/+7/+2 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +5, Ref +8, Will +14; Str 8, Dex 12, Con 10, Int 14, Wis 17, Cha 14.

Skills and Feats (144/6): Appraise +12, Bluff +10, Craft (career activity) +20, Decipher Script +12, Diplomacy +15, Gather Information +12, Knowledge (field of expertise) +20, Listen +13, Profession (career) +21, Search +9, Sense Motive +13, Spot +13; Alertness, Diligent, Improved Initiative, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +2 light mace, +2 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 36,340 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d6; hp 43; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +12; Grp +11; Atk +14 melee (1d6–1/x2, light mace); Full Atk +14/+9/+4 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +5, Ref +8, Will +16; Str 8, Dex 12, Con 10, Int 14, Wis 18, Cha 14.

Skills and Feats (152/6): Appraise +12, Bluff +11, Craft (career activity) +20, Decipher Script +12, Diplomacy +17, Gather Information +13, Knowledge (field of expertise) +20, Listen +14, Profession (career) +22, Search +10, Sense Motive +14, Spot +15; Alertness, Diligent, Improved Initiative, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +3 light mace, +3 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 21,340 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d6; hp 46; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +12; Grp +11; Atk +14 melee (1d6–1/x2, light mace); Full Atk +14/+9/+4 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +5, Ref +8, Will +16; Str 8, Dex 12, Con 10, Int 14, Wis 18, Cha 14.

Skills and Feats (160/6): Appraise +12, Bluff +11, Craft (career activity) +22, Decipher Script +12, Diplomacy +17, Gather Information +13, Knowledge (field of expertise) +22, Listen +16, Profession (career) +24, Search +10, Sense Motive +14, Spot +15; Alertness, Diligent, Improved Initiative, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +3 light mace, +3 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 44,340 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d6; hp 48; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +13; Grp +12; Atk +15 melee (1d6–1/x2, light mace); Full Atk +15/+10/+5 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +6, Ref +9, Will +17; Str 8, Dex 12, Con 10, Int 14, Wis 18, Cha 14.

Skills and Feats (168/7): Appraise +14, Bluff +13, Craft (career activity) +22, Decipher Script +12, Diplomacy +17, Gather Information +15, Knowledge (field of expertise)

+22, Listen +16, Profession (career) +24, Search +12, Sense Motive +16, Spot +15; Alertness, Diligent, Improved Initiative, Investigator, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +3 light mace, +3 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 74,340 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d6; hp 51; Init +5; Spd 30 ft.; AC 16, touch 11, flat-footed 15; Base Atk +14; Grp +13; Atk +16 melee (1d6–1/x2, light mace); Full Atk +16/+11/+6 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +6, Ref +9, Will +17; Str 8, Dex 12, Con 10, Int 14, Wis 18, Cha 14.

Skills and Feats (176/7): Appraise +14, Bluff +13, Craft (career activity) +24, Decipher Script +12, Diplomacy +17, Gather Information +17, Knowledge (field of expertise) +24, Listen +16, Profession (career) +26, Search +12, Sense Motive +16, Spot +15; Alertness, Diligent, Improved Initiative, Investigator, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +3 light mace, +3 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 114,340 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d6; hp 53; Init +5; Spd 30 ft.; AC 17, touch 11, flat-footed 16; Base Atk +15; Grp +14; Atk +18 melee (1d6–1/x2, light mace); Full Atk +18/+13/+8 melee (1d6–1/x2, light mace); SA —; SQ —; Save Fort +6, Ref +9; Will +18; Str 9, Dex 12, Con 10, Int 14, Wis 18, Cha 14.

Skills and Feats (184/7): Appraise +15, Bluff +13, Craft (career activity) +24, Decipher Script +14, Diplomacy +17, Gather Information +17, Knowledge (field of expertise) +24, Listen +18, Profession (career) +26, Search +12, Sense Motive +16, Spot +18; Alertness, Diligent, Improved Initiative, Investigator, Iron Will, Lightning Reflexes, Negotiator.

Possessions: +4 light mace, +4 leather armor, 1 potion of eagle's splendor, 1 potion of owl's wisdom, ring of mind shielding, 143,340 gp. Or: 220,000 gp total value.

FIGHTERS

LEVEL 1

CR 1; HD 1d10+2; hp 12; Init +5; Spd 30 ft.; AC 18, touch 10, flat-footed 18; Base Atk +1; Grp +3; Atk +4 melee (1d8+2/19–20/x2, longsword) or +2 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +4 melee (1d8+2/19–20/x2, longsword) or +2 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +4, Ref +1, Will +1; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (8/2): Climb +3, Craft (Armorsmithing) +1, Craft (Weaponsmithing) +1, Jump +3, Ride +2, Spot +2, Swim +3; Improved Initiative, Weapon Focus (longsword).

Possessions: Splint mail, heavy steel shield, masterwork longsword, heavy crossbow, 350 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d10+4; hp 19; Init +5; Spd 30 ft.; AC 19, touch 10, flat-footed 19; Base Atk +2; Grp +4; Atk +5 melee (1d8+2/19–20/x2, longsword) or +4 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +5 melee (1d8+2/19–20/x2, longsword) or +4 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +5, Ref +1, Will +1; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (10/3): Climb +3, Craft (Armorsmithing) +1, Craft (Weaponsmithing) +2, Handle Animal +2, Jump +3, Ride +2, Spot +2, Swim +3; Dodge, Improved Initiative, Weapon Focus (longsword).

Possessions: Half plate, heavy steel shield, masterwork longsword, masterwork heavy crossbow, 750 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d10+6; hp 27; Init +5; Spd 30 ft.; AC 21, touch 11, flat-footed 20; Base Atk +3; Grp +5; Atk +6 melee (1d8+2/19–20/x2, longsword) or +5 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +6 melee (1d8+2/19–20/x2, longsword) or +5 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +5, Ref +2, Will +2; Str 15, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (12/4): Climb +3, Craft (Armorsmithing) +1, Craft (Weaponsmithing) +2, Handle Animal +2, Intimidate +1, Jump +3, Ride +2, Spot +2, Swim +3; Dodge, Improved Initiative, Power Attack, Weapon Focus (longsword).

Possessions: Full plate, heavy steel shield, masterwork longsword, masterwork heavy crossbow, 350 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d10+8; hp 34; Init +5; Spd 30 ft.; AC 21, touch 11, flat-footed 20; Base Atk +4; Grp +7; Atk +9 melee (1d8+5/19–20/x2, longsword) or +6 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +9 melee (1d8+5/19–20/x2, longsword) or +6 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +6, Ref +2, Will +2; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (14/5): Climb +4, Craft (Armorsmithing) +2, Craft (Weaponsmithing) +2, Handle Animal +2, Intimidate +2, Jump +4, Ride +2, Spot +2, Swim +4; Dodge, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Full plate, heavy steel shield, masterwork longsword, masterwork heavy crossbow, 1,150 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d10+10; hp 42; Init +5; Spd 30 ft.; AC 21, touch 11, flat-footed 20; Base Atk +5; Grp +8; Atk +10 melee (1d8+5/19–20/x2, longsword) or +7 ranged

(1d10/19–20/x2, heavy crossbow); Full Atk +10 melee (1d8+5/19–20/x2, longsword) or +7 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +6, Ref +2, Will +2; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (16/5): Climb +4, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +2, Intimidate +2, Jump +4, Ride +2, Spot +2, Swim +4; Dodge, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: Full plate, heavy steel shield, masterwork longsword, masterwork heavy crossbow, 2,150 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d10+12; hp 49; Init +5; Spd 30 ft.; AC 22, touch 11, flat-footed 21; Base Atk +6; Grp +9; Atk +11 melee (1d8+5/19–20/x2, longsword) or +8 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +11/+6 melee (1d8+5/19–20/x2, longsword) or +8/+3 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +7, Ref +3, Will +3; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (18/7): Climb +4, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +2, Intimidate +2, Jump +4, Ride +2, Spot +3, Swim +4; Cleave, Dodge, Great Cleave, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 full plate, heavy steel shield, masterwork longsword, masterwork heavy crossbow, 2,300 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d10+14; hp 57; Init +5; Spd 30 ft.; AC 22, touch 11, flat-footed 21; Base Atk +7; Grp +10; Atk +12 melee (1d8+6/19–20/x2, longsword) or +9 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +12/+7 melee (1d8+6/19–20/x2, longsword) or +9/+4 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +7, Ref +3, Will +3; Str 16, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (20/7): Climb +4, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +2, Intimidate +4, Jump +4, Ride +2, Spot +3, Swim +4; Cleave, Dodge, Great Cleave, Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 full plate, heavy steel shield, *+1 longsword,* masterwork heavy crossbow, 2,900 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d10+16; hp 64; Init +5; Spd 30 ft.; AC 23, touch 11, flat-footed 22; Base Atk +8; Grp +11; Atk +14 melee (1d8+6/19–20/x2, longsword) or +10 ranged (1d10/19–20/x2, heavy crossbow); Full Atk +14/+9 melee (1d8+6/19–20/x2, longsword) or +10/+5 ranged (1d10/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +8, Ref +3, Will +3; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (22/8): Climb +4, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +3, Intimidate +4, Jump +4, Ride +3, Spot +3, Swim +4; Cleave, Dodge, Great Cleave, Greater Weapon Focus (longsword), Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 full plate, +1 heavy steel shield, +1 longsword, masterwork heavy crossbow, 4,900 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d10+18; hp 72; Init +5; Spd 30 ft.; AC 23, touch 11, flat-footed 22; Base Atk +9; Grp +12; Atk +15 melee (1d8+6/17–20/x2, longsword) or +11 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +15/+10 melee (1d8+6/17–20/x2, longsword) or +11/+6 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +8, Ref +4, Will +4; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (24/9): Climb +5, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +3, Intimidate +4, Jump +5, Ride +3, Spot +3, Swim +5; Cleave, Dodge, Great Cleave, Greater Weapon Focus



(longsword), Improved Critical (longsword), Improved Initiative, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +1 full plate, +1 heavy steel shield, +1 longsword, +1 heavy crossbow, 4,500 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d10+20; hp 79; Init +5; Spd 30 ft.; AC 24, touch 11, flat-footed 23; Base Atk +10; Grp +13; Atk +16 melee (1d8+6/17–20/x2, longsword) or +12 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +16/+11 melee (1d8+6/17–20/x2, longsword) or +12/+7 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +9, Ref +4, Will +4; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (26/10): Climb +5, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +4, Intimidate +4, Jump +5, Ride +4, Spot +3, Swim +5; Cleave, Dodge, Great Cleave, Greater Weapon Focus (longsword), Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).



Possessions: +2 full plate, +1 heavy steel shield, +1 longsword, +1 heavy crossbow, 5,500 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d10+22; hp 87; Init +5; Spd 30 ft.; AC 25, touch 12, flat-footed 24; Base Atk +11; Grp +14; Atk +17 melee (1d8+6/17–20/x2, longsword) or +13 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +17/+12/+7 melee (1d8+6/17–20/x2, longsword) or +13/+8/+3 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +9, Ref +4, Will +4; Str 17, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (28/10): Climb +5, Craft (Armorsmithing) +3, Craft (Weaponsmithing) +3, Handle Animal +4, Intimidate +4, Jump +5, Ride +4, Spot +4, Swim +5; Cleave, Dodge, Great Cleave, Greater Weapon Focus (longsword), Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +1 heavy steel shield, ring of protection +1, +1 longsword, +1 heavy crossbow, 8,500 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d10+24; hp 94; Init +5; Spd 30 ft.; AC 25, touch 12, flat-footed 24; Base Atk +12; Grp +16; Atk +20 melee (1d8+10/17–20/x2, longsword) or +14 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +20/+15/+10 melee (1d8+10/17–20/x2, longsword) or +14/+9/+4 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +10, Ref +5, Will +5; Str 18, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (30/12): Climb +6, Craft (Armorsmithing) +4, Craft (Weaponsmithing) +4, Handle Animal +4, Intimidate +4, Jump +6, Ride +4, Spot +4, Swim +5; Cleave, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +1 heavy steel shield, ring of protection +1, +2 longsword, +1 heavy crossbow, 9,500 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d10+26; hp 102; Init +5; Spd 30 ft.; AC 25, touch 12, flat-footed 24; Base Atk +13; Grp +17; Atk +21 melee (1d8+10/17–20/x2, longsword) or +15 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +21/+16/+11 melee (1d8+10/17–20/x2, longsword) or +15/+10/+5 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +10, Ref +5, Will +5; Str 18, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (32/12): Climb +6, Craft (Armorsmithing) +4, Craft (Weaponsmithing) +4, Handle Animal +4, Intimidate +5, Jump +6, Ride +4, Spot +4, Swim +6; Cleave, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +1 heavy steel shield, ring of protection +1, +2 longsword, +1 heavy crossbow, 18,500 gp. Or: 35,000 gp total value.

Level 14

CR 14; HD 14d10+28; hp 109; Init +5; Spd 30 ft.; AC 27, touch 12, flat-footed 26; Base Atk +14; Grp +18; Atk +22 melee (1d8+10/17–20/x2, longsword) or +16 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +22/+17/+12 melee (1d8+10/17–20/x2, longsword) or +16/+11/+6 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +11, Ref +5, Will +5; Str 18, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (34/13): Climb +6, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +5, Handle Animal +4, Intimidate +5, Jump +6, Ride +4, Spot +4, Swim +6; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +1 heavy steel shield, amulet of natural armor +2, ring of protection +1, +2 longsword, +1 heavy crossbow, 20,500 gp. Or: 45,000 gp total value.

Level 15

CR 15; HD 15d10+30; hp 117; Init +5; Spd 30 ft.; AC 28, touch 12, flat-footed 27; Base Atk +15; Grp +19; Atk +24 melee (1d8+11/17–20/x2, longsword) or +17 ranged (1d10+1/19–20/x2, heavy crossbow); Full Atk +24/+19/+14 melee (1d8+11/17–20/x2, longsword) or +17/+12/+7 ranged (1d10+1/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +11, Ref +8, Will +6; Str 18, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (36/14): Climb +6, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +5, Handle Animal +4, Intimidate +5, Jump +6, Ride +4, Spot +5, Swim +6; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Lightning Reflexes, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +2 heavy steel shield, amulet of natural armor +2, ring of protection +1, +3 longsword, +1 heavy crossbow, 21,500 gp. Or: 59,000 gp total value.

Level 16

CR 16; HD 16d10+32; hp 124; Init +5; Spd 30 ft.; AC 30, touch 13, flat-footed 29; Base Atk +16; Grp +20; Atk +25 melee (1d8+11/17–20/x2, longsword) or +19 ranged (1d10+2/19–20/x2, heavy crossbow); Full Atk +25/+20/+15/+10 melee (1d8+11/17–20/x2, longsword) or +19/+14/+9/+4 ranged (1d10+2/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +12, Ref +8, Will +8; Str 19, Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (38/15): Climb +7, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +5, Handle Animal +4, Intimidate +5, Jump +6, Ride +4, Spot +5, Swim +7; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Iron Will, Lightning Reflexes, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +2 full plate, +3 heavy steel shield, amulet of natural armor +2, ring of protection +2, +3 longsword, +2 heavy crossbow, 27,500 gp. Or: 77,000 gp total value.

Level 17

CR 17; HD 17d10+34; hp 132; Init +5; Spd 30 ft.; AC 31, touch 13, flat-footed 30; Base Atk +17; Grp +22; Atk +27 melee (1d8+12/17–20/x2, longsword) or +20 ranged (1d10+2/19–20/x2, heavy crossbow); Full Atk +27/+22/+17/+12 melee (1d8+12/17–20/x2, longsword) or +20/+15/+10/+5 ranged (1d10+2/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +12, Ref +8, Will +8; Str 19 (21), Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (40/15): Climb +8, Craft (Armorsmithing) +5, Craft (Weaponsmithing) +5, Handle Animal +5, Intimidate +5, Jump +7, Ride +5, Spot +5, Swim +8; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Iron Will, Lightning Reflexes, Mobility, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +3 full plate, +3 heavy steel shield, amulet of natural armor +2, ring of protection +2, +3 longsword, +2 heavy crossbow, 47,500 gp. Or: 100,000 gp total value.

Level 18

CR 18; HD 18d10+36; hp 139; Init +5; Spd 30 ft.; AC 32, touch 13, flat-footed 31; Base Atk +18; Grp +23; Atk +29 melee (1d8+13/17–20/x2, longsword) or +21 ranged (1d10+2/19–20/x2, heavy crossbow); Full Atk +29/+24/+19/+14 melee (1d8+13/17–20/x2, longsword) or +21/+16/+11/+6 ranged (1d10+2/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +13, Ref +9, Will +9; Str 19 (21), Dex 13, Con 14, Int 10, Wis 12, Cha 8.

Skills and Feats (42/17): Climb +8, Craft (Armorsmithing) +6, Craft (Weaponsmithing) +6, Handle Animal +5, Intimidate +5, Jump +7, Ride +5, Spot +5, Swim +8; Cleave,

Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Iron Will, Leadership, Lightning Reflexes, Mobility, Point Blank Shot, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +4 full plate, +3 heavy steel shield, amulet of natural armor +2, ring of protection +2, +4 longsword, +2 heavy crossbow, 56,500 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d10+39; hp 166; Init +5; Spd 30 ft.; AC 32, touch 13, flat-footed 31; Base Atk +19; Grp +26; Atk +32 melee (1d8+15/17–20/x2, longsword) or +22 ranged (1d10+2/19–20/x2, heavy crossbow); Full Atk +32/+27/+22/+17 melee (1d8+15/17–20/x2, longsword) or +22/+17/+12/+7 ranged (1d10+2/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +14, Ref +9, Will +9; Str 19 (25), Dex 13, Con 14 (16), Int 10, Wis 12, Cha 8.

Skills and Feats (44/17): Climb +10, Craft (Armorsmithing) +6, Craft (Weaponsmithing) +6, Handle Animal +5, Intimidate +5, Jump +10, Ride +5, Spot +5, Swim +11; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Iron Will, Leadership, Lightning Reflexes, Mobility, Point Blank Shot, Power Attack, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +4 full plate, +3 heavy steel shield, amulet of natural armor +2, ring of protection +2, +4 longsword, +2 heavy crossbow, belt of Giant strength +6, pink Ioun stone, 52,500 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d10+42; hp 175; Init +5; Spd 30 ft.; AC 34, touch 15, flat-footed 33; Base Atk +20; Grp +28; Atk +34 melee (1d8+16/17–20/x2, longsword) or +23 ranged (1d10+2/19–20/x2, heavy crossbow); Full Atk +34/+29/+24/+19 melee (1d8+16/17–20/x2, longsword) or +23/+18/+13/+8 ranged (1d10+2/19–20/x2, heavy crossbow); SA —; SQ —; Save Fort +15, Ref +9, Will +9; Str 20 (26), Dex 13, Con 14 (16), Int 10, Wis 12, Cha 8.

Skills and Feats (46/18): Climb +11, Craft (Armorsmithing) +6, Craft (Weaponsmithing) +6, Handle Animal +5, Intimidate +5, Jump +11, Ride +5, Spot +6, Swim +12; Cleave, Combat Reflexes, Dodge, Great Cleave, Greater Weapon Focus (longsword), Greater Weapon Specialization (longsword), Improved Critical (longsword), Improved Initiative, Iron Will, Leadership, Lightning Reflexes, Mobility, Point Blank Shot, Power Attack, Precise Shot, Spring Attack, Weapon Focus (longsword), Weapon Specialization (longsword).

Possessions: +4 full plate, +3 heavy steel shield, amulet of natural armor +2, ring of protection +4, +4 longsword, +2 heavy crossbow, belt of Giant strength +6, pink Ioun stone, 78,500 gp. Or: 220,000 gp total value.

MONKS

LEVEL 1

CR 1; HD 1d8+1; hp 9; Init +1; Spd 30 ft.; AC 13, touch 13, flat-footed 12; Base Atk +0; Grp +2; Atk +2 or +3 melee (1d6+2/x2, unarmed strike or 1d6+2/x2, kama) or +1 ranged (1d4+2/x2, sling); Full Atk +2 or +3 melee (1d6+2/x2, unarmed strike or 1d6+2/x2, kama) or +1 ranged (1d4+2/x2, sling); SA flurry of blows, unarmed strike; SQ —; Save Fort +3, Ref +3, Will +4; Str 14, Dex 13, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (16/2): Balance +4, Climb +3, Escape Artist +2, Hide +3, Jump +2, Listen +3, Move Silently +2, Spot +3, Swim +3, Tumble +4; Dodge, Improved Unarmed Strike, Stunning Fist.

Possessions: Masterwork kama, sling, 550 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8+2; hp 14; Init +1; Spd 30 ft.; AC 13, touch 13, flat-footed 12; Base Atk +1; Grp +3; Atk +3 or +4 melee (1d6+2/x2, unarmed strike or 1d6+2/x2, kama) or +2 ranged (1d4+2/x2, sling); Full Atk +3 or +4 melee (1d6+2/x2, unarmed strike or 1d6+2/x2, kama) or +2 ranged (1d4+2/x2, sling); SA flurry of blows, unarmed strike; SQ evasion; Save Fort +4, Ref +4, Will +5; Str 14, Dex 13, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (20/4): Balance +4, Climb +3, Escape Artist +2, Hide +3, Jump +2, Knowledge (arcana) +1, Knowledge (religion) +1, Listen +3, Move Silently +2, Sense Motive +4, Spot +3, Swim +3, Tumble +4; Combat Reflexes, Dodge, Improved Unarmed Strike, Mobility, Stunning Fist.

Possessions: Masterwork kama, sling, 1,650 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8+3; hp 20; Init +1; Spd 40 ft.; AC 13, touch 13, flat-footed 12; Base Atk +2; Grp +4; Atk +4 or +6 melee (1d6+2/x2, unarmed strike or 1d6+3/x2, kama) or +4 ranged (1d4+2/x2, sling); Full Atk +4 or +6 melee (1d6+2/x2, unarmed strike or 1d6+3/x2, kama) or +4 ranged (1d4+2/x2, sling); SA flurry of blows, unarmed strike; SQ evasion, still mind; Save Fort +4, Ref +4, Will +5; Str 14, Dex 13, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (24/5): Balance +4, Climb +3, Concentration +2, Diplomacy +2, Escape Artist +2, Hide +3, Jump +2, Knowledge (arcana) +1, Knowledge (religion) +1, Listen +3, Move Silently +2, Sense Motive +4, Spot +3, Swim +3, Tumble +4; Combat Reflexes, Dodge, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama).

Possessions: +1 kama, masterwork sling. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d8+4; hp 25; Init +2; Spd 40 ft.; AC 14, touch 14, flat-footed 12; Base Atk +3; Grp +5; Atk +5 or +7 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +6 ranged (1d4+2/x2, sling); Full Atk +5 or +7 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +6 ranged (1d4+2/x2, sling); SA flurry of blows, *Ki* strike (magic), unarmed strike; SQ evasion, slow fall 20 ft., still mind; Save Fort +5, Ref +6, Will +6; Str 14, Dex 14, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (28/5): Balance +6, Climb +3, Concentration +2, Diplomacy +2, Escape Artist +4, Hide +4, Jump +3, Knowledge (arcana) +1, Knowledge (religion) +1, Listen +3, Move Silently +3, Sense Motive +4, Spot +3, Swim +3, Tumble +6; Combat Reflexes, Dodge, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama).

Possessions: +1 kama, masterwork sling, 650 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d8+5; hp 31; Init +2; Spd 40 ft.; AC 15, touch 15, flat-footed 13; Base Atk +3; Grp +5; Atk +5 or +7 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +6 ranged (1d4+2/x2, sling); Full Atk +5 or +7 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +6 ranged (1d4+2/x2, sling); SA flurry of blows, *Ki* strike (magic), unarmed strike; SQ evasion, purity of body, slow fall 20 ft., still mind; Save Fort +5, Ref +6, Will +6; Str 14, Dex 14, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (32/5): Balance +6, Climb +3, Concentration +3, Diplomacy +2, Escape Artist +4, Hide +4, Jump +3, Knowledge (arcana) +2, Knowledge (religion) +2, Listen +3, Move Silently +3, Sense Motive +4, Spot +4, Swim +3, Tumble +6; Combat Reflexes, Dodge, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama).

