



UNDERDARK

ADVENTURE GUIDE





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The Underdark Adventure Guide is a world-neutral, standalone guide to adventuring in the strange, alien world of the underdark. The underdark is far more than just dungeons and caves. It is a veritable underground continent, populated by advanced civilizations, ancient ruins, sunless seas, alien magic, bizarre creatures, and the horrid denizens of the gloom. The standards of the surface world hold no sway in the underdark, and its mysteries, ferocity, and danger will challenge even the hardest of adventurers.

Underdark adventures are easy to integrate with an existing campaign, as the very nature of the underdark lends itself to layering – simply arrange for the discovery of a subterranean portal, and the land beneath your existing campaign has a new life. The Underdark Adventure Guide includes everything you need to create a compelling underdark campaign:

- New character options for underdark explorers, ranging from new feats and adventuring gear to prestige classes specially tailored to the underdark races: drow, derro, duergar, svirfneblin, and troglodytes.
- More than a dozen new monsters native to the underdark, plus a variety of specialized plants and bizarre funguses.
- Extensive guidelines and world-building advice for constructing your own underdark region.
- A dozen fully developed points of interest. You can use these piecemeal as drop-in locations in your existing campaign, or use them together as a fully-developed, integrated underdark region.

The Underdark Adventure Guide is completely world-neutral and standalone.

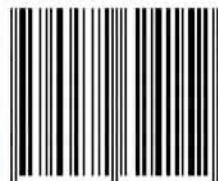


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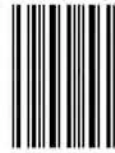
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UNDERDARK ADVENTURE GUIDE

Written by Michael Mearls and Dean Poisso
Development and additional writing by Joseph Goodman

Cover art by V. Shane

Cover design by Andy Hopp

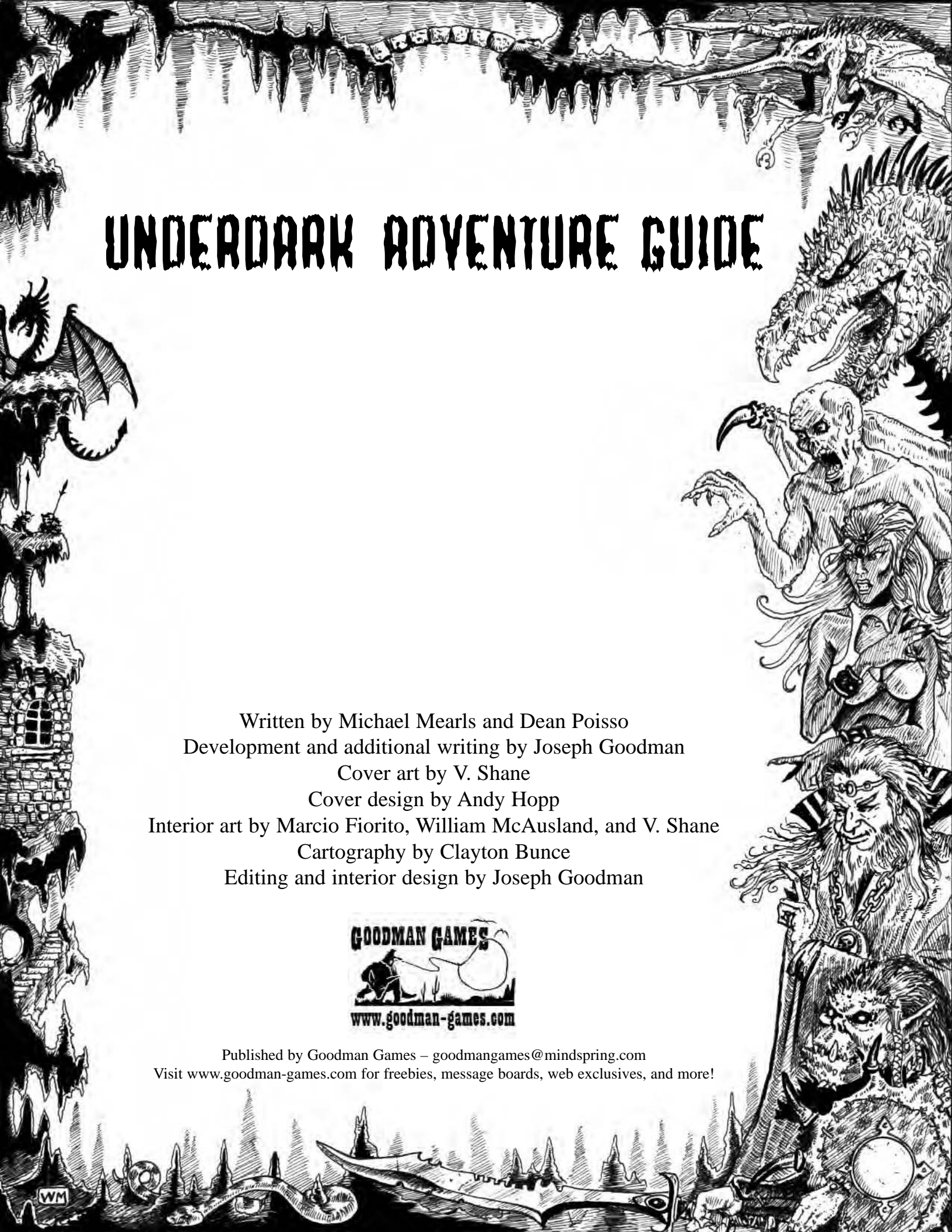
Interior art by Marcio Fiorito, William McAusland, and V. Shane

Cartography by Clayton Bunce

Editing and interior design by Joseph Goodman



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INTRODUCTION

You hold in your hands a guide to the enigmatic world of the underdark – the massive network of caverns that laces the earth’s crust under the surface world of your fantasy campaign. The underdark is far more than just dungeons and caves. It is a veritable underground continent, populated by advanced civilizations, ancient ruins, sunless seas, alien magic, bizarre creatures, and the horrid denizens of the gloom. The standards of the surface world hold no sway in the underdark, and its mysteries, ferocity, and danger will challenge even the hardest of adventurers.

This book is a guide to creating characters and campaigns based in the underdark. It can be used to generate a compelling underdark world and intriguing characters to adventure there. Underdark adventures are easy to integrate with an existing campaign, as the very nature of the underdark lends itself to layering – simply arrange for the discovery of a subterranean portal, and the land beneath your existing campaign has a new life.

The Underdark Adventure Guide is divided into four chapters. The first chapter examines the characters of the underdark, especially among the most populous races: the drow, duergar, derro, svirfneblin, and troglodytes. This section defines the most renowned traits of these races, introduces a variety of new prestige classes, then concludes with new equipment, feats, and skill applications useful to everyone. Some new races and concepts are also introduced, such as the gloom barbarians and radiomancer class. You can use this section to create PC adventurers or flesh out the NPCs they will face.

Chapter two introduces a variety of new monsters suitable to life in the underdark, while chapter three provides guidelines for creating an underdark campaign. These guidelines are mostly for inspiration – a collection of keywords and ideas that can help you get started on a new campaign, or tie together elements of an existing one.

The book concludes with chapter four, which describes several points of interest in great detail. These cities, camps, and other locations can be dropped into your own campaign as needed, or inserted in their totality as an already-defined area.



CHAPTER 1

UNDERDARK CHARACTERS

Every fantasy campaign eventually encounters the underdark, though each knows it by a different name. To some, it is nothing more than the typical dungeon, where adventurers never question the source of the vibrant dark life living under cold stone ceilings. To others, it is the hell beneath the surface world, where the darkest, deepest dungeons break through to vast underground chasms. To still others, it is an alien landscape whose well-hidden secrets are worth their weight in gold.

But there's one aspect of the underdark that's understood by adventurers in all realm: evil and everything that comes with it. The sunless nether regions are full of cruelty and depredation unknown anywhere else. The vengeful drow, mad derro, and primal troglodytes inhabit a savage land. Every day is a fight for survival; every passing moment, an opportunity to kill or be killed. In the underdark, even the hunters are hunted.

This chapter looks at the characters who survive in such realms. Each of the common underdark races is described below for use as player characters or NPCs: the deep dwarves, derro, drow, duergar, gloom barbarians, half-drow, svirfneblin, and troglodytes.

Despite the evil lands in which they were molded, characters from these races need not be evil. In fact, they shouldn't be; adventuring is far more heroic with noble characters. To handle the possibility of characters whose backgrounds are radically different than the usual for their race, we present a new character concept called the racial template. Just as with a monster template, this is a tool for customizing a race to fit a specific role in your campaign. Each racial template gives a new spin to a character's racial background, replete with new abilities and opportunities, but with a cost.

The racial templates are described in detail on page 16. They are the exile (a character rejected by his race for his differences), the vindicator (a character caught in an eternal struggle with his own dark nature), the shadowkin (a character whose family ties and loyalty are too strong to break, but whose different worldview prevents him from ever being accepted), and the

wolfbred (a character raised by a race other than the one that spawned him). All allow characters from evil races to be played with non-evil alignments.

But before we get to the templates, let's look at the races. The following racial descriptions apply to the typical members of the most common underdark races: the deep dwarves, derro, drow, duergar, gloom barbarians, half-drow, svirfneblin, and troglodytes.

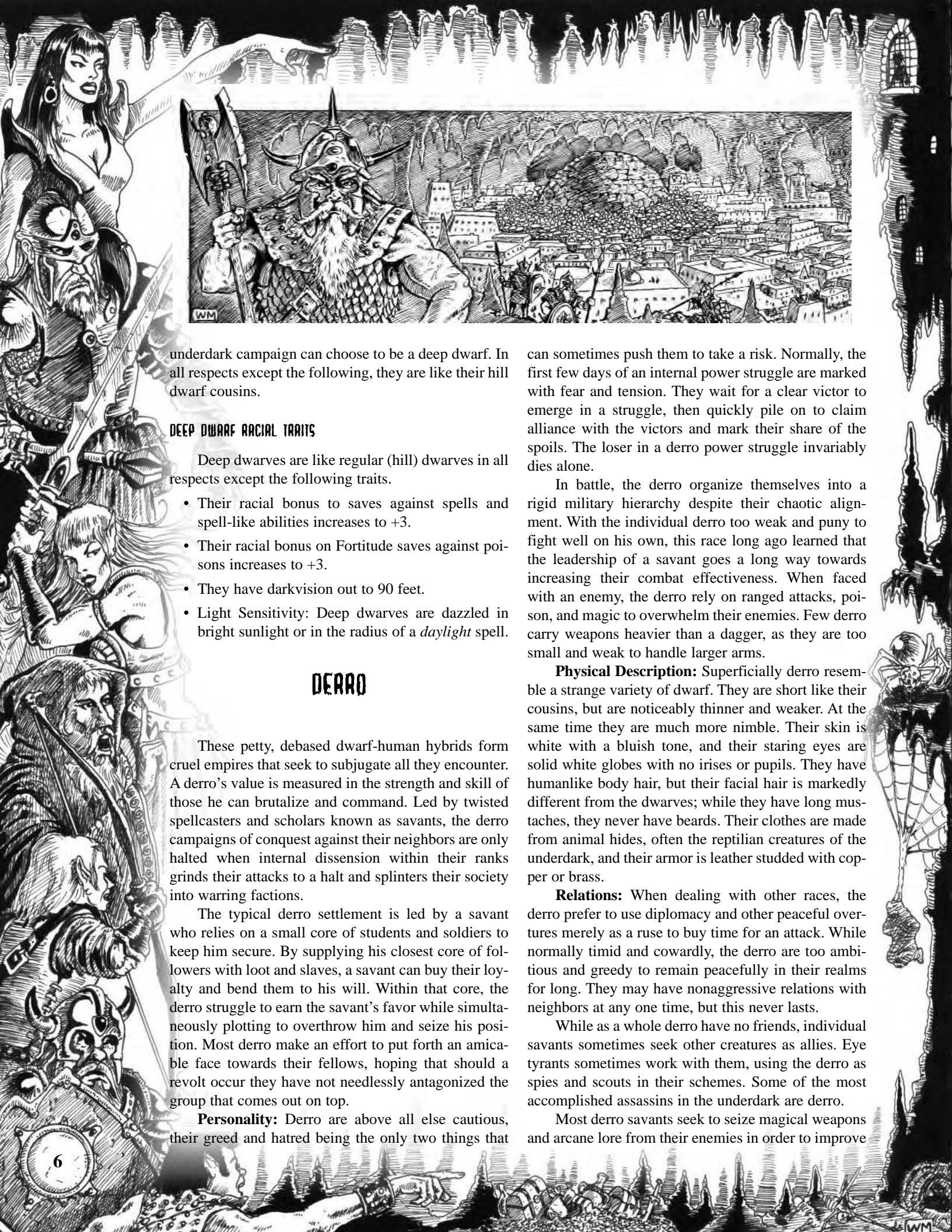
NEW RACES

DEEP DWARF

The "standard" dwarf is actually a subspecies known as the hill dwarf. The hill dwarf is closest to the surface and thus the most common type encountered by surface dwellers. As one descends deeper into the underdark, many other kinds of dwarves become common. The mountain dwarves live deeper under the mountains than hill dwarves and are smaller and lighter in appearance, but retain the same basic traits. Still further underground, in the underdark proper, are the deep dwarves and their evil cousins, the gray dwarves or duergar. Still one more variety of dwarf, the mad, degenerate corruption of the base dwarven stock known as the derro, can also be found deep underground.

Of all the underdark dwarf subraces, the deep dwarves are most like their surface cousins. Physically, they are the same height and only slightly leaner. Their large eyes are washed out in appearance, and their hair tends to be brighter, including shades of red and blonde. The biggest differences are in fact cultural rather than physical; the deep dwarves are isolationist and standoffish toward non-dwarves. Their main contact with the outside world comes from trade with their mountain and hill dwarf cousins, who in turn ferry goods to other races.

Someone playing a dwarven character in an



underdark campaign can choose to be a deep dwarf. In all respects except the following, they are like their hill dwarf cousins.

DEEP DWARF RACIAL TRAITS

Deep dwarves are like regular (hill) dwarves in all respects except the following traits.

- Their racial bonus to saves against spells and spell-like abilities increases to +3.
- Their racial bonus on Fortitude saves against poisons increases to +3.
- They have darkvision out to 90 feet.
- Light Sensitivity: Deep dwarves are dazzled in bright sunlight or in the radius of a *daylight* spell.

DERRO

These petty, debased dwarf-human hybrids form cruel empires that seek to subjugate all they encounter. A derro's value is measured in the strength and skill of those he can brutalize and command. Led by twisted spellcasters and scholars known as savants, the derro campaigns of conquest against their neighbors are only halted when internal dissension within their ranks grinds their attacks to a halt and splinters their society into warring factions.

The typical derro settlement is led by a savant who relies on a small core of students and soldiers to keep him secure. By supplying his closest core of followers with loot and slaves, a savant can buy their loyalty and bend them to his will. Within that core, the derro struggle to earn the savant's favor while simultaneously plotting to overthrow him and seize his position. Most derro make an effort to put forth an amicable face towards their fellows, hoping that should a revolt occur they have not needlessly antagonized the group that comes out on top.

Personality: Derro are above all else cautious, their greed and hatred being the only two things that

can sometimes push them to take a risk. Normally, the first few days of an internal power struggle are marked with fear and tension. They wait for a clear victor to emerge in a struggle, then quickly pile on to claim alliance with the victors and mark their share of the spoils. The loser in a derro power struggle invariably dies alone.


In battle, the derro organize themselves into a rigid military hierarchy despite their chaotic alignment. With the individual derro too weak and puny to fight well on his own, this race long ago learned that the leadership of a savant goes a long way towards increasing their combat effectiveness. When faced with an enemy, the derro rely on ranged attacks, poison, and magic to overwhelm their enemies. Few derro carry weapons heavier than a dagger, as they are too small and weak to handle larger arms.

Physical Description: Superficially derro resemble a strange variety of dwarf. They are short like their cousins, but are noticeably thinner and weaker. At the same time they are much more nimble. Their skin is white with a bluish tone, and their staring eyes are solid white globes with no irises or pupils. They have humanlike body hair, but their facial hair is markedly different from the dwarves; while they have long mustaches, they never have beards. Their clothes are made from animal hides, often the reptilian creatures of the underdark, and their armor is leather studded with copper or brass.

Relations: When dealing with other races, the derro prefer to use diplomacy and other peaceful overtures merely as a ruse to buy time for an attack. While normally timid and cowardly, the derro are too ambitious and greedy to remain peacefully in their realms for long. They may have nonaggressive relations with neighbors at any one time, but this never lasts.

While as a whole derro have no friends, individual savants sometimes seek other creatures as allies. Eye tyrants sometimes work with them, using the derro as spies and scouts in their schemes. Some of the most accomplished assassins in the underdark are derro.

Most derro savants seek to seize magical weapons and arcane lore from their enemies in order to improve



their hold on power. Items that deal with enchantment spells such as *charm person* or *dominate person* are particularly valued, as they can be used to ensure a follower's loyalty.

Alignment: With markedly few exceptions, derro are chaotic evil.

Derro Lands: Derro live in chaotic warrens that are usually won through conquest. They do not build strongholds of their own, preferring to take what they can through might, magic, or subterfuge. By their nature they are restless, and they will occasionally pick up and move camp quite suddenly, especially if their savants sense an opportunity or divine a threat.

Religion: Derro revere chaotic deities, usually those devoted to cruelty and magic. There are few clerics among the derro, but those that do exist usually choose two of the domains of Chaos, Destruction, Evil, or Trickery.

Language: Derro speak a corrupted version of Dwarven that can be understood by normal speakers. They themselves can also understand Dwarven. Undercommon is also common among their numbers.

Adventurers: As the savants hold most political power, some derro rebel against this order by leaving their society and seeking their fates elsewhere. These rogue derro are even more cruel, vicious, and greedy than normal, as they possess the rare courage and inventiveness to stand alone.

DERRO RACIAL TRAITS

Derro as monsters are often inflicted with a form of racial madness. This gives them certain immunities (to *confusion* and *insanity* spells, for example), but makes them unsuitable for use as player characters. Derro PCs are considered sane. They possess all the usual traits of dwarves, in addition to the following.

- Ability scores: Derro are scrawnier and smaller than surface dwarves, but more agile. Instead of the usual dwarf ability bonuses, they receive a +2 bonus to Dexterity and Constitution.
- Spell resistance 15.
- Darkvision out to 30 feet.
- Sunlight vulnerability (Ex): Derro take 1 point of temporary Constitution damage for every hour they are exposed to sunlight, dying when their Con reaches 0. Constitution points are recovered at the rate of 1 per day out of the sun. Nonnatural light of exceptional brilliance makes them severely uncomfortable, but unless it is the strength of the sun they do not suffer any specific ill effects.
- Proficient in all exotic weapons of derro origin, including stone fang crossbow bolts. Derro are not proficient with the dwarven waraxe or dwarven urgrosh.

- Spell-like Abilities: At will – *darkness*, *ghost sound*. 1/day – *daze* (DC 13), *sound burst* (DC 13). Caster level 3rd.
- The derro are accustomed to fighting in the darkest quarters. They receive the Blind-Fight feat for free at first level.
- Stealth: Derro receive a +4 racial bonus on Hide and Move Silently checks.
- Automatic Languages: Dwarven, Undercommon. Bonus Languages: Common, Elven, Gnome, Goblin, Terran.
- ECL: +2.


DROW (DARK ELVES)

As cruel and deadly as surface elves are happy and mirthful, the dreaded dark elves are the harsh masters of vast underdark caverns. Merciless in battle, cunning in trade, and always ready to slip a dagger between an unsuspecting rival's ribs, the drow epitomize all that men and elves fear of the underdark. The drow are pure, unfettered evil. While a few among them may grow to throw off their evil ways, most deeply enjoy inflicting pain and crushing others on their road to power and wealth. The cruelest bandit king, the most loathsome human priest of a black god – these villains have nothing on the drow.

Drow society is founded on the rule of those wily enough to play the dark elves' elaborate, deadly political games. A single misstep in supporting the wrong priestess or archmage can lead to a noble's death at the hands of a royal assassin. Unlike surface elves, the drow breed in great numbers. Living in the cramped, resource-poor confines of the underdark, they ruthlessly cull their ranks of those who lack the intelligence, skill, and political acumen to survive. In keeping with this, all drow have the same opportunity to rise through society's ranks. In regions where religion plays a critical role in drow society females enjoy a major advantage over males, but in most underdark realms both men and women in drow society have equal access to power. However, drow women by tradition hold several important advantages described below.

A drow inherits the goods, position, and rights of a fellow dark elf should he kill him. For example, the queen of a dark elf realm inherits her station when she personally kills the former queen. In this manner, dark elves at all levels continually work to defend themselves against those below them while scheming to topple those who stand above them. While in theory





this may sound as if it leads to continual murders and instability, in practice murder is treated as a serious undertaking. A soldier who kills a merchant may inherit his business, but if he runs it poorly and costs his investors money, he is soon killed and replaced by a more adept dark elf. Successfully slaying a rival is only half the battle. Once a murder is completed, a dark elf must have the talent and foresight to hold on to his newly won position.

As a drow advances in society, she gains a wide range of responsibilities and positions. A young drow may kill a merchant, an ambassador, and finally a courtier to earn a position in the royal court. Obviously, a single person would have trouble holding on to those jobs. Thus, the drow developed a second method for advancement in society. A drow can legally hand a position she has earned to a follower or ally, helping her supporters rise in the ranks with her and buying their loyalty. Of course, the drow are fickle and prone to turn against those who have aided them in the past.

Personality: Drow are the ultimate egotists. Many of them consider other living creatures, even other drow or their own children, to be mere tools or playthings. The typical drow acknowledges his own sentience but cannot comprehend that other creatures have emotions, desires, or beliefs. Some sages postulate that this view is a minor form of madness, one that drove the dark elves to the underdark when they fought their good-aligned cousins. Others believe that the drow elves' dark gods instilled that belief into their followers, ensuring that the drow would remain faithful to the cause of evil despite their elven heritage. Regardless, the result is straightforward: the drow are evil right down to the core. They have no moral constraints whatsoever; survival is their only motive.

Physical Description: Drow have jet-black skin and pale hair, with white being common. They tend to be smaller and thinner than other sorts of elves, and their eyes are usually a vivid red. Their clothing and armament frequently exhibits an arachnid or insectoid theme, including everything from jewelry to armor ornamentation. The color red has special significance to them due to its association with blood and violence, and they wear red objects sparingly but deliberately.

Relations: Drow are universally recognized as scions of evil. They are mistrusted by all other races. Even the drow mistrust themselves, as their society is founded on dishonesty couched in political power ploys.

Drow are too greedy and opportunistic to engage in the same mindless campaigns of conquest as other races. They gladly engage in trade and commerce. However, just as all drow who are close in power eventually turn against each other, so too do the drow slowly prepare to conquer and enslave their trade partners and non-drow allies. Drow have enough trouble thinking of members of their own race as sentient crea-

tures. When dealing with others, they think of them as no better than animals, though they are capable of hiding their disdain long enough to cheat them of their valuables, sabotage their defenses, conquer their armies, and enslave their citizens. Warfare is an important part of drow culture, as a successful military commander can claim new territories and booty to help bolster his prestige and power.


While the drow can restrain their inherent malevolence to deal with other races, when faced with surface elves their blood lust overwhelms them. The drow blame their cousins for their current state. According to legend, the drow once ruled the surface world. As the smartest, most beautiful, and deadliest of the elves, they were the favored worshippers of a few elven gods. Interestingly enough, some sages amongst surface elves support this history. Where the two groups are at odds is how the dark elves ended up in the underdark. The drow maintain that the surface elves betrayed them with an elaborate ruse that turned the gods against them. The surface elves claim that the dark elves grew spoiled by the gods' favor. In truth, a great civil war amongst the elven pantheon led to the dark elves' banishment. A few vain, greedy deities heaped many gifts upon the drow and encouraged them to establish their dominance over other elves and foreign races. As the drow grew more aggressive and rapacious, the other elf deities begged their kin to restrain their followers and prevent war. Already, the gods of the humans and dwarves had threatened to declare a divine war against them. Enraged that their kin would betray them, the gods of the drow swore to destroy them. The great civil war that erupted decimated the elf races. In the end, the drow were forced to the underdark. Since then, they have sworn to avenge themselves against their surface kin and the other hated races that dwell beneath the sun.

Alignment: Drow are invariably neutral evil. A few are chaotic; even fewer are lawful. Almost none are anything but evil.

Drow Lands: The drow rule vast underdark holdings. Entire cave networks are patrolled and secured by them. Drow society is divided into great, matriarchal houses, and each house rules its own lands. The houses are often located in close proximity to each other, perhaps in the same city, but all drow are keenly aware of the political borders of the lands surrounding them.

Religion: Drow worship a variety of deities, but their patron is the great Spider Goddess. The hideous Spider Goddess grants access to two of the following domains: Chaos, Destruction, Evil, or Trickery.

Language: Drow speak their own language, a degenerate version of Elven that has been separated from its mother tongue for so long that its origin is barely recognizable. Speakers of Elven can still communicate with drow, and vice versa, but the communi-



ation is awkward and slow. For game purposes, the drow language is considered Elven.

Adventurers: Adventuring is a part of drow society. The scheming drow houses are constantly maneuvering for a better position, and this often involves power brokering, alliances with other factions, and quests for powerful magical items that may increase the house's power. At the same time, drow are always pursuing trading missions to increase their house's wealth, as well as raiding enemies where it is profitable. On top of all this, individual drow often adventure to become more experienced so they can better their chances in drow society.

There is one final reason why drow adventure. Their primary deity, the Spider Goddess, demands a test of her most faithful followers. When an above-average drow reaches sixth level and shows great promise (as most PC adventurers generally do), he is sent on a quest by the Spider Goddess. The nature of the quest varies considerably from one drow to the next, but it always furthers the interest of drow in general and the Spider Goddess in particular. In a sense, the quest is simply an elaborate test of the drow's abilities. If the drow passes the test, it advances in level and is marked as one of the Spider Goddess' favored children (a status that confers no special abilities per se, but can occasionally be useful). If the drow fails, however, he becomes a drider (as described in the MM). Driders are hateful, spiteful creatures – even more so than drow – and as failed drow they enjoy nothing better than to watch the suffering of drow who completed their quests.

DROW RACIAL TRAITS

Drow possess all the usual traits of elves, in addition to the following.

- Ability scores: Drow are similar to their surface cousins in many ways. They receive a +2 bonus to Dexterity and a –2 penalty to Constitution. Drow also receive a +2 bonus to Intelligence, and male drow receive a –2 penalty to Charisma while female drow receive a +2 bonus to Charisma.
- Darkvision to 120 feet. This replaces elven low-light vision.
- Spell resistance of 11 + class level.
- +2 racial bonus to Will saves against spells and spell-like abilities.
- Spell-like abilities: 1/day – *dancing lights*, *darkness*, and *faerie fire*, as cast by a sorcerer of the drow's character level.
- Proficient with the hand crossbow, rapier, and short sword, as well as all exotic weapons of drow origin, including the qui-jhus rakkha and spider fang. This replaces the usual weapon proficiencies

of an elf.

- Automatic Languages: Common, Elven, Undercommon. Bonus Languages: Abyssal, Aquan, Draconic, Drow Sign Language, Gnome, Goblin.
- Light Blindness (Ex): Abrupt exposure to bright light blinds a drow for 1 round. Thereafter, they are dazzled as long as they are exposed to the light.
- Favored class: Cleric (female) or wizard (male).
- ECL: +2.

DUERGAR (GRAY DWARVES)

Tough, vicious, and prone to outbursts of violence, the duergar rank below only the drow in terms of the pain and misery they inflict on other races of the deep realms. Duergar society holds that there are two classes of individuals: those who live to inflict pain, and those who live to suffer it. Torture is a vocation in duergar society that they pursue with a passion second only to their love of gold.

Duergar, also known as gray dwarves, are arranged in a strict caste system. The four castes are priest, scholar, warrior, and craftsman. The priests attend to the worship of dark gods and devils, particularly those diabolic fiends who command Hell's great weapon shops. Legend holds that the duergar were once normal dwarves who, blinded by their love of gold and endless quest to perfect their metalworking skills, sold their souls into Hell's service in return for the devils' secrets of weapon and armor crafting. Whether this story is true or not is debatable, but what cannot be denied is that derro clerics commonly offer prayers to the dukes of Hell and regularly call forth devils to serve them.

The scholar caste deals with all forms of knowledge, such as arcane studies, history, and military science. Torturers, executioners, and spies also fall into this caste, as their work is considered a scholarly art from that encompasses anatomy, physiology, and the study of foreign lands respectively.

The warrior caste is made up of the fighters, barbarians, rangers, and blackguards who form the bulk of the duergar legions. Fearless in battle and commanded with a chilling precision by their battle-hardened war captains, the duergar legions are perhaps the most feared hosts of the underdark.

The final and most important caste is the craftsmen. Responsible for forging weapons, armor, and other items, members of this caste are the only duergar allowed to keep slaves. Serving as a sort of nobility, a prosperous duergar craftsman may have several household clerics who call on devils to advise him on his



craft and rule, scholars to help him forge magical items, and warriors to defend his ore caravans and his estate.

Slaves include all captives taken on raids and duergar who fail to find a place in the four castes. These wretched creatures are forced to toil in the mines for their masters, where many of them are worked to death, animated as zombies, and set back to digging.

Duergar society is vicious and cruel. Its ironclad laws strictly define each dwarf's rights and responsibilities based on their caste and position. Slaves have no formal role in society. As they are seen as property, the duergar treat them more like objects than living things. Given that the duergar hold that all non-duergar are simply slaves who have not yet been bound into chains, they frequently invade their neighbors and execute or enslave anyone foolish enough to enter their realms.

Crippled, old, or permanently injured duergar are forced into slavery. In some ways, duergar slaves are treated even worse than those taken from other races. The duergar see such wretches as the failures of their race. Those who embody everything that is weak and useless must be purged from the race in order to allow it to take its rightful place as rulers of the world.

Personality: Advancing in duergar society is a matter of murdering those above you while evading undue suspicion. Assassination is commonplace, with few murders drawing anything more than a cursory

investigation. Duergar are placed into communal care after birth, usually in a settlement far from their place of birth. This tradition makes family bonds utterly unknown, leading the duergar to place their loyalty to the state and its masters above all else.

All young duergar begin their lives as members of the military caste. Only those who prove talents in other areas, such as magic or torture, are given access to other castes. In any case, a young duergar must win the support of an elder member of a caste before he can enter it. The youngster serves as his sponsor's apprentice and heir, with successful duergar taking on a dozen such followers over the course of their lives and lesser ones taking on one or none. Competition amongst apprentices is vicious and deadly. Murder is encouraged to ensure that the most skilled and deadly duergar survive to take their master's place.

Physical Description: Duergar are emaciated and nasty-looking, with gray hair and skin. Most are bald (even females). They dress in drab clothing that is designed to blend into stone. Despite their love of gold, they rarely display ornamentation; they only wear jewelry in their lairs, and even then it is always kept dull and simple.


Relations: Duergar are perhaps hated even more than the drow, for they are more prone to torture and painful enslavement. A drow warband may slay every living creature in a town, but the duergar will go one step further: enslaving them and then working them to death. Except in exceptional times of common interest, a duergar settlement never has good relations with any other race. Even the devils and other creatures that serve and trade with the duergar regard them with suspicion and malice; each partner in a duergar trade is always ready to seal the deal in blood if the other side makes the wrong move. Duergar characters will face constant suspicion and dislike from other races, even those of the underdark.

Alignment: Duergar come from organized societies with reprehensible philosophies. They are overwhelmingly lawful evil.

Duergar Lands: Duergar cities are carved out of the hardest rock and the deepest caves. They prefer to be located near other societies (the better to conquer them), but they do not like to occupy large, spacious caverns. The more wide open an area, the more nervous the duergar get. A dead-end tunnel carved out of hard rock is easily defended and hard to locate – and thus the kind of place the duergar prefer to settle.

Religion: The duergar worship a joyless god who demands constant toil, as well as a lesser pantheon of aggressive, evil conqueror-gods. Their close contact with devils and other creatures of Hell often leads them to worship such creatures as well. A number of duergar clerics are acolytes of dark devil gods.

Language: Duergar speak their own language, a bastardized form of Dwarven, as well as other com-



mon languages of the underdark. The duergar language is considered Dwarven for all practical purposes, as communication between the two tongues is possible, albeit slow and halting.

Adventurers: Duergar adventurers are frequently escaped slaves. Being bound into servitude by your own race is enough to make anyone think twice about how they were raised. Other duergar adventurers are slavers who grew tired of their profession, or losers in a power struggle who face enslavement if they return home. In every case, duergar adventurers are forced to leave home by circumstances, rather than choosing to do so; it is extremely rare to encounter a duergar with an alignment more benevolent than neutral, and even the few neutrally aligned duergar show a strong mean streak.

DUERGAR RACIAL TRAITS

Duergar possess all the usual traits of dwarves, in addition to the following.