Possessions: +1 kama, masterwork sling, 1,650 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d8+6; hp 36; Init +2; Spd 50 ft.; AC 16, touch 15, flat-footed 14; Base Atk +4; Grp +6; Atk +7 or +8 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +7 ranged (1d4+2/x2, sling); Full Atk +7 or +8 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +7 ranged (1d4+2/x2, sling); SA flurry of blows, *Ki* strike (magic), unarmed strike; SQ evasion, purity of body, slow fall 30 ft., still mind; Save Fort +7, Ref +8, Will +8; Str 14, Dex 14, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (36/7): Balance +7, Climb +3, Concentration +3, Diplomacy +2, Escape Artist +4, Hide +4, Jump +3, Knowledge (arcana) +3, Knowledge (religion) +3, Listen +3, Move Silently +3, Sense Motive +4, Spot +4, Swim +3, Tumble +7; Combat Reflexes, Dodge, Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Bracers of armor +1, +1 kama, masterwork sling, 2,000 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d8+7; hp 42; Init +2; Spd 50 ft.; AC 17, touch 16, flat-footed 15; Base Atk +5; Grp +7; Atk +8 or +9 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +8 ranged (1d4+2/x2, sling); Full Atk +8 or +9 melee (1d8+2/x2, unarmed strike or 1d6+3/x2, kama) or +8 ranged (1d4+2/x2, sling); SA flurry of blows, *Ki* strike (magic), unarmed strike; SQ evasion, purity of body, slow fall 30 ft., still mind, wholeness of body; Save Fort +7, Ref +8, Will +8; Str 14, Dex 14, Con 12, Int 10, Wis 15, Cha 8.

Skills and Feats (40/7): Balance +7, Climb +3, Concentration +3, Diplomacy +2, Escape Artist +5, Hide +5, Jump +5, Knowledge (arcana) +3, Knowledge (religion) +3, Listen +3, Move Silently +3, Sense Motive +4, Spot +5, Swim +3, Tumble +7; Combat Reflexes, Dodge, Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Bracers of armor +1, ring of protection +1, +1 kama, masterwork sling, 1,500 gp. Or: 7,200 gp total value.



LEVEL 8

CR 8; HD 8d8+8; hp 47; Init +2; Spd 50 ft.; AC 19, touch 17, flat-footed 17; Base Atk +6; Grp +8; Atk +9 or +10 melee (1d10+2/x2, unarmed strike or 1d6+3/x2, kama) or +9 ranged (1d4 +2/x2, sling); Full Atk +9/+4 or +10/+5 melee (1d10+2/x2, unarmed strike or 1d6+3/x2, kama) or +9/+4 ranged (1d4+2/x2, sling); SA flurry of blows, Ki strike (magic), unarmed strike; SQ evasion, purity of body, slow fall 40 ft., still mind, wholeness of body; Save Fort +8, Ref +9, Will +10; Str 14, Dex 14, Con 12, Int 10, Wis 16, Cha 8.



Skills and Feats (44/7): Balance +7, Climb +5, Concentration +4, Diplomacy +3, Escape Artist +5, Hide +5, Jump +5, Knowledge (arcana) +3, Knowledge (religion) +3, Listen +4, Move Silently +3, Sense Motive +5, Spot +6, Swim +3, Tumble +7; Combat Reflexes, Dodge, Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +1, ring of protection +1, +1 kama, masterwork sling, 1,750 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d8+9; hp 53; Init +2; Spd 60 ft.; AC 19, touch 17, flat-footed 17; Base Atk +6; Grp +8; Atk +9 or +10 melee (1d10+2/19–20/x2, unarmed strike or 1d6+3/x2, kama) or +9 ranged (1d4+3/x2, sling); Full Atk +9/+4 or +10/+5 melee (1d10+2/19–20/x2, unarmed strike or 1d6+3/x2, kama) or +9/+4 ranged (1d4+3/x2, sling); SA flurry of blows, Ki strike (magic), unarmed strike; SQ evasion, improved evasion, purity of body, slow fall 40 ft., still mind, wholeness of body; Save Fort +8, Ref +9, Will +10; Str 14, Dex 14, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (48/8): Balance +7, Climb +5, Concentration +4, Diplomacy +3, Escape Artist +5, Hide +5, Jump +5, Knowledge (arcana) +4, Knowledge (religion) +4, Listen +4, Move Silently +3, Sense Motive +5, Spot +6, Swim +5, Tumble +7; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +1, ring of protection +1, +1 kama, +1 sling, 2,300 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8+10; hp 58; Init +2; Spd 60 ft.; AC 20, touch 18, flat-footed 18; Base Atk +7; Grp +9; Atk +10 or +12 melee (1d10+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +10 ranged (1d4+3/x2, sling); Full Atk +10/+5 or +12/+7 melee (1d10+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +10/+5 ranged (1d4+3/x2, sling); SA flurry of blows, Ki strike (lawful, magic), unarmed strike; SQ evasion, improved evasion, purity of body, slow fall 50 ft., still mind, wholeness of body; Save Fort +8, Ref +9, Will +10; Str 14, Dex 14, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (52/8): Balance +9, Climb +5, Concentration +4, Diplomacy +3, Escape Artist +5, Hide +5, Jump +5, Knowledge (arcana) +4, Knowledge (religion) +4, Listen +4, Move Silently +3, Sense Motive +5, Spot +6, Swim +5, Tumble +9; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +1, ring of protection +1, +2 kama, +1 sling, 350 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8+11; hp 64; Init +2; Spd 60 ft.; AC 21, touch 18, flat-footed 19; Base Atk +8; Grp +10; Atk +11 or +13 melee (1d10+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +11 ranged (1d4+3/x2, sling); Full Atk +11/+6 or +13/+8 melee (1d10+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +11/+6 ranged (1d4+3/x2, sling); SA flurry of blows, *Ki* strike (lawful, magic), unarmed strike; SQ diamond body, evasion, improved evasion, purity of body, slow fall 50 ft., still mind, wholeness of body; Save Fort +8, Ref +9, Will +10; Str 14, Dex 14, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (56/8): Balance +9, Climb +6, Concentration +4, Diplomacy +3, Escape Artist +5, Hide +5, Jump +6, Knowledge (arcana) +4, Knowledge (religion) +4, Listen +5, Move Silently +3, Sense Motive +5, Spot +5, Swim +6, Tumble +9; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, +2 kama, +1 sling, 2,300 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8+12; hp 69; Init +2; Spd 70 ft.; AC 21, touch 18, flat-footed 19; Base Atk +9; Grp +15; Atk +12 or +14 melee (2d6+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +13 ranged (1d4+4/x2, sling); Full Atk +12/+7 or +14/+9 melee (2d6+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +13/+8 ranged (1d4+4/x2, sling); SA flurry of blows, *Ki* strike (lawful, magic), unarmed strike; SQ abundant step, diamond body, evasion, improved evasion, purity of body, slow fall 60 ft., still mind, wholeness of body; Save Fort +9, Ref +10, Will +11; Str 14, Dex 15, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (60/9): Balance +9, Climb +6, Concentration +4, Diplomacy +3, Escape Artist +5, Hide +6, Jump +6, Knowledge (arcana) +4, Knowledge (religion) +4, Listen +5, Move Silently +6, Sense Motive +5, Spot +6, Swim +6, Tumble +9; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, +2 kama, +2 sling, 2,300 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8+13; hp 75; Init +2; Spd 70 ft.; AC 21, touch 18, flat-footed 19; Base Atk +9; Grp +15; Atk +12 or +14 melee (2d6+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +13 ranged (1d4+4/x2, sling); Full Atk +12/+7 or +14/+9 melee (2d6+2/19–20/x2, unarmed strike or 1d6+4/x2, kama) or +13/+8 ranged (1d4+4/x2, sling); SA flurry of blows, *Ki* strike (lawful, magic), unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved evasion, purity of body, slow fall 60 ft., still mind, wholeness of body; Save Fort +9, Ref +10, Will +11; Str 14, Dex 15, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (64/9): Balance +9, Climb +6, Concentration +4, Diplomacy +3, Escape Artist +7, Hide +6, Jump +6, Knowledge (arcana) +4, Knowledge (religion) +4, Listen +5, Move Silently +6, Sense Motive +6, Spot +7, Swim +6, Tumble +9; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, +2 kama, +2 sling, 10,000 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d8+14; hp 80; Init +2; Spd 70 ft.; AC 21, touch 18, flat-footed 19; Base Atk +10; Grp +16; Atk +13 or +16 melee (2d6+2/19–20/x2, unarmed strike or 1d6+5/x2, kama) or +14 ranged (1d4+4/x2, sling); Full Atk +13/+8 or +16/+11 melee (2d6+2/19–20/x2, unarmed strike or 1d6+5/x2, kama) or +14/+9 ranged (1d4+4/x2, sling); SA flurry of blows, *Ki* strike (lawful, magic), unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved evasion, purity of body, slow fall 70 ft., still mind, wholeness of body; Save Fort +10, Ref +11, Will +12; Str 14, Dex 15, Con 12, Int 10, Wis 16, Cha 8.

Skills and Feats (68/9): Balance +9, Climb +6, Concentration +4, Diplomacy +3, Escape Artist +7, Hide +6, Jump +6, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +5, Move Silently +6, Sense Motive +6, Spot +7, Swim +6, Tumble +9; Combat Reflexes, Dodge, Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, +3 kama, +2 sling, 10,000 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d8+15; hp 86; Init +3; Spd 80 ft.; AC 25, touch 21, flat-footed 22; Base Atk +11; Grp +17; Atk +14 or +17 melee (2d6+2/19–20/x2, unarmed strike or 1d6+5/19–20/x2, kama) or +16 ranged (1d4+4/x2, sling); Full Atk +14/+9 or +17/+12 melee (2d6+2/19–20/x2, unarmed strike or 1d6+5/19–20/x2, kama) or +16/+11 ranged (1d4+4/x2, sling); SA flurry of blows, *Ki* strike (lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved

evasion, purity of body, slow fall 70 ft., still mind, wholeness of body; Save Fort +10, Ref +12, Will +13; Str 14, Dex 15 (17), Con 12, Int 10, Wis 16 (18), Cha 8.

Skills and Feats (72/10): Balance +10, Climb +6, Concentration +5, Diplomacy +4, Escape Artist +8, Hide +7, Jump +6, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +8, Move Silently +7, Sense Motive +7, Spot +8, Swim +6, Tumble +10; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +1, +3 kama, +2 sling, gloves of Dexterity +2, periapt of Wisdom +2, 11,000 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d8+16; hp 91; Init +4; Spd 80 ft.; AC 26, touch 22, flat-footed 22; Base Atk +12; Grp +18; Atk +15 or +18 melee (2d8+2/19–20/x2, unarmed strike or 1d6+5/19–20/x2, kama) or +18 ranged (1d4+4/x2, sling); Full Atk +15/+10 or +18/+13 melee (2d8+2/19–20/x2, unarmed strike or 1d6+5/19–20/x2, kama) or +18/+13 ranged (1d4+4/x2, sling); SA flurry of blows, Ki strike (adamantine, lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved evasion, purity of body, slow fall 80 ft., still mind, wholeness of body; Save Fort +11, Ref +14, Will +14; Str 14, Dex 16 (18), Con 12, Int 10, Wis 16 (18), Cha 8.

Skills and Feats (76/10): Balance +11, Climb +7, Concentration +5, Diplomacy +4, Escape Artist +9, Hide +8, Jump +7, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +8, Move Silently +9, Sense Motive +7, Spot +8, Swim +7, Tumble +11; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +1, +3 kama, +2 sling, gloves of Dexterity +2, periapt of Wisdom +2, 29,000 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d8+17; hp 97; Init +4; Spd 80 ft.; AC 27, touch 23, flat-footed 23; Base Atk +12; Grp +18; Atk +15 or +19 melee (2d8+2/19–20/x2, unarmed strike or 1d6+6/19–20/x2, kama) or +18 ranged (1d4+4/x2, sling); Full Atk +15/+10 or +19/+14 melee (2d8+2/19–20/x2, unarmed strike or 1d6+6/19–20/x2, kama) or +18/+13 ranged (1d4+4/x2, sling); SA flurry of blows, Ki strike (adamantine, lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved evasion, purity of body, slow fall 80 ft., still mind, timeless body, tongue of the sun and moon, wholeness of body; Save Fort +11, Ref +14, Will +14; Str 14, Dex 16 (18), Con 12, Int 10, Wis 16 (18), Cha 8.

Skills and Feats (80/10): Balance +11, Climb +7, Concentration +5, Diplomacy +4, Escape Artist +9, Hide +8, Jump +7, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +10, Move Silently +9, Sense Motive +7, Spot +10, Swim +7, Tumble +11; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +2, +4 kama, +2 sling, gloves of Dexterity +2, periapt of Wisdom +2, 9,000 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d8+18; hp 102; Init +4; Spd 90 ft.; AC 28, touch 23, flat-footed 24; Base Atk +13; Grp +19; Atk +16 or +21 melee (2d8+2/19–20/x2, unarmed strike or 1d6+7/19–20/x2, kama) or +19 ranged (1d4+4/x2, sling); Full Atk +16/+11/+6 or +21/+16/+11 melee (2d8+2/19–20/x2, unarmed strike or 1d6+7/19–20/x2, kama) or +19/+14/+9 ranged (1d4+4/x2, sling); SA flurry of blows, Ki strike (adamantine, lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, evasion, improved evasion, purity of body, slow fall 90 ft., still mind, timeless body, tongue of the sun and moon, wholeness of body; Save Fort +12, Ref +15, Will +15; Str 14, Dex 16 (18), Con 12, Int 10, Wis 16 (18), Cha 8.

Skills and Feats (84/11): Balance +13, Climb +7, Concentration +5, Diplomacy +4, Escape Artist +9, Hide +8, Jump +7, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +10, Move Silently +9, Sense Motive +7, Spot +10, Swim +7, Tumble +12; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +2, bracers of armor +3, ring of protection +2, +5 kama, +2 sling, gloves of Dexterity +2, periapt of Wisdom +2, 38,000 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d8+20; hp 127; Init +5; Spd 90 ft.; AC 30, touch 25, flat-footed 25; Base Atk +14; Grp +21; Atk +18 or +23 melee (2d8+3/19–20/x2, unarmed strike or 1d6+8/19–20/x2, kama) or +21 ranged (1d4+5/x2, sling); Full Atk +18/+13/+8 or +23/+18/+13 melee (2d8+3/19–20/x2, unarmed strike or 1d6+8/19–20/x2, kama) or +21/+16/+11 ranged (1d4+5/x2, sling); SA flurry of blows, Ki strike (adamantine, lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, empty body, evasion, improved evasion, purity of body, slow fall 90 ft., still mind, timeless body, tongue of the sun and moon, wholeness of body; Save Fort +13, Ref +16, Will +16; Str 14 (16), Dex 16 (20), Con 12 (14), Int 10, Wis 16 (20), Cha 8.

Skills and Feats (88/11): Balance +14, Climb +8, Concentration +6, Diplomacy +5, Escape Artist +10, Hide +11, Jump +8, Knowledge (arcana) +6, Knowledge (reli-

gion) +6, Listen +11, Move Silently +10, Sense Motive +9, Spot +11, Swim +8, Tumble +14; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +2, bracers of armor +3, ring of protection +2, +5 kama, +2 sling, gloves of Dexterity +4, periapt of Wisdom +4, pale blue Ioun stone, pink Ioun stone, 36,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d8+22; hp 133; Init +6; Spd 90 ft.; AC 33, touch 27, flat-footed 27; Base Atk +15; Grp +22; Atk +19 or +24 melee (2d10+3/19–20/x2, unarmed strike or 1d6+8/19–20/x2, kama) or +23 ranged (1d4+5/x2, sling); Full Atk +19/+14/+9 or +24/+19/+14 melee (2d10+3/19–20/x2, unarmed strike or 1d6+8/19–20/x2, kama) or +23/+18/+13 ranged (1d4+5/x2, sling); SA flurry of blows, Ki strike (adamantine, lawful, magic), quivering palm, unarmed strike; SQ abundant step, diamond body, diamond soul, empty body, evasion, improved evasion, perfect self, purity of body, slow fall any distance, still mind, timeless body, tongue of the sun and moon, wholeness of body; Save Fort +14, Ref +18, Will +18; Str 14 (16), Dex 16 (22), Con 12 (14), Int 10, Wis 17 (23), Cha 8.

Skills and Feats (92/11): Balance +17, Climb +8, Concentration +6, Diplomacy +5, Escape Artist +11, Hide +12, Jump +8, Knowledge (arcana) +6, Knowledge (religion) +6, Listen +12, Move Silently +11, Sense Motive +10, Spot +12, Swim +8, Tumble +17; Combat Reflexes, Dodge, Improved Critical (kama), Improved Critical (unarmed strike), Improved Disarm, Improved Grapple, Improved Unarmed Strike, Mobility, Spring Attack, Stunning Fist, Weapon Focus (kama), Weapon Focus (unarmed strike).

Possessions: Amulet of natural armor +2, bracers of armor +4, ring of protection +2, +5 kama, +2 sling, gloves of Dexterity +6, periapt of Wisdom +6, pale blue Ioun stone, pink Ioun stone, 36,000 gp. Or: 220,000 gp total value.

PALADINS

LEVEL 1

CR 1; HD 1d10+1; hp 11; Init –1; Spd 30 ft.; AC 17, touch 9, flat-footed 17; Base Atk +1; Grp +3; Atk +4 melee (1d8+2/19–20/x2, longsword) or +0 ranged (1d8/x3, longbow); Full Atk +4 melee (1d8+2/19–20/x2, longsword) or +0 ranged (1d8/x3, longbow); SA smite evil 1/day; SQ aura of good, *detect evil*; Save Fort +3, Ref –1, Will +1; Str 14, Dex 8, Con 12, Int 10, Wis 13, Cha 15.

Skills and Feats (8/1): Concentration +3, Diplomacy +3, Handle Animal +3, Heal +3, Knowledge (religion) +1, Sense Motive +2; Weapon Focus (longsword).

Possessions: Splint mail, heavy steel shield, masterwork longsword, longbow, 350 gp. Or: 900 gp total value.

LEVEL 2

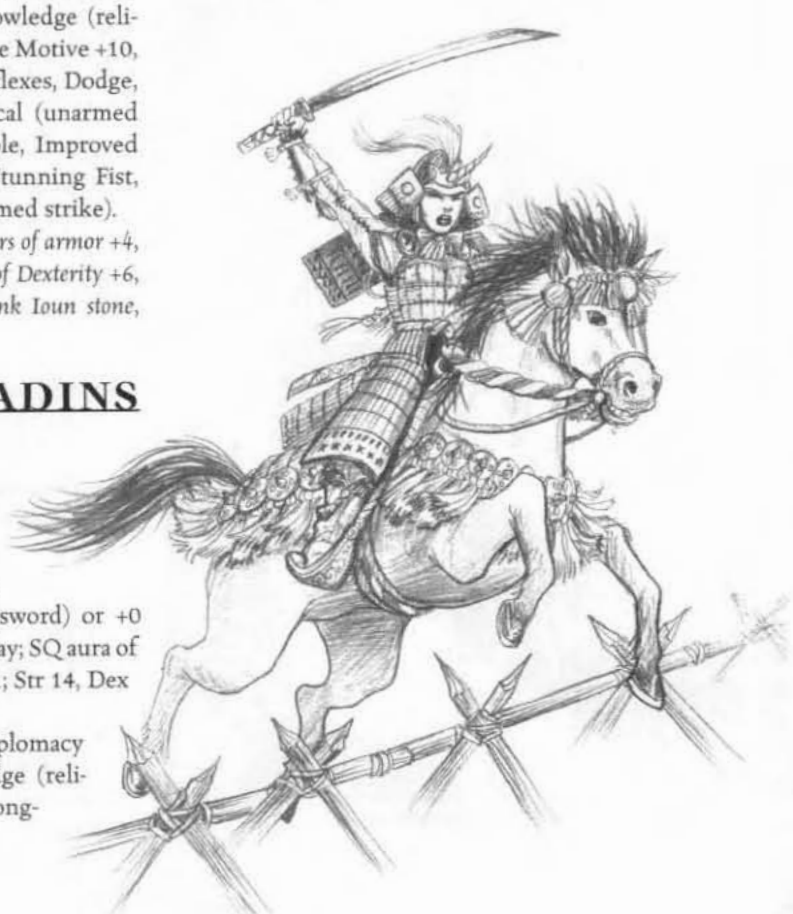
CR 2; HD 2d10+2; hp 17; Init –1; Spd 30 ft.; AC 18, touch 9, flat-footed 18; Base Atk +2; Grp +4; Atk +5 melee (1d8+2/19–20/x2, longsword) or +2 ranged (1d8/x3, longbow); Full Atk +5 melee (1d8+2/19–20/x2, longsword) or +2 ranged (1d8/x3, longbow); SA smite evil 1/day; SQ aura of good, *detect evil*, divine grace, lay on hands; Save Fort +6, Ref +1, Will +3; Str 14, Dex 8, Con 12, Int 10, Wis 13, Cha 15.

Skills and Feats (10/1): Concentration +3, Diplomacy +3, Handle Animal +3, Heal +3, Knowledge (religion) +1, Ride +1, Sense Motive +2; Weapon Focus (longsword).

Possessions: Half plate, heavy steel shield, masterwork longsword, masterwork longbow, 650 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d10+3; hp 24; Init –1; Spd 30 ft.; AC 18, touch 9, flat-footed 18; Base Atk +3; Grp +5; Atk +6 melee (1d8+2/19–20/x2, longsword) or +3 ranged (1d8/x3, longbow); Full Atk +6 melee (1d8+2/19–20/x2, longsword) or +3 ranged (1d8/x3, longbow); SA smite evil 1/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands; Save Fort +6, Ref +2, Will +4; Str 14, Dex 8, Con 12, Int 10, Wis 13, Cha 15.



Skills and Feats (12/2): Concentration +3, Diplomacy +3, Handle Animal +3, Heal +3, Knowledge (nobility and royalty) +1, Knowledge (religion) +2, Ride +1, Sense Motive +2; Improved Turning, Weapon Focus (longsword).

Possessions: Masterwork half plate, heavy steel shield, masterwork longsword, masterwork longbow, 1,150 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d10+4; hp 30; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +4; Grp +6; Atk +7 melee (1d8+2/19–20/x2, longsword) or +4 ranged (1d8/x3, longbow); Full Atk +7 melee (1d8+2/19–20/x2, longsword) or +4 ranged (1d8/x3, longbow); SA smite evil 1/day, turn undead 5/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands; Save Fort +7, Ref +2, Will +5; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 15.

Skills and Feats (14/2): Concentration +3, Diplomacy +3, Handle Animal +3, Heal +4, Knowledge (nobility and royalty) +1, Knowledge (religion) +3, Ride +2, Sense Motive +3; Improved Turning, Weapon Focus (longsword).

Paladin Spells Prepared (1; *save DC 12 + spell level*): 1st — *bless.*



Possessions: Full plate, masterwork heavy steel shield, masterwork longsword, masterwork longbow, 1,000 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d10+5; hp 37; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +5; Grp +7; Atk +8 melee (1d8+2/19–20/x2, longsword) or +5 ranged (1d8/x3, longbow); Full Atk +8 melee (1d8+2/19–20/x2, longsword) or +5 ranged (1d8/x3, longbow); SA smite evil 2/day, turn undead 5/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, special mount (empathic link, improved evasion, share saving throws, share spells); Save Fort +7, Ref +2, Will +5; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 15.

Skills and Feats (16/2): Concentration +3, Diplomacy +3, Handle Animal +3, Heal +4, Knowledge (nobility and royalty) +1, Knowledge (religion) +4, Ride +3, Sense Motive +3; Improved Turning, Weapon Focus (longsword).

Paladin Spells Prepared (1; *save DC 12 + spell level*): 1st — *bless.*

Possessions: Full plate, masterwork heavy steel shield, masterwork longsword, masterwork longbow, 3,300 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d10+6; hp 43; Init –1; Spd 30 ft.; AC 19, touch 9, flat-footed 19; Base Atk +6; Grp +8; Atk +9 melee (1d8+3/19–20/x2, longsword) or +6 ranged (1d8/x3, longbow); Full Atk +9/+4 melee (1d8+3/19–20/x2, longsword) or +6/+1 ranged (1d8/x3, longbow); SA smite evil 2/day, turn undead 5/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 1/week, special mount (empathic link, improved evasion, share saving throws, share spells); Save Fort +8, Ref +3, Will +6; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 15.

Skills and Feats (18/3): Concentration +4, Diplomacy +3, Handle Animal +3, Heal +4, Knowledge (nobility and royalty) +1, Knowledge (religion) +4, Ride +4, Sense Motive +3; Improved Turning, Mounted Combat, Weapon Focus (longsword).

Paladin Spells Prepared (2; *save DC 12 + spell level*): 1st — *bless, cure light wounds.*

Possessions: Full plate, masterwork heavy steel shield, *+1 longsword*, masterwork longbow, 2,900 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d10+7; hp 50; Init –1; Spd 30 ft.; AC 20, touch 9, flat-footed 20; Base Atk +7; Grp +9; Atk +10 melee (1d8+3/19–20/x2, longsword) or +7 ranged (1d8/x3, longbow); Full Atk +10/+5 melee (1d8+3/19–20/x2, longsword) or +7/+2 ranged (1d8/x3, longbow); SA smite evil 2/day, turn undead 5/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands,

remove disease 1/week, special mount (empathic link, improved evasion, share saving throws, share spells); Save Fort +8, Ref +3, Will +6; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 15.

Skills and Feats (20/3): Concentration +4, Diplomacy +4, Handle Animal +3, Heal +4, Knowledge (nobility and royalty) +1, Knowledge (religion) +4, Ride +4, Sense Motive +4; Improved Turning, Mounted Combat, Weapon Focus (longsword).

Paladin Spells Prepared (2; *save DC 12 + spell level*): 1st — *bless, cure light wounds.*

Possessions: +1 full plate, masterwork heavy steel shield, *+1 longsword,* masterwork longbow, 1,900 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d10+8; hp 56; Init –1; Spd 30 ft.; AC 21, touch 9, flat-footed 21; Base Atk +8; Grp +10; Atk +11 melee (1d8+3/19–20/x2, longsword) or +8 ranged (1d8/x3, longbow); Full Atk +11/+6 melee (1d8+3/19–20/x2, longsword) or +8/+3 ranged (1d8/x3, longbow); SA smite evil 2/day, turn undead 6/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 1/week, special mount (empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +10, Ref +4, Will +7; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 16.

Skills and Feats (22/3): Concentration +4, Diplomacy +5, Handle Animal +4, Heal +4, Knowledge (nobility and royalty) +3, Knowledge (religion) +4, Ride +4, Sense Motive +4; Improved Turning, Mounted Combat, Weapon Focus (longsword).

Paladin Spells Prepared (2/1; *save DC 12 + spell level*): 1st — *bless, cure light wounds;* 2nd — *shield other.*

Possessions: +1 full plate, +1 heavy steel shield, +1 longsword, masterwork longbow, 3,100 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d10+9; hp 63; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +9; Grp +11; Atk +12 melee (1d8+3/19–20/x2, longsword) or +9 ranged (1d8/x3, longbow); Full Atk +12/+7 melee (1d8+3/19–20/x2, longsword) or +9/+4 ranged (1d8/x3, longbow); SA smite evil 2/day, turn undead 6/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 2/week, special mount (empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +10, Ref +5, Will +8; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 16.

Skills and Feats (24/4): Concentration +4, Diplomacy +5, Handle Animal +4, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +4, Ride +4, Sense Motive +4; Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (2/1; *save DC 12 + spell level*): 1st — *bless, cure light wounds;* 2nd — *shield other.*

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, +1 longsword, masterwork longbow, 3,700 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d10+10; hp 69; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +10; Grp +12; Atk +13 melee (1d8+3/19–20/x2, longsword) or +10 ranged (1d8/x3, longbow); Full Atk +13/+8 melee (1d8+3/19–20/x2, longsword) or +10/+5 ranged (1d8/x3, longbow); SA smite evil 3/day, turn undead 6/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 2/week, special mount (empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +11, Ref +5, Will +8; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 16.

Skills and Feats (26/4): Concentration +4, Diplomacy +5, Handle Animal +5, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +4, Ride +5, Sense Motive +4; Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (2/2; *save DC 12 + spell level*): 1st — *bless, cure light wounds;* 2nd — *shield other, zone of truth.*

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, +1 longsword, masterwork longbow, 7,700 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d10+11; hp 76; Init –1; Spd 30 ft.; AC 22, touch 10, flat-footed 22; Base Atk +11; Grp +13; Atk +15 melee (1d8+4/19–20/x2, longsword) or +11 ranged (1d8/x3, longbow); Full Atk +15/+10/+5 melee (1d8+4/19–20/x2, longsword) or +11/+6/+1 ranged (1d8/x3, longbow); SA smite evil 3/day, turn undead 6/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 2/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +11, Ref +5, Will +8; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 16.

Skills and Feats (28/4): Concentration +4, Diplomacy +5, Handle Animal +5, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +6, Ride +5, Sense Motive +4; Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (2/2; *save DC 12 + spell level*): 1st — *bless, cure light wounds;* 2nd — *shield other, zone of truth.*

Possessions: +1 full plate, +1 heavy steel shield, ring of protection +1, +2 longsword, masterwork longbow, 7,500 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d10+12; hp 82; Init –1; Spd 30 ft.; AC 23, touch 10, flat-footed 23; Base Atk +12; Grp +14; Atk +16 melee (1d8+4/19–20/x2, longsword) or +12 ranged (1d8/x3, longbow); Full Atk +16/+11/+6 melee (1d8+4/19–20/x2, longsword) or +12/+7/+2 ranged (1d8/x3, longbow);

SA smite evil 3/day, turn undead 7/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 3/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +13, Ref +7, Will +10; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 17 (19).

Skills and Feats (30/5): Concentration +4, Diplomacy +6, Handle Animal +7, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +6, Ride +6, Sense Motive +4; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (2/2/1; save DC 12 + spell level): 1st — *bless, cure light wounds;* 2nd — *shield other, zone of truth;* 3rd — *prayer.*

Possessions: +2 full plate, +1 heavy steel shield, ring of protection +1, +2 longsword, masterwork longbow, *cloak of Charisma* +2, 6,500 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d10+13; hp 89; Init –1; Spd 30 ft.; AC 24, touch 10, flat-footed 24; Base Atk +13; Grp +15; Atk +17 melee (1d8+4/19–20/x2, longsword) or +13 ranged (1d8+1/x3, longbow); Full Atk +17/+12/+7 melee (1d8+4/19–20/x2, longsword) or +13/+8/+3 ranged (1d8+1/x3, longbow); SA smite evil 3/day, turn undead 7/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 3/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +13, Ref +7, Will +10; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 17 (19).

Skills and Feats (32/5): Concentration +6, Diplomacy +6, Handle Animal +7, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +6, Ride +6, Sense Motive +4; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (2/2/1; save DC 12 + spell level): 1st — *bless, cure light wounds;* 2nd — *shield other, zone of truth;* 3rd — *prayer.*

Possessions: +2 full plate, +2 heavy steel shield, ring of protection +1, +2 longsword, +1 longbow, cloak of Charisma +2, 9,500 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d10+14; hp 95; Init –1; Spd 30 ft.; AC 24, touch 10, flat-footed 24; Base Atk +14; Grp +16; Atk +19 melee (1d8+5/19–20/x2, longsword) or +14 ranged (1d8+1/x3, longbow); Full Atk +19/+14/+9 melee (1d8+5/19–20/x2, longsword) or +14/+9/+4 ranged (1d8+1/x3, longbow); SA smite evil 3/day, turn undead 7/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 3/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells); Save Fort +14, Ref +7, Will +10; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 17 (19).

Skills and Feats (34/5): Concentration +6, Diplomacy +6, Handle Animal +7, Heal +6, Knowledge (nobility and royalty) +3, Knowledge (religion) +6, Ride +6, Sense Motive +6; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Weapon Focus (longsword).

Paladin Spells Prepared (3/2/1; save DC 12 + spell level): 1st — *bless, cure light wounds, magic weapon;* 2nd — *shield other, zone of truth;* 3rd — *prayer.*

Possessions: +2 full plate, +2 heavy steel shield, ring of protection +1, +3 longsword, +1 longbow, cloak of Charisma +2, 9,500 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d10+15; hp 102; Init –1; Spd 30 ft.; AC 26, touch 10, flat-footed 26; Base Atk +15; Grp +17; Atk +20 melee (1d8+5/19–20/x2, longsword) or +15 ranged (1d8+1/x3, longbow); Full Atk +20/+15/+10 melee (1d8+5/19–20/x2, longsword) or +15/+10/+5 ranged (1d8+1/x3, longbow); SA smite evil 4/day, turn undead 7/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 4/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +14, Ref +9, Will +11; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 17 (19).

Skills and Feats (36/6): Concentration +6, Diplomacy +6, Handle Animal +7, Heal +6, Knowledge (nobility and royalty) +5, Knowledge (religion) +6, Ride +6, Sense Motive +6; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Weapon Focus (longsword).

Paladin Spells Prepared (3/2/1/1; save DC 12 + spell level): 1st — *bless, cure light wounds, magic weapon;* 2nd — *shield other, zone of truth;* 3rd — *prayer;* 4th — *cure serious wounds.*

Possessions: +3 full plate, +3 heavy steel shield, ring of protection +1, +3 longsword, +1 longbow, cloak of Charisma +2, 13,500 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d10+16; hp 108; Init –1; Spd 30 ft.; AC 28, touch 11, flat-footed 28; Base Atk +16; Grp +18; Atk +21 melee (1d8+5/19–20/x2, longsword) or +16 ranged (1d8+1/x3, longbow); Full Atk +21/+16/+11/+6 melee (1d8+5/19–20/x2, longsword) or +16/+11/+6/+1 ranged (1d8+1/x3, longbow); SA smite evil 4/day, turn undead 8/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 4/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +16, Ref +9, Will +12; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 18 (20).

Skills and Feats (38/6): Concentration +6, Diplomacy +8, Handle Animal +9, Heal +6, Knowledge (nobility and royalty) +5, Knowledge (religion) +6, Ride +8, Sense Motive +6; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Weapon Focus (longsword).

Paladin Spells Prepared (3/3/1/1; *save DC 12 + spell level*): 1st — *bless, cure light wounds, magic weapon*; 2nd — *remove paralysis, shield other, zone of truth*; 3rd — *prayer*; 4th — *cure serious wounds*.

Possessions: *+3 full plate, +3 heavy steel shield, amulet of natural armor +1, ring of protection +2, +3 longsword, +1 longbow, cloak of Charisma* +2, 23,500 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d10+17; hp 115; Init –1; Spd 30 ft.; AC 29, touch 11, flat-footed 29; Base Atk +17; Grp +19; Atk +23 melee (1d8+6/19–20/x2, longsword) or +17 ranged (1d8+1/x3, longbow); Full Atk +23/+18/+13/+8 melee (1d8+6/19–20/x2, longsword) or +17 ranged (1d8+1/x3, longbow); SA smite evil 4/day, turn undead 8/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 4/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +16, Ref +9, Will +12; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 18 (20).

Skills and Feats (40/6): Concentration +8, Diplomacy +8, Handle Animal +9, Heal +6, Knowledge (nobility and royalty) +5, Knowledge (religion) +6, Ride +8, Sense Motive +6; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Weapon Focus (longsword).



Paladin Spells Prepared (3/3/2/1; save DC 12 + spell level): 1st — *bless, cure light wounds, magic weapon;* 2nd — *remove paralysis, shield other, zone of truth;* 3rd — *magic circle against evil, prayer;* 4th — *cure serious wounds.*

Possessions: +4 full plate, +3 heavy steel shield, amulet of natural armor +1, ring of protection +2, +4 longsword, +1 longbow, cloak of Charisma +2, 25,500 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d10+18; hp 121; Init –1; Spd 30 ft.; AC 30, touch 11, flat-footed 30; Base Atk +18; Grp +20; Atk +25 melee (1d8+7/19–20/x2, longsword) or +18 ranged (1d8+1/x3, longbow); Full Atk +25/+20/+15/+10 melee (1d8+7/19–20/x2, longsword) or +18/+13/+8/+3 ranged (1d8+1/x3, longbow); SA smite evil 4/day, turn undead 8/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 5/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +17, Ref +10, Will +13; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 18 (20).

Skills and Feats (42/7): Concentration +8, Diplomacy +8, Handle Animal +9, Heal +6, Knowledge (nobility and royalty) +5, Knowledge (religion) +8, Ride +8, Sense Motive +6; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Trample, Weapon Focus (longsword).

Paladin Spells Prepared (4/3/2/1; save DC 12 + spell level): 1st — *bless, bless water, cure light wounds, magic weapon;* 2nd — *remove paralysis, shield other, zone of truth;* 3rd — *magic circle against evil, prayer;* 4th — *cure serious wounds.*

Possessions: +4 full plate, +4 heavy steel shield, amulet of natural armor +1, ring of protection +2, +5 longsword, +1 longbow, cloak of Charisma +2, 30,500 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d10+19; hp 128; Init –1; Spd 30 ft.; AC 30, touch 11, flat-footed 30; Base Atk +19; Grp +21; Atk +26 melee (1d8+7/19–20/x2, longsword) or +20 ranged (1d8+2/x3, longbow); Full Atk +26/+21/+16/+11 melee (1d8+7/19–20/x2, longsword) or +20/+15/+10/+5 ranged (1d8+2/x3, longbow); SA smite evil 4/day, turn undead 10/day; SQ aura of courage, aura of good, *detect evil,* divine grace, divine health, lay on hands, remove disease 5/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +19, Ref +12, Will +15; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 18 (24).

Skills and Feats (44/7): Concentration +8, Diplomacy +10, Handle Animal +11, Heal +7, Knowledge (nobility and royalty) +5, Knowledge (religion) +8, Ride +8, Sense Motive +7; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Trample, Weapon Focus (longsword).

Paladin Spells Prepared (4/4/3/2; save DC 12 + spell level): 1st — *bless, bless water, cure light wounds, magic weapon;* 2nd — *eagle's splendor, remove paralysis, shield other, zone of truth;* 3rd — *magic circle against evil, prayer, remove curse;* 4th — *cure serious wounds, holy sword.*



Possessions: +4 full plate, +4 heavy steel shield, amulet of natural armor +1, ring of protection +2, +5 longsword, +2 longbow, cloak of Charisma +6, 44,500 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d10+20; hp 134; Init –1; Spd 30 ft.; AC 30, touch 11, flat-footed 30; Base Atk +20; Grp +22; Atk +27 melee (1d8+7/19–20/x2, longsword) or +21 ranged (1d8+2/x3, longbow); Full Atk +27/+22/+17/+12 melee (1d8+7/19–20/x2, longsword) or +21/+16/+11/+6 ranged (1d8+2/x3, longbow); SA smite evil 5/day, turn undead 10/day; SQ aura of courage, aura of good, *detect evil*, divine grace, divine health, lay on hands, remove disease 5/week, special mount (*command* creatures of same kind, empathic link, improved evasion, improved speed, share saving throws, share spells, spell resistance); Save Fort +20, Ref +12, Will +15; Str 14, Dex 8, Con 12, Int 10, Wis 14, Cha 19 (25).

Skills and Feats (46/7): Concentration +8, Diplomacy +10, Handle Animal +11, Heal +8, Knowledge (nobility and royalty) +5, Knowledge (religion) +8, Ride +8, Sense Motive +8; Improved Critical (longsword), Improved Turning, Mounted Combat, Ride by Attack, Spirited Charge, Trample, Weapon Focus (longsword).

Paladin Spells Prepared (4/4/3/3; save DC 12 + spell level): 1st — *bless, bless water, cure light wounds, magic weapon*; 2nd — *eagle's splendor, remove paralysis, shield other, zone of truth*; 3rd — *magic circle against evil, prayer, remove curse*; 4th — *cure serious wounds, holy sword, mark of justice.*

Possessions: +4 full plate, +4 heavy steel shield, amulet of natural armor +1, ring of protection +2, +5 longsword, +2 longbow, cloak of Charisma +6, 94,500 gp. Or: 220,000 gp total value.

RANGERS

LEVEL 1

CR 1; HD 1d8+1; hp 9; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +1; Grp +3; Atk +4 melee (1d8+2/19–20/×2, longsword) or +4 ranged (1d8+2/×3, composite longbow); Full Atk +4 melee (1d8+2/19–20/×2, longsword); or +0 melee (1d8+2/19–20/×2, longsword) and –5 melee (1d6+2/19–20/×2, short sword); or +4 ranged (1d8+2/×3, composite longbow); SA —; SQ favored enemy humans +2, wild empathy; Save Fort +3, Ref +4, Will +1; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (24/2): Climb +3, Handle Animal +1, Heal +2, Hide +3, Jump +4, Knowledge (geography) +1, Knowledge (nature) +2, Listen +3, Move Silently +3, Ride +4, Search +1, Spot +3, Survival +4, Swim +3, Use Rope +4; Track, Weapon Focus (longsword).

Possessions: Studded leather, longsword, masterwork composite longbow (+2 Str), 350 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8+2; hp 15; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +2; Grp +4; Atk +6 melee (1d8+2/19–20/×2, longsword) or +5 ranged (1d8+2/×3, composite longbow); Full Atk +6 melee (1d8+2/19–20/×2, longsword); or +4 melee (1d8+2/19–20/×2, longsword) and +3 melee (1d6+2/19–20/×2, short sword); or +5 ranged (1d8+2/×3, composite longbow); SA —; SQ favored enemy humans +2, wild empathy; Save Fort +4, Ref +5, Will +1; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (30/3): Climb +3, Handle Animal +3, Heal +2, Hide +3, Jump +4, Knowledge (geography) +2, Knowledge (nature) +4, Listen +3, Move Silently +3, Ride +4, Search +2, Spot +3, Survival +4, Swim +3, Use Rope +4; Track, Two Weapon Fighting, Weapon Focus (longsword).

Possessions: Masterwork studded leather, masterwork longsword, masterwork short sword, masterwork composite longbow (+2 Str), 700 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8+3; hp 20; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +3; Grp +5; Atk +6 melee (1d8+2/19–20/×2, longsword) or +6 ranged (1d8+2/×3, composite longbow); Full Atk +6 melee (1d8+2/19–20/×2, longsword); or +4 melee (1d8+2/19–20/×2, longsword) and +4 melee (1d6+2/19–20/×2, short sword); or +6 ranged (1d8+2/×3, composite longbow); SA —; SQ favored enemy humans +2, wild empathy; Save Fort +4, Ref +5, Will +2; Str 14, Dex 15, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (36/5): Climb +3, Craft (bowmaking) +2, Handle Animal +4, Heal +3, Hide +3, Jump +4, Knowledge (geography) +2, Knowledge (nature) +4, Listen +3, Move Silently +3, Ride +5, Search +2, Spot +3, Survival +4, Swim +4, Use Rope +4; Endurance, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Possessions: Masterwork studded leather, masterwork longsword, masterwork short sword, masterwork composite longbow (+2 Str), 1,200 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d8+4; hp 25; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +6; Atk +8 melee (1d8+2/19–20/×2, longsword) or +7 ranged (1d8+2/×3, composite longbow); Full Atk +8 melee (1d8+2/19–20/×2, longsword); or +6 melee (1d8+2/19–20/×2, longsword) and +6 melee (1d6+2/19–20/×2, short sword); or +7 ranged (1d8+2/×3, composite longbow); SA —; SQ animal companion (link, share spells), favored enemy humans +2, wild empathy; Save Fort +5, Ref +7, Will +2; Str 14, Dex 16, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (42/5): Climb +3, Concentration +4, Craft (bowmaking) +3, Handle Animal +4, Heal +3, Hide +4, Jump +4, Knowledge (geography) +3, Knowledge (nature) +5, Listen +3, Move Silently +4, Ride +6, Search +2, Spot +3, Survival +4, Swim +4, Use Rope +5; Endurance, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (1; save DC 11 + spell level): 0 – Longstrider.



Possessions: +1 studded leather, masterwork longsword, masterwork short sword, masterwork composite longbow (+2 Str), 1,000 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d8+5; hp 31; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +5; Grp +7; Atk +9 melee (1d8+2/19–20/×2, longsword) or +8 ranged (1d8+2/×3, composite longbow); Full Atk +9 melee (1d8+2/19–20/×2, longsword); or +7 melee (1d8+2/19–20/×2, longsword) and +7 melee (1d6+2/19–20/×2, short sword); or +8 ranged (1d8+2/×3, composite longbow); SA —; SQ animal companion (link, share spells), favored enemy elves +2, favored enemy humans +4, wild empathy; Save Fort +5, Ref +7, Will +2; Str 14, Dex 16, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (48/5): Climb +3, Concentration +4, Craft (bowmaking) +3, Handle Animal +4, Heal +3, Hide +5, Jump +4, Knowledge (geography) +3, Knowledge (nature) +5, Listen +4, Move Silently +5, Ride +6, Search +4, Spot +4, Survival +4, Swim +4, Use Rope +5; Endurance, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (1; save DC 11 + spell level): 0 – Longstrider.

Possessions: +1 studded leather, masterwork longsword, masterwork short sword, masterwork composite longbow (+2 Str), 2,000 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d8+6; hp 37; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +6; Grp +8; Atk +10 melee (1d8+3/19–20/×2, longsword) or +10 ranged (1d8+2/×3, composite longbow); Full Atk +10/+5 melee (1d8+3/19–20/×2, longsword); or +8/+3 melee (1d8+3/19–20/×2, longsword) and +8/+3 melee (1d6+2/19–20/×2, short sword); or +10/+5 ranged (1d8+2/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), favored enemy elves +2, favored enemy humans +4, wild empathy; Save Fort +6, Ref +8, Will +3; Str 14, Dex 16, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (54/7): Climb +5, Concentration +4, Craft (bowmaking) +3, Handle Animal +5, Heal +3, Hide +5, Jump +4, Knowledge (geography) +3, Knowledge (nature) +5, Listen +4, Move Silently +5, Ride +7, Search +4, Spot +4, Survival +4, Swim +5, Use Rope +6; Endurance, Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2; save DC 11 + spell level): 0 – Jump, Longstrider.

Possessions: +1 studded leather, +1 longsword, masterwork short sword, masterwork composite longbow (+2 Str), 2,300 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d8+7; hp 42; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +7; Grp +9; Atk +11 melee (1d8+3/19–20/×2, longsword) or +11 ranged (1d8+3/×3, composite longbow); Full Atk +11/+6 melee (1d8+3/19–20/×2, longsword); or +9/+4 melee (1d8+3/19–20/×2, longsword) and +9/+4 melee (1d6+2/19–20/×2, short sword); or +11/+6 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), favored enemy elves +2, favored enemy humans +4, wild empathy, woodland stride; Save Fort +6, Ref +8, Will +3; Str 14, Dex 16, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (60/7): Climb +5, Concentration +6, Craft (bowmaking) +5, Handle Animal +5, Heal +3, Hide +5, Jump +4, Knowledge (geography) +4, Knowledge (nature) +6, Listen +4, Move Silently +5, Ride +7, Search +4, Spot +4, Survival +4, Swim +5, Use Rope +6; Endurance, Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2; *save DC 11 + spell level*): 0 – Jump, Longstrider.

Possessions: +1 studded leather, +1 longsword, masterwork short sword, *+1 composite longbow* (+2 Str), 900 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d8+8; hp 48; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +8; Grp +10; Atk +12 melee (1d8+3/19–20/×2, longsword) or +13 ranged (1d8+3/×3, composite longbow); Full Atk +12/+7 melee (1d8+3/19–20/×2, longsword); or +10/+5 melee (1d8+3/19–20/×2, longsword) and +10/+5 melee (1d6+3/19–20/×2, short sword); or +13/+8 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), favored enemy elves +2, favored enemy humans +4, swift tracker, wild empathy, woodland stride; Save Fort +7, Ref +9, Will +3; Str 14, Dex 17, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (66/7): Climb +5, Concentration +6, Craft (bowmaking) +7, Handle Animal +6, Heal +3, Hide +5, Jump +4, Knowledge (geography) +4, Knowledge (nature) +6, Listen +4, Move Silently +5, Ride +8, Search +4, Spot +4, Survival +6, Swim +5, Use Rope +6; Endurance, Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2; *save DC 11 + spell level*): 0 – Jump, Longstrider.

Possessions: +1 studded leather, +1 longsword, +1 short sword, +1 composite longbow (+2 Str), 1,400 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d8+9; hp 53; Init +3; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +9; Grp +11; Atk +13 melee (1d8+3/17–20/×2, longsword) or +14 ranged (1d8+3/×3, composite longbow); Full Atk +13/+8 melee (1d8+3/17–20/×2, longsword); or +11/+6 melee (1d8+3/17–20/×2, longsword) and +11/+6 melee (1d6+3/19–20/×2, short sword); or +14/+9 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), evasion, favored enemy elves +2, favored enemy humans +4, swift tracker, wild empathy, woodland stride; Save Fort +7, Ref +9, Will +4; Str 14, Dex 17, Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (72/8): Climb +6, Concentration +6, Craft (bowmaking) +7, Handle Animal +6, Heal +3, Hide +6, Jump +6, Knowledge (geography) +4, Knowledge (nature) +6, Listen +4, Move Silently +6, Ride +8, Search +4, Spot +4, Survival +6, Swim +6, Use Rope +6; Endurance, Improved Critical (longsword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2; *save DC 11 + spell level*): 0 – Jump, Longstrider.

Possessions: +1 studded leather, +1 longsword, +1 short sword, +1 composite longbow (+2 Str), 4,000 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8+10; hp 59; Init +3; Spd 30 ft.; AC 18, touch 14, flat-footed 14; Base Atk +10; Grp +12; Atk +14 melee (1d8+3/17–20/×2, longsword) or +16 ranged (1d8+3/×3, composite longbow); Full Atk +14/+9 melee (1d8+3/17–20/×2, longsword); or +12/+7 melee (1d8+3/17–20/×2, longsword) and +12/+7 melee (1d6+3/19–20/×2, short sword); or +16/+11 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy humans +6, swift tracker, wild empathy, woodland stride; Save Fort +8, Ref +11, Will +4; Str 14, Dex 17 (19), Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (78/8): Climb +6, Concentration +6, Craft (bowmaking) +7, Handle Animal +7, Heal +3, Hide +7, Jump +6, Knowledge (geography) +6, Knowledge (nature) +8, Listen +4, Move Silently +7, Ride +10, Search +4, Spot +4, Survival +6, Swim +6, Use Rope +7; Endurance, Improved Critical (longsword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2/1; *save DC 11 + spell level*): 0 – Jump, Longstrider; 1st – Snare.