- Ability scores: Duergar appear emaciated but are not as unhealthy as they look. Instead of the usual dwarf ability bonuses, they receive a -4 penalty to Charisma and a +2 bonus to Constitution.
- Darkvision up to 120 feet.
- Immune to paralysis, phantasms, and magical or alchemical poisons (but not normal poisons). This replaces the standard dwarven racial bonus to saves against poison.
- Spell-like Abilities: 1/day – *enlarge person* and *invisibility* as a wizard twice the duergar's level (minimum 3rd level); these affect only the duergar and whatever he is carrying.
- Proficient in all exotic weapons of duergar origin, including the axe hook. Duergar are not proficient with the dwarven waraxe and dwarven urgrosh.
- Light Sensitivity (Ex): Duergar are dazzled in bright sunlight or within the radius of a *daylight* spell.
- +4 bonus to Move Silently checks.
- +1 bonus to Listen and Spot checks.
- Automatic Languages: Common, Dwarven, Undercommon. Bonus Languages: Draconic, Giant, Goblin, Orc, Terran.
- Favored class: Fighter.
- ECL: +1

GLOOM BARBARIANS

The gloom barbarians are a race of savage, atavistic humans who have been altered by generations of

life in the underdark. The earliest gloom barbarians were not one race, but many different human tribes forced into the underdark for their own reasons. Some were escaped slaves; others, refugees whose surface societies had been ransacked. Still others were adventurers who settled underground or failed explorers forced to eke out an existence after becoming lost in the endless tunnels.

Over time, the perpetual gloom and the proximity of underdark radiation wrought changes upon these humans. They developed low-light vision and then darkvision. The absence of light turned their skin white. Unlike the drow, whose genetic propensity toward dark skin is a mark of favor from their god, the slowly mutating humans had no divine patron. They were twisted and corrupted, rendered savage by the primal necessities of underdark life. Physical changes matched the mental ones, and the gloom barbarians were born.

Now the gloom barbarians are a recognized faction in the underdark, though they are considered scattered and weak. Their tribes scurry about the larger societies, scavenging where they can and fighting where they cannot. Unbeknownst to those who would dismiss them as rats scurrying amongst the wolves, the gloom barbarians know far more than they let on. Though disorganized and without a homeland of their own, they have the power of underdark radiation on their side. Over time, they will be like the rats that spread a fatal disease, undermining the most powerful of their doubters.

Personality: Gloom barbarians are dour and grim. They are suspicious of strangers and distrustful of almost everyone, including their own kin. They speak no more than is necessary, especially to outsiders. Among the tribe, when times are good, they are known to have festivals and celebrations. But this side is rarely evident.

Physical Description: Gloom barbarians are clearly of human stock, though far removed from surface humans. Their skin is a pale, ghostly white, almost translucent in bright light. Their hands have become gnarled, and their nails are long and clawlike. They are hunched and stocky. Gloom barbarians are always filthy, with matted hair and dirt-strewn faces. They do this intentionally to blend in, for it is only by stealth that they have lived as long as they have in the deadly gloom.

Relations: Gloom barbarians are hunted as food or slaves by most of the underdark races. Their feral nature and natural suspicion has prevented them from forming alliances with the few races that might take them in, such as the svirfneblin and deep dwarves. With simple tribes as their largest social unit, they have a hard time wielding any sort of organized power. In the few cases where they are on good terms with their neighbors, it is due to some unusual situation, like



a powerful mage within the tribe.

Alignment: Gloom barbarians are usually chaotic neutral, with a tendency toward evil. Their evil streak is due more to self-preservation than anything else; in the world of the underdark, a reputation for ferocity can go a long way toward living another day.

Gloom Barbarian Lands: The gloom barbarians are among the weakest of the underdark peoples, and they have been relegated to the worst lands. At first they were isolated nomads who banded together for protection whenever they chanced upon each other. Even now, with tribes that number in the hundreds, they often must move frequently to avoid predators and slavers. They have lived beside the hottest magma pools, in the deepest radiation wells, and under the most deadly stalactites. Now they are marked by their frequent contact with underdark radiation, and in many cases the gloom barbarians are warped and mutated by such contact. In some ways, it has become their saving grace; they spread radiation sickness to those who would oppress them, and as their radiomancers grow in number, they become more powerful as a people.

Religion: Gloom barbarians worship a wide array of gods. Originally the human gods held some sway among those who remembered them, but over time the influence of duergar captors or drow overlords washed away such memories. The gloom barbarians as they are now known usually worship contorted versions of the human gods, with some other racial gods mixed in.

Language: All gloom barbarians speak Undercommon. They also speak the languages of the creatures whose territories neighbor theirs.

Adventurers: Gloom barbarians have no choice but to adventure. Every day is a struggle for survival for them, in the most basic sense. Those who leave the tribe to pursue solitary adventure usually do so because they see it as their best chance for survival. Some remember the stories of their elders, who discuss why gloom barbarians were changed from their human stock, and they desire to take vengeance against the duergar and other races that caused the gloom barbarians. A few have heard ancient legends of the surface world and the normal human stock from which the gloom barbarians are descended, and they hunger to find the truth.

GLOOM BARBARIAN RACIAL TRAITS

Gloom barbarians possess the following traits.

- Medium size.
- Base speed of 30 feet.
- Abilities: +2 Constitution, -2 Wisdom, -2 Intelligence. Gloom barbarians are hardened to the difficult life of the underdark, but surviving for so long in the uncivilized depths has cost them some of their humanity.

- Endurance feat for free at first level. Gloom barbarians have had to learn to cope with the myriad threats the underdark has to offer.
- Gloom barbarians receive 4 extra skill points at first level, like all humans.
- Mutation: Forced to live in the worst radiation wells, the gloom barbarians frequently develop mutations. A gloom barbarian always has one randomly determined minor mutation (see page 98).
- Darkvision out to 60 feet.
- Light Sensitivity (Ex): Gloom barbarians are dazzled in bright sunlight or within the radius of a *daylight* spell.
- Automatic Languages: Undercommon. Bonus Languages: Common, Elven, Dwarf, Gnome, Goblin Orc, Terran, Troglodyte.
- Favored Class: Barbarian.

HALF-DROW


The underdark analogue of the half-elf is the half-drow. In the sunless realms, however, the half-drow's other parent is often not a human. Halfbreeds of goblin, demonic, or other parentage are common. The Complete Guide to Drow discusses these and other varieties of half-drow in detail. Due to space constraints, this book focuses on the half-human half-drow, which although rare does occur – sometimes from affairs involving human slaves and adventurers, and other times as the byproduct of drow surface raiders' liaisons in the sunlit lands.

Personality: Half-drow are no more ethical than their drow parent. Whether raised by human or dark elf, they retain the egocentric worldview and survival-based moral code of the drow heritage. Compared to purebred drow they are gregarious and friendly; to humans, they are cold and standoffish.

Half-drow have the same difficulty fitting in as do half-elves, but even worse. They tend to be loners and isolationists, with no confidantes to truly understand their situation.

Physical Description: Half-drow tower over their drow relatives, receiving the benefit of the human's larger stature. They retain the true black skin of the drow, but have human hair coloration, ranging from brown to blonde. Their eyes are usually red, and their ears pointed. It is impossible to mistake a half-drow for human, but at the same time no drow would ever confuse a half-drow for a purebred.

Relations: In drow society, half-drow are considered inferior to pure drow. If their human parent was a slave it is likely that they will be one, too, though the drow traits coursing through their blood may ensure



the ability to rise above a slave's lot. Even if that happens, they will still remain always on the lowest rung of drow society.

Other races, including humans, make no distinction between half-drow and drow. The only good drow is a dead drow, they say. Any touch of drow blood is considered evidence of the evil nature of the drow.

Alignment: The few half-drow raised by humans may suppress their evil nature, but they are still black at heart. Half-drow tend toward neutral evil just as the drow do. The harsh treatment they receive from all other creatures only reinforces this nature.

Half-Drow Lands: The half-drow have no lands of their own, and they are not welcome in either human or drow lands. There are no communities of half-drow; most are enslaved or exiled.

Religion: Half-drow worship the Spider Goddess of the drow, for no other deity would have them.

Adventurers: Half-drow have no home, no people, and, in most cases, no future. Adventuring is an opportunity for wealth and power unavailable in drow or human society.

HALF-DROW RACIAL TRAITS

Half-drow of human heritage possess the following traits.

- Ability scores: Half-drow are the size of humans, which makes them less nimble than their drow parents but as hardy as their human parents. Their minds remain sharpened by their heritage, however. Half-drow receive a +2 bonus to Intelligence and Charisma.
- Medium size.
- Half-drow base land speed is 30 feet.
- Darkvision to 90 feet.
- Spell resistance 10. Half-drow retain the antimagical properties of the drow, but its power is diluted.
- +1 racial bonus on Listen, Search, and Spot checks. A half-drow does not have the elf's ability to notice secret doors simply by walking near them.
- Half-drow do not receive the drow bonus to Will saves, nor the drow's spell-like abilities.
- Proficient with all exotic weapons of drow origin, including the *qui-jhus rakkha* and spider fang. Half-drow do not receive the usual weapon proficiencies of an elf.
- Light Blindness (Ex): Half-drow are still raised in the underdark, and as such are not used to direct sunlight. Abrupt exposure to bright light blinds a half-drow for 1 round. Thereafter, they are dazed as long as they are exposed to the light.

- Automatic Languages: Common, Elven, Undercommon. Bonus Languages: Draconic, Drow Sign Language, Gnome, Goblin.

- Favored class: Any.

- ECL: +1.

SVIRFNEBLIN (DEEP GNOMES)

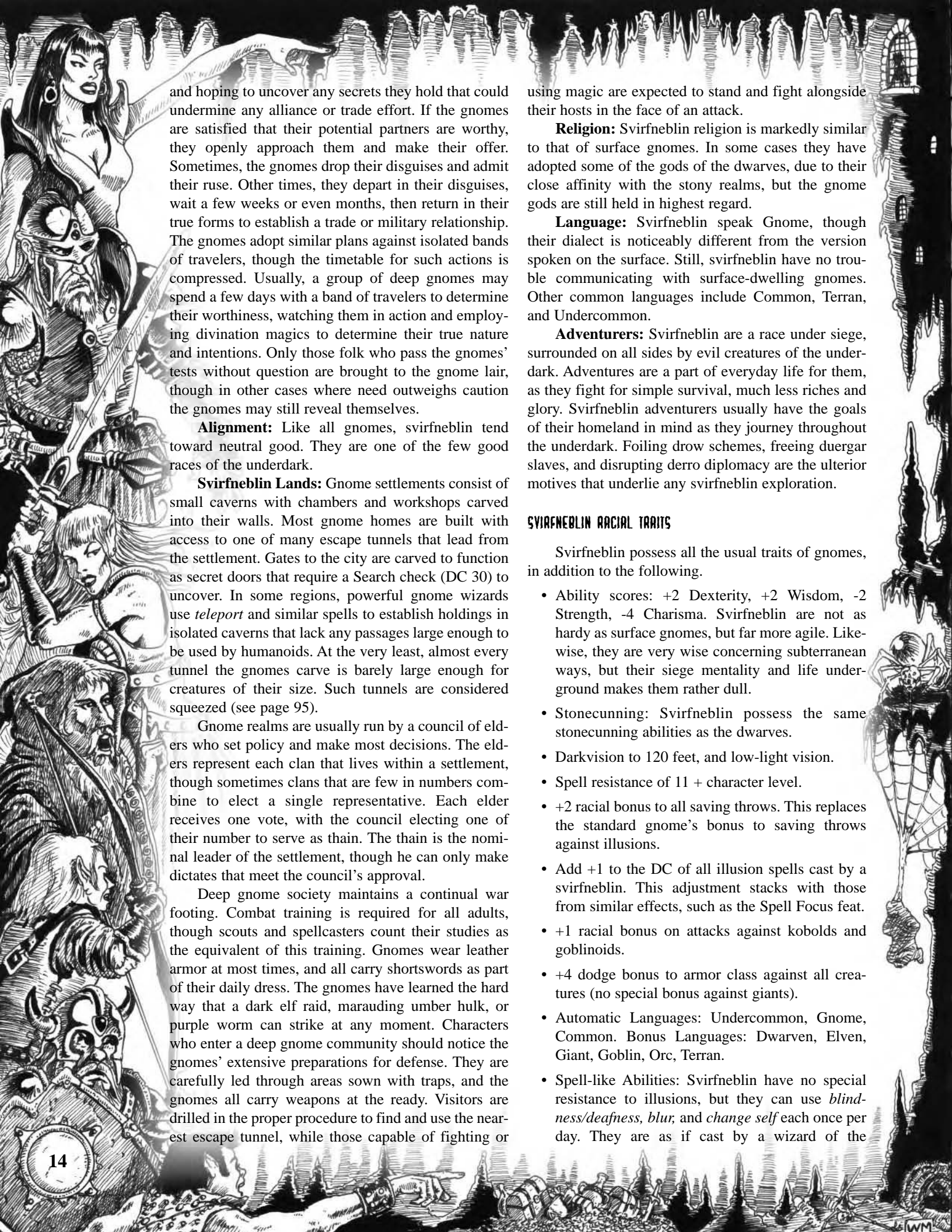
The secretive, stealthy svirfneblin rely on their small size and ability to fade into the background in order to survive in the underdark. Beset on all sides by enemies, few in numbers, and slow to grow in population the deep gnomes believe that the best way to remain safe is to stay hidden. They take extensive measures to defend themselves against attack. Their cities and realms are guarded by craftily disguised passages and secret doors. Their natural magical abilities make it impossible for enemy spellcasters to track their movements, since all deep gnomes can use *blindness*, *blur* and *change self* to hide their true nature while traveling. The typical gnome expedition or scouting party uses *change self* to appear as orcs, goblins, or some other humanoid race. Thus, their enemies or other travelers they encounter typically never suspect that deep gnomes are active in the region.

When the deep gnomes do meet friendly humanoids who could make good allies, they use *blindness* upon them before escorting them along their hidden ways to ensure their continued secrecy. Once the newfound ally arrives in a gnome city, a cleric or wizard uses *dispel magic* to remove the spell. To the deep gnomes, this act of accepting blindness is an important step to establishing a friendship. Anyone who refuses to accept it is never taken to the gnomes' lair, and though the gnomes may continue to work with him he is never treated as an equal or fully trusted.

Personality: Like all gnomes, svirfneblin are inquisitive tricksters. However, unlike their surface cousins, they are cautious and reserved when first meeting strangers. The svirfneblin have no shortage of underdark enemies, and they have learned through many hard lessons to relax only among those who have proven their trustworthiness.

Physical Description: Svirfneblin look like wiry, gnarled versions of gnomes. They have rock-colored skin, usually medium brown to brownish gray, and their eyes are almost always a grayish silver color. Males are bald, while females have stringy gray hair.

Relations: Deep gnomes are slow to trust their neighbors. If a trade opportunity or alliance presents itself, the gnomes first approach their potential partners in disguise using illusions and more mundane methods. The gnomes spend many weeks observing their neighbors, dealing with them via their disguises



and hoping to uncover any secrets they hold that could undermine any alliance or trade effort. If the gnomes are satisfied that their potential partners are worthy, they openly approach them and make their offer. Sometimes, the gnomes drop their disguises and admit their ruse. Other times, they depart in their disguises, wait a few weeks or even months, then return in their true forms to establish a trade or military relationship. The gnomes adopt similar plans against isolated bands of travelers, though the timetable for such actions is compressed. Usually, a group of deep gnomes may spend a few days with a band of travelers to determine their worthiness, watching them in action and employing divination magics to determine their true nature and intentions. Only those folk who pass the gnomes' tests without question are brought to the gnome lair, though in other cases where need outweighs caution the gnomes may still reveal themselves.

Alignment: Like all gnomes, svirfneblin tend toward neutral good. They are one of the few good races of the underdark.

Svirfneblin Lands: Gnome settlements consist of small caverns with chambers and workshops carved into their walls. Most gnome homes are built with access to one of many escape tunnels that lead from the settlement. Gates to the city are carved to function as secret doors that require a Search check (DC 30) to uncover. In some regions, powerful gnome wizards use *teleport* and similar spells to establish holdings in isolated caverns that lack any passages large enough to be used by humanoids. At the very least, almost every tunnel the gnomes carve is barely large enough for creatures of their size. Such tunnels are considered squeezed (see page 95).

Gnome realms are usually run by a council of elders who set policy and make most decisions. The elders represent each clan that lives within a settlement, though sometimes clans that are few in numbers combine to elect a single representative. Each elder receives one vote, with the council electing one of their number to serve as thain. The thain is the nominal leader of the settlement, though he can only make dictates that meet the council's approval.

Deep gnome society maintains a continual war footing. Combat training is required for all adults, though scouts and spellcasters count their studies as the equivalent of this training. Gnomes wear leather armor at most times, and all carry shortswords as part of their daily dress. The gnomes have learned the hard way that a dark elf raid, marauding umber hulk, or purple worm can strike at any moment. Characters who enter a deep gnome community should notice the gnomes' extensive preparations for defense. They are carefully led through areas sown with traps, and the gnomes all carry weapons at the ready. Visitors are drilled in the proper procedure to find and use the nearest escape tunnel, while those capable of fighting or

using magic are expected to stand and fight alongside their hosts in the face of an attack.

Religion: Svirfneblin religion is markedly similar to that of surface gnomes. In some cases they have adopted some of the gods of the dwarves, due to their close affinity with the stony realms, but the gnome gods are still held in highest regard.