Possessions: +1 studded leather, +1 longsword, +1 short sword, +1 composite longbow (+2 Str), *gloves of Dexterity* +2, 4,000 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8+11; hp 64; Init +4; Spd 30 ft.; AC 19, touch 14, flat-footed 15; Base Atk +11; Grp +13; Atk +16 melee (1d8+4/17–20/×2, longsword) or +17 ranged (1d8+3/×3, composite longbow); Full Atk +16/+11/+6 melee (1d8+4/17–20/×2, longsword); or +14/+9/+4 melee (1d8+4/17–20/×2, longsword) and +13/+8/+3 melee (1d6+3/19–20/×2, short sword); or +17/+12/+7 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (evasion, link, share spells), evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy humans +6, swift tracker, wild empathy, woodland stride; Save Fort +8, Ref +11, Will +4; Str 14, Dex 17 (19), Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (84/9): Climb +6, Concentration +7, Craft (bowmaking) +8, Handle Animal +7, Heal +5, Hide +8, Jump +6, Knowledge (geography) +6, Knowledge (nature) +8, Listen +4, Move Silently +8, Ride +10, Search +4, Spot +4, Survival +6, Swim +6, Use Rope +7; Endurance, Greater Two Weapon Fighting, Improved Critical (long-

sword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2/1; save DC 11 + spell level): 0 – Jump, Longstrider; 1st – Snare.

Possessions: +2 studded leather, +2 longsword, +1 short sword, +1 composite longbow (+2 Str), gloves of Dexterity +2. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8+12; hp 70; Init +5; Spd 30 ft.; AC 20, touch 15, flat-footed 15; Base Atk +12; Grp +14; Atk +17 melee (1d8+4/17–20/×2, longsword) or +19 ranged (1d8+3/×3, composite longbow); Full Atk +17/+12/+7 melee (1d8+4/17–20/×2, longsword); or +15/+10/+5 melee (1d8+4/17–20/×2, longsword) and +14/+9/+4 melee (1d6+3/17–20/×2, short sword); or +19/+14/+9 ranged (1d8+3/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy humans +6, swift tracker, wild empathy, woodland stride; Save Fort +9, Ref +13, Will +5; Str 14, Dex 18 (20), Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (90/10): Climb +6, Concentration +7, Craft (bowmaking) +8, Handle Animal +7, Heal +6, Hide +9, Jump +6, Knowledge (geography) +6, Knowledge (nature) +8, Listen +6, Move Silently +9, Ride +11, Search +4, Spot +6, Survival +6, Swim +6, Use Rope +9; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2/1; save DC 11 + spell level): 0 – Jump, Longstrider; 1st – Snare.

Possessions: +2 studded leather, +2 longsword, +1 short sword, +1 composite longbow (+2 Str), gloves of Dexterity +2, 6,800 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8+13; hp 75; Init +5; Spd 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +13; Grp +15; Atk +18 melee (1d8+4/17–20/×2, longsword) or +21 ranged (1d8+4/×3, composite longbow); Full Atk +18/+13/+8 melee (1d8+4/17–20/×2, longsword); or +16/+11/+6 melee (1d8+4/17–20/×2, longsword) and +15/+10/+5 melee (1d6+3/17–20/×2, short sword); or +21/+16/+11 ranged (1d8+4/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy humans +6, swift tracker, wild empathy, woodland stride; Save Fort +9, Ref +13, Will +5; Str 14, Dex 18 (20), Con 13, Int 10, Wis 12, Cha 8.

Skills and Feats (96/10): Climb +6, Concentration +7, Craft (bowmaking) +8, Handle Animal +7, Heal +6, Hide +9, Jump +6, Knowledge (geography) +8, Knowledge (nature) +10, Listen +6, Move Silently +9, Ride +11, Search +5, Spot +6, Survival +6, Swim +6, Use Rope +10; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (2/1; save DC 11 + spell level): 0 – Jump, Longstrider; 1st – Snare.

Possessions: +2 studded leather, amulet of natural armor +1, ring of protection +1, +2 longsword, +1 short sword, +2 composite longbow (+2 Str), gloves of Dexterity +2, 3,800 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d8+14; hp 81; Init +5; Spd 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +14; Grp +16; Atk +19 melee (1d8+4/17–20/×2, longsword) or +22 ranged (1d8+4/×3, composite longbow); Full Atk +21/+16/+11 melee (1d8+4/17–20/×2, longsword); or +19/+14/+9 melee (1d8+4/17–20/×2, longsword) and +19/+14/+9 melee (1d6+4/17–20/×2, short sword); or +22/+17/+12 ranged (1d8+4/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy humans +6, swift tracker, wild empathy, woodland stride; Save Fort +10, Ref +14, Will +6; Str 14, Dex 18 (20), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (102/10): Climb +7, Concentration +7, Craft (bowmaking) +8, Handle Animal +8, Heal +8, Hide +9, Jump +7, Knowledge (geography) +8, Knowledge (nature) +10, Listen +7, Move Silently +9, Ride +11, Search +6, Spot +7, Survival +7, Swim +7, Use Rope +10; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (3/2/1; save DC 12 + spell level): 1st – Alarm, Jump, Longstrider; 2nd – Barkskin, Snare; 3rd – Water Walk.

Possessions: +2 studded leather, amulet of natural armor +1, ring of protection +1, +2 longsword, +2 short sword, +2 composite longbow (+2 Str), gloves of Dexterity +2, periapt of Wisdom +2, 3,800 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d8+15; hp 86; Init +5; Spd 30 ft.; AC 23, touch 16, flat-footed 18; Base Atk +15; Grp +17; Atk +20 melee (1d8+4/17–20/×2, longsword) or +23 ranged (1d8+4/×3, composite longbow); Full Atk +20/+15/+10 melee (1d8+4/17–20/×2, longsword); or +18/+13/+8 melee (1d8+4/17–20/×2, longsword) and +18/+13/+8

melee (1d6+4/17–20/×2, short sword); or +23/+18/+13 ranged (1d8+4/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy halflings +2, favored enemy humans +8, swift tracker, wild empathy, woodland stride; Save Fort +10, Ref +14, Will +7; Str 14, Dex 18 (20), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (108/11): Climb +7, Concentration +8, Craft (bowmaking) +9, Handle Animal +9, Heal +8, Hide +9, Jump +7, Knowledge (geography) +8, Knowledge (nature) +10, Listen +7, Move Silently +9, Ride +12, Search +6, Spot +7, Survival +7, Swim +7, Use Rope +12; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (3/2/1/1; save DC 12 + spell level): 1st – Alarm, Jump, Longstrider; 2nd – Barkskin, Snare; 3rd – Water Walk; 4th – Freedom of Movement.

Possessions: +3 studded leather, amulet of natural armor +1, ring of protection +1, +2 longsword, +2 short sword, +2 composite longbow (+2 Str), gloves of Dexterity +2, periapt of Wisdom +2, 12,800 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d8+16; hp 92; Init +5; Spd 30 ft.; AC 23, touch 16, flat-footed 18; Base Atk +16; Grp +20; Atk +23 melee (1d8+6/17–20/×2, longsword) or +24 ranged (1d8+6/×3, composite longbow); Full Atk +23/+18/+13/+8 melee (1d8+6/17–20/×2, longsword); or +21/+16/+11/+6 melee (1d8+6/17–20/×2, longsword) and +21/+16/+11 melee (1d6+6/17–20/×2, short sword); or +24/+19/+14/+9 ranged (1d8+6/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy halflings +2, favored enemy humans +8, swift tracker, wild empathy, woodland stride; Save Fort +11, Ref +15, Will +7; Str 14 (18), Dex 19 (21), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (114/11): Climb +8, Concentration +8, Craft (bowmaking) +9, Handle Animal +9, Heal +8, Hide +9, Jump +8, Knowledge (geography) +8, Knowledge (nature) +10, Listen +9, Move Silently +9, Ride +12, Search +8, Spot +9, Survival +7, Swim +8, Use Rope +12; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (3/3/1/1; save DC 12 + spell level): 1st – Alarm, Jump, Longstrider; 2nd – Barkskin, Snare, Wind Wall; 3rd – Water Walk; 4th – Freedom of Movement.

Possessions: +3 studded leather, amulet of natural armor +1, ring of protection +1, +2 longsword, +2 short sword, +2 composite longbow (+4 Str), belt of giant Strength +4, gloves of Dexterity +2, periapt of Wisdom +2, 10,600 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d8+17; hp 97; Init +6; Spd 30 ft.; AC 24, touch 17, flat-footed 18; Base Atk +17; Grp +21; Atk +24 melee (1d8+6/17–20/×2, longsword) or +26 ranged (1d8+6/×3, composite longbow); Full Atk +24/+19/+14/+9 melee (1d8+6/17–20/×2, longsword); or +22/+17/+12/+7 melee (1d8+6/17–20/×2, longsword) and +22/+17/+12 melee (1d6+6/17–20/×2, short sword); or +26/+21/+16/+11 ranged (1d8+6/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy halflings +2, favored enemy humans +8, hide in plain sight, swift tracker, wild empathy, woodland stride; Save Fort +11, Ref +16, Will +7; Str 14 (18), Dex 19 (23), Con 13, Int 10, Wis 12 (14), Cha 8.



Skills and Feats (120/11): Climb +9, Concentration +8, Craft (bowmaking) +9, Handle Animal +9, Heal +9, Hide +11, Jump +9, Knowledge (geography) +8, Knowledge (nature) +10, Listen +9, Move Silently +11, Ride +13, Search +8, Spot +10, Survival +7, Swim +8, Use Rope +13; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (3/3/2/1; *save DC 12 + spell level*): 1st – Alarm, Jump, Longstrider; 2nd – Barkskin, Snare, Wind Wall; 3rd – Greater Magic Fang, Water Walk; 4th – Freedom of Movement.

Possessions: +3 studded leather, amulet of natural armor +1, ring of protection +1, +2 longsword, +2 short sword, +2 composite longbow (+4 Str), belt of giant Strength +4, gloves of Dexterity +4, periapt of Wisdom +2, 21,600 gp. Or: 100,000 gp total value.



LEVEL 18

CR 18; HD 18d8+18; hp 103; Init +6; Spd 30 ft.; AC 25, touch 17, flat-footed 19; Base Atk +18; Grp +22; Atk +26 melee (1d8+7/17–20/×2, longsword) or +28 ranged (1d8+7/×3, composite longbow); Full Atk +26/+21/+16/+11 melee (1d8+7/17–20/×2, longsword); or +24/+19/+14/+9 melee (1d8+7/17–20/×2, longsword) and +24/+19/+14 melee (1d6+7/17–20/×2, short sword); or +28/+23/+18/+13 ranged (1d8+7/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy halflings +2, favored enemy humans +8, hide in plain sight, swift tracker, wild empathy, woodland stride; Save Fort +12, Ref +17, Will +8; Str 14 (18), Dex 19 (23), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (126/12): Climb +9, Concentration +8, Craft (bowmaking) +9, Handle Animal +9, Heal +9, Hide +13, Jump +9, Knowledge (geography) +8, Knowledge (nature) +10, Listen +9, Move Silently +13, Ride +13, Search +8, Spot +9, Survival +9, Swim +9, Use Rope +13; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Manyshot, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (4/3/2/1; *save DC 12 + spell level*): 1st – Alarm, Jump, Longstrider, Pass Without Trace; 2nd – Barkskin, Snare, Wind Wall; 3rd – Greater Magic Fang, Water Walk; 4th – Freedom of Movement.

Possessions: +4 studded leather, amulet of natural armor +1, ring of protection +1, +3 longsword, +3 short sword, +3 composite longbow (+4 Str), belt of giant Strength +4, gloves of Dexterity +4, periapt of Wisdom +2, 14,600 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d8+19; hp 108; Init +6; Spd 30 ft.; AC 26, touch 18, flat-footed 19; Base Atk +19; Grp +23; Atk +27 melee (1d8+7/17–20/×2, longsword) or +29 ranged (1d8+7/×3, composite longbow); Full Atk +27/+22/+17/+12 melee (1d8+7/17–20/×2, longsword); or +25/+20/+15/+10 melee (1d8+7/17–20/×2, longsword) and +25/+20/+15 melee (1d6+7/17–20/×2, short sword); or +29/+24/+19/+14 ranged (1d8+7/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy halflings +2, favored enemy humans +8, hide in plain sight, swift tracker, wild empathy, woodland stride; Save Fort +12, Ref +17, Will +8; Str 14 (18), Dex 19 (23), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (132/12): Climb +11, Concentration +8, Craft (bowmaking) +9, Handle Animal +10, Heal +9, Hide +13, Jump +9, Knowledge (geography) +8, Knowledge (nature) +10, Listen +9, Move Silently +13, Ride +14,

Search +8, Spot +9, Survival +11, Swim +9, Use Rope +13; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Manyshot, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (4/4/3/2; save DC 12 + spell level): 1st – Alarm, Jump, Longstrider, Pass Without Trace; 2nd – Barkskin, Cat's Grace, Snare, Wind Wall; 3rd – Greater Magic Fang, Remove Disease, Water Walk; 4th – Commune With Nature, Freedom of Movement.

Possessions: +4 studded leather, amulet of natural armor +1, ring of protection +1, +3 longsword, +3 short sword, +3 composite longbow (+4 Str), belt of giant Strength +4, gloves of Dexterity +4, periapt of Wisdom +2, 54,600 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d8+20; hp 114; Init +7; Spd 30 ft.; AC 26, touch 18, flat-footed 19; Base Atk +20; Grp +24; Atk +29 melee (1d8+8/17–20/×2, longsword) or +31 ranged (1d8+8/×3, composite longbow); Full Atk +29/+24/+19/+14 melee (1d8+8/17–20/×2, longsword); or +27/+22/+17/+12 melee (1d8+8/17–20/×2, longsword) and +27/+22/+17 melee (1d6+8/17–20/×2, short sword); or +31/+26/+21/+16 ranged (1d8+8/×3, composite longbow); SA —; SQ animal companion (devotion, evasion, link, multiattack, share spells), camouflage, evasion, favored enemy dwarves +2, favored enemy elves +2, favored enemy gnomes +2, favored enemy halflings +2, favored enemy humans +10, hide in plain sight, swift tracker, wild empathy, woodland stride; Save Fort +13, Ref +19, Will +8; Str 14 (18), Dex 20 (24), Con 13, Int 10, Wis 12 (14), Cha 8.

Skills and Feats (138/12): Climb +11, Concentration +8, Craft (bowmaking) +9, Handle Animal +10, Heal +11, Hide +14, Jump +9, Knowledge (geography) +8, Knowledge (nature) +10, Listen +10, Move Silently +14, Ride +15, Search +9, Spot +10, Survival +11, Swim +10, Use Rope +14; Endurance, Greater Two Weapon Fighting, Improved Critical (longsword), Improved Critical (short sword), Improved Two Weapon Fighting, Manyshot, Point Blank Shot, Rapid Shot, Track, Two Weapon Fighting, Weapon Focus (longsword), Weapon Focus (short sword).

Ranger Spells Prepared (4/4/3/3; save DC 12 + spell level): 1st – Alarm, Jump, Longstrider, Pass Without Trace; 2nd – Barkskin, Cat's Grace, Snare, Wind Wall; 3rd – Greater Magic Fang, Remove Disease, Water Walk; 4th – Commune With Nature, Freedom of Movement, Nondetection.

Possessions: +4 studded leather, amulet of natural armor +1, ring of protection +1, +4 longsword, +4 short sword, +4 composite longbow (+4 Str), belt of giant Strength +4, gloves of Dexterity +4, periapt of Wisdom +2, 62,600 gp. Or: 220,000 gp total value.

ROGUES

LEVEL 1

CR 1; HD 1d6+1; hp 7; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +0; Grp +1; Atk +3 melee (1d6+1/19–20/x2, short sword) or +3 ranged (1d6/x3, shortbow); Full Atk +3 melee (1d6+1/19–20/x2, short sword) or +3 ranged (1d6/x3, shortbow); SA sneak attack +1d6; SQ trapfinding; Save Fort +1, Ref +4, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (40/1): Appraise +1, Balance +4, Bluff +2, Climb +2, Craft (trapmaking) +3, Decipher Script +3, Disable Device +4, Disguise +1, Escape Artist +4, Forgery +3, Hide +4, Jump +4, Knowledge (local) +3, Listen +2, Move Silently +4, Open Lock +4, Search +1, Sense Motive +2, Sleight of Hand +4, Spot +2, Swim +3, Tumble +4, Use Magic Device +1, Use Rope +3; Weapon Finesse.

Possessions: Masterwork studded leather, masterwork short sword, masterwork shortbow, 100 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d6+2; hp 11; Init +2; Spd 30 ft.; AC 15, touch 12, flat-footed 13; Base Atk +1; Grp +2; Atk +4 melee (1d6+1/19–20/x2, short sword) or +4 ranged (1d6/x3, shortbow); Full Atk +4 melee (1d6+1/19–20/x2, short sword) or +4 ranged (1d6/x3, shortbow); SA sneak attack +1d6; SQ evasion, trapfinding; Save Fort +1, Ref +5, Will +0; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (50/1): Appraise +1, Balance +4, Bluff +2, Climb +2, Craft (trapmaking) +3, Decipher Script +3, Diplomacy +1, Disable Device +4, Disguise +3, Escape Artist +4, Forgery +3, Gather Information +1, Hide +4, Intimidate +1, Jump +4, Knowledge (local) +3, Listen +2, Move Silently +4, Open Lock +4, Search +2, Sense Motive +2, Sleight of Hand +4, Spot +2, Swim +3, Tumble +4, Use Magic Device +2, Use Rope +3; Weapon Finesse.

Possessions: Masterwork studded leather, masterwork short sword, masterwork shortbow, 1,200 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d6+3; hp 16; Init +2; Spd 30 ft.; AC 16, touch 12, flat-footed 14; Base Atk +2; Grp +3; Atk +5 melee (1d6+1/19–20/x2, short sword) or +5 ranged (1d6/x3, shortbow); Full Atk +5 melee (1d6+1/19–20/x2, short sword) or +5 ranged (1d6/x3, shortbow); SA sneak attack +2d6; SQ evasion, trap sense +1, trapfinding; Save Fort +2, Ref +5, Will +1; Str 12, Dex 15, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (60/2): Appraise +1, Balance +4, Bluff +2, Climb +2, Craft (trapmaking) +3, Decipher Script +3, Diplomacy +1, Disable Device +4, Disguise +3, Escape Artist +4, Forgery +3, Gather Information +1, Hide +4, Intimidate +1, Jump +4, Knowledge (local) +3, Listen +2,

Move Silently +4, Open Lock +4, Search +2, Sense Motive +2, Sleight of Hand +4, Spot +2, Swim +3, Tumble +4, Use Magic Device +2, Use Rope +3; Improved Initiative, Weapon Finesse.

Possessions: Masterwork studded leather, masterwork buckler, masterwork short sword, masterwork shortbow, 1,500 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d6+4; hp 20; Init +7; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +3; Grp +4; Atk +7 melee (1d6+1/19–20/x2, short sword) or +7 ranged (1d6/x3, shortbow); Full Atk +7 melee (1d6+1/19–20/x2, short sword) or +7 ranged (1d6/x3, shortbow); SA sneak attack +2d6; SQ evasion, trap sense +1, trapfinding, uncanny dodge; Save Fort +2, Ref +7, Will +1; Str 12, Dex 16, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (70/2): Appraise +1, Balance +6, Bluff +4, Climb +2, Craft (trapmaking) +3, Decipher Script +3, Diplomacy +1, Disable Device +5, Disguise +3, Escape Artist +6, Forgery +3, Gather Information +1, Hide +6, Intimidate +1, Jump +4, Knowledge (local) +3, Listen +2, Move Silently +6, Open Lock +6, Search +2, Sense Motive +2, Sleight of Hand +6, Spot +2, Swim +3, Tumble +6, Use Magic Device +2, Use Rope +4; Improved Initiative, Weapon Finesse.

Possessions: Masterwork studded leather, masterwork buckler, masterwork short sword, masterwork shortbow, 2,300 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d6+5; hp 25; Init +7; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +3; Grp +4; Atk +7 melee (1d6+1/19–20/x2, short sword) or +7 ranged (1d6/x3, shortbow); Full Atk +7 melee (1d6+1/19–20/x2, short sword) or +7 ranged (1d6/x3, shortbow); SA sneak attack +3d6; SQ evasion, trap sense +1, trapfinding, uncanny dodge; Save Fort +2, Ref +7, Will +1; Str 12, Dex 16, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (80/2): Appraise +2, Balance +6, Bluff +4, Climb +3, Craft (trapmaking) +3, Decipher Script +3, Diplomacy +1, Disable Device +5, Disguise +3, Escape Artist +6, Forgery +3, Gather Information +2, Hide +6, Intimidate +1, Jump +4, Knowledge (local) +3, Listen +4, Move Silently +6, Open Lock +6, Search +4, Sense Motive +3, Sleight of Hand +6, Spot +4, Swim +3, Tumble +6, Use Magic Device +2, Use Rope +4; Improved Initiative, Weapon Finesse.

Possessions: Masterwork studded leather, masterwork buckler, masterwork short sword, masterwork shortbow, 3,000 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d6+6; hp 29; Init +7; Spd 30 ft.; AC 17, touch 13, flat-footed 14; Base Atk +4; Grp +5; Atk +8 melee (1d6+1/19–20/x2, short sword) or +8 ranged (1d6/x3, shortbow); Full Atk +8 melee (1d6+1/19–20/x2, short sword) or +8 ranged (1d6/x3, shortbow); SA sneak attack +3d6; SQ evasion, trap sense +2, trapfinding, uncanny dodge; Save Fort +3, Ref +8, Will +2; Str 12, Dex 16, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (90/3): Appraise +2, Balance +7, Bluff +4, Climb +3, Craft (trapmaking) +3, Decipher Script +3, Diplomacy +1, Disable Device +5, Disguise +3, Escape Artist +6, Forgery +3, Gather Information +3, Hide +7, Intimidate +2, Jump +4, Knowledge (local) +3, Listen +4, Move Silently +7, Open Lock +7, Search +4, Sense Motive +4, Sleight of Hand +7, Spot +4, Swim +3, Tumble +6, Use Magic Device +4, Use Rope +4; Improved Initiative, Point Blank Shot, Weapon Finesse.

Possessions: Masterwork studded leather, masterwork buckler, masterwork short sword, masterwork shortbow, 4,600 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d6+7; hp 34; Init +7; Spd 30 ft.; AC 19, touch 13, flat-footed 16; Base Atk +5; Grp +6; Atk +9 melee (1d6+1/19–20/x2, short sword) or +9 ranged (1d6/x3, shortbow); Full Atk +9 melee (1d6+1/19–20/x2, short sword) or +9 ranged (1d6/x3, shortbow); SA sneak attack +4d6; SQ evasion, trap sense +2, trapfinding, uncanny dodge; Save Fort +3, Ref +8, Will +2; Str 12, Dex 16, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (100/3): Appraise +2, Balance +7, Bluff +4, Climb +3, Craft (trapmaking) +4, Decipher Script +4, Diplomacy +2, Disable Device +5, Disguise +4, Escape Artist +7, Forgery +4, Gather Information +3, Hide +7, Intimidate +2, Jump +4, Knowledge (local) +3, Listen +4, Move Silently +7, Open Lock +7, Search +6, Sense Motive +4, Sleight of Hand +7, Spot +6, Swim +3, Tumble +6, Use Magic Device +4, Use Rope +4; Improved Initiative, Point Blank Shot, Weapon Finesse.

Possessions: +1 studded leather, +1 buckler, masterwork short sword, masterwork shortbow, 4,200 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d6+8; hp 38; Init +7; Spd 30 ft.; AC 19, touch 13, flat-footed 16; Base Atk +6; Grp +7; Atk +10 melee (1d6+1/19–20/x2, short sword) or +10 ranged (1d6/x3, shortbow); Full Atk +10/+5 melee (1d6+1/19–20/x2, short sword) or +10/+5 ranged (1d6/x3, shortbow); SA sneak attack +4d6; SQ evasion, improved uncanny dodge, trap sense +2, trapfinding, uncanny dodge; Save Fort +3, Ref +9, Will +2; Str 12, Dex 17, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (110/3): Appraise +4, Balance +8, Bluff +4, Climb +4, Craft (trapmaking) +4, Decipher Script +4, Diplomacy +2, Disable Device +5, Disguise +4, Escape Artist +7, Forgery +4, Gather Information +3, Hide +8, Intimidate +2, Jump +4, Knowledge (local) +3, Listen +4, Move Silently +8, Open Lock +8, Search +6, Sense Motive +4, Sleight of Hand +7, Spot +6, Swim +3, Tumble +7, Use Magic Device +4, Use Rope +6; Improved Initiative, Point Blank Shot, Weapon Finesse.