Language: Svirfneblin speak Gnome, though their dialect is noticeably different from the version spoken on the surface. Still, svirfneblin have no trouble communicating with surface-dwelling gnomes. Other common languages include Common, Terran, and Undercommon.

Adventurers: Svirfneblin are a race under siege, surrounded on all sides by evil creatures of the underdark. Adventures are a part of everyday life for them, as they fight for simple survival, much less riches and glory. Svirfneblin adventurers usually have the goals of their homeland in mind as they journey throughout the underdark. Foiling drow schemes, freeing duergar slaves, and disrupting derro diplomacy are the ulterior motives that underlie any svirfneblin exploration.

SVIRFNEBLIN RACIAL TRAITS

Svirfneblin possess all the usual traits of gnomes, in addition to the following.

- Ability scores: +2 Dexterity, +2 Wisdom, -2 Strength, -4 Charisma. Svirfneblin are not as hardy as surface gnomes, but far more agile. Likewise, they are very wise concerning subterranean ways, but their siege mentality and life underground makes them rather dull.
- Stonecunning: Svirfneblin possess the same stonecunning abilities as the dwarves.
- Darkvision to 120 feet, and low-light vision.
- Spell resistance of 11 + character level.
- +2 racial bonus to all saving throws. This replaces the standard gnome's bonus to saving throws against illusions.
- Add +1 to the DC of all illusion spells cast by a svirfneblin. This adjustment stacks with those from similar effects, such as the Spell Focus feat.
- +1 racial bonus on attacks against kobolds and goblinoids.
- +4 dodge bonus to armor class against all creatures (no special bonus against giants).
- Automatic Languages: Undercommon, Gnome, Common. Bonus Languages: Dwarven, Elven, Giant, Goblin, Orc, Terran.
- Spell-like Abilities: Svirfneblin have no special resistance to illusions, but they can use *blindness/deafness*, *blur*, and *change self* each once per day. They are as if cast by a wizard of the

svirfneblin's character level. The save DC is Charisma-based and includes a +4 racial modifier.

- Nondetection: Svirfneblin have a continuous nondetection ability as per the spell (caster level equal to class levels).
- +2 racial bonus on Craft (alchemy) and Listen checks.
- +2 racial bonus on Hide checks, which improves to +4 underground.
- Proficient in all exotic weapons of svirfneblin or gnome origin, including the brace crossbow and bladed shield.
- Favored Class: Rogue.
- ECL: +3.

TROGLODYTES

Primitive creatures spurred on by the fanatic clerics of their foul gods, the troglodytes are frequently employed as mercenaries and soldiers by a wide range of underdark societies. Too simple to demand anything more than metal weapons, food, and lodging in return for service, troglodyte legions fight alongside drow archers, duergar footmen, and other armies raised by evil underdark civilizations.

Troglodytes never organize themselves into any society greater than a tribe. Once every few generations a great chieftain will come along and unite the tribes, but this unity never lasts longer than the victories; at the first sign of weakness, the chieftain is deposed and the alliance disintegrates.

Personality: Troglodytes are simple creatures with quick tempers and a dear love of violence. Only in war are they truly happy, and their fanatical clerics whip them into unmatched levels of violence and bloodlust.

Physical Description: Trogs are spindly, muscular lizard-like humanoids. They stand just over five feet tall and weigh about 150 pounds. They walk erect on short, squat legs, trailing a long, slender tail. Their reptilian heads are crowned with a frill.

Relations: As a result of their chaotic disorganization, trogs never have long-term relations with any other society. At most, they may strike short-term bargains or hire out their surfaces; at worst, they view their neighbors as food.

Alignment: Almost without fail, troglodytes are chaotic evil. Those who are not are inevitably exiled (see page 16).

Troglodyte Lands: In the wild, troglodytes form small clutches and roving bands that establish their control over a cavern by killing anything that crosses their paths. While the trogs train and raise giant lizards



as pets, all other creatures are seen merely as potential meals. Simpleminded and slow-witted, trogs rely on frontal assaults backed by their brute strength and tough hides to overwhelm their enemies. However, their chaotic natures prevent them from turning their conquests into an empire or other holding. Instead, they sweep away all opposition then live off the land, venturing forth from their lairs to hunt or meet a potential challenge to their rule head on.

Religion: The troglodytes worship a vile deity that resembles a cross between a toad and a lizard. He grants the domains Chaos, Death, Destruction, and Evil.

Language: Troglodytes speak Draconic. If intelligent enough, they may speak the languages of neighboring societies. They do not read or write. All troglodyte characters must spend a skill point to become literate.

Adventurers: Troglodyte adventurers may be exiles, or they may be simple brutes looking for treasure. Rarely are their motivations complex. Like all of their species, trog adventurers really want nothing more than the rewards of battle.

TROGLODYTE RACIAL TRAITS

Troglodyte possess the following traits.

- Ability scores: -2 Dexterity, +4 Constitution, -2 Intelligence. Trogs are hardy, but rather slow and





stupid.

- Medium: Trogs are Medium size.
- Darkvision to 90 feet.
- Troglodyte base speed is 30 feet.
- Racial Hit Dice: Trogs are powerful to begin with. A trog begins with 2d8 hit dice, a base attack bonus of +1, and base saving throw bonuses of Fort +3, Ref +0, and Will +0. This is in addition to any class levels.
- In addition, a trog begins with base skill points equal to 5 x (2 + Int modifier, minimum 1). Its class skills are Hide and Listen.
- +4 racial bonus to Hide checks, due to the fact that troglodyte skin has a limited ability to change color and blend in to surrounding terrain. In rocky or subterranean settings, this bonus improves to +8.
- A trog receives Multiattack as a free bonus feat.
- Natural weapons: 2 claws (1d4) and bite (1d4).
- Stench attack: At will as a standard action, troglodytes can secrete an oily, musk-like chemical that nearly every form of animal life finds offensive. All non-trogs within 30 feet must make a Fort save (DC 13) or be nauseated for 10 rounds. The nausea is so powerful it also deals 1d6 points of temporary Strength damage. The effects of multiple stench attacks do not stack, and someone who has already been nauseated is immune to the effect for 24 hours. Trogs may make stench attacks at will, but after each attack they must wait 1 hour for their glands to replenish the necessary chemicals.
- Automatic Languages: Draconic. Bonus Languages: Common, Dwarf, Giant, Goblin, Orc, Undercommon.
- Favored class: Cleric.
- ECL: +2

RACIAL TEMPLATES

A racial template modifies a standard race to produce an interesting variant. Templates allow you to play fantasy races in non-standard ways, with abilities and characteristics to match.

The most important thing to remember about racial templates is that they are optional. A character does not have to choose one. Characters – especially NPCs – can be archetypal representatives of their race, meaning they have no changes from the race as described. This is common among NPCs.

For PC play of evil races, however, we recommend using a racial template. Racial templates allow more playable variations of a standard race. Those that follow are designed for evil races of the underdark, but can be used with minimal adaptation on other races.

A player may choose one racial template at first level. He is not required to. Some racial templates may be chosen at levels past first, but no character may have more than one racial template at any given time. There are no prerequisites to a racial template.

EXILE (RACIAL TEMPLATE)

An exile has been banished from his people. He cannot go back. His nature is fundamentally different from those with whom he was raised, and as a result he cannot exist with them peacefully. With underdark races, this usually means he opposed their practices of

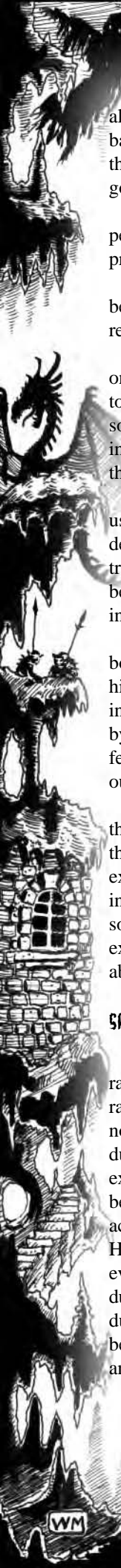
slavery and cruelty, and was censured for speaking out against culturally accepted attitudes.

Ultimately, some crisis event spurred the character's exile. Maybe he intervened on a slave's behalf against her master, warned a military target of impending attack, or refused to finish off a badly beaten pit fighter. When the character was forced to leave, it probably wasn't without bloodshed – most underdark races prefer to kill "traitors," so the character's exile status is only because he escaped before he could be exterminated or enslaved.

Applying the Template: The exile template can be applied to any race at any level. The character is henceforth known as an "exiled drow" or "exiled durgar," or whatever race they are.

Relations: An exile has hostile relations with his former race. If his racial status is revealed in the company of native members of his race, they will react with derision and scorn. Other races will have their usual reaction until the character's exile status is revealed. At that point they may react close to the opposite of how they normally treat members of that race, especially if their normal hatred of the character's race is due to warfare – a reaction along the lines of "the enemy of my enemy is my friend" may then transpire.

Alignment: In order for the character to become exiled in the first place, he must have some beliefs that are contrary to what his people accept as truth. His



alignment must be at least two steps away from the base race. For example, if the base race is lawful evil, the character can be lawful good, true neutral, neutral good, or any chaotic alignment.

Weapons: The character was raised amongst his people, so he learned their ways. Any racial weapon proficiencies are retained.

Skills: The character was trained with his people before being exiled, so racial bonuses to skills are retained.

Feats: Any racial feats that rely on innate talent on the character's part are retained and may continue to be acquired. Racial or cultural feats that rely on social status, racial relationships, or continued training in the company of his race are not retained, nor may they be acquired.

Classes: An exile is not considered to be of his usual race for purposes of prestige classes. He is denied access to racial prestige classes dependent on training with his race, unless he took them before being exiled, in which case he may no longer advance in them. His favored class remains unchanged.

New Abilities: A racial exile gains a +1 racial bonus to attack rolls against non-exiled members of his own race. However, he suffers a -2 penalty to saving throws against fear and fear-based effects caused by his own race. Even as he hungers for revenge, he fears the society that was strong enough to force him out.

Going Back: If the base race's alignment is evil, the racial exile can never go back, no matter what. If the base race's alignment is neutral or good, the racial exile may be able to return, provided his attitudes are in line with those of the base race, and he performs some penance to make up for whatever act got him exiled in the first place. A repentant exile loses the new abilities granted by the exile racial template.

SAMPLE EXILE: DUERGAR EXILE

An exiled duergar would retain all the standard racial traits of a duergar. They are all inherent abilities rather than culturally influenced traits, and thus would not be lost. If the duergar had taken class levels as a duergar chainman or deep worg rider before being exiled, he could no longer advance in these classes because the duergar race is a prerequisite, and the character is no longer considered to be of his base race. However, he could still take levels as a shadowforge; even though it is a prestige class generally taken by duergar, duergar race is not listed as a prerequisite. The duergar exile is treated badly by other duergar but may be taken in by their enemies, including the svirfneblin and deep dwarves.

SHADOWKIN (RACIAL TEMPLATE)

The shadowkin straddle the line between good and evil. At the same time they disavow their race's practices, the ties of family loyalty prevent leaving them behind forever. They are not accepted by the society that raised them, but they cannot find a place in other cultures because of their close ties. Thus, they are shadowkin: family that is acknowledged but kept at arm's length. They do not live with those of their kind, but they visit frequently enough to maintain contact. If their family bonds were any less tight, they would have become exiles.

A shadowkin character has the benefits of limited connection to his former race, but the freedom of being free of that race's constraints. Due to his family connections (and despite his differing worldview and alignment), he is treated by others as if he were a true member of his race. He is simultaneously exiled and accepted by his own kind, even as he is unjustly abhorred by those who dislike his kind.

Applying the Template: A character may become shadowkin at any level, though most begin adventuring after discovering their ideological differences with their families. A shadowkin whose family is killed may become an exile because he now lacks any real connection to his former society.

Note that a shadowkin's "family" need not be real family. It could be a mentor, best friend, teacher, or other close personal relationship.

Relations: Because they are not true exiles, despite their differences of opinion with their place of origin, shadowkin are treated by other races as normal specimens of their race. A shadowkin drow will encounter all the prejudices that normally accompany being a drow. At the same time, shadowkin are rejected by all of their own race except for their own families. They truly occupy a difficult position, straddling the line between acceptance and rejection in two cultures.

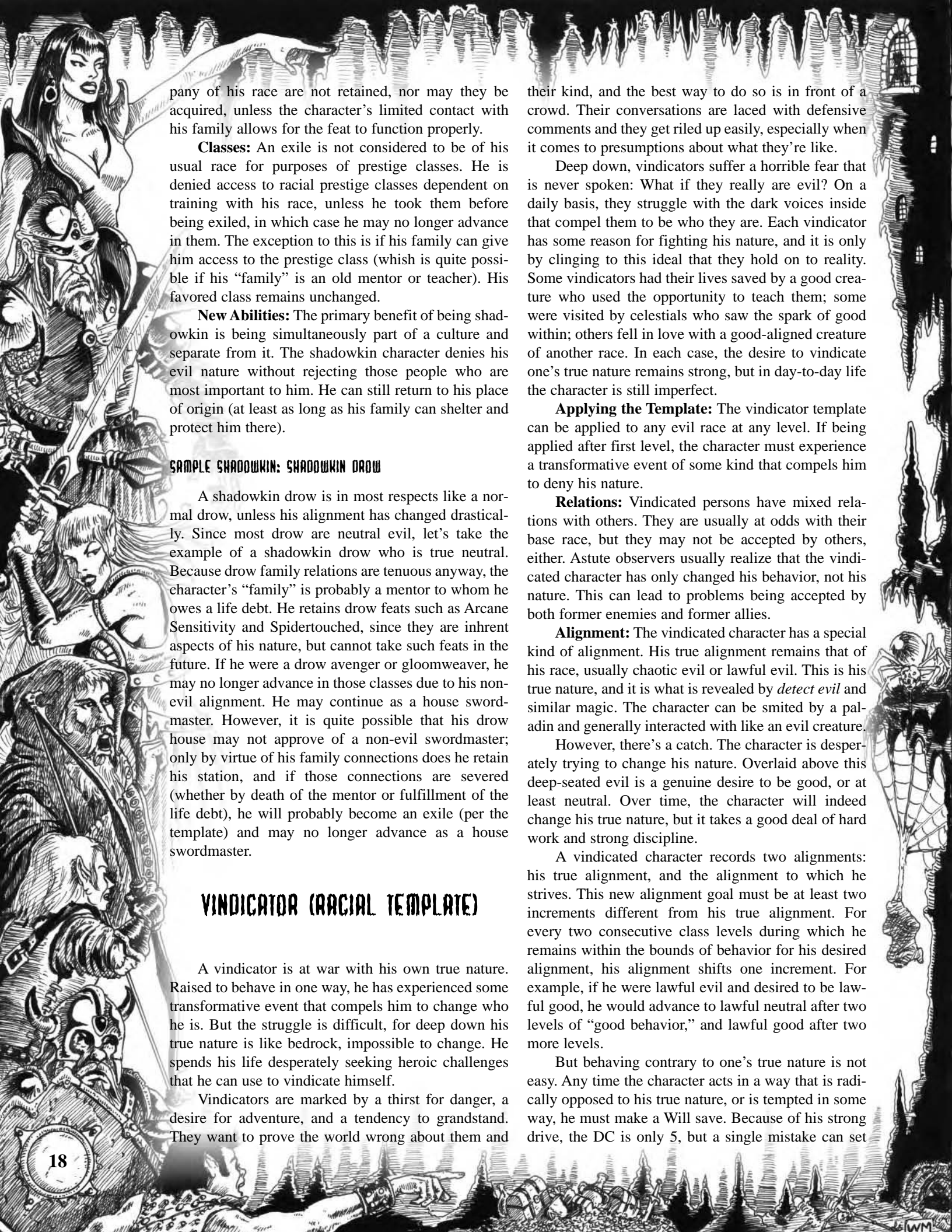
Alignment: Shadowkin have rejected their race, and this is reflected in their alignment. But because they still maintain some contact, it need not be radically different. Their alignment must differ from the base race's by at least one increment.

Weapons: The character was raised amongst his people, so he learned their ways. Any racial weapon proficiencies are retained.

Skills: The character was trained with his people before departing, so racial bonuses to skills are retained.

Feats: Any racial feats that rely on innate talent on the character's part are retained and may continue to be acquired. Racial feats that rely on social status, racial relationships, or continued training in the com-





pany of his race are not retained, nor may they be acquired, unless the character's limited contact with his family allows for the feat to function properly.

Classes: An exile is not considered to be of his usual race for purposes of prestige classes. He is denied access to racial prestige classes dependent on training with his race, unless he took them before being exiled, in which case he may no longer advance in them. The exception to this is if his family can give him access to the prestige class (which is quite possible if his "family" is an old mentor or teacher). His favored class remains unchanged.

New Abilities: The primary benefit of being shadowkin is being simultaneously part of a culture and separate from it. The shadowkin character denies his evil nature without rejecting those people who are most important to him. He can still return to his place of origin (at least as long as his family can shelter and protect him there).