Possessions: +1 studded leather, +1 buckler, masterwork short sword, masterwork shortbow, 6,400 gp. Or: 9,400 gp total value.

Level 9

CR 9; HD 9d6+9; hp 43; Init +7; Spd 30 ft.; AC 19, touch 13, flat-footed 16; Base Atk +6; Grp +7; Atk +10 melee (1d6+2/19–20/x2, short sword) or +10 ranged (1d6+1/x3, shortbow); Full Atk +10/+5 melee (1d6+2/19–20/x2, short sword) or +10/+5 ranged (1d6+1/x3, shortbow); SA sneak attack +5d6; SQ evasion, improved uncanny dodge, trap sense +3, trapfinding, uncanny dodge; Save Fort +4, Ref +9, Will +3; Str 12, Dex 17, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (120/4): Appraise +4, Balance +9, Bluff +4, Climb +4, Craft (trapmaking) +4, Decipher Script +5, Diplomacy +2, Disable Device +7, Disguise +5, Escape Artist +7, Forgery +4, Gather Information +3, Hide +9, Intimidate +2, Jump +4, Knowledge (local) +3, Listen +4, Move Silently +9, Open Lock +8, Search +6, Sense Motive +4, Sleight of Hand +8, Spot +6, Swim +3, Tumble +9, Use Magic Device +4, Use Rope +6; Dodge, Improved Initiative, Point Blank Shot, Weapon Finesse.

Possessions: +1 studded leather, +1 buckler, +1 short sword, +1 shortbow, 5,000 gp. Or: 12,000 gp total value.

Level 10

CR 10; HD 10d6+10; hp 47; Init +7; Spd 30 ft.; AC 19, touch 14, flat-footed 16; Base Atk +7; Grp +8; Atk +11 melee (1d6+2/19–20/x2, short sword) or +11 ranged (1d6+1/x3, shortbow); Full Atk +11/+6 melee (1d6+2/19–20/x2, short sword) or +11/+6 ranged (1d6+1/x3, shortbow); SA opportunist, sneak attack +5d6; SQ evasion, improved uncanny dodge, trap sense +3, trapfinding, uncanny dodge; Save Fort +4, Ref +10, Will +3; Str 12, Dex 17, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (130/4): Appraise +4, Balance +9, Bluff +4, Climb +4, Craft (trapmaking) +4, Decipher Script +6, Diplomacy +2, Disable Device +7, Disguise +7, Escape Artist +7, Forgery +5, Gather Information +4, Hide +9, Intimidate +2, Jump +4, Knowledge (local) +4, Listen +6, Move Silently +9, Open Lock +9, Search +6, Sense Motive +4, Sleight of Hand +8, Spot +6, Swim +3, Tumble +9, Use Magic Device +5, Use Rope +6; Dodge, Improved Initiative, Point Blank Shot, Weapon Finesse.

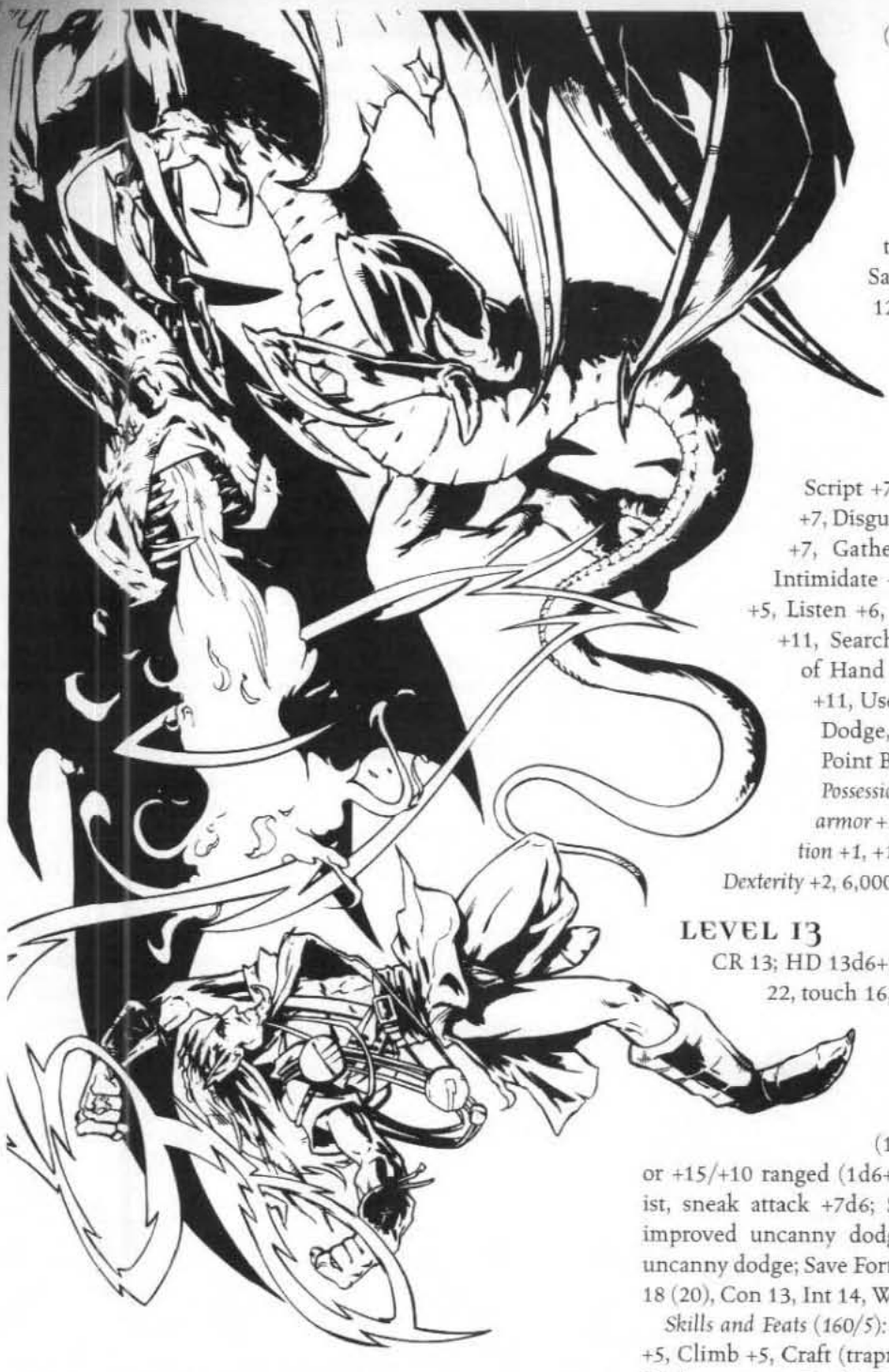
Possessions: +2 buckler, bracers of armor +2, ring of protection +1, +1 short sword, +1 shortbow, 1,000 gp. Or: 16,000 gp total value.

Level 11

CR 11; HD 11d6+11; hp 52; Init +7; Spd 30 ft.; AC 19, touch 14, flat-footed 16; Base Atk +8; Grp +9; Atk +12 melee (1d6+2/19–20/x2, short sword) or +12 ranged (1d6+1/x3, shortbow); Full Atk +12/+7 melee (1d6+2/19–20/x2, short sword) or +12/+7 ranged (1d6+1/x3, shortbow); SA opportunist, sneak attack +6d6; SQ evasion, improved uncanny dodge, trap sense +3, trapfinding, uncanny dodge; Save Fort +4, Ref +10, Will +3; Str 12, Dex 17, Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (140/4): Appraise +5, Balance +9, Bluff +5, Climb +5, Craft (trapmaking) +5, Decipher Script +6, Diplomacy +2, Disable Device +7, Disguise +7, Escape Artist +7, Forgery +5, Gather Information +4, Hide +9, Intimidate +2, Jump +6, Knowledge (local) +5, Listen +6, Move Silently +9, Open Lock +9, Search +6, Sense





Motive +4, Sleight of Hand +8, Spot +6, Swim +4, Tumble +9, Use Magic Device +6, Use Rope +7; Dodge, Improved Initiative, Point Blank Shot, Weapon Finesse.

Possessions: +2 buckler, bracers of armor +2, ring of protection +1, +1 short sword, +1 shortbow, 6,000 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d6+12; hp 56; Init +9; Spd 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +9; Grp +10; Atk +15 melee (1d6+2/19–20/x2, short sword) or +15 ranged (1d6+1/x3, shortbow); Full Atk +15/+10 melee (1d6+2/19–20/x2, short sword) or +15/+10 ranged (1d6–1/x3, shortbow); SA opportunist, sneak attack +6d6; SQ evasion, improved uncanny dodge, trap sense +4, trapfinding, uncanny dodge; Save Fort +5, Ref +13, Will +4; Str 12, Dex 18 (20), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (150/5): Appraise +6, Balance +11, Bluff +5, Climb +5, Craft (trapmaking) +5, Decipher Script +7, Diplomacy +2, Disable Device +7, Disguise +7, Escape Artist +10, Forgery +7, Gather Information +6, Hide +11, Intimidate +2, Jump +6, Knowledge (local) +5, Listen +6, Move Silently +11, Open Lock +11, Search +6, Sense Motive +6, Sleight of Hand +10, Spot +6, Swim +5, Tumble +11, Use Magic Device +6, Use Rope +9; Dodge, Improved Initiative, Mobility, Point Blank Shot, Weapon Finesse.

Possessions: +2 buckler, amulet of natural armor +1, bracers of armor +2, ring of protection +1, +1 short sword, +1 shortbow, gloves of Dexterity +2, 6,000 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d6+13; hp 61; Init +9; Spd 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +9; Grp +10; Atk +16 melee (1d6+3/19–20/x2, short sword) or +15 ranged (1d6+1/x3, shortbow); Full Atk +16/+11 melee (1d6+3/19–20/x2, short sword) or +15/+10 ranged (1d6+1/x3, shortbow); SA opportunist, sneak attack +7d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +4, trapfinding, uncanny dodge; Save Fort +5, Ref +13, Will +4; Str 12, Dex 18 (20), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (160/5): Appraise +6, Balance +13, Bluff +5, Climb +5, Craft (trapmaking) +5, Decipher Script +7, Diplomacy +2, Disable Device +7, Disguise +7, Escape Artist +12, Forgery +7, Gather Information +6, Hide +13, Intimidate +2, Jump +6, Knowledge (local) +5, Listen +6, Move Silently +13, Open Lock +13, Search +6, Sense Motive +6, Sleight of Hand +10, Spot +6, Swim +5, Tumble +11, Use Magic Device +6, Use Rope +9; Dodge, Improved Initiative, Mobility, Point Blank Shot, Weapon Finesse.

Possessions: +2 buckler, amulet of natural armor +1, bracers of armor +2, ring of protection +1, +2 short sword, +1 shortbow, gloves of Dexterity +2, 8,000 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d6+14; hp 65; Init +9; Spd 30 ft.; AC 22, touch 16, flat-footed 17; Base Atk +10; Grp +11; Atk +17 melee (1d6+3/19–20/x2, short sword) or +16 ranged (1d6+1/x3, shortbow); Full Atk +17/+12 melee (1d6+3/19–20/x2, short sword) or +16/+11 ranged (1d6+1/x3, shortbow); SA opportunist, sneak attack +7d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +4, trapfinding, uncanny dodge; Save Fort +5, Ref +14, Will +4; Str 12, Dex 18 (20), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (170/5): Appraise +6, Balance +13, Bluff +5, Climb +5, Craft (trapmaking) +5, Decipher Script +7, Diplomacy +2, Disable Device +7, Disguise +7, Escape Artist +12, Forgery +7, Gather Information +6, Hide +13, Intimidate +2, Jump +6, Knowledge (local) +5, Listen +8, Move Silently +13, Open Lock +13, Search +8, Sense Motive +6, Sleight of Hand +10, Spot +8, Swim +5, Tumble +11, Use Magic Device +8, Use Rope +11; Dodge, Improved Initiative, Mobility, Point Blank Shot, Weapon Finesse.

Possessions: +2 buckler, amulet of natural armor +1, bracers of armor +2, ring of protection +1, +2 short sword, +1 shortbow, gloves of Dexterity +2, 18,000 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d6+15; hp 70; Init +9; Spd 30 ft.; AC 22, touch 17, flat-footed 17; Base Atk +11; Grp +12; Atk +18 melee (1d6+3/19–20/x2, short sword) or +17 ranged (1d6+1/x3, shortbow); Full Atk +18/+13/+8 melee (1d6+3/19–20/x2, short sword) or +17/+12/+7 ranged (1d6+1/x3, shortbow); SA opportunist, sneak attack +8d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +5, trapfinding, uncanny dodge; Save Fort +6, Ref +14, Will +5; Str 12, Dex 18 (20), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (180/6): Appraise +7, Balance +13, Bluff +7, Climb +7, Craft (trapmaking) +7, Decipher Script +8, Diplomacy +2, Disable Device +8, Disguise +8, Escape Artist +12, Forgery +7, Gather Information +6, Hide +13, Intimidate +2, Jump +6, Knowledge (local) +5, Listen +8, Move Silently +13, Open Lock +13, Search +8, Sense Motive +6, Sleight of Hand +10, Spot +8, Swim +5, Tumble +11, Use Magic Device +8, Use Rope +11; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +4, ring of protection +2, +2 short sword, +1 shortbow, gloves of Dexterity +2, 18,000 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d6+16; hp 74; Init +9; Spd 30 ft.; AC 22, touch 17, flat-footed 17; Base Atk +12; Grp +13; Atk +19 melee (1d6+3/19–20/x2, short sword) or +18 ranged (1d6+1/x3, shortbow); Full Atk +19/+14/+9 melee (1d6+3/19–20/x2, short sword) or +18/+13/+8 ranged (1d6+1/x3, shortbow); SA crippling strike, opportunist, sneak attack +8d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +5, trapfinding, uncanny dodge; Save Fort +6, Ref +15, Will +5; Str 12, Dex 19 (21), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (190/6): Appraise +7, Balance +13, Bluff +7, Climb +8, Craft (trapmaking) +7, Decipher Script +8, Diplomacy +4, Disable Device +8, Disguise +8, Escape Artist +12, Forgery +7, Gather Information +6, Hide +13, Intimidate +4, Jump +6, Knowledge (local) +6, Listen +8, Move Silently +13, Open Lock +13, Search +8, Sense Motive +8, Sleight of Hand +11, Spot +8, Swim +7, Tumble +11, Use Magic Device +8, Use Rope +11; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +4, ring of protection +2, +2 short sword, +1 shortbow, gloves of Dexterity +2, 36,000 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d6+17; hp 79; Init +10; Spd 30 ft.; AC 24, touch 18, flat-footed 18; Base Atk +12; Grp +13; Atk +20 melee (1d6+3/19–20/x2, short sword) or +20 ranged (1d6+2/x3, shortbow); Full Atk +20/+15/+10 melee (1d6+3/19–20/x2, short sword) or +20/+15/+10 ranged (1d6+2/x3, shortbow); SA crippling strike, opportunist, sneak attack +9d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +5, trapfinding, uncanny dodge; Save Fort +6, Ref +16, Will +5; Str 12, Dex 19 (23), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (200/6): Appraise +8, Balance +14, Bluff +8, Climb +8, Craft (trapmaking) +8, Decipher Script +8, Diplomacy +6, Disable Device +8, Disguise +8, Escape Artist +14, Forgery +7, Gather Information +6, Hide +14, Intimidate +4, Jump +8, Knowledge (local) +7, Listen +8, Move Silently +14, Open Lock +14, Search +8, Sense Motive +8, Sleight of Hand +12, Spot +8, Swim +8, Tumble +12, Use Magic Device +8, Use Rope +12; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +5, ring of protection +2, +2 short sword, +2 shortbow, gloves of Dexterity +4, 32,000 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d6+18; hp 83; Init +10; Spd 30 ft.; AC 24, touch 18, flat-footed 18; Base Atk +13; Grp +14; Atk +21 melee (1d6+3/19–20/x2, short sword) or +21 ranged (1d6+2/x3, shortbow); Full Atk +21/+16/+11 melee (1d6+3/19–20/x2, short sword) or +21/+16/+11 ranged (1d6+2/x3, shortbow); SA crippling strike, opportunist, sneak attack +9d6; SQ evasion, improved evasion, improved uncanny dodge, trap sense +6, trapfinding, uncanny dodge; Save Fort +7, Ref +17, Will +6; Str 12, Dex 19 (23), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (210/7): Appraise +8, Balance +16, Bluff +8, Climb +8, Craft (trapmaking) +8, Decipher Script +8, Diplomacy +6, Disable Device +8, Disguise +8, Escape Artist +14, Forgery +7, Gather Information +6, Hide +16, Intimidate +4, Jump +8, Knowledge (local) +7, Listen +8, Move Silently +16, Open Lock +16, Search +8, Sense Motive +8, Sleight of Hand +12, Spot +8, Swim +8, Tumble +14, Use Magic Device +8, Use Rope +12; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Spring Attack, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +5, ring of protection +2, +2 short sword, +2 shortbow, gloves of Dexterity +4, 62,000 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d6+19; hp 88; Init +11; Spd 30 ft.; AC 25, touch 19, flat-footed 18; Base Atk +14; Grp +15; Atk +24 melee (1d6+4/19–20/x2, short sword) or +23 ranged (1d6+2/x3, shortbow); Full Atk +24/+19/+14 melee (1d6+4/19–20/x2, short sword) or +23/+18/+13 ranged (1d6+2/x3, shortbow); SA crippling strike, opportunist, sneak attack +10d6; SQ defensive roll, evasion, improved evasion, improved uncanny dodge, trap sense +6, trap-finding, uncanny dodge; Save Fort +7, Ref +18, Will +6; Str 12, Dex 19 (25), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (220/7): Appraise +8, Balance +19, Bluff +8, Climb +8, Craft (trapmaking) +8, Decipher Script +8, Diplomacy +6, Disable Device +8, Disguise +8, Escape Artist +15, Forgery +7, Gather Information +6, Hide +19, Intimidate +4, Jump +8, Knowledge (local) +7, Listen +8, Move Silently +19, Open Lock +19, Search +8, Sense Motive +8, Sleight of Hand +13, Spot +8, Swim +8, Tumble +17, Use Magic Device +8, Use Rope +13; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Spring Attack, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +5, ring of protection +2, +3 short sword, +2 shortbow, gloves of Dexterity +6, 72,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d6+20; hp 92; Init +12; Spd 30 ft.; AC 26, touch 20, flat-footed 18; Base Atk +15; Grp +16; Atk +26 melee (1d6+4/19–20/x2, short sword) or +26 ranged (1d6+3/x3, shortbow); Full Atk +26/+21/+16 melee (1d6+4/19–20/x2, short sword) or +26/+21/+16 ranged (1d6+3/x3, shortbow); SA crippling strike, opportunist, sneak attack +10d6; SQ defensive roll, evasion, improved evasion, improved uncanny dodge, trap sense +6, trap-finding, uncanny dodge; Save Fort +7, Ref +20, Will +6; Str 12, Dex 20 (26), Con 13, Int 14, Wis 10, Cha 8.

Skills and Feats (230/7): Appraise +8, Balance +20, Bluff +8, Climb +8, Craft (trapmaking) +10, Decipher Script +10, Diplomacy +6, Disable Device +8, Disguise +8, Escape Artist +16, Forgery +7, Gather Information +6, Hide +20, Intimidate +4, Jump +8, Knowledge (local) +7, Listen +10, Move Silently +20, Open Lock +20, Search +10, Sense Motive +8, Sleight of Hand +14, Spot +10, Swim +8, Tumble +18, Use Magic Device +8, Use Rope +14; Dodge, Improved Initiative, Mobility, Point Blank Shot, Shot on the Run, Spring Attack, Weapon Finesse.

Possessions: Amulet of natural armor +1, bracers of armor +5, ring of protection +2, +3 short sword, +3 shortbow, gloves of Dexterity +6, 112,000 gp. Or: 220,000 gp total value.

SORCERERS

LEVEL 1

CR 1; HD 1d4+1; hp 5; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +0; Grp –1; Atk –1 melee (1d4–1/x3, halfspear) or +3 ranged (1d8/19–20/x2, light crossbow); Full Atk –1 melee (1d4–1/x3, halfspear) or +3 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, empathic link, improved evasion, share spells); Save Fort +1, Ref +2, Will +3; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 15.

Skills and Feats (8/1): Concentration +3, Knowledge (arcana) +3, Spellcraft +3; Spell Penetration.

Sorcerer Spells Known (5/4; save DC 12 + spell level): 0 — *detect magic, flare, mage hand, read magic*; 1st — *protection from evil, sleep*.

Possessions: Halfspear, masterwork light crossbow, 550 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d4+2; hp 8; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +0; Atk +0 melee (1d4–1/x3, halfspear) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +0 melee (1d4–1/x3, halfspear) or +4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, empathic link, improved evasion, share spells); Save Fort +1, Ref +2, Will +4; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 15.

Skills and Feats (10/1): Concentration +3, Knowledge (arcana) +4, Spellcraft +4; Spell Penetration.

Sorcerer Spells Known (6/5; save DC 12 + spell level): 0 — *daze, detect magic, flare, mage hand, read magic*; 1st — *protection from evil, sleep*.

Possessions: Halfspear, masterwork light crossbow, 1,650 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d4+3; hp 12; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +0; Atk +0 melee (1d4–1/x3, halfspear) or +4 ranged (1d8/19–20/x2, light crossbow); Full Atk +0 melee (1d4–1/x3, halfspear) or +4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells); Save Fort +2, Ref +3, Will +4; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 15.

Skills and Feats (12/2): Concentration +3, Diplomacy +3, Knowledge (arcana) +4, Spellcraft +4; Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/6; *save DC 12 + spell level*): 0 — *daze, detect magic, flare, mage hand, read magic*; 1st — *feather fall, protection from evil, sleep.*

Possessions: Halfspear, masterwork light crossbow, 2,650 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d4+4; hp 15; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +2; Grp +1; Atk +1 melee (1d4–1/x3, halfspear) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +1 melee (1d4–1/x3, halfspear) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells); Save Fort +2, Ref +3, Will +5; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 16.

Skills and Feats (14/2): Concentration +3, Diplomacy +4, Knowledge (arcana) +4, Listen +2, Spellcraft +4; Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/4; *save DC 13 + spell level*): 0 — *daze, detect magic, flare, mage hand, message, read magic*; 1st — *feather fall, protection from evil, sleep*; 2nd — *hypnotic pattern.*

Possessions: Bracers of armor +1, halfspear, masterwork light crossbow, 950 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d4+5; hp 19; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +2; Grp +1; Atk +1 melee (1d4–1/x3, halfspear) or +5 ranged (1d8/19–20/x2, light crossbow); Full Atk +1 melee (1d4–1/x3, halfspear) or +5 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with master); Save Fort +2, Ref +3, Will +5; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 16.

Skills and Feats (16/2): Concentration +3, Diplomacy +4, Knowledge (arcana) +4, Listen +2, Spellcraft +4, Spot +2; Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/5; *save DC 13 + spell level*): 0 — *daze, detect magic, flare, mage hand, message, read magic*; 1st — *color spray, feather fall, protection from evil, sleep*; 2nd — *hypnotic pattern, pyrotechnics.*

Possessions: Bracers of armor +1, halfspear, masterwork light crossbow, 2,000 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d4+6; hp 23; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +3; Grp +2; Atk +2 melee (1d4–1/x3, halfspear) or +6 ranged (1d8/19–20/x2, light crossbow); Full Atk +2 melee (1d4–1/x3, halfspear) or +6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with master); Save Fort +3, Ref +4, Will +6; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 16.

Skills and Feats (18/3): Concentration +4, Diplomacy +4, Knowledge (arcana) +4, Listen +2, Spellcraft +5, Spot +2; Craft Wand, Greater Spell Penetration, Spell Penetration.



Sorcerer Spells Known (6/7/6/4; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, mage hand, message, read magic;* 1st — *color spray, feather fall, protection from evil, sleep;* 2nd — *hypnotic pattern, pyrotechnics;* 3rd — *clairaudience/clairvoyance.*

Possessions: Bracers of armor +1, halfspear, masterwork light crossbow, 4,300 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d4+7; hp 26; Init +2; Spd 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +3; Grp +2; Atk +2 melee (1d4–1/x3, halfspear) or +6 ranged (1d8/19–20/x2, light crossbow); Full Atk +2 melee (1d4–1/x3, halfspear) or +6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its kind, speak with master); Save Fort +3, Ref +4, Will +6; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 16.