SAMPLE SHADOWKIN: SHADOWKIN DROW

A shadowkin drow is in most respects like a normal drow, unless his alignment has changed drastically. Since most drow are neutral evil, let's take the example of a shadowkin drow who is true neutral. Because drow family relations are tenuous anyway, the character's "family" is probably a mentor to whom he owes a life debt. He retains drow feats such as Arcane Sensitivity and Spidertouched, since they are inherent aspects of his nature, but cannot take such feats in the future. If he were a drow avenger or gloomweaver, he may no longer advance in those classes due to his non-evil alignment. He may continue as a house swordmaster. However, it is quite possible that his drow house may not approve of a non-evil swordmaster; only by virtue of his family connections does he retain his station, and if those connections are severed (whether by death of the mentor or fulfillment of the life debt), he will probably become an exile (per the template) and may no longer advance as a house swordmaster.

VINDICATOR (RACIAL TEMPLATE)

A vindicator is at war with his own true nature. Raised to behave in one way, he has experienced some transformative event that compels him to change who he is. But the struggle is difficult, for deep down his true nature is like bedrock, impossible to change. He spends his life desperately seeking heroic challenges that he can use to vindicate himself.

Vindicators are marked by a thirst for danger, a desire for adventure, and a tendency to grandstand. They want to prove the world wrong about them and

their kind, and the best way to do so is in front of a crowd. Their conversations are laced with defensive comments and they get riled up easily, especially when it comes to presumptions about what they're like.

Deep down, vindicators suffer a horrible fear that is never spoken: What if they really are evil? On a daily basis, they struggle with the dark voices inside that compel them to be who they are. Each vindicator has some reason for fighting his nature, and it is only by clinging to this ideal that they hold on to reality. Some vindicators had their lives saved by a good creature who used the opportunity to teach them; some were visited by celestials who saw the spark of good within; others fell in love with a good-aligned creature of another race. In each case, the desire to vindicate one's true nature remains strong, but in day-to-day life the character is still imperfect.

Applying the Template: The vindicator template can be applied to any evil race at any level. If being applied after first level, the character must experience a transformative event of some kind that compels him to deny his nature.


Relations: Vindicated persons have mixed relations with others. They are usually at odds with their base race, but they may not be accepted by others, either. Astute observers usually realize that the vindicated character has only changed his behavior, not his nature. This can lead to problems being accepted by both former enemies and former allies.

Alignment: The vindicated character has a special kind of alignment. His true alignment remains that of his race, usually chaotic evil or lawful evil. This is his true nature, and it is what is revealed by *detect evil* and similar magic. The character can be smited by a paladin and generally interacted with like an evil creature.

However, there's a catch. The character is desperately trying to change his nature. Overlaid above this deep-seated evil is a genuine desire to be good, or at least neutral. Over time, the character will indeed change his true nature, but it takes a good deal of hard work and strong discipline.

A vindicated character records two alignments: his true alignment, and the alignment to which he strives. This new alignment goal must be at least two increments different from his true alignment. For every two consecutive class levels during which he remains within the bounds of behavior for his desired alignment, his alignment shifts one increment. For example, if he were lawful evil and desired to be lawful good, he would advance to lawful neutral after two levels of "good behavior," and lawful good after two more levels.

But behaving contrary to one's true nature is not easy. Any time the character acts in a way that is radically opposed to his true nature, or is tempted in some way, he must make a Will save. Because of his strong drive, the DC is only 5, but a single mistake can set



him back several levels on his path to goodness. A natural 1 one on this roll always fails, and there will be many such checks for each class level advanced. If a single such Will save is failed, the character's current level does not count toward the two consecutive levels requirement. Examples of what might tempt a character to return to evil are a proffered bribe, a defeated enemy pleading for his life, and the chance to profit handsomely with a minor crime. For this reason, many vindicated characters steer clear of their former comrades lest they be tempted.

Once a character achieves his new alignment by spending two consecutive levels in "good behavior," the incremental change becomes permanent. His true nature has been altered. For all practical purposes, he really is his new alignment and can't be easily tempted to slip back.

Weapons: A vindicated character retains racial weapon proficiencies.

Skills: A vindicated character retains racial skill bonuses as long as they do not compromise his desired alignment.

Feats: The character must forego any feats not in tune with his new alignment. They are lost forever. For example, a drow with the Spidertouched feat must stop using the gifts of the spider goddess if he is to truly vindicate his nature. Other than this, any racial feats that rely on innate talent on the character's part are retained and may continue to be acquired. Racial or cultural feats that rely on social status, racial relationships, or continued training in the company of his race are not retained, nor may they be acquired.

Classes: A vindicator's favored class remains that of his base race, as long as his new alignment allows it. A vindicated character who changes alignment successfully may petition to join classes for which this new alignment is a prerequisite. A vindicated character whose class requires a specific alignment suffers the usual penalties if his alignment changes.

New Abilities: Vindicators pursue a long, lonely road. During the time they are fighting their nature they are distrusted by everyone, for they are unreliable and their true intentions are so difficult to divine.

Luckily, there are rewards to hard work. A vindicated character has demonstrated remarkable discipline and strength of will. Once his true alignment has been changed by at least two increments, he develops an inherent +1 bonus to Will saves (including those to make further changes in his true nature). This bonus is raised to +2 for saves against compulsions, charm spells, and other effects that might force the character to do something he would not normally do.

Going Back: Sometimes the path to vindication is too much, and a character retreats. A vindicator who changes his true alignment only to return to his evil ways proves that he doesn't have the strength to defy his true nature. He loses all bonuses of the racial tem-

plate, may never take it again, and is considered a typical representative of his race.

SAMPLE VINDICATOR: VINDICATED DROW

A vindicated drow has resisted the evil behavior sponsored by his native-born race. Probably starting at an alignment of neutral evil, he could even take two steps to become lawful good (first evil to good, then neutral to lawful, resulting in lawful good), and may even go so far as to become a paladin, to truly vindicate his past.

The vindicated drow retains all his base racial traits, but must give up use of feats such as Spidertouched (though he retains the physical changes due to such feats). If he has class levels in evil prestige classes (such as the blackguard), he suffers the effects of having become a former member of those classes.

The drow probably loses membership in whatever house he was formally associated with. Because his nature is now so at odds with those of his people, it is quite likely that he will become an exile or shadowkin, per the templates above.

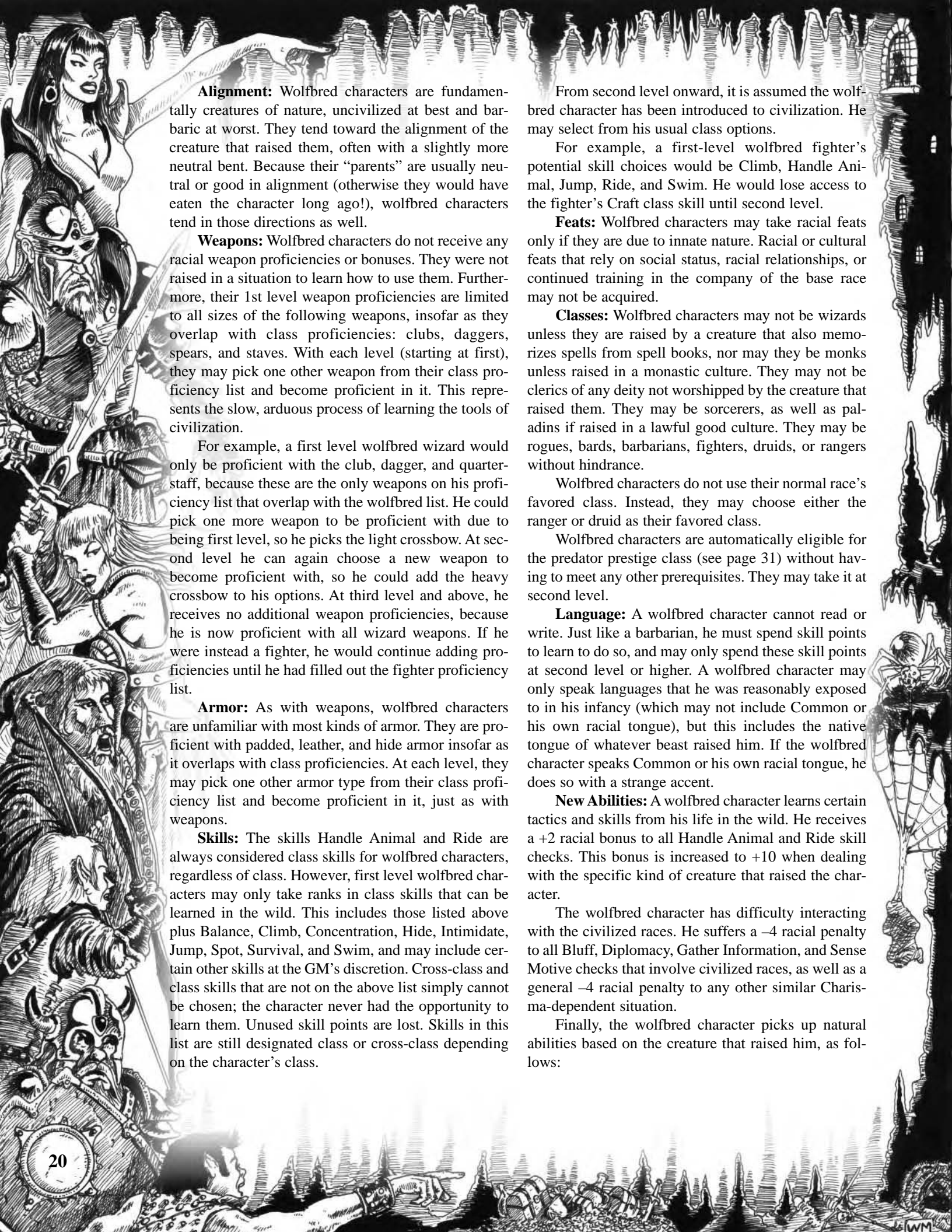
WOLFBRED (RACIAL TEMPLATE)

Just as the wolf suckled on a sheep's teats will learn to love sheep, a drow raised by humans may learn to love the surface world. A wolfbred character is raised outside his normal environment by creatures completely unlike his normal race. This could be other humanoids (such as the aforementioned human-reared drow), but could also be other creatures entirely, and it is that sort of wolfbred character that this template focuses on. Among the surface races, orphaned heroes literally raised by wolves have become legendary rangers and druids. In the underdark, the same phenomenon has occurred, but with far more ferocious creatures.

Applying the Template: Any first level character may be wolfbred. This template cannot be applied to characters higher than first level.

Relations: Wolfbred characters have strange, animal-like mannerisms that often get them into trouble. Depending on the age at which a wolfbred character was reintroduced to his own race, his social skills may be stunted. He may urinate on the spot whenever he gets the urge, just as his aranea "mother" did, or he may greet any hint of disagreement with savage, unexpected blows, just as his draconic "father" did. Wolfbred characters generally have strained relations with all races, to say the least – except for their "parent race," that is. With creatures of the same type as their parents, they have a seemingly supernatural ability to communicate.





Alignment: Wolfbreed characters are fundamentally creatures of nature, uncivilized at best and barbaric at worst. They tend toward the alignment of the creature that raised them, often with a slightly more neutral bent. Because their “parents” are usually neutral or good in alignment (otherwise they would have eaten the character long ago!), wolfbreed characters tend in those directions as well.

Weapons: Wolfbreed characters do not receive any racial weapon proficiencies or bonuses. They were not raised in a situation to learn how to use them. Furthermore, their 1st level weapon proficiencies are limited to all sizes of the following weapons, insofar as they overlap with class proficiencies: clubs, daggers, spears, and staves. With each level (starting at first), they may pick one other weapon from their class proficiency list and become proficient in it. This represents the slow, arduous process of learning the tools of civilization.

For example, a first level wolfbreed wizard would only be proficient with the club, dagger, and quarterstaff, because these are the only weapons on his proficiency list that overlap with the wolfbreed list. He could pick one more weapon to be proficient with due to being first level, so he picks the light crossbow. At second level he can again choose a new weapon to become proficient with, so he could add the heavy crossbow to his options. At third level and above, he receives no additional weapon proficiencies, because he is now proficient with all wizard weapons. If he were instead a fighter, he would continue adding proficiencies until he had filled out the fighter proficiency list.

Armor: As with weapons, wolfbreed characters are unfamiliar with most kinds of armor. They are proficient with padded, leather, and hide armor insofar as it overlaps with class proficiencies. At each level, they may pick one other armor type from their class proficiency list and become proficient in it, just as with weapons.

Skills: The skills Handle Animal and Ride are always considered class skills for wolfbreed characters, regardless of class. However, first level wolfbreed characters may only take ranks in class skills that can be learned in the wild. This includes those listed above plus Balance, Climb, Concentration, Hide, Intimidate, Jump, Spot, Survival, and Swim, and may include certain other skills at the GM’s discretion. Cross-class and class skills that are not on the above list simply cannot be chosen; the character never had the opportunity to learn them. Unused skill points are lost. Skills in this list are still designated class or cross-class depending on the character’s class.

From second level onward, it is assumed the wolfbreed character has been introduced to civilization. He may select from his usual class options.

For example, a first-level wolfbreed fighter’s potential skill choices would be Climb, Handle Animal, Jump, Ride, and Swim. He would lose access to the fighter’s Craft class skill until second level.

Feats: Wolfbreed characters may take racial feats only if they are due to innate nature. Racial or cultural feats that rely on social status, racial relationships, or continued training in the company of the base race may not be acquired.

Classes: Wolfbreed characters may not be wizards unless they are raised by a creature that also memorizes spells from spell books, nor may they be monks unless raised in a monastic culture. They may not be clerics of any deity not worshipped by the creature that raised them. They may be sorcerers, as well as paladins if raised in a lawful good culture. They may be rogues, bards, barbarians, fighters, druids, or rangers without hindrance.

Wolfbreed characters do not use their normal race’s favored class. Instead, they may choose either the ranger or druid as their favored class.

Wolfbreed characters are automatically eligible for the predator prestige class (see page 31) without having to meet any other prerequisites. They may take it at second level.

Language: A wolfbreed character cannot read or write. Just like a barbarian, he must spend skill points to learn to do so, and may only spend these skill points at second level or higher. A wolfbreed character may only speak languages that he was reasonably exposed to in his infancy (which may not include Common or his own racial tongue), but this includes the native tongue of whatever beast raised him. If the wolfbreed character speaks Common or his own racial tongue, he does so with a strange accent.

New Abilities: A wolfbreed character learns certain tactics and skills from his life in the wild. He receives a +2 racial bonus to all Handle Animal and Ride skill checks. This bonus is increased to +10 when dealing with the specific kind of creature that raised the character.

The wolfbreed character has difficulty interacting with the civilized races. He suffers a –4 racial penalty to all Bluff, Diplomacy, Gather Information, and Sense Motive checks that involve civilized races, as well as a general –4 racial penalty to any other similar Charisma-dependent situation.

Finally, the wolfbreed character picks up natural abilities based on the creature that raised him, as follows:

“Parent”

Parent	Ability
Aranea	Proficient with net; +1 racial bonus to Will saves against illusions; +1 racial bonus to Spot or Sense Motive checks to uncover disguises
Behir	Electricity resistance 5
Delver	Tremorsense, 60 ft. range
Dire ape	+1 Str
Dire wolf	+10 ft. speed
Dragon, brass	Fire resistance 5
Dragon, bronze	Electricity resistance 5
Dragon, copper	Acid resistance 5
Dragon, gold	Fire resistance 5
Dragon, silver	Cold resistance 5
Dragonne	+1 racial bonus to Will saves against fear
Formian	+1 racial bonus to Will saves against charm and domination effects

SAMPLE WOLF-BRED: WOLF-BRED SVIRFNEBLIN (ARANEA PARENT)

Long ago, a svirfneblin outpost was brutally raided by duergar slavers. They slaughtered most of the children and elderly, and enslaved the rest of the population, including pregnant women. While the slaves were being force-marched to a holding pen several weeks away, one of them gave birth. The baby was unusually small due to the late-term trauma experienced by its mother. The duergar killed her and left her baby in the caverns, expecting it to be eaten.

Instead, a curious aranea happened across the young svirfneblin. The aranea could shapeshift into deep dwarf form, so was already familiar with the general needs of the vaguely dwarf-like child. The aranea raised the child as its own, only discovering after several years that it was a deep gnome rather than a dwarf.

Aside from the occasional random encounter with generally hostile humanoids, the wolfbred svirfneblin was raised in isolation until its sixteenth birthday. At that time the aranea assumed its deep dwarf form and carried the teenaged deep gnome into a trading settlement. The aranea had decided the humanoid would be better off with its native people (or as close as it could get). It wished its child good luck, then left him to his fate.