Skills and Feats (20/3): Concentration +4, Diplomacy +4, Knowledge (arcana) +4, Listen +2, Spellcraft +5, Sense Motive +2, Spot +2; Craft Wand, Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/7/5; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, mage hand, message, read magic;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, hypnotic pattern, pyrotechnics;* 3rd — *blink, clairaudience/clairvoyance.*

Possessions: Bracers of armor +1, ring of protection +1, halfspear, masterwork light crossbow, 3,900 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d4+8; hp 30; Init +2; Spd 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +4; Grp +3; Atk +3 melee (1d4–1/x3, halfspear) or +7 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d4–1/x3, halfspear) or +7 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its kind, speak with master); Save Fort +3, Ref +4, Will +7; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 17.

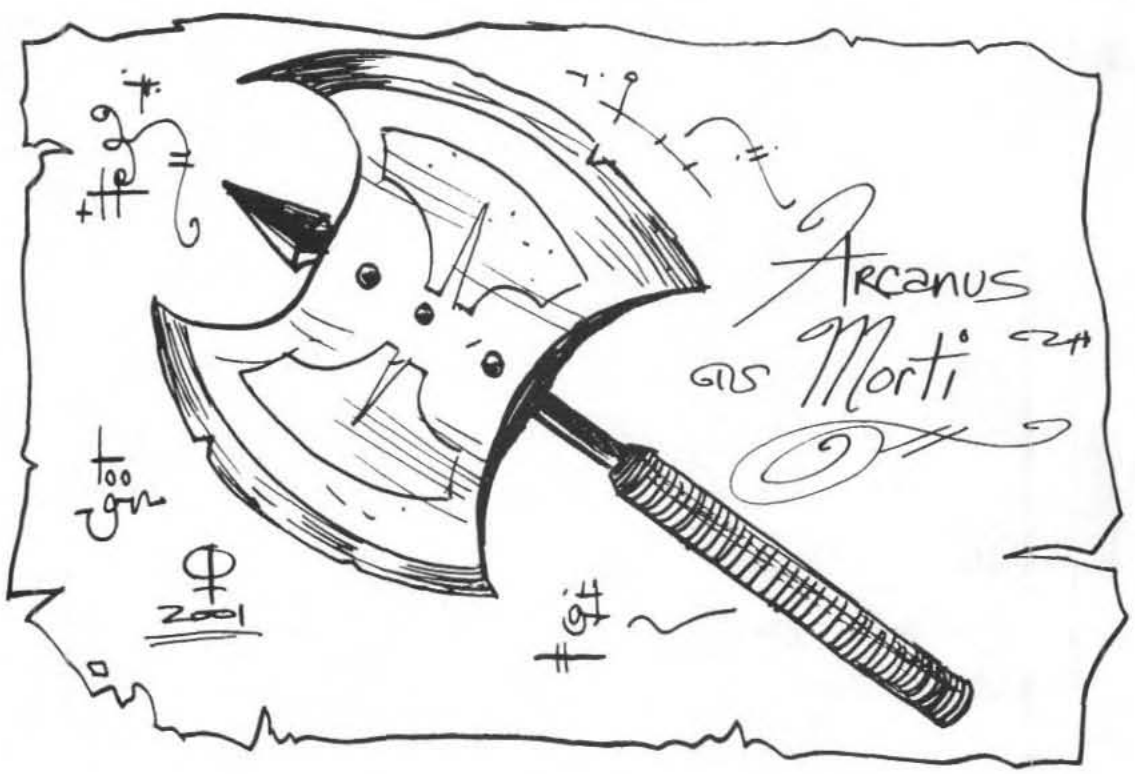
Skills and Feats (22/3): Bluff +3, Concentration +4, Diplomacy +4, Knowledge (arcana) +4, Listen +2, Spellcraft +5, Sense Motive +2, Spot +2; Craft Wand, Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/7/6/3; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, hypnotic pattern, pyrotechnics;* 3rd — *blink, clairaudience/clairvoyance;* 4th — *hallucinatory terrain.*

Possessions: Bracers of armor +1, ring of protection +1, halfspear, masterwork light crossbow, 6,100 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d4+9; hp 33; Init +2; Spd 30 ft.; AC 15, touch 13, flat-footed 13; Base Atk +4; Grp +3; Atk +3 melee (1d4–1/x3, halfspear) or +7 ranged (1d8/19–20/x2, light crossbow); Full Atk +3 melee (1d4–1/x3, halfspear) or +7 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its



kind, speak with master); Save Fort +4, Ref +5, Will +7; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 17.

Skills and Feats (24/4): Bluff +3, Concentration +5, Diplomacy +4, Knowledge (arcana) +4, Listen +4, Spellcraft +6, Sense Motive +2, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/7/7/4; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics;* 3rd — *blink, clairaudience/clairvoyance, phantom steed;* 4th — *hallucinatory terrain, phantasmal killer.*

Possessions: Bracers of armor +2, ring of protection +1, halfspear, masterwork light crossbow, 5,700 gp. Or: 12,000 gp total value.

Level 10

CR 10; HD 10d4+10; hp 37; Init +2; Spd 30 ft.; AC 15, touch 13, flat-footed 13; Base Atk +5; Grp +4; Atk +4 melee (1d4–1/x3, halfspear) or +8 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d4–1/x3, halfspear) or +8 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its kind, speak with master); Save Fort +4, Ref +5, Will +8; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 17.

Skills and Feats (26/4): Bluff +3, Concentration +6, Diplomacy +4, Knowledge (arcana) +4, Listen +4, Spellcraft +7, Sense Motive +2, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/7/7/5/3; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics;* 3rd — *blink, clairaudience/clairvoyance, phantom steed;* 4th — *hallucinatory terrain, phantasmal killer;* 5th — *feeblemind.*

Possessions: Bracers of armor +2, ring of protection +1, halfspear, masterwork light crossbow, 9,700 gp. Or: 16,000 gp total value.

Level 11

CR 11; HD 11d4+11; hp 40; Init +2; Spd 30 ft.; AC 16, touch 13, flat-footed 14; Base Atk +5; Grp +4; Atk +4 melee (1d4–1/x3, halfspear) or +8 ranged (1d8/19–20/x2, light crossbow); Full Atk +4 melee (1d4–1/x3, halfspear) or +8 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +4, Ref +5, Will +8; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 17.

Skills and Feats (28/4): Bluff +3, Concentration +7, Diplomacy +4, Knowledge (arcana) +4, Listen +4, Spellcraft +8, Sense Motive +2, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Spell Penetration.

Sorcerer Spells Known (6/7/7/7/6/4; save DC 13 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *enervation, hallucinatory terrain, phantasmal killer;* 5th — *dream, feeblemind.*

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, halfspear, masterwork light crossbow, 12,700 gp. Or: 21,000 gp total value.

Level 12

CR 12; HD 12d4+12; hp 44; Init +6; Spd 30 ft.; AC 17, touch 14, flat-footed 15; Base Atk +6; Grp +5; Atk +5 melee (1d4–1/x3, halfspear) or +9 ranged (1d8/19–20/x2, light crossbow); Full Atk +5/+0 melee (1d4–1/x3, halfspear) or +9/+4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +5, Ref +6, Will +9; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 18 (20).

Skills and Feats (30/5): Bluff +5, Concentration +8, Diplomacy +6, Knowledge (arcana) +4, Listen +4, Spellcraft +9, Sense Motive +2, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Improved Initiative, Spell Penetration.

Sorcerer Spells Known (6/8/7/7/7/6/3; save DC 15 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *enervation, hallucinatory terrain, phantasmal killer;* 5th — *dream, feeblemind;* 6th — *mass suggestion.*

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +2, halfspear, masterwork light crossbow, *cloak of Charisma +2,* 9,700 gp. Or: 27,000 gp total value.

Level 13

CR 13; HD 13d4+13; hp 47; Init +6; Spd 30 ft.; AC 18, touch 14, flat-footed 16; Base Atk +6; Grp +5; Atk +6 melee (1d4/x3, halfspear) or +9 ranged (1d8/19–20/x2, light crossbow); Full Atk +6/+1 melee (1d4/x3, halfspear) or +9/+4 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +5, Ref +6, Will +9; Str 8, Dex 14, Con 13, Int 10, Wis 12, Cha 18 (20).

Skills and Feats (32/5): Bluff +5, Concentration +8, Diplomacy +6, Knowledge (arcana) +4, Listen +4, Spellcraft +9, Sense Motive +3, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Improved Initiative, Spell Penetration.

Sorcerer Spells Known (6/8/7/7/7/7/4; save DC 15 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind;* 6th — *eyebite, mass suggestion.*

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +2, 9,300 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d4+15; hp 51; Init +7; Spd 30 ft.; AC 19, touch 15, flat-footed 16; Base Atk +7; Grp +6; Atk +7 melee (1d4/x3, halfspear) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +7/+2 melee (1d4/x3, halfspear) or +11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +5, Ref +7, Will +10; Str 8, Dex 14 (16), Con 14, Int 10, Wis 12, Cha 18 (20).

Skills and Feats (34/5): Bluff +5, Concentration +7, Diplomacy +6, Knowledge (arcana) +5, Listen +4, Spellcraft +10, Sense Motive +3, Spot +4; Alertness, Craft Wand, Greater Spell Penetration, Improved Initiative, Spell Penetration.

Sorcerer Spells Known (6/8/7/7/7/7/5/3; save DC 15 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind;* 6th — *eyebite, mass suggestion;* 7th — *limited wish.*

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +2, gloves of Dexterity +2, 15,000 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d4+17; hp 54; Init +7; Spd 30 ft.; AC 19, touch 15, flat-footed 16; Base Atk +7; Grp +6; Atk +7 melee (1d4/x3, halfspear) or +11 ranged (1d8/19–20/x2, light crossbow); Full Atk +7/+2 melee (1d4/x3, halfspear) or +11/+6 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +8, Ref +8, Will +10; Str 8, Dex 14 (16), Con 14, Int 10, Wis 12, Cha 18 (22).

Skills and Feats (36/6): Bluff +6, Concentration +9, Diplomacy +7, Knowledge (arcana) +5, Listen +4, Spellcraft +10, Sense Motive +3, Spot +4; Alertness, Craft Wand, Great Fortitude, Greater Spell Penetration, Improved Initiative, Spell Penetration.

Sorcerer Spells Known (6/8/8/7/7/7/7/4; save DC 15 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind, persistent image;* 6th — *eyebite, geas/quest, mass suggestion;* 7th — *ethereal jaunt, limited wish.*

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +4, gloves of Dexterity +2, 19,000 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d4+19; hp 58; Init +7; Spd 30 ft.; AC 19, touch 15, flat-footed 16; Base Atk +8; Grp +7; Atk +8 melee (1d4/x3, halfspear) or +12 ranged (1d8/19–20/x2, light crossbow); Full Atk +8/+3 melee (1d4/x3, halfspear) or +12/+7 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +8, Ref +8, Will +11; Str 8, Dex 14 (16), Con 14, Int 10, Wis 12, Cha 19 (23).

Skills and Feats (38/6): Bluff +6, Concentration +9, Diplomacy +7, Knowledge (arcana) +5, Listen +5, Spellcraft +10, Sense Motive +3, Spot +4; Alertness, Craft Wand, Great Fortitude, Greater Spell Penetration, Improved Initiative, Spell Penetration.

Sorcerer Spells Known (6/8/8/7/7/7/7/5/3; save DC 15 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind, persistent image;* 6th — *eyebite, geas/quest, mass suggestion;* 7th — *ethereal jaunt, limited wish;* 8th — *scintillating pattern.*

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +4, gloves of Dexterity +2, 37,000 gp. Or: 77,000 gp total value.



empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +9, Ref +9, Will +12; Str 8, Dex 14 (16), Con 14, Int 10, Wis 12, Cha 19 (25).

Skills and Feats (44/7): Bluff +7, Concentration +11, Diplomacy +8, Knowledge (arcana) +7, Listen +5, Spellcraft +12, Sense Motive +3, Spot +4; Alertness, Craft Wand, Great Fortitude, Greater Spell Penetration, Improved Initiative, Negotiator, Spell Penetration.

Sorcerer Spells Known (6/8/8/8/7/7/7/7/6/4; save DC 17 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind, persistent image;* 6th — *eyebite, geas/quest, mass suggestion;* 7th — *ethereal jaunt, limited wish, phase door;* 8th — *antipathy, scintillating pattern, sunburst;* 9th — *astral projection, etheralness.*

Possessions: Amulet of natural armor +2, bracers of armor +5, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +6, gloves of Dexterity +2, 88,000 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d4+27; hp 72; Init +7; Spd 30 ft.; AC 21, touch 14, flat-footed 18; Base Atk +10; Grp +9; Atk +10 melee (1d4/x3, halfspear) or +14 ranged (1d8/19–20/x2, light crossbow); Full Atk +10 melee (1d4/x3, halfspear) or +14 ranged (1d8/19–20/x2, light crossbow); SA —; SQ familiar (Alertness, deliver touch spells, empathic link, improved evasion, scry on familiar, share spells, speak with animals of its kind, speak with master, spell resistance); Save Fort +9, Ref +9, Will +13; Str 8, Dex 14 (16), Con 14, Int 10, Wis 12, Cha 20 (26).

Skills and Feats (46/7): Bluff +8, Concentration +11, Diplomacy +9, Knowledge (arcana) +9, Listen +5, Spellcraft +12, Sense Motive +3, Spot +4; Alertness, Craft Wand, Great Fortitude, Greater Spell Penetration, Improved Initiative, Negotiator, Spell Penetration.

Sorcerer Spells Known (6/8/8/8/8/7/7/7/7/6; save DC 18 + spell level): 0 — *arcane mark, daze, detect magic, flare, ghost sound, mage hand, message, read magic, touch of fatigue;* 1st — *color spray, feather fall, protection from evil, sleep, ventriloquism;* 2nd — *blur, daze monster, hypnotic pattern, pyrotechnics, tasha's hideous laughter;* 3rd — *blink, clairaudience/clairvoyance, fly, phantom steed;* 4th — *crushing despair, enervation, hallucinatory terrain, phantasmal killer;* 5th — *dominate person, dream, feeblemind, persistent image;* 6th — *eyebite, geas/quest, mass suggestion;* 7th — *ethereal jaunt, limited wish, phase door;* 8th — *antipathy, scintillating pattern, sunburst;* 9th — *astral projection, etheralness, weird.*

Possessions: Amulet of natural armor +2, bracers of armor +5, ring of protection +2, +1 halfspear, masterwork light crossbow, cloak of Charisma +6, gloves of Dexterity +2, 138,000 gp. Or: 220,000 gp total value.

WARRIORS

LEVEL 1

CR 1; HD 1d8+1; hp 9; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +1; Grp +3; Atk +4 or +3 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); Full Atk +4 or +3 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); SA —; SQ —; Save Fort +3, Ref +2, Will +1; Str 15, Dex 14, Con 13, Int 8, Wis 12, Cha 10.

Skills and Feats (4/1): Climb +3, Intimidate +2, Ride +3; Power Attack.

Possessions: Masterwork greataxe, spiked gauntlet, chain mail, 450 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d8+2; hp 14; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +2; Grp +4; Atk +5 or +5 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); Full Atk +5 or +5 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); SA —; SQ —; Save Fort +4, Ref +2, Will +1; Str 15, Dex 14, Con 13, Int 8, Wis 12, Cha 10.

Skills and Feats (5/1): Climb +3, Intimidate +2, Jump +3, Ride +3; Power Attack.

Possessions: Masterwork greataxe, masterwork spiked gauntlet, masterwork chain mail, 550 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d8+3; hp 20; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +3; Grp +5; Atk +6 or +6 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); Full Atk +6 or +6 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); SA —; SQ —; Save Fort +4, Ref +3, Will +2; Str 15, Dex 14, Con 13, Int 8, Wis 12, Cha 10.

Skills and Feats (6/1): Climb +3, Handle Animal +1, Intimidate +2, Jump +3, Ride +3; Cleave, Power Attack.

Possessions: Masterwork greataxe, masterwork spiked gauntlet, masterwork chain mail, 1,050 gp. Or: 2,500 gp total value.

LEVEL 4

CR 4; HD 4d8+5; hp 26; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +4; Grp +6; Atk +7 or +7 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); Full Atk +7 or +7 melee (1d12+2/x3, greataxe or 1d4+2/x2, spiked gauntlet); SA —; SQ —; Save Fort +6, Ref +3, Will +2; Str 15, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (7/2): Climb +3, Handle Animal +1, Intimidate +2, Jump +3, Ride +3, Swim +3; Cleave, Power Attack.

Possessions: Masterwork greataxe, masterwork spiked gauntlet, masterwork chain mail, 1,850 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d8+7; hp 33; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +5; Grp +7; Atk +8 or +8 melee (1d12+3/x3, greataxe or 1d4+2/x2, spiked gauntlet); Full Atk +8 or +8 melee (1d12+3/x3, greataxe or 1d4+2/x2, spiked gauntlet); SA —; SQ —; Save Fort +6, Ref +3, Will +2; Str 15, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (8/2): Climb +3, Handle Animal +1, Intimidate +3, Jump +3, Ride +3, Swim +3; Cleave, Power Attack.

Possessions: +1 greataxe, masterwork spiked gauntlet, masterwork chain mail, 850 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d8+9; hp 39; Init +2; Spd 30 ft.; AC 17, touch 12, flat-footed 15; Base Atk +6; Grp +8; Atk +9 or +9 melee (1d12+3/x3, greataxe or 1d4+3/x2, spiked gauntlet); Full Atk +9/+4 or +9/+4 melee (1d12+3/x3, greataxe or 1d4+3/x2, spiked gauntlet); SA —; SQ —; Save Fort +7, Ref +4, Will +3; Str 15, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (9/3): Climb +3, Handle Animal +2, Intimidate +3, Jump +3, Ride +3, Swim +3; Cleave, Great Cleave, Power Attack.

Possessions: +1 greataxe, +1 spiked gauntlet, masterwork chain mail, 150 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d8+11; hp 46; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +7; Grp +9; Atk +10 or +10 melee (1d12+3/x3, greataxe or 1d4+3/x2, spiked gauntlet); Full Atk +10/+5 or +10/+5 melee (1d12+3/x3, greataxe or 1d4+3/x2, spiked gauntlet); SA —; SQ —; Save Fort +7, Ref +4, Will +3; Str 15, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (10/3): Climb +3, Handle Animal +2, Intimidate +4, Jump +3, Ride +3, Swim +3; Cleave, Great Cleave, Power Attack.

Possessions: +1 greataxe, +1 spiked gauntlet, +1 chain mail, 450 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d8+13; hp 52; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +8; Grp +11; Atk +12 or +12 melee (1d12+4/x3, greataxe or 1d4+4/x2, spiked gauntlet); Full Atk +12/+7 or +12/+7 melee (1d12+4/x3, greataxe or 1d4+4/x2, spiked gauntlet); SA —; SQ —; Save Fort +8, Ref +4, Will +3; Str 16, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (11/3): Climb +4, Handle Animal +2, Intimidate +4, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Power Attack.

Possessions: +1 greataxe, +1 spiked gauntlet, +1 chain mail, 2,650 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d8+15; hp 59; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +9; Grp +12; Atk +13 or +13 melee (1d12+4/x3, greataxe or 1d4+4/x2, spiked gauntlet); Full Atk +13/+8 or +13/+8 melee (1d12+4/x3, greataxe or 1d4+4/x2, spiked gauntlet); SA —; SQ —; Save Fort +8, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (12/4): Climb +4, Handle Animal +3, Intimidate +4, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Power Attack.

Possessions: +1 greataxe, +1 spiked gauntlet, +1 chain mail, 5,250 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d8+17; hp 65; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +10; Grp +13; Atk +15 or +14 melee (1d12+5/x3, greataxe or 1d4+4/x2, spiked gauntlet); Full Atk +15/+10 or +14/+9 melee (1d12+5/x3, greataxe or 1d4+4/x2, spiked gauntlet); SA —; SQ —; Save Fort +9, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (13/4): Climb +4, Handle Animal +3, Intimidate +5, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Power Attack.

Possessions: +2 greataxe, +1 spiked gauntlet, +1 chain mail, 3,250 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d8+19; hp 72; Init +2; Spd 30 ft.; AC 18, touch 12, flat-footed 16; Base Atk +11; Grp +14; Atk +16 or +16 melee (1d12+5/x3, greataxe or 1d4+5/x2, spiked gauntlet); Full Atk +16/+11/+6 or +16/+11/+6 melee (1d12+5/x3, greataxe or 1d4+5/x2, spiked gauntlet); SA —; SQ —; Save Fort +9, Ref +5, Will +4; Str 16, Dex 14, Con 14, Int 8, Wis 12, Cha 10.

Skills and Feats (14/4): Climb +4, Handle Animal +4, Intimidate +5, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Power Attack.

Possessions: +2 greataxe, +2 spiked gauntlet, +1 chain mail, 2,250 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d8+21; hp 78; Init +2; Spd 30 ft.; AC 19, touch 12, flat-footed 17; Base Atk +12; Grp +15; Atk +17 or +17 melee (1d12+5/x3, greataxe or 1d4+5/x2, spiked gauntlet); Full Atk +17/+12/+7 or +17/+12/+7 melee (1d12+5/x3, greataxe or 1d4+5/x2, spiked gauntlet); SA —; SQ —; Save Fort +10, Ref +6, Will +5; Str 16, Dex 14, Con 15, Int 8, Wis 12, Cha 10.

Skills and Feats (15/5): Climb +4, Handle Animal +4, Intimidate +6, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +2 greataxe, +2 spiked gauntlet, +2 chain mail, 5,250 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d8+23; hp 85; Init +2; Spd 30 ft.; AC 19, touch 12, flat-footed 17; Base Atk +13; Grp +16; Atk +19 or +18 melee (1d12+6/x3, greataxe or 1d4+5/x2, spiked gauntlet); Full Atk +19/+14/+9 or +18/+13/+8 melee (1d12+6/x3, greataxe or 1d4+5/x2, spiked gauntlet); SA —; SQ —; Save Fort +10, Ref +6, Will +5; Str 16, Dex 14, Con 15, Int 8, Wis 12, Cha 10.

Skills and Feats (16/5): Climb +4, Handle Animal +4, Intimidate +7, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +3 greataxe, +2 spiked gauntlet, +2 chain mail, 3,250 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d8+25; hp 91; Init +2; Spd 30 ft.; AC 19, touch 12, flat-footed 17; Base Atk +14; Grp +17; Atk +20 or +20 melee (1d12+6/x3, greataxe or 1d4+6/x2, spiked gauntlet); Full Atk +20/+15/+10 or +20/+15/+10 melee (1d12+6/x3, greataxe or 1d4+6/x2, spiked gauntlet); SA —; SQ —; Save Fort +11, Ref +6, Will +5; Str 16, Dex 14, Con 15, Int 8, Wis 12, Cha 10.

Skills and Feats (17/5): Climb +4, Handle Animal +4, Intimidate +8, Jump +4, Ride +4, Swim +4; Cleave, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +3 greataxe, +3 spiked gauntlet, +2 chain mail, 3,250 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d8+27; hp 98; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 18; Base Atk +15; Grp +18; Atk +21 or +21 melee (1d12+6/x3, greataxe or 1d4+6/x2, spiked gauntlet); Full Atk +21/+16/+11 or +21/+16/+11 melee (1d12+6/x3, greataxe or 1d4+6/x2, spiked gauntlet); SA —; SQ —; Save Fort +11, Ref +7, Will +6; Str 16, Dex 14, Con 15, Int 8, Wis 12, Cha 10.

Skills and Feats (18/6): Climb +5, Handle Animal +4, Intimidate +8, Jump +4, Ride +4, Swim +4; Cleave, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +3 greataxe, +3 spiked gauntlet, +3 chain mail, 12,250 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d8+30; hp 105; Init +2; Spd 30 ft.; AC 20, touch 12, flat-footed 18; Base Atk +16; Grp +19; Atk +23 or +23 melee (1d12+7/x3, greataxe or 1d4+7/x2, spiked gauntlet); Full Atk +23/+18/+13/+8 or +23/+18/+13/+8 melee (1d12+7/x3, greataxe or 1d4+7/x2, spiked gauntlet); SA —; SQ —; Save Fort +13, Ref +7, Will +6; Str 16, Dex 14, Con 16, Int 8, Wis 12, Cha 10.

Skills and Feats (19/6): Climb +5, Handle Animal +4, Intimidate +8, Jump +5, Ride +4, Swim +4; Cleave, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +4 greataxe, +4 spiked gauntlet, +3 chain mail, 2,250 gp. Or: 77,000 gp total value.

Level 17

CR 17; HD 17d8+33; hp 113; Init +2; Spd 30 ft.; AC 21, touch 12, flat-footed 19; Base Atk +17; Grp +20; Atk +25 or +24 melee (1d12+8/x3, greataxe or 1d4+7/x2, spiked gauntlet); Full Atk +25/+20/+15/+10 or +24/+19/+14/+9 melee (1d12+8/x3, greataxe or 1d4+7/x2, spiked gauntlet); SA —; SQ —; Save Fort +13, Ref +7, Will +6; Str 16, Dex 14, Con 16, Int 8, Wis 12, Cha 10.