The wolfbred svirfneblin has the ability scores standard to his race, but lacks the stonecunning ability, as he was never exposed to deep gnome settlements or stonework in his childhood. He retains his darkvision, spell resistance, racial bonuses to saving throws, bonus to DC on illusion spells, and dodge bonus against all creatures. However, he lacks his racial bonus to attacks against kobolds and goblinoids, for he was not taught the usual tricks and tactics for fighting them that most deep gnomes learn. He also lacks his racial bonus to Craft (alchemy), for no teacher was there to trigger it. He retains his spell-like abilities (which the aranea could show him how to use), his inherent nondetection ability, and his racial bonus to Listen and Hide checks, but not his weapon proficiencies with the brace crossbow and bladed shield. Thanks to his aranea “parentage,” he is proficient with the net, receives a +1 bonus to Will saves against illusions, and has a +1 bonus to Spot or Sense Motive checks to uncover disguises.

CORE CLASSES OF THE UNDERDARK

UNDERDARK VARIATIONS ON EXISTING CORE CLASSES

The ferocious, alien nature of the underdark has caused many changes in the way people live. A fighter from the surface world learns tactics against radically different creatures in radically different conditions: rarely does the surface warrior have to deal with tunnels, drow, or giant spiders.

Following are a number of suggested variations on the standard core classes. These aren’t necessarily for PC use, though you can allow that if you wish. Rather, they are intended to reflect the alien nature of the underdark. A cleric from the surface conversing with a cleric from the underdark may be surprised to discover that swarms of gigantic spiders are more of a threat than undead, and thus the underdark cleric can turn spiders rather than undead. NPCs built from these variant core classes will be similar to PCs but slightly different in distinctive ways.

If you elect to run a campaign where the characters are from underdark races to begin with, you could use the variant core classes to represent the characters’ heritage and upbringing. An underdark cleric may never even



think to turn undead when spiders are all her cleric brethren ever taught her to turn.

Surface characters cannot multiclass into these variant classes, nor will they ever gain the abilities of these underdark variant classes. These special variants are reserved for characters and NPCs of the underdark races who have spent a lifetime learning the ways of the underworld.

UNDERDARK CLERICS

Undead are a scourge everywhere, but some clerics of the underdark are far more devoted to fighting back the spider gods and their arachnid followers.

Turn or Rebuke Spiders: Rather than turning or rebuking undead, an underdark cleric may choose at first level to instead turn or rebuke spiders. This includes all creatures with spider-like characteristics, including driders and arachnoid creatures (see page 66). Humanoids with overtly arachnid characteristics, such as drow with the Spidertouched feat, are also affected. Normal drow are not affected. Clerics of the svirfneblin and gloom barbarians frequently have the ability to turn spiders, while drow clerics can often rebuke spiders.

UNDERDARK FIGHTERS

An underdark fighter has access to new bonus feats and additional weapon proficiencies.

Weapon Proficiency: Every good warrior familiarizes himself with the weapons of the enemy, and a fighter is no exception. An underdark fighter treats exotic weapons whose racial origin is derro, drow, duergar, or svirfneblin as martial weapons.

Bonus Feats: Certain additional bonus feats are available to underdark fighters. When they pick a bonus feat, underdark fighters may also choose from this list: Belly Fighter (Razor Grappler), Darkvision (Superior Darkvision), Depth Sense, Infravision, Still Breath, Tunnel Fighter.

UNDERDARK RANGERS + DRUIDS

Underdark rangers and druids interact with a completely different environment than their surface cousins. You're not likely to find a drow ranger with a camel for an animal companion!

Animal Companion: A ranger or druid's animal companion is different from those available to surface dwellers. They select from the following standard list: bat, darkmantle, dire rat, krenshar, pedilap, monstrous spider (Small or Medium), snake (Small or Medium viper), or wolf. The list of creatures available to higher-level druids and rangers is similarly altered; in general, substitute appropriate underdark creatures for the traditional choice.

UNDERDARK SORCERERS + WIZARDS

Certain spells are more common in the underdark, especially those dealing with shadow magic. But the biggest difference between underdark sorcerers and wizards and their surface equivalents is in choice of familiar.

Familiar: Underdark spellcasters choose familiars from the list below, in addition to the standard options of bat, lizard, rat, snake, and toad. Cat, hawk, owl, raven, and weasel familiars are not found in the underdark.

Familiar	Special
Giant fire beetle	Master gains fire resistance 3
Intelligent fungus	Master gains a +3 bonus on Hide checks while underground
Monstrous centipede, Tiny	Master gains +3 bonus on Fortitude saves against poison
Monstrous spider, Tiny	Master gains +3 bonus on Climb checks
Stirge	Master heals 1 hp per point of Con drained by stirge's blood drain ability



NEW CORE CLASS: RADIOMANCER

This section introduces a new core class, the radiomancer. The radiomancer is an arcane spellcaster who derives the source of his power not from magical study or innate talent, but from the energy immanent in radioactive fragments. He has a natural proclivity for manipulating arcane energy. On the surface world may have studied to be a wizard, but down in the dark depths, he has instead harnessed the energy of the radiation wells – at great cost to his personal health.

Radiomancers specialize in powering arcane magical effects through radioactive energy. They are a rare class on the surface, but relatively more common in the underdark. They are especially common among the races that live near radiation wells, like the gloom barbarians.

The power that accrues to a radiomancer is great, but so too is the cost. Radiomancers intentionally expose themselves to toxic radioactive energies in order to leech power from them. They transform this power into arcane spells, but the constant exposure ravages their bodies. They develop mutations and slowly weaken as cancers develop within them. The most powerful radiomancers are often frail and sickly, far more so than their wizardly equivalents. In fact, most die before they reach high levels. It is only because of the example set by the few who have learned to transform radioactivity into high-level spells like *wish* – which they then use to recover their health – that others pursue the profession.

Adventures: Radiomancers adventure in order to improve their abilities. They pursue an abstruse form of magic that few others understand, so the quest to find others who share their practices is also important.

Characteristics: Radiomancers are masterful spellcasters, combining the high daily limits of sorcerers with the vast range of spell options available to wizards. They must memorize their spells like wizards, but the versions they memorize utilize radioactive energy rather than traditional arcane energy.

Radiomancers pay a heavy price for their abilities. In order to cast spells, they must constantly expose themselves to radioactive elements. The release of arcane energy from their radioactive focuses further ravages their body. As a radiomancer's spellcasting abilities improve, his Constitution suffers, and he may develop mutations. Most radiomancers actually die from the radioactive energies they are exposed to. Their only real hope is to survive to 18th level, whereupon they can use a *wish* to reverse the effects of the radiation.

Alignment: Radiomancers must study like a wiz-

ard, and the path to power through radiation magic requires a degree of self-discipline. At the same time, a sense of nihilism and comfort with self-destructive traits is necessary, and the greater power afforded to radiomancers makes the option more appealing to those who aren't as dedicated as they should be. Radiomancers must be wild at heart; otherwise, why pursue a profession that spells almost certain doom? As a result radiomancers are generally neutral or chaotic.

Religion: Radiomancers are often atheists or agnostics. If they worship any deity at all, it is through cultural affinity rather than devout belief.

Background: The nihilism required to subject oneself to radiomancy presupposes little faith in the assistance of others. In fact, most radiomancers were bullied when young, or born into oppressed cultures. They developed a sense of powerlessness when loved ones were killed by invaders or slavers; they answered this sense of powerlessness by seeking vengeance through power. Radiomancers are a strong-willed lot who seek power at all costs, even their own death. To them, no one else is dependable; they have only themselves to rely on.

Races: Radiomancers are most common among the gloom barbarians, for they are forced to inhabit the radiation wells that make the class possible. Radiomancers are known to exist among other underdark races, especially exiled drow, but they are rare. The more established and powerful a society is, the less likely it will have members desperate enough to pursue the radiomancy class.

Other Classes: Radiomancers view the world through a spectrum of self-sacrifice and power politics. Other classes are regarded in this light. Those who pursue overt power – such as fighters, warriors, and wizards – are respected, though no radiomancer has true respect for anyone who has not made great sacrifices to get where they are. Sorcerers are considered lucky, gifted with a natural talent that the radiomancer has had to work for. Rogues and bards are respected for their stealthy talents. Radiomancers look upon rangers and druids as ineffectual and weak; after all, the mere existence of the radiation wells that give the radiomancer power prove that nature's power can be expressed in greater ways than a druid can master. Clerics, paladins, and others who profess faith are considered naive and misguided. The radiomancer knows that if anyone is living proof of the futility of faith, it is himself.

Role: The radiomancer serves the same role as a

sorcerer or wizard, but with added firepower. Radiomancers are strong at low levels but become progressively more frail as they gain levels. At high levels they are almost a liability, until they either die or reach 18th level, whereupon they can use *wish* spells to reverse their radiation sickness and become the party's most powerful member.

GAME RULE INFORMATION

Radiomancers have the following game statistics.

Abilities: Intelligence determines how powerful a spell a radiomancer can cast, how many spells he can cast per day, and how hard those spells are to resist. However, a radiomancer's most important ability is Constitution, for it determines how well he resists the effects of radiation, and if he lives long enough to become truly powerful.

Alignment: Any.

Hit Die: d4

CLASS SKILLS

The radiomancer's class skills (and the key ability for each skill) are Concentration (Con), Craft (Int), Decipher Script (Int), Knowledge (arcana) (Int), Profession (Wis), Spellcraft (Int), and Survival (Wis).

Skill Points at 1st Level: (2 + Int modifier) x 4.

Skill Points at Each Additional Level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the

radiomancer.

Weapon and Armor Proficiency: Radiomancers are proficient with all simple weapons. They are proficient with padded and leather armor, but not with any kind of shield. Although armor interferes with spellcasting, radiomancers are forced to learn basic proficiency simply to survive in the underdark.

Spells: A radiomancer casts arcane spells (the same type of spells available to bards, sorcerers, and wizards), which are drawn from the wizard/sorcerer spell list. A radiomancer must choose and prepare his skills ahead of time.

To learn, prepare, or cast a spell, a radiomancer must have an Intelligence equal to at least 10 + the spell level. The DC for a saving throw against a radiomancer's spell is 10 + the spell level + the radiomancer's Intelligence modifier.


Like other spellcasters, a radiomancer can only cast a certain number of spells per day. His base daily allotment is given on table 1-1. In addition, he receives bonus spells for a high Intelligence score.

A radiomancer casts spells by manipulating radioactive energy to produce arcane effects. Radioactive energy is so powerful that it can be used to fuel magic. The process for doing so requires study and understanding, similar to the wizard's process of memorizing spells, but it is not a written art like a wizard's spellcasting. Rather, it is a way of manipulating various radioactive components and channeling their energy through a form of inner concentration.

The radiomancer must memorize his spells each morning, similar to a wizard, by attuning himself to the necessary kinds of energy for those spells. The

TABLE 1-1: THE RADIOMANCER

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Spells per Day													
						0	1	2	3	4	5	6	7	8	9				
1	+0	+0	+0	+2	Mutation, Infirmity	5	3	—	—	—	—	—	—	—	—	—	—	—	—
2	+1	+0	+0	+3	Radioactive Caster	6	4	—	—	—	—	—	—	—	—	—	—	—	—
3	+1	+1	+1	+3		6	5	—	—	—	—	—	—	—	—	—	—	—	—
4	+2	+1	+1	+4	Mutation	6	6	3	—	—	—	—	—	—	—	—	—	—	—
5	+2	+1	+1	+4		6	6	4	—	—	—	—	—	—	—	—	—	—	—
6	+3	+2	+2	+5		6	6	5	3	—	—	—	—	—	—	—	—	—	—
7	+3	+2	+2	+5		6	6	6	4	—	—	—	—	—	—	—	—	—	—
8	+4	+2	+2	+6	Mutation	6	6	6	5	3	—	—	—	—	—	—	—	—	—
9	+4	+3	+3	+6		6	6	6	6	4	—	—	—	—	—	—	—	—	—
10	+5	+3	+3	+7		6	6	6	6	5	3	—	—	—	—	—	—	—	—
11	+5	+3	+3	+7		6	6	6	6	6	4	—	—	—	—	—	—	—	—
12	+6/+1	+4	+4	+8	Mutation	6	6	6	6	6	5	3	—	—	—	—	—	—	—
13	+6/+1	+4	+4	+8		6	6	6	6	6	6	4	—	—	—	—	—	—	—
14	+7/+2	+4	+4	+9		6	6	6	6	6	6	5	3	—	—	—	—	—	—
15	+7/+2	+5	+5	+9		6	6	6	6	6	6	6	4	—	—	—	—	—	—
16	+8/+3	+5	+5	+10	Mutation	6	6	6	6	6	6	6	5	3	—	—	—	—	—
17	+8/+3	+5	+5	+10		6	6	6	6	6	6	6	6	4	—	—	—	—	—
18	+9/+4	+6	+6	+11		6	6	6	6	6	6	6	6	6	5	3	—	—	—
19	+9/+4	+6	+6	+11		6	6	6	6	6	6	6	6	6	6	4	—	—	—
20	+10/+5	+6	+6	+12	Mutation	6	6	6	6	6	6	6	6	6	6	6	6	6	6



radiomancer need not own a spellbook; once learned, his spells stay with him forever, though they must be “memorized” by his daily attunement sessions. The radiomancer does need to own a variety of radioactive crystals, which are presumed acquired at first level.

A radiomancer can cast any spell he knows from the wizard/sorcerer spell list. He knows the same number of spells at first level as a wizard, and acquires new knowledge at the same rate. However, he casts spells in a different way, using radioactive energies. When a radiomancer learns a new spell from a scroll or a wizard’s spellbook, he must spend one full week per spell level converting the spellcasting process into a form that can be fueled by radioactive energy, and then must make a Spellcraft check (DC 15 + spell level). If the check fails, he may continue the process, making another check each week until it succeeds. (He does not need to gain another rank in Spellcraft in the way wizards must.) In this way, radiomancers can learn to cast any arcane spell in their own unusual manner. Radiomancers can learn their own unique brand of casting spells only through oral tradition, which is why they value contact with other radiomancers so much; radiomancers can teach other spells at the rate of one spell per day, with the same Spellcraft check as above to determine success. Radiomancers can cast spells from scrolls only if they have already taken the time to learn the radiomancer version of the spell.

Familiar: Radiomancers cannot take familiars. The radioactive energies they arouse are fatal to small animals.

Furthermore, prolonged expose to a radiomancer can be fatal for even other humans. Fellow adventurers (and anyone else in close proximity to the radiomancer for long periods of time) must make a Fortitude save (DC of 5 + radiomancer’s level) for every full year of time spent with the radiomancer. If the check fails, the character loses 1 temporary point of Con (which cannot be healed until the character has spent at least a full month away from the radiomancer)

and develops a minor mutation (which is permanent; see page 98).

Mutation: Radiomancers experience the effects of prolonged radiation exposure. At first level and each indicated level thereafter, they develop a mutation. The first three mutations are minor; the next three are major. The exact mutation is randomly determined. See page 98 for details on mutations.

Infirmity: The path of the radiomancer is a hard one. By channeling radioactive forces to cast spells, a radiomancer can generate far more arcane energy than a traditional wizard, resulting in more spells per day. At the same time, his broad choice of spells makes him far more versatile than a sorcerer.

But there is a price. The radioactive energy that infuses the character’s body takes a toll on his health. The radiomancer literally becomes more and more frail as he progresses, until he risks death by radiation exposure.

At each level starting at 1st, a radiomancer loses one point of Constitution. This means he has a –1 penalty to Con at 1st level, –2 at 2nd level, –3 at 3rd level, and so on. This is a permanent loss due to prolonged radioactive exposure; the damage cannot be healed or cured by any means short of a *wish*. If the character’s Con reaches zero, he dies.

If the radiomancer reaches 18th level, he may use *wish* to overcome the effects of the radiation sickness. For each *wish* cast, he may recover one point of Con damage, up to his original “natural” score. Improvements beyond his natural score count as casting *wish* to gain an inherent bonus.

The radiomancer still receives ability score increases at 4th, 8th, 12th, 16th, and 20th level, as usual.

Radioactive Caster: Radiomancers receive the Radioactive Caster spell for free at second level. Temporary Con loss from use of this feat does stack with lost Con due to infirmity, but it is recovered in the normal manner.



GENERAL PRESTIGE CLASSES OF THE UNDERDARK

The underdark is a hostile place. Its denizens and even its visitors must number among the strongest of the strong to survive, let alone flourish. These prestige classes may be found among any of the regular races residing in the underdark. A few may infrequently be found on the surface among former captives of the lands below or those who have traveled extensively there.

ENVOY

Hostilities among the nations of the underdark are legendary. Even so, their feelings toward one another would be considered well disposed compared with their feelings toward those who dwell in the sunlit lands. Despite even this, trade does still occur between the lands of night and day. The envoy is the ambassador who makes this possible.

Envoys rely on incredibly honed skills of persuasion, witty repartee and natural empathy to break social barriers and establish relations with otherwise hostile cultures. It is a dangerous game. Most merchant houses employ at least a handful of envoys, and when it comes to dealing with unscrupulous surface dwellers and violent duergar, envoys are the natural choice to ensure that negotiations remain civil.

As a benefit of their unique position, envoys enjoy the fruits of the cultures they visit as their hosts attempt to impress them and secure lucrative deals. Because of their vast cross-cultural experience, envoys are expert in many subjects and conversant with dozens more. They often act as advisors for foreign rulers. They make deadly spies when forced into such roles, and wise employers keep a close eye on them at all times.

Hit Die: d6

REQUIREMENTS

To qualify to become an envoy, a character must fulfill all of the following criteria.

Alignment: Any lawful

Race: Any

Skills: Knowledge (nobility and royalty) 6 ranks, Diplomacy 6 ranks, Bluff 6 ranks, Sense Motive 6 ranks

CLASS SKILLS

The Envoy's class skills (and key abilities for each skill) are Appraise (Int), Bluff (Cha), Craft (Int), Diplomacy (Cha), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (etiquette, history, nobility and royalty) (Int), Listen (Wis), Perform (Cha), Profession (Wis), Sense Motive (Wis), Speak Language and Spot (Wis).

Skill Points at each level: 8 + Int modifier.

CLASS FEATURES

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

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

Silvered Tongue: When using any Charisma-based skill at social functions, the envoy may add the number of envoy levels he possesses as a bonus modifier.

Polyglot: An envoy must learn to speak many tongues. Starting at 1st level, the envoy gains a number of languages equal to his Wisdom modifier (if any), with a minimum of one. Furthermore, if trying to communicate with a sentient being whose language is foreign, the envoy can make a Perform check (DC 18) to pantomime his way through.

Web of Lies: The envoy is sensitive to the nuances of the conversations around him. This extraordinary ability grants the envoy a +1 bonus to all Sense

TABLE 1-2: THE ENVOY

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+0	+0	+0	+2	Silvered Tongue, Polyglot
2	+1	+0	+1	+2	Web of Lies
3	+2	+1	+1	+3	Persuasive Touch
4	+3	+1	+2	+3	Still the Tremulous Voice
5	+3	+1	+2	+4	Master of the Game

Motive rolls per level of the envoy.

Persuasive Touch: The envoy's ability to convince others is astounding. With this extraordinary ability, the envoy may cast an *emotion* spell as a sorcerer of the same total level of the envoy, once per day per point of Charisma modifier.

Still the Tremulous Voice: By reacting with bold confidence, the envoy is able to speak with authority and clarity. Once per day per point of Charisma modifier, the envoy is able to take 20 on any social skill roll involving Charisma.

Master of the Game: The envoy is able to manipulate others to his advantage. When speaking, the envoy can use this extraordinary ability to cast the *charm person* spell as a sorcerer of the total level of the envoy. This ability can be used a number of times per day equal to the Charisma modifier of the envoy. His target must be able to understand the envoy in order to be affected.

FUNGAL SYMBIOTE

Life in the underdark takes many forms. Among the most bizarre are various forms of sentient fungus. The Huu'lach fungus (see page 77), also known as the brain fungus, is a particularly insidious denizen of the cavernous deep.

Victims who survive the spore cloud of the attacking Huu'lach are not out of danger. The spores help the Huu'lach grow and prepare the would-be host as a proper vessel. Despite a failed attempt by the Huu'lach to take over the victim, this process of preparation and assimilation can sometimes continue. It is a rare condition, but one that is remarked on and studied among underdark societies.

Fungal symbiotes are what remain of those who both survive a Huu'lach attack and resist being driven insane by the metamorphosis process. Individuals who have lived on in this new condition find that while their lives are unchanged in many ways, in others they are drastically different. New thoughts and outlooks emerge. Sudden fears and desires become apparent. Their marked change in appearance is somewhat disconcerting. They exude a rich, earthy smell that is easy to detect and when in sunlight smells vaguely like ran-



cid ham.

Fungal symbiotes have made great strides for good in the underdark. Deep gnomes have been known to adopt one every generation or so. Still, there are those who do great damage to the reputation of others with this condition, giving in to their alien desires rather than amalgamating them into their new psyches.

Hit Die: d10

REQUIREMENTS

To qualify to become a fungal symbiote, a character must fulfill all of the following criteria.

Alignment: Any

Race: Any

Save: A base Fortitude save of at least +3

Special: You must have survived a spore cloud attack of a Huu'lach fungus.

TABLE 1-3: THE FUNGAL SYMBIOTE

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+0	+2	+0	+1	Darkvision, Body Fungal
2	+1	+3	+0	+1	Nightshade
3	+2	+4	+1	+2	Spore Cloud
4	+3	+4	+1	+2	Nightsoil, Fungal Growth
5	+4	+5	+2	+3	Metamorphosis



CLASS SKILLS

The fungal symbiote's class skills (and key abilities for each skill) are Climb (Str), Craft (Int), Escape Artist (Dex), Hide (Dex), Intimidate (Cha), Jump (Str), Knowledge (nature) (Int), Move Silently (Dex), Search (Int), Sense Motive (Wis), Swim (Str) and Survival (Wis).

Skill Points at each level: 6 + Int modifier.

CLASS FEATURES

All of the following are class features of the fungal symbiote prestige class.

Weapon and Armor Proficiency: Fungal symbiotes are proficient with all simple weapons and any weapon they were proficient with before becoming symbiotes. Armor is very uncomfortable to them and they will not willingly wear it, although they may use any type of shield.

Body Fungal: As a partly fungal creature, the PC now has unique characteristics that evolve as he gains levels as a symbiote. His outer skin and the tissues beneath it become rubbery, moist and flexible. His skin turns dark, chalky grayish-brown at first, then proceeds to darken to a moist charcoal black. This soft but tough tissue allows the symbiote to withstand damage to a far greater extent. For every level of fungal symbiote the character possesses, he gains a +1 natural armor bonus to his AC.

The symbiote now draws oxygen from the most minimal of sources – not enough to survive in a vacuum, but adequate for many oxygen-poor environments. The symbiote can easily draw oxygen from a

water environment. As long as there is oxygen present, the symbiote does not need to use its lungs to breathe.

A side effect of his transformation is that a symbiote's new skin does not react well to direct sunlight. For every hour of exposure to direct sunlight (with at least half of his body exposed), the symbiote must roll a Fortitude save (DC 20 +1 for every continuous hour), or lose 1d4 temporary Constitution points. Resting in a cool, dark place with access to at least one gallon of water will recover his Con back at the rate of 1 per minute. Most symbiotes dress heavily when travelling the surface world; hooded cloaks provide ample protection.

Darkvision: The Fungal symbiote's vision becomes perfectly adapted to the dark. He gains 120-foot darkvision.

Nightshade: As the symbiote continues to grow, his body changes to adapt to his natural habitat: dark, wet locales. When sitting in shade with access to at least one cup of water per hit point, a symbiote may regenerate 1 hp per hour.

Spore Cloud: At 3rd level, a fungal symbiote may blast out a cloud of spores in a 10-foot radius from his body. All creatures in that area of effect must make a Fortitude save (DC 10 + number of fungal symbiote levels the character possesses), or become staggered. This extraordinary ability may be performed once per day per symbiote level.

Nightsoil: At 4th level, the symbiote is extremely effective at healing himself. He may consume the carcasses of any dead animal or plant to aid regeneration. This is done by laying the carcass in a cool, shady area away from direct sunlight and touching it in order to siphon nutrients. In doing so, the symbiote regenerates at 1 hit point per round. An animal carcass provides as many hit points as it had when it was alive; plants provide half that number. When the hit points of the carcass have been depleted, only compost and possibly moldy bones remain.

It is possible to use this ability on living creatures, but they take much longer to metabolize. For every hour spent regenerating this way, the symbiote gains 1 hp. The victim/donor must be kept immobilized and gets a Fortitude save (DC 20) every hour to resist the process. All damage sustained from this attack takes one day per point of damage to heal, regardless of time spent resting.

Fungal Growth: Once per day per point of Constitution modifier (with a minimum of one), the fungal symbiote may cast *enlarge* on himself as a supernatural ability. This ability is cast as if by a wizard of the symbiote's total level.

Metamorphosis: The process of transformation is complete, and the symbiote can now rebuke or command plant creatures as if he had access to the plant domain. He may use this ability a number of times per day equal to 3 plus his Charisma modifier. He may

communicate with plants as with the *Speak with Plants* spell and can cast *Control Plants* as a spell-like ability, using his total levels as his caster level. And finally, his body now treats all non-energy and non-acid type attacks as nonlethal damage.

PIT FIGHTER

While the surface world's civilized nations typically frown on blood sports, the degenerate nations of the underdark thrive on them. Slaves are constantly forced into the pits to fight for their survival. Fighting pits of underdark cities vary slightly from race to race. Fighters are little more than diversions to the hateful nobility of the drow; to the enterprising duergar, they are considered gambling commodities. Either way, the brutality and unforgiving nature of the life of a pit fighter is matched only by the shortness of the class's life expectancy.

Most pit fighters are slaves. They are fierce combatants who must battle for their lives at a moment's notice. When they are not competing, they are trying to stay alive in the slave pits, often fighting still more to gain proper sustenance among the throngs of other slaves. Pit fighters do not enjoy the potential comforts of surface gladiators. They are dour, having nothing to look forward to but a grisly death beneath stands of tittering onlookers. Their lives are cheap and they know it. Killing becomes easier every day, and pit fighters eventually have no compunctions about it whatsoever.

Few warriors have to fight for their lives in such conditions, making pit fighters deadly in the extreme. They are lightning fast to attack and short on words by their very nature. The most successful have forgotten any dream of freedom, and are now simply waiting for death to take them. The greatest – and the most lucky – die with their hands around the broken necks of their masters.

Hit Die: d10

REQUIREMENTS

To qualify to become a pit fighter, a character must fulfill all of the following criteria.

Alignment: Any non-good

Race: Any

Base Attack Bonus: +6 or higher

Feats: Any three combat-oriented feats

Skills: Intimidate 5 ranks

CLASS SKILLS

The pit fighter's class skills (and key abilities for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Intimidate (Cha), Jump (Str), Sense Motive (Wis) and Tumble (Dex).

Skill Points at each level: 4 + Int modifier

CLASS FEATURES

All of the following are class features of the pit fighter prestige class.

Weapon and Armor Proficiency: Pit fighters are proficient with all simple and martial weapons. They also gain proficiency in any two exotic weapons from the underdark (see page 63). They are proficient with light and medium armor, as well as small and medium shields.

Improved Unarmed Attack: Pit fighters immediately learn to use their bare hands to inflict lethal damage on foes in the pits. They gain Improved Unarmed Attack for free.

Bonus Feat: Pit fighters are forced to adapt at a frightening pace. Their early careers are spent scrambling to learn anything that may help them survive longer in the fighting pits. At 2nd level, they may choose a feat from the following list: Advantageous Blow, Belly Fighter, Blind Fight, Cleave, Combat Reflexes, Dodge, Expertise, Great Cleave, Improved Advantageous Blow, Improved Bull Rush, Improved Initiative, Improved Grapple, Mobility, Power Attack, Toughness, and Weapon Focus.

TABLE 1-4: THE PIT FIGHTER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+1	+0	+0	Improved Unarmed Attack, Iron Body +1
2	+2	+2	+1	+0	Bonus Feat, Rage in the Cage +1
3	+3	+2	+1	+1	Superior Unarmed Attack
4	+4	+3	+1	+1	Bonus Feat, Rage in the Cage +2
5	+5	+3	+2	+1	Iron Body +2
6	+6	+4	+2	+2	Bonus Feat, Rage in the Cage +3
7	+7	+5	+2	+2	Relentless
8	+8	+5	+3	+2	Iron Body +3
9	+9	+6	+3	+3	Crippling Blow, Rage in the Cage +4
10	+10	+6	+4	+3	Finishing Blow, Iron Body +4

CLASS FEATURES

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

Weapon and Armor Proficiency: Predators are proficient with all simple weapons and any weapon that they were proficient with before becoming a predator. They are proficient with light armor and any type of armor and shield that they were proficient with in their former lives.

Animal Instinct: No civilized person, not even a barbarian, lives as close to his primal nature as a predator. Animal instinct takes over as a survival mechanism. Races without darkvision or low-light vision gain the equivalent of low-light vision. Those with low-light vision gain darkvision. Those with darkvision gain the Blindsight feat for free. Furthermore, every level of predator taken by a character provides a bonus of +1 per level to all rolls involving Survival.

Sneak Attack: The predator's first law of survival manifests itself in the ambush. If a predator can catch an opponent undefended, he can strike a vital spot for extra damage. Any time a predator's target would be denied his Dexterity bonus to AC (whether he actually has a Dexterity bonus or not) or whenever a predator flanks a target, the predator's attack deals extra damage. The extra damage is +1d6 at 1st level, +2d6 at 3rd level, and +3d6 at 5th level. Should the predator score a critical hit, the extra damage is not multiplied. Ranged attacks count as sneak attacks only when the target is within 30 feet; the predator cannot strike with deadly accuracy from beyond that range.

Track: At 2nd level, predators gain the Track feat, giving them the ability to trail their quarry instead of waiting for them to step into an ambush.

Savage Blow: Predators attack fiercely at the onset of combat, hoping to overcome their prey. For a number of rounds equal to his Constitution modifier, the predator adds his Savage Blow rating to all damage rolls from the onset of combat. At 4th level, this bonus is raised to +2.

Improvised Weapon: At 4th level, predators are able to put to use nearly any object as a weapon good for bringing down prey. They are considered proficient with improvised weapons, meaning they no longer suffer a -4 attack penalty when using them.

Rage: At 5th level, the predator has degenerated



into a beast. He may rage (as per the barbarian class) a number of times per day equal to his unmodified Constitution bonus, with a minimum of 1 time per day.

RACIAL PRESTIGE CLASSES OF THE UNDERDARK

The underdark is an environment for the strong. Its cultures demand great strength of body or great strength of will. Those found lacking are rewarded with swift death ...or worse. The races that dwell in these punishing lands have adapted by cultivating ruthless tenacity as well as sublime subtlety.

As in any unique environment, specialists who have mastered their world have evolved in the underdark. They have carved out their own pernicious nich-

TABLE 1-5: THE PREDATOR

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+1	+2	+1	Animal Instinct, Sneak Attack +1d6
2	+2	+2	+3	+1	Track, Savage Blow +1,
3	+3	+2	+3	+2	Uncanny Dodge, Sneak Attack +2d6
4	+4	+3	+4	+2	Improvised Weapon, Savage Blow +2
5	+5	+3	+5	+3	Rage, Sneak Attack +3d6

es, adapting with nuances that allow them to thrive where others barely survive. The most common specialists among each of the major underdark races are described below.

DERRO PRESTIGE CLASSES

The vile, degenerate derro are detested by most of the other denizens of the underdark. Derro are disliked for their cruelty and their sheer delight in causing pain and humiliation. They are known to share living space with the duergar at times but often make their own warrens, much to the chagrin of their neighbors. They possess a keen knowledge of things in the underdark and dream of one day ruling the lands below in their entirety.

Derro specialize in hit-and-run tactics under the leadership of powerful seers who guide them through subversion, coercion and assassinations. At least two unique prestige classes have emerged among these misbegotten, evil creatures.

DEEP SAGE

The derro revere their wise men above all else. The savants that form the ruling class of derro semi-civilized society retain these wise men as advisors. The all-seeing prescience of the deep sage has proven a boon beyond measure to the savants and their goal for derro-enforced domination of the lands below.

Deep sages are somewhat independent of the derro throngs. They gather information through numerous contacts and erratic wanderings, selling their information to the highest bidder and frequently parleying their knowledge into power and rank. The deep sage is said to know more than most underdark humanoids. Even the drow curtail their disdain for others to seek the wisdom of the derro wise men. The basis of their knowledge seems to stem from a mastery of alchemy combined with divinations and bone castings. Their information proves remarkably accurate.

Most deep sages live well ensconced in cities with large entourages of guards. Some are retained there

against their will. Many live as hermits in the wilds of the underdark, forcing wisdom seekers to pay princely sums for their knowledge.

Hit Die: d4

REQUIREMENTS

To qualify to become a deep sage, a character must fulfill all of the following criteria.

Race: Derro

Skills: Knowledge (underdark) 9 ranks, Knowledge (arcana) 9 ranks, Craft (alchemy) 9 ranks, Spellcraft 9 ranks

Spellcasting: Cast divine spells of at least 3rd level

Feats: Brew Potion

CLASS SKILLS

The deep sage's class skills (and key abilities for each skill) are Appraise (Int), Bluff (Cha), Concentration (Con), Craft (alchemy) (Int), Diplomacy (Cha), Heal (Wis), Hide (Dex), Listen (Wis), Profession (Wis), Search (Wis), Sense Motive (Wis), Spellcraft (Int), Spot (Wis) and Swim (Str).

Skill Points at each level: 6 + Int modifier

CLASS FEATURES

All of the following are class features of the deep sage prestige class.