Skills and Feats (20/6): Climb +5, Handle Animal +4, Intimidate +8, Jump +5, Ride +5, Swim +4; Cleave, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +5 greataxe, +4 spiked gauntlet, +4 chain mail, 250 gp. Or: 100,000 gp total value.

Level 18

CR 18; HD 18d8+36; hp 120; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 20; Base Atk +18; Grp +21; Atk +26 or +26 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); Full Atk +26/+21/+16/+11 or +26/+21/+16/+11 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); SA —; SQ —; Save Fort +14, Ref +8, Will +7; Str 16, Dex 14, Con 16, Int 8, Wis 12, Cha 10.

Skills and Feats (21/7): Climb +5, Handle Animal +4, Intimidate +8, Jump +5, Ride +5, Swim +5; Cleave, Diehard, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +5 greataxe, +5 spiked gauntlet, +5 chain mail, 3,250 gp. Or: 130,000 gp total value.

Level 19

CR 19; HD 19d8+39; hp 128; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 20; Base Atk +19; Grp +22; Atk +27 or +27 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); Full Atk +27/+22/+17/+12 or +27/+22/+17/+12 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); SA —; SQ —; Save Fort +14, Ref +8, Will +7; Str 16, Dex 14, Con 16, Int 8, Wis 12, Cha 10.

Skills and Feats (22/7): Climb +5, Handle Animal +5, Intimidate +8, Jump +5, Ride +5, Swim +5; Cleave, Diehard, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +5 greataxe, +5 spiked gauntlet, +5 chain mail, 43,250 gp. Or: 170,000 gp total value.

Level 20

CR 20; HD 20d8+42; hp 135; Init +2; Spd 30 ft.; AC 22, touch 12, flat-footed 20; Base Atk +20; Grp +23; Atk +28 or +28 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); Full Atk +28/+23/+18/+13 or +28/+23/+18/+13 melee (1d12+8/x3, greataxe or 1d4+8/x2, spiked gauntlet); SA —; SQ —; Save Fort +15, Ref +8, Will +7; Str 16, Dex 14, Con 17, Int 8, Wis 12, Cha 10.

Skills and Feats (23/7): Climb +5, Handle Animal +5, Intimidate +9, Jump +5, Ride +5, Swim +5; Cleave, Diehard, Endurance, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack.

Possessions: +5 greataxe, +5 spiked gauntlet, +5 chain mail, 93,250 gp. Or: 220,000 gp total value.

Wizards

Level 1

CR 1; HD 1d4+1; hp 5; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +0; Grp +0; Atk +0 melee (1d6/1d6/x2, quarterstaff) or +2 ranged (1d4/19–20/x2, hand crossbow); Full Atk +0 melee (1d6/1d6/x2, quarterstaff) or +2 ranged (1d4/19–20/x2, hand crossbow); SA —;



SQ —; Save Fort +1, Ref +2, Will +3; Str 10, Dex 14, Con 13, Int 15, Wis 12, Cha 8.

Skills and Feats (16/2): Concentration +5, Decipher Script +6, Knowledge (arcana) +6, Spellcraft +6; Combat Casting, Scribe Scroll.

Wizard Spells Prepared (3/2; save DC 12 + spell level): 0 — *acid splash, ray of frost, read magic;* 1st — *identify, magic missile.*

Spellbook: 0 — all spells; 1st — *identify, magic missile, magic weapon, shield, shocking grasp.*

Possessions: Quarterstaff, hand crossbow, three 100gp pearls, 500 gp. Or: 900 gp total value.

LEVEL 2

CR 2; HD 2d4+2; hp 8; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +1; Atk +1 melee (1d6/1d6/x2, quarterstaff) or +4 ranged (1d4/19–20/x2, hand crossbow); Full Atk +1 melee (1d6/1d6/x2, quarterstaff) or +4 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +1, Ref +2, Will +4; Str 10, Dex 14, Con 13, Int 15, Wis 12, Cha 8.

Skills and Feats (20/2): Concentration +6, Decipher Script +7, Knowledge (arcana) +7, Spellcraft +7; Combat Casting, Scribe Scroll.

Wizard Spells Prepared (4/3; save DC 12 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *identify, magic missile, summon monster I.*

Spellbook: 0 — all spells; 1st — *identify, magic missile, magic weapon, shield, shocking grasp, summon monster I, unseen servant.*

Possessions: Quarterstaff, masterwork hand crossbow, three 100gp pearls, 1,350 gp. Or: 2,000 gp total value.

LEVEL 3

CR 3; HD 3d4+3; hp 12; Init +2; Spd 30 ft.; AC 12, touch 12, flat-footed 10; Base Atk +1; Grp +1; Atk +1 melee (1d6/1d6/x2, quarterstaff) or +4 ranged (1d4/19–20/x2, hand crossbow); Full Atk +1 melee (1d6/1d6/x2, quarterstaff) or +4 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +2, Ref +3, Will +4; Str 10, Dex 14, Con 13, Int 15, Wis 12, Cha 8.

Skills and Feats (24/3): Concentration +7, Decipher Script +8, Knowledge (arcana) +8, Spellcraft +8; Combat Casting, Scribe Scroll, Spell Focus (conjuration).

Wizard Spells Prepared (4/3/2; save DC 12 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *identify, magic missile, summon monster I;* 2nd — *Melf's acid arrow, scorching ray.*

Spellbook: 0 — all spells; 1st — *identify, magic missile, magic weapon, shield, shocking grasp, summon monster I, unseen servant;* 2nd — *Melf's acid arrow, scorching ray.*

Possessions: Quarterstaff, masterwork hand crossbow, three 100gp pearls, 1,850 gp. Or: 2,500 gp total value.



LEVEL 4

CR 4; HD 4d4+4; hp 16; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +2; Grp +2; Atk +2 melee (1d6/1d6/x2, quarterstaff) or +5 ranged (1d4/19–20/x2, hand crossbow); Full Atk +2 melee (1d6/1d6/x2, quarterstaff) or +5 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +2, Ref +3, Will +5; Str 10, Dex 14, Con 13, Int 16, Wis 12, Cha 8.

Skills and Feats (35/3): Concentration +10, Decipher Script +10, Knowledge (arcana) +10, Spellcraft +11; Combat Casting, Scribe Scroll, Spell Focus (conjuration).

Wizard Spells Prepared (4/4/3; save DC 13 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *identify, magic missile* (2), *summon monster I;* 2nd — *knock, Melf's acid arrow, scorching ray.*

Spellbook: 0 — all spells; 1st — *identify, magic missile, magic weapon, shield, shocking grasp, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray.*

Possessions: Bracers of armor +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 650 gp. Or: 3,300 gp total value.

LEVEL 5

CR 5; HD 5d4+5; hp 19; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +2; Grp +2; Atk +2 melee (1d6/1d6/x2, quarterstaff) or +5 ranged (1d4/19–20/x2, hand crossbow); Full Atk +2 melee (1d6/1d6/x2, quarterstaff) or +5 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +2, Ref +3, Will +5; Str 10, Dex 14, Con 13, Int 16, Wis 12, Cha 8.

Skills and Feats (40/4): Concentration +11, Decipher Script +11, Knowledge (arcana) +12, Spellcraft +12; Combat Casting, Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/4/3/2; save DC 13 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *identify, magic missile* (2), *summon monster I;* 2nd — *knock, Melf's acid arrow, scorching ray;* 3rd — *fireball, lightning bolt.*

Spellbook: 0 — all spells; 1st — *identify, magic missile, magic weapon, shield, shocking grasp, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray;* 3rd — *fireball, lightning bolt.*

Possessions: Bracers of armor +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 1,700 gp. Or: 4,300 gp total value.

LEVEL 6

CR 6; HD 6d4+6; hp 23; Init +2; Spd 30 ft.; AC 13, touch 12, flat-footed 11; Base Atk +3; Grp +3; Atk +3 melee (1d6/1d6/x2, quarterstaff) or +6 ranged (1d4/19–20/x2, hand crossbow); Full Atk +3 melee (1d6/1d6/x2, quarterstaff) or +6 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +6; Str 10, Dex 14, Con 13, Int 16, Wis 12, Cha 8.

Skills and Feats (45/5): Concentration +12, Decipher Script +12, Knowledge (arcana) +13, Spellcraft +14; Combat Casting, Greater Spell Focus (conjuration), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/4/4/3; save DC 13 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *identify, magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray;* 3rd — *fireball, lightning bolt, summon monster III.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon monster III.*

Possessions: Bracers of armor +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 4,000 gp. Or: 5,600 gp total value.

LEVEL 7

CR 7; HD 7d4+7; hp 26; Init +2; Spd 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +3; Grp +3; Atk +3 melee (1d6/1d6/x2, quarterstaff) or +6 ranged (1d4/19–20/x2, hand crossbow); Full Atk +3 melee (1d6/1d6/x2, quarterstaff) or +6 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +6; Str 10, Dex 14, Con 13, Int 16, Wis 12, Cha 8.

Skills and Feats (50/5): Concentration +14, Decipher Script +13, Knowledge (arcana) +14, Spellcraft +15; Combat Casting, Greater Spell Focus (conjuration), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/5/4/3/1; save DC 13 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify, magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray;* 3rd — *fireball, lightning bolt, summon monster III;* 4th — *ice storm.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon monster III;* 4th — *ice storm, stoneskin.*

Possessions: Bracers of armor +1, ring of protection +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 3,600 gp. Or: 7,200 gp total value.

LEVEL 8

CR 8; HD 8d4+8; hp 30; Init +2; Spd 30 ft.; AC 14, touch 13, flat-footed 12; Base Atk +4; Grp +4; Atk +4 melee (1d6/1d6/x2, quarterstaff) or +7 ranged (1d4/19–20/x2, hand crossbow); Full Atk +4 melee (1d6/1d6/x2, quarterstaff) or +7 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +3, Ref +4, Will +7; Str 10, Dex 14, Con 13, Int 17, Wis 12, Cha 8.

Skills and Feats (55/5): Concentration +15, Decipher Script +15, Knowledge (arcana) +15, Spellcraft +16; Combat Casting, Greater Spell Focus (conjuration), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/5/4/4/2; *save DC 13 + spell level*): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify, magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray*; 3rd — *fireball* (2), *lightning bolt, summon monster III*; 4th — *ice storm, summon monster IV*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*.

Possessions: Bracers of armor +1, ring of protection +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 5,800 gp. Or: 9,400 gp total value.

LEVEL 9

CR 9; HD 9d4+9; hp 33; Init +2; Spd 30 ft.; AC 15, touch 13, flat-footed 13; Base Atk +4; Grp +4; Atk +4 melee (1d6/1d6/x2, quarterstaff) or +7 ranged (1d4/19–20/x2, hand crossbow); Full Atk +4 melee (1d6/1d6/x2, quarterstaff) or +7 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +7; Str 10, Dex 14, Con 13, Int 17, Wis 12, Cha 8.

Skills and Feats (60/6): Concentration +16, Decipher Script +16, Knowledge (arcana) +17, Spellcraft +17; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/5/5/4/2/1; *save DC 13 + spell level*): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify, magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray*; 3rd — *fireball* (2), *lightning bolt, summon monster III*; 4th — *ice storm, summon monster IV*; 5th — *cone of cold*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold*.

Possessions: Bracers of armor +2, ring of protection +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 5,400 gp. Or: 12,000 gp total value.

LEVEL 10

CR 10; HD 10d4+10; hp 37; Init +2; Spd 30 ft.; AC 15, touch 13, flat-footed 13; Base Atk +5; Grp +5; Atk +5 melee (1d6/1d6/x2, quarterstaff) or +8 ranged (1d4/19–20/x2, hand crossbow); Full Atk +5 melee (1d6/1d6/x2, quarterstaff) or +8 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +8; Str 10, Dex 14, Con 13, Int 17, Wis 12, Cha 8.

Skills and Feats (65/7): Concentration +18, Decipher Script +17, Knowledge (arcana) +18, Spellcraft +18; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/5/5/4/3/2; *save DC 13 + spell level*): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify, magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray*; 3rd — *fireball* (2), *lightning bolt, summon monster III*; 4th — *ice storm, stoneskin, summon monster IV*; 5th — *cone of cold, teleport*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*.

Possessions: Bracers of armor +2, ring of protection +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 9,400 gp. Or: 16,000 gp total value.

LEVEL 11

CR 11; HD 11d4+11; hp 40; Init +2; Spd 30 ft.; AC 16, touch 13, flat-footed 14; Base Atk +5; Grp +5; Atk +5 melee (1d6/1d6/x2, quarterstaff) or +8 ranged (1d4/19–20/x2, hand crossbow); Full Atk +5 melee (1d6/1d6/x2, quarterstaff) or +8 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +4, Ref +5, Will +8; Str 10, Dex 14, Con 13, Int 17, Wis 12, Cha 8.

Skills and Feats (70/7): Concentration +19, Decipher Script +19, Knowledge (arcana) +19, Spellcraft +19; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Widen Spell (*fireball*).

Wizard Spells Prepared (4/5/5/5/3/2/1; *save DC 13 + spell level*): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify, magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray*; 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III*; 4th — *ice storm, stoneskin, summon monster IV*; 5th — *cone of cold, teleport*; 6th — *chain lightning*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death*.

Possessions: Amulet of natural armor +1, bracers of armor +2, ring of protection +1, quarterstaff, masterwork hand crossbow, three 100gp pearls, 12,400 gp. Or: 21,000 gp total value.

LEVEL 12

CR 12; HD 12d4+12; hp 44; Init +2; Spd 30 ft.; AC 17, touch 13, flat-footed 15; Base Atk +6; Grp +6; Atk +6 melee (1d6/1d6/x2, quarterstaff) or +9 ranged (1d4/19–20/x2, hand crossbow); Full Atk +6/+1 melee (1d6/1d6/x2, quarterstaff) or +9/+4 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +5, Ref +6, Will +9; Str 10, Dex 14, Con 13, Int 18 (20), Wis 12, Cha 8.

Skills and Feats (105/8): Concentration +22, Decipher Script +22, Gather Information +4, Knowledge (arcana) +23, Listen +9, Sleight of Hand +3, Spellcraft +22, Spot +9; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/5/5/4/4/2; save DC 15 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray;* 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III;* 4th — *ice storm* (2), *stoneskin, summon monster IV;* 5th — *cone of cold, teleport, summon monster V;* 6th — *chain lightning, summon monster VI.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon monster III;* 4th — *fear, ice storm, stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, summon monster V, teleport;* 6th — *chain lightning, circle of death, disintegrate, summon monster VI.*

Possessions: Amulet of natural armor +1, bracers of armor +3, ring of protection +1, quarterstaff, masterwork hand crossbow, *headband of intellect +2,* three 100gp pearls, 9,400 gp. Or: 27,000 gp total value.

LEVEL 13

CR 13; HD 13d4+13; hp 47; Init +2; Spd 30 ft.; AC 18, touch 14, flat-footed 16; Base Atk +6; Grp +6; Atk +7 melee (1d6+1/1d6+1/x2, quarterstaff) or +9 ranged (1d4/19–20/x2, hand crossbow); Full Atk +7/+2 melee (1d6+1/1d6+1/x2, quarterstaff) or +9/+4 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +5, Ref +6, Will +9; Str 10, Dex 14, Con 13, Int 18 (20), Wis 12, Cha 8.

Skills and Feats (112/8): Concentration +24, Decipher Script +24, Gather Information +4, Knowledge (arcana) +24, Listen +9, Sleight of Hand +3, Spellcraft +24, Spot +9; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/5/5/5/4/2/1; save DC 15 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray;* 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III;* 4th — *fear, ice storm* (2), *stoneskin, summon monster IV;* 5th — *cone of cold, teleport, summon monster V;* 6th — *chain lightning, summon monster VI;* 7th — *delayed blast fireball.*



Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death.*

Possessions: Amulet of natural armor +1, *bracers of armor +3, ring of protection +2, +1 quarterstaff,* masterwork hand crossbow, *headband of intellect* +2, three 100gp pearls, 9,000 gp. Or: 35,000 gp total value.

LEVEL 14

CR 14; HD 14d4+14; hp 51; Init +3; Spd 30 ft.; AC 19, touch 15, flat-footed 16; Base Atk +7; Grp +7; Atk +8 melee (1d6+1/1d6+1/x2, quarterstaff) or +10 ranged (1d4/19–20/x2, hand crossbow); Full Atk +8/+3 melee (1d6+1/1d6+1/x2, quarterstaff) or +10/+5 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +5, Ref +7, Will +10; Str 10, Dex 14 (16), Con 13, Int 18 (20), Wis 12, Cha 8.

Skills and Feats (119/8): Concentration +24, Decipher Script +25, Gather Information +5, Knowledge (arcana) +25, Listen +9, Sleight of Hand +4, Spellcraft +25, Spot +9; Augment Summoning, Combat Casting, Greater Spell Focus (conjuration), Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/5/5/5/4/3/2; save DC 15 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray*; 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III*; 4th — *fear, ice storm* (2), *stoneskin, summon monster IV*; 5th — *cone of cold, teleport, summon monster V*; 6th — *chain lightning, disintegrate, summon monster VI*; 7th — *delayed blast fireball, summon monster VII.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII.*

Possessions: Amulet of natural armor +1, *bracers of armor +3, ring of protection +2, +1 quarterstaff,* masterwork hand crossbow, *gloves of Dexterity* +2, *headband of intellect* +2, three 100gp pearls, 14,700 gp. Or: 45,000 gp total value.

LEVEL 15

CR 15; HD 15d4+15; hp 54; Init +3; Spd 30 ft.; AC 20, touch 15, flat-footed 17; Base Atk +7; Grp +7; Atk +8 melee (1d6+1/1d6+1/x2, quarterstaff) or



+11 ranged (1d4/19–20/x2, hand crossbow); Full Atk +8/+3 melee (1d6+1/1d6+1/x2, quarterstaff) or +11/+6 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +6, Ref +8, Will +10; Str 10, Dex 14 (16), Con 13, Int 18 (22), Wis 12, Cha 8.

Skills and Feats (144/10): Concentration +28, Decipher Script +28, Gather Information +5, Knowledge (arcana) +29, Listen +12, Sleight of Hand +5, Spellcraft +28, Spot +12; Augment Summoning, Combat Casting, Craft Staff, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/6/5/5/5/4/2/1; save DC 16 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III;* 4th — *fear, ice storm* (2), *stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, teleport, summon monster V;* 6th — *chain lightning* (2), *disintegrate, summon monster VI;* 7th — *delayed blast fireball, summon monster VII;* 8th — *power word stun.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon monster III;* 4th — *fear, ice storm, stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, summon monster V, teleport;* 6th — *chain lightning, circle of death, disintegrate, summon monster VI;* 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII;* 8th — *incendiary cloud, power word stun.*

Possessions: Amulet of natural armor +2, *bracers of armor +3, ring of protection +2, +1 quarterstaff,* masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +4,* three 100gp pearls, 10,700 gp. Or: 59,000 gp total value.

LEVEL 16

CR 16; HD 16d4+16; hp 58; Init +3; Spd 30 ft.; AC 20, touch 15, flat-footed 17; Base Atk +8; Grp +8; Atk +9 melee (1d6+1/1d6+1/x2, quarterstaff) or +12 ranged (1d4/19–20/x2, hand crossbow); Full Atk +9/+4 melee (1d6+1/1d6+1/x2, quarterstaff) or +12/+7 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +6, Ref +8, Will +11; Str 10, Dex 14 (16), Con 13, Int 19 (23), Wis 12, Cha 8.

Skills and Feats (152/10): Concentration +29, Decipher Script +30, Gather Information +6, Knowledge (arcana) +29, Listen +12, Sleight of Hand +6, Spellcraft +29, Spot +12; Augment Summoning, Combat Casting, Craft Staff, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/6/5/5/5/4/3/2; save DC 16 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III;* 4th — *fear, ice storm* (2), *stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, teleport, summon monster V;* 6th — *chain lightning* (2), *disintegrate, summon monster VI;* 7th — *delayed blast fireball, Mordenkainen's sword, summon monster VII;* 8th — *power word stun, summon monster VIII.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon monster III;* 4th — *fear, ice storm, stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, summon monster V, teleport;* 6th — *chain lightning, circle of death, disintegrate, summon monster VI;* 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII;* 8th — *greater shout, incendiary cloud, power word stun, summon monster VIII.*

Possessions: Amulet of natural armor +2, *bracers of armor +3, ring of protection +2, +1 quarterstaff,* masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +4,* three 100gp pearls, 28,700 gp. Or: 77,000 gp total value.

LEVEL 17

CR 17; HD 17d4+17; hp 61; Init +3; Spd 30 ft.; AC 22, touch 15, flat-footed 19; Base Atk +8; Grp +8; Atk +9 melee (1d6+1/1d6+1/x2, quarterstaff) or +12 ranged (1d4/19–20/x2, hand crossbow); Full Atk +9/+4 melee (1d6+1/1d6+1/x2, quarterstaff) or +12/+7 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +6, Ref +8, Will +11; Str 10, Dex 14 (16), Con 13, Int 19 (23), Wis 12, Cha 8.

Skills and Feats (160/10): Concentration +30, Decipher Script +30, Gather Information +7, Knowledge (arcana) +31, Listen +12, Sleight of Hand +7, Spellcraft +30, Spot +12; Augment Summoning, Combat Casting, Craft Staff, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/6/5/5/5/5/3/2/1; save DC 16 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic;* 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I;* 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (2), *lightning bolt* (2), *summon monster III;* 4th — *fear, ice storm* (2), *stoneskin, summon monster IV;* 5th — *cloudkill, cone of cold, teleport, summon monster V;* 6th — *chain lightning* (3), *disintegrate, summon monster VI;* 7th — *delayed blast fireball, Mordenkainen's sword, summon monster VII;* 8th — *power word stun, summon monster VIII;* 9th — *gate.*

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant;* 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm;* 3rd — *fireball, lightning bolt, summon*

monster III; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII*; 8th — *greater shout, incendiary cloud, power word stun, summon monster VIII*; 9th — *gate, power word kill*.

Possessions: *Amulet of natural armor +2, bracers of armor +5, ring of protection +2, +1 quarterstaff*, masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +6*, three 100gp pearls, 25,700 gp. Or: 100,000 gp total value.

LEVEL 18

CR 18; HD 18d4+18; hp 65; Init +3; Spd 30 ft.; AC 23, touch 15, flat-footed 20; Base Atk +9; Grp +9; Atk +10 melee (1d6+1/1d6+1/x2, quarterstaff) or +13 ranged (1d4/19–20/x2, hand crossbow); Full Atk +10/+5 melee (1d6+1/1d6+1/x2, quarterstaff) or +13/+8 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +7, Ref +9, Will +12; Str 10, Dex 14 (16), Con 13, Int 19 (25), Wis 12, Cha 8.

Skills and Feats (189/11): Concentration +30, Decipher Script +31, Gather Information +12, Knowledge (arcana) +32, Listen +14, Sleight of Hand +12, Spellcraft +32, Spot +14; Augment Summoning, Combat Casting, Craft Staff, Forge Ring, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/6/4/5/5/5/4/3/2; save DC 17 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (3), *lightning bolt* (2), *summon monster III*; 4th — *fear, ice storm* (2), *stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, teleport, summon monster V*; 6th — *chain lightning* (3), *disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII*; 8th — *incendiary cloud, power word stun, summon monster VIII*; 9th — *gate, summon monster IX*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII*; 8th — *greater shout, incendiary cloud, power word stun, summon monster VIII*; 9th — *gate, meteor swarm, power word kill, summon monster IX*.

Possessions: *Amulet of natural armor +2, bracers of armor +6, ring of protection +2, +1 quarterstaff*, masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +6*, three 100gp pearls, 44,700 gp. Or: 130,000 gp total value.

LEVEL 19

CR 19; HD 19d4+19; hp 68; Init +3; Spd 30 ft.; AC 23, touch 15, flat-footed 20; Base Atk +9; Grp +9; Atk +10 melee (1d6+1/1d6+1/x2, quarterstaff) or +13 ranged (1d4/19–20/x2, hand crossbow); Full Atk +10/+5 melee (1d6+1/1d6+1/x2, quarterstaff) or +13/+8 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +7, Ref +9, Will +12; Str 10, Dex 14 (16), Con 13, Int 19 (25), Wis 12, Cha 8.



Skills and Feats (198/11): Concentration +32, Decipher Script +32, Gather Information +13, Knowledge (arcana) +32, Listen +15, Sleight of Hand +12, Spellcraft +32, Spot +15; Augment Summoning, Combat Casting, Craft Staff, Forge Ring, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).

Wizard Spells Prepared (4/6/6/6/5/5/5/5/3/3; save DC 17 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (3), *lightning bolt* (3), *summon monster III* (2); 4th — *fear, ice storm* (2), *stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, teleport, summon monster V*; 6th — *chain lightning* (3), *disintegrate, summon monster VI*; 7th — *delayed blast fireball* (2), *finger of death, Mordenkainen's sword, summon monster VII*; 8th — *incendiary cloud, power word stun, summon monster VIII*; 9th — *gate, meteor swarm, summon monster IX*.

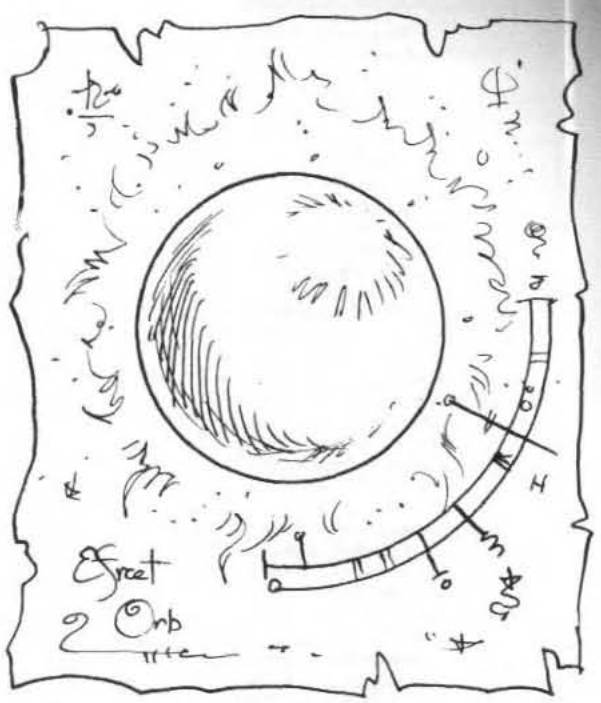
Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII*; 8th — *greater shout, incendiary cloud, power word stun, summon monster VIII*; 9th — *foresight, gate, imprisonment, meteor swarm, power word kill, summon monster IX*.

Possessions: *Amulet of natural armor +2, bracers of armor +6, ring of protection +2, +1 quarterstaff*, masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +6*, three 100gp pearls, 84,700 gp. Or: 170,000 gp total value.

LEVEL 20

CR 20; HD 20d4+20; hp 72; Init +3; Spd 30 ft.; AC 23, touch 15, flat-footed 20; Base Atk +10; Grp +10; Atk +11 melee (1d6+1/1d6+1/x2, quarterstaff) or +14 ranged (1d4/19–20/x2, hand crossbow); Full Atk +11/+6 melee (1d6+1/1d6+1/x2, quarterstaff) or +14/+9 ranged (1d4/19–20/x2, hand crossbow); SA —; SQ —; Save Fort +7, Ref +9, Will +13; Str 10, Dex 14 (16), Con 13, Int 20 (26), Wis 12, Cha 8.

Skills and Feats (230/12): Concentration +33, Decipher Script +33, Gather Information +15, Knowledge (arcana) +34, Listen +20, Sleight of Hand +15, Spellcraft +33, Spot +20; Augment Summoning, Combat Casting, Craft Staff, Forge Ring, Greater Spell Focus (conjuration), Greater Spell Penetration, Maximize Spell (*lightning bolt*), Quicken Spell (*power word kill*), Scribe Scroll, Spell Focus (conjuration), Spell Penetration, Widen Spell (*fireball*).



Wizard Spells Prepared (4/6/6/6/6/5/5/5/5/4; save DC 18 + spell level): 0 — *acid splash, mage hand, ray of frost, read magic*; 1st — *burning hands, identify* (2), *magic missile* (2), *summon monster I*; 2nd — *darkness, knock, Melf's acid arrow* (2), *scorching ray* (2); 3rd — *fireball* (3), *lightning bolt* (3), *summon monster III* (2); 4th — *fear, ice storm* (2), *stoneskin, summon monster IV* (2); 5th — *cloudkill, cone of cold, teleport, summon monster V*; 6th — *chain lightning* (3), *disintegrate, summon monster VI*; 7th — *delayed blast fireball* (2), *finger of death, Mordenkainen's sword, summon monster VII*; 8th — *greater shout, incendiary cloud, power word stun* (2), *summon monster VIII*; 9th — *gate, meteor swarm, power word kill, summon monster IX*.

Spellbook: 0 — all spells; 1st — *burning hands, identify, magic missile, magic weapon, shield, summon monster I, unseen servant*; 2nd — *darkness, knock, Melf's acid arrow, scorching ray, summon swarm*; 3rd — *fireball, lightning bolt, summon monster III*; 4th — *fear, ice storm, stoneskin, summon monster IV*; 5th — *cloudkill, cone of cold, summon monster V, teleport*; 6th — *chain lightning, circle of death, disintegrate, summon monster VI*; 7th — *delayed blast fireball, finger of death, Mordenkainen's sword, summon monster VII*; 8th — *greater shout, incendiary cloud, power word stun, summon monster VIII*; 9th — *Bigby's crushing hand, dominate monster, foresight, gate, imprisonment, meteor swarm, power word kill, summon monster IX*.

Possessions: *Amulet of natural armor +2, bracers of armor +6, ring of protection +2, +1 quarterstaff*, masterwork hand crossbow, *gloves of Dexterity +2, headband of intellect +6*, three 100gp pearls, 134,700 gp. Or: 220,000 gp total value.

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DISTRICT A: Dwarves


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DISTRICT B: Humanoid


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B22



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C22
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C16
DISTRICT C:
Entertainment


C19
C20
C5
C1
C2


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C11
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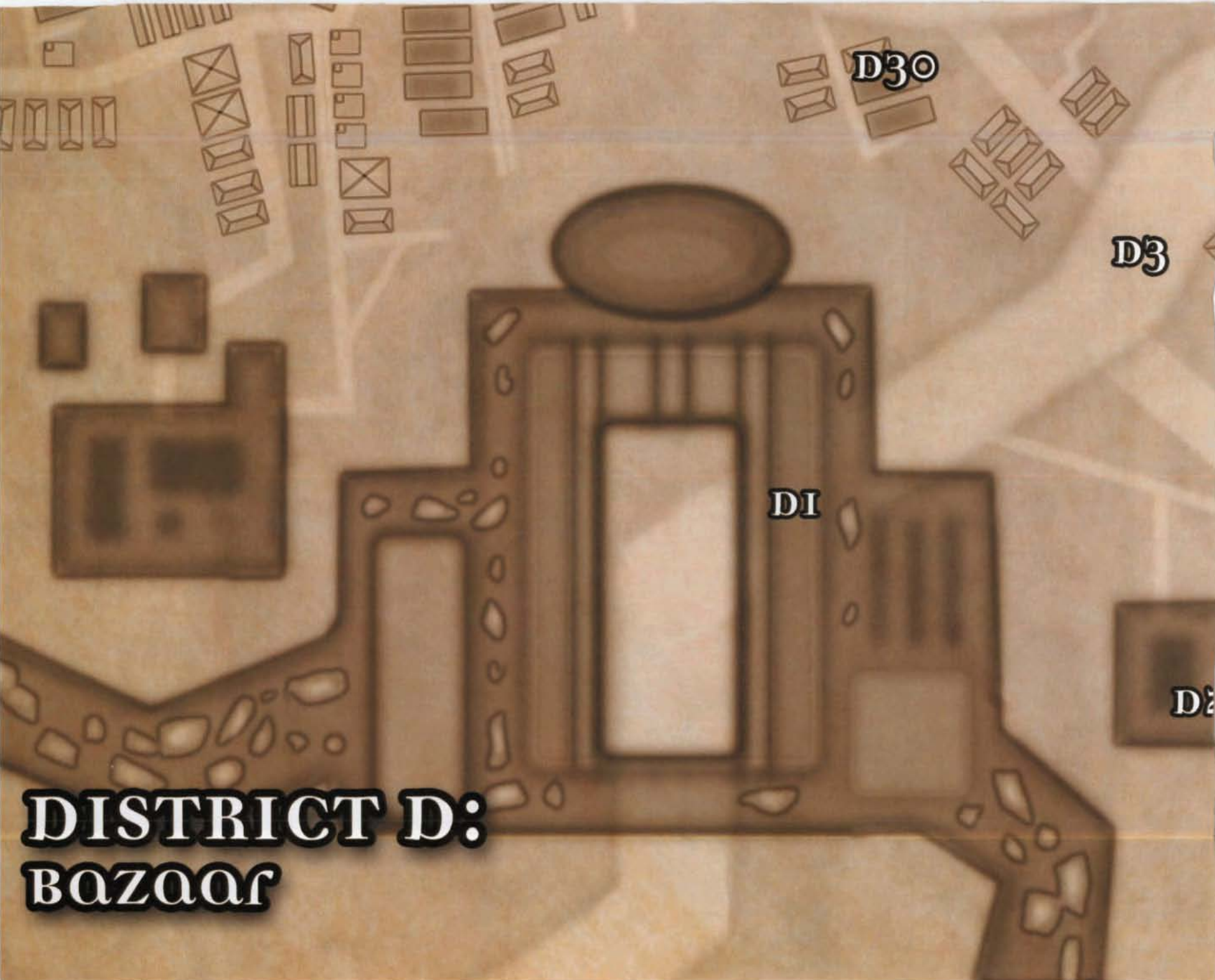

DISTRICT D: BAZAAR


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DISTRICT E:
Nobles



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DISTRICT f:
guards
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G31
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G3


DISTRICT G:
Travelers
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G19
G23



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DISTRICT H:
Lamplighters


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H31


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H15A
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H6



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DISTRICT I: Government


128
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DISTRICT J:
The spire


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DISTRICT K:
Academy
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K12



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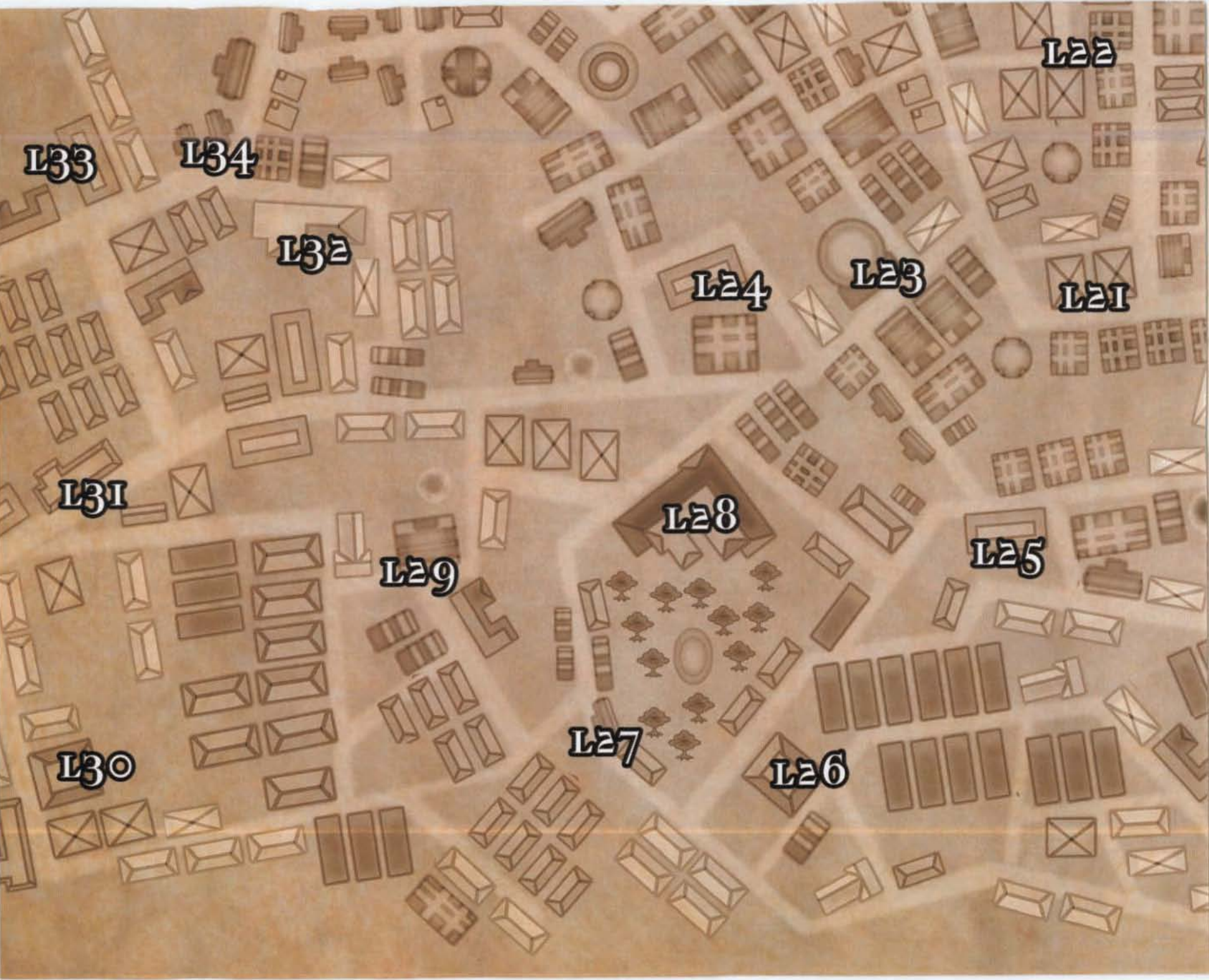
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DISTRICT L:
Artisans
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L5
L35


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L9



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M6
DISTRICT M:
Docks


M29
M10
M22
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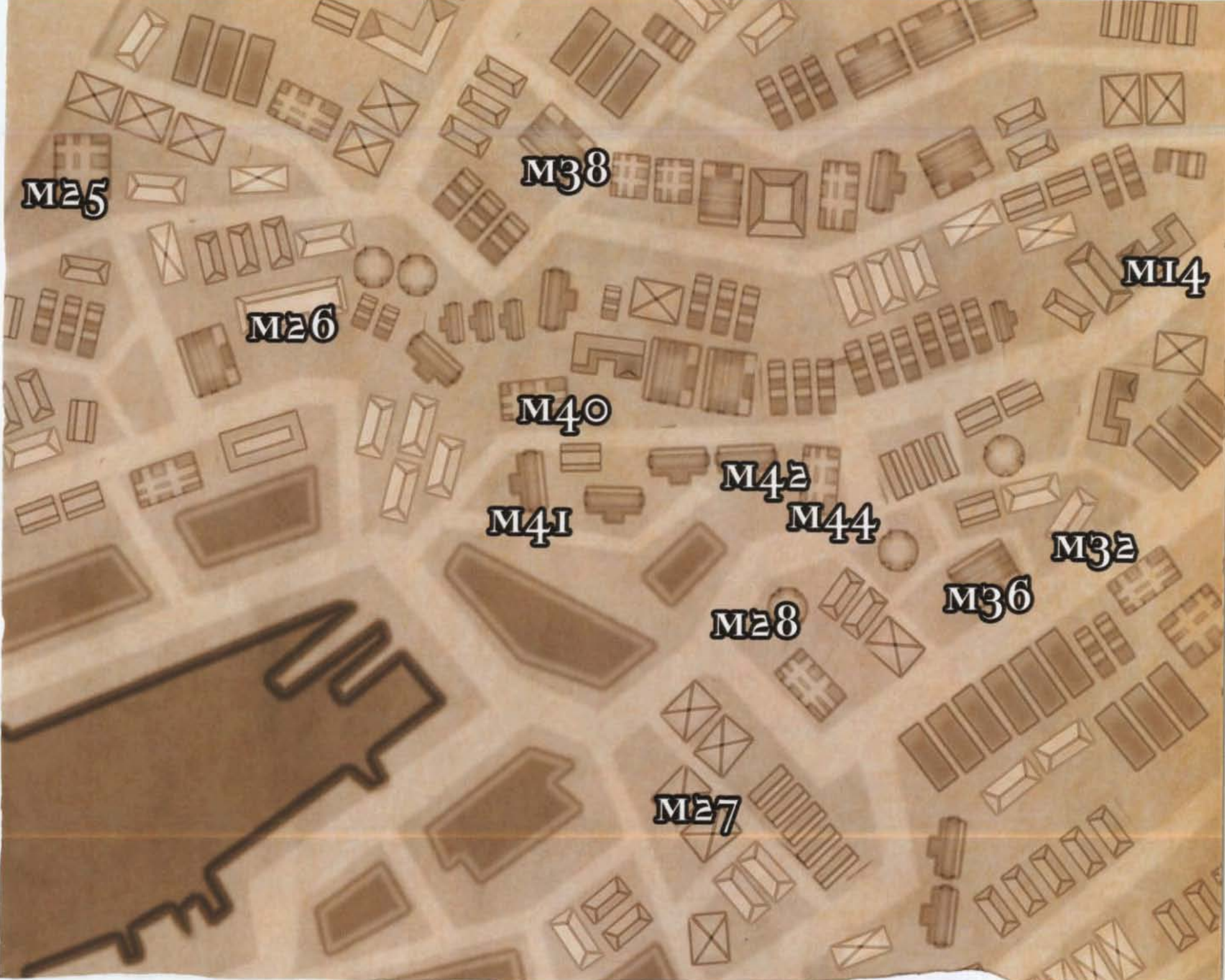
M11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N23
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DISTRICT N:
warehouses


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N22


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NII
NI6
NI2
NI7



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02
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DISTRICT 0:
Naval Yards

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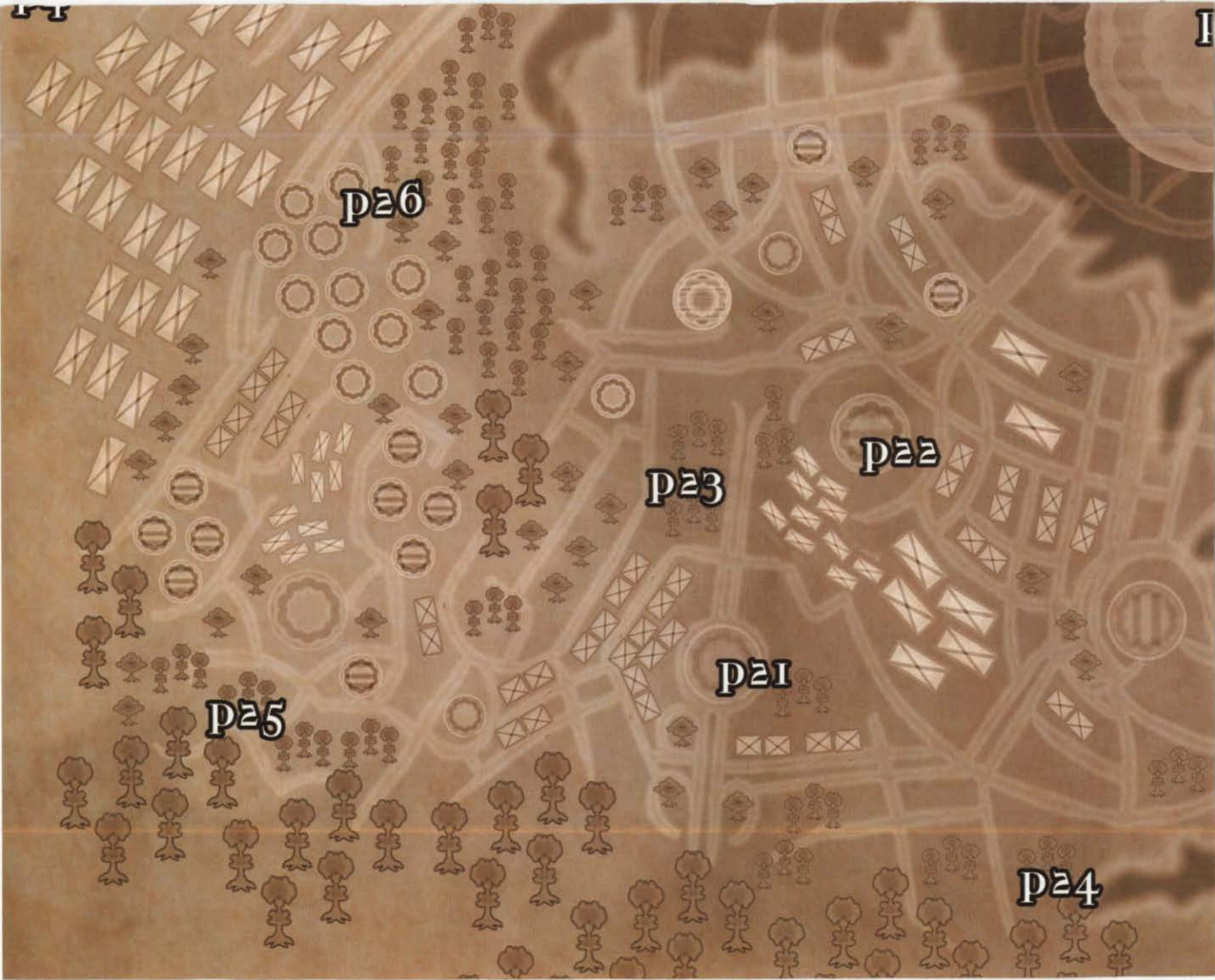
p26
p22
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DISTRICT P:
wetlands
P1
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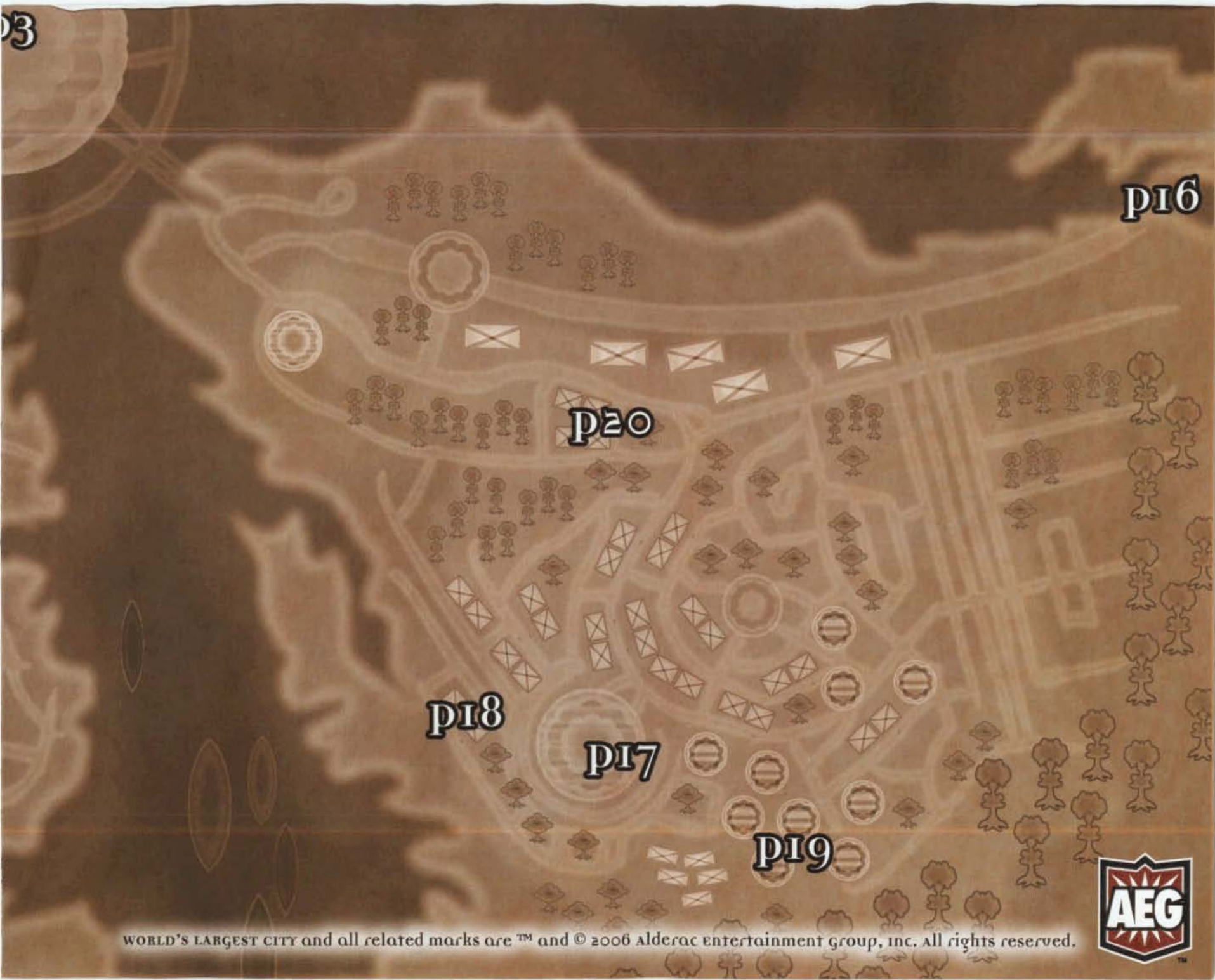

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