Note: None of the deep sage's class-based powers may be used on himself without penalty. If he uses divinatory powers for his own purposes, the deep sage will lose 1d4 Constitution points, which will return at the rate of 1 point per week. He may use his abilities without restriction when requested by another — and of course, nothing precludes a sage from surrounding himself with sycophants and wealthy clientele to reap secondary personal gain.

As a byproduct of the unorthodox nature of deep sage spellcasting, the deep sage can never cast spells from the evocation school of magic.

Weapon and Armor Proficiency: Deep sages are proficient with clubs, daggers, heavy crossbows, light crossbows and quarterstaves. They are not proficient with any type of armor or shield, which causes the somatic component of their spellcasting to fail.

TABLE 1-6: THE DEEP SAGE

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Spells
1	+0	+0	+1	+2	Sense Beyond	+1 level of existing class
2	+1	+0	+1	+3	Vision	+1 level of existing class
3	+1	+1	+2	+4	Heart of Darkness	+1 level of existing class
4	+2	+1	+2	+5	Foreshadow	+1 level of existing class
5	+2	+2	+2	+6	Clarity	+1 level of existing class

Sense Beyond: After quaffing an alchemical mixture, the deep sage can often answer specific questions about the local area. More powerful sages can answer detailed questions relating to people and places far from their present location. The alchemical mixture, called gu'ddulsh, is made from common ingredients easily found anywhere in the underdark. Brewing it properly requires a Craft (alchemy) roll (DC 15), which the GM should roll in secret.

On a successful roll, the deep sage may learn 1d4 answers to general questions concerning areas within a one-mile radius. For every 5 points over the DC, he may extend the range of his perception by 5 miles. He could discern the exact location of a particular person or where a particular creature hunts or sleeps. He could relay where the nearest exit from the underdark might be or in which direction it lies. This ability will not reveal personal information. Responses are based entirely on the wording and content of the specific questions asked.

If the roll is failed, the deep sage passes out for 1d4 hours and wakes up under the staggered effect for the next hour.

Visions: The deep sage can enter a state in which he can use the *augury* spell as a supernatural ability. He can do this a number of times per day equal to his Wisdom modifier, with a minimum of 1 time per day. His total level is considered doubled for this effect.

Heart of Darkness: By inhaling the specially prepared spores of the jikcata mushroom, the deep sage gains insights on a particular person or creature. The jikcata spores must be prepared with a Craft (alchemy) roll (DC 20), which the GM should make in secret.

On a successful roll, the deep sage goes into a trance in which he may be asked 1d4 questions about a particular person. If he knows the answer, he may tell the petitioner whatever he wants. If he does not know the answer, he can wrest it from the person targeted for the reading as long as that person is within 5 miles per level of the sage. The victim gets a Will save with a DC of the number rolled on the Craft (alchemy) check. If the victim is unsuccessful, the deep sage gets the information and can relate to the petitioner whatever part he chooses.

The victim is aware of a strange claustrophobic sense of "un-rightness" during the attempt. They will

gain no further knowledge unless they make the saving throw, at which point the invasion becomes completely clear. Once the victim has failed a saving throw, all questions from that point on must be answered without further Will saves. If the victim succeeds in her save, she will instinctively recognize who tried to wrest knowledge from her if she ever runs across the particular deep sage. This act is vile and leaves an imprint upon its victim.

If the Craft (alchemy) check fails, the deep sage goes into a coma for 1d6 days. He wakes under the effects of being staggered for 1d4 hours.

Foreshadow: The deep sage can now enter a deeper state of awareness and cast the *divination* spell as a supernatural ability. He can enter this state a number of times per day equal to his Wisdom modifier.

Clarity: Twice per day per point of Wisdom modifier, the deep sage can cast *clairvoyance* or *clairaudience* as a supernatural ability. This power can be used in conjunction with the previous powers for more detail. The deep sage can use this power without harming himself.

STONE FANG SNIPER

The derro's use of the repeating crossbow is infamous throughout the underdark. Whereas the duergar make skillful use of the heavy crossbow, and drow armies are known for their hand crossbows, the derro focus on quantity versus quality, unleashing erratic swarms of bolts. Enemies have learned to plan for this well known tactic when dealing with the derro hordes.

Slowly, however, a new and more disciplined warrior is emerging from the ranks of the derro degenerates. The stone fang sniper relies on speed and accuracy with deadly success. As assassins and elite soldiers, stone fang snipers are swiftly gaining a deadly reputation in the sunless lands.

Known for their rapid precision firing, the stone fang snipers have perfected a silent one-shot kill. Their signature bolt tips bear a serrated granite wedge, the mere possession of which garners the death sentence in many underdark communities. The stone fang sniper represents a growing threat among the brutal underdark nations, symbolizing all that the underdark

TABLE 1-7: THE STONE FANG SNIPER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1st	+1	+1	+1	+0	Rapid Reload
2nd	+2	+2	+2	+0	Fire at Will
3rd	+3	+3	+2	+1	Rapid Shot
4th	+4	+3	+3	+1	Far Shot
5th	+5	+4	+3	+2	One Breath



breeds: silent, fast killers showing no remorse.

Hit Die: d8

REQUIREMENTS

To qualify to become a stone fang sniper, a character must fulfill all of the following criteria.

Race: Derro

Base Attack Bonus: +6 or higher

Feats: Exotic Weapon Proficiency (repeating crossbow), Weapon Focus (repeating crossbow), Point Blank Shot

CLASS SKILLS

The stone fang sniper's class skills (and key abilities for each skill) are Balance (Dex), Climb (Str), Craft (Int), Hide (Dex), Intimidate (Cha), Listen (Wis), Move Silently (Dex), Profession (Wis), Spot (Wis) and Swim (Str).

Skill Points at each level: 2 + Int modifier

CLASS FEATURES

All of the following are class features of the stone fang sniper prestige class.

Weapon and Armor Proficiency: Stone fang snipers are proficient with all simple and martial weapons. They are proficient with light, medium and heavy armor but not with shields.

Rapid Reload: The stone fang sniper may reload any crossbow as a move-equivalent action. He may replace a five-round cartridge in his repeating crossbow with a fully loaded cartridge as a move-equivalent action. Reloading a cartridge requires a full-round action.

Fire At Will: At 2nd level, the stone fang sniper remains cool under fire. He provokes no attacks of opportunity when firing his weapon in a threatened area, nor does he provoke attacks of opportunity by reloading his crossbow. He does provoke an attack of opportunity when loading a cartridge for a repeating crossbow.

Rapid Shot: At 3rd level, the stone fang sniper may take an extra shot with a light crossbow (as in the feat). With a repeating crossbow, he is required to have

at least one shot left in his cartridge. This ability works exactly as the feat.

Far Shot: The marksmanship of the stone fang sniper becomes apparent. He gains the Far Shot feat for free when using a weapon with which he has Weapon Focus.

One Breath: The stone fang sniper has become a lethal killer. By spending a full-round action to observe a target, the stone fang sniper may automatically threaten a critical with his first and only shot of the next round. The target cannot be engaged in melee with the stone fang sniper. This ability can only be used with a weapon with which the stone fang sniper has Weapon Focus.

DROW PRESTIGE CLASSES

As cruel and haughty as their surface kin are kind and benevolent, the drow are a threat to all their neighbors. They may for a time engage in trade or diplomacy, but invariably they resort to conquest.

DROW AVENGER

The reach of a great drow noble house extends far, often the length of the underdark to the surface world and beyond. When the nobles of a drow community have been slighted, therefore, their need for revenge is great. The primary agents in these matters are avengers, skilled soldiers and assassins who track down those who have wronged their patron. No distance is too great, no slight beneath lethal punishment.

Males make up the majority of this rare breed, but more than one female drow has proven her skill as an elite avenger. The avenger's weapon of choice is the dagger, based on its ability to be concealed. Avengers are masters with this weapon, flashing it in clever and deadly displays that leave their foes dying or running for cover.

Hit Die: d8

TABLE 1-8: THE DROW AVENGER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1st	+1	+0	+2	+0	Track, Sneak Attack +1d6
2nd	+2	+1	+3	+0	Precision Strike
3rd	+3	+1	+4	+1	Uncanny Dodge, Sneak Attack +2d6
4th	+4	+2	+5	+1	Flight of Blades
5th	+5	+2	+6	+2	Dual Fang Strike, Sneak Attack +3d6

REQUIREMENTS

To qualify to become an avenger, a character must fulfill all of the following criteria.

Alignment: Any non-good

Race: Drow

Base Attack Bonus: +6 or higher

Feats: Weapon Focus (dagger), Point Blank Shot, Rapid Shot

CLASS SKILLS

The drow avenger's class skills (and key abilities for each skill) are Balance (Dex), Bluff (Cha), Climb (Str), Craft (Int), Disguise (Cha), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Pick Pocket (Dex), Search (Wis), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str), and Tumble (Dex).

Skill Points at each level: 6 + Int modifier.

CLASS FEATURES

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

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

Track: Because tracking and hunting down dangerous opponents is her primary duty, the avenger gains the use of this feat for free.

Sneak Attack: If an avenger can catch an opponent undefended, she can strike a vital spot for extra damage. Any time an avenger's target would be denied his Dexterity bonus to AC (whether he actually has a Dexterity bonus or not) or whenever an avenger flanks the target, the avenger's attack deals extra damage. The extra damage is +1d6 at 1st level, +2d6 at 3rd level, and +3d6 at 5th level. Should the avenger score a critical hit, the extra damage is not multiplied. Ranged attacks count as sneak attacks only when the target is within 30 feet; the avenger cannot strike with deadly accuracy from beyond that range.

Precision Strike: Starting at 2nd level, the avenger's mastery of the dagger comes to fruition. So precise are her dagger's attacks that any successful strike (including thrown) does 1d6 points of damage instead of 1d4. Furthermore, she may use her Dexterity bonus to determine her bonus damage rather than her Strength. Note that this ability *is* effective against both undead and constructs.

Uncanny Dodge: Starting at 3rd level, the avenger gains the extraordinary ability to react to danger before her senses would normally allow her to be aware of it. At 3rd level and above, the avenger retains her Dexterity bonus to AC (if any) regardless of being caught flat-footed or struck by an invisible attacker.



She still loses her Dexterity bonus to AC if immobilized.

Flight of Blades: Starting at 4th level, the avenger may throw an additional dagger at her highest base attack bonus. This must be done as a full round action and incurs no penalty. This ability stacks with Rapid Shot; when used with Rapid Shot, all attacks in the round suffer a -3 penalty to their attack roll.

Dual Fang Strike: Avengers may wield daggers in both hands as if they possess the Two-Weapon Fighting and Improved Two-Weapon Fighting feats.

GLOOMWEAVER

Drow spellcasters are among the mightiest in existence. Their natural affinity for both arcane and divine magic, coupled with exceptional raw intellect, mark them as masters of both magical arts. The curiosity and greed of some emboldens them to plumb the most perverse and profane aspects of magic, seeking to gain an edge over those who toe the party line of the drow arcane science academies. These mavericks seek new understandings, forging ahead into the unknown.

The gloomweavers are among such renegades. They dabble in standard arcane practices, secretly delving into shadow-magics whose very essence surrounds them at all times. What better place to learn the secrets of dark magic than in the darkness of its own belly? Slowly, these new arcane casters are proving to be a match for more traditional wizards and sorcerers.

Many gloomweavers seek to harness the power



found in the plane of shadow. They aim to meld with the shadowstuff from that plane while unlocking its secrets. Through this infusion, they gain incredible knowledge and insight... at a price.

Hit Die: d4

REQUIREMENTS

To qualify to become a gloomweaver, a character must fulfill all of the following criteria.

Alignment: Any evil

Spellcasting: Ability to cast arcane spells, eight of which must have the shadow or darkness descriptor

Metamagic Feats: Three metamagic feats

Skills: Knowledge (the planes) 5 ranks, Knowledge (arcana) 10 ranks

Special: Must have captured a creature with the shadow descriptor for experimentation, or created a unique spell of greater than 2nd level with the shadow or darkness descriptor

CLASS SKILLS

The gloomweaver's class skills (and key abilities for each skill) are Concentration (Con), Craft (alchemy) (Int), Craft (any) (Int), Knowledge (any) (Int), Profession (any) (Wis), and Spellcraft (Int).

Skill Points at each level: 6 + Int modifier

CLASS FEATURES

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

Weapon and Armor Proficiency: The feared gloomweavers are proficient with clubs, daggers, heavy crossbows, light crossbows and quarterstaves.

Gloomweavers are not proficient with any type of armor or shield, since armor of any type hinders the somatic element of spellcasting.

Ebon Sight: The gloomweaver's first acceptance of eternal darkness into his heart changes his eyes to inky black. This ability grants the user 120-foot darkvision with the added effect of always revealing any creature or object native to the plane of shadow or with the shadow or darkness descriptor in its name.

Essence Filter: Through experimentation with the stuff of shadow (preferably through its infusion into their very being), gloomweavers begin the process of transforming their flesh into semi-corporeal shadow. The process requires two weeks of uninterrupted experimentation in a fully outfitted laboratory. The cost in materials is 1,000 gp per day, and any interruption forces the process to be started again from the beginning. A gloomweaver who does not choose to undergo this process may not advance further in this class.

The process involves draining the "essence of shadow" from a living being whose level must equal at least half of the gloomweaver's total levels, or through the draining of a real "shadow" or a denizen from the plane of shadow. In both cases, the process destroys the victim. Once completed, the gloomweaver loses one point from a physical attribute and gains one of the following:


Shadowskin: Gain +2 deflection bonus to AC. The gloomweaver's skin turns grayish black and becomes cool to the touch.

Speed of Darkness: Use *dimension door* as a spell a number of times per day equal to the gloomweaver's Intelligence bonus. This may be used only through



TABLE 1-9: THE GLOOMWEAVER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Spells
1	+0	+0	+0	+1	Ebon Sight	+1 level of existing class
2	+1	+1	+0	+2	Essence Filter	+1 level of existing class
3	+1	+1	+1	+3	Essence Filter	+1 level of existing class
4	+2	+1	+1	+4	Essence Filter	+1 level of existing class
5	+2	+2	+1	+5	Shade Warlock	+1 level of existing class



darkness or deep shadow, and the gloomweaver can reappear only through shadows.

Touch of Darkness: Use the *chill touch* spell at will during dark conditions such as night or in the underdark.

Shadow's Kiss: While lying inactive in darkness, the gloomweaver regains double the normal amount of hp for resting. However, if exposed to light brighter than torchlight, he regains nothing.

Coil of Shadow: For a number of times per day per point of Intelligence modifier, the gloomweaver may create a tendril of shadow which acts as the 5th level spell *telekinesis*. A gloomweaver must be able to cast 5th level spells in order to take this ability.

Shade Warlock: Gloomweavers undergo the final transformation of the path of the essence filter. The time required is doubled, as is the cost. When the process is completed, the gloomweaver must make a Will save (DC 22) or the process will fail to take hold and he must start again (including the loss of another physical attribute point). If he succeeds, he becomes fully infused with shadowstuff and gains the following abilities only when within shadows or darkness. When in well lit surroundings or daylight none of these powers function:

- Ability scores: A shade warlock's Constitution and Charisma scores increase by +2.
- Speed increases by 20 ft. (15 ft. if the character is wearing medium or heavy armor).
- Armor class: The shade warlock gains +4 deflection bonus to AC.
- Attacks and damage: Shade warlocks gain a +2 competence bonus to all attacks and damage.
- Saves: The shade warlock gains +4 luck bonus to all saving throws.
- Skills: Shade warlocks gain a +8 bonus to all Hide and Move Silently checks. They also suffer no penalties due to darkness.
- Control Light (Sp): The shade warlock can decrease the level of light in a 100 ft. radius by a factor of 10% per total character level.
- Fast Healing 2
- Invisibility (Sp): The shade warlock can use this ability once per round as a sorcerer of the same level.
- Shadesight (Sp): The shade warlock's darkvision increases in range by +60 ft.
- Shadow Image (Sp): Three times per day, the shade warlock can use this spell-like ability (similar to the *mirror image* spell) as a sorcerer of the same level. This ability creates 1d4 figments of the shadow warlock.
- Shadow Stride (Sp): As often as once every 2 rounds, a shade warlock whose total levels are 8

or more may vanish from his current location and reappear within any shadowy location within 200 ft. This is a move equivalent action.

A side effect of his new condition is that the gloomweaver may change the descriptor of some spells to shadow; for example, a *fireball* spell would be known as a *shadowball*. He may change a number of spells per day equal to his Intelligence modifier.

HOUSE SWORDMASTER

The great houses within drow communities hold their bloodlines' traditions as paramount, second only to their devotion to dark powers. Each house maintains its own customs in the arts of war. The house swordmaster exemplifies those beliefs.

Few warriors in drow society are as feared as a house swordmaster. Highly trained, the house swordmaster serves as commander of ground forces in war and as assassin for the rulers of his house. He is a warrior dedicated to combat with his weapon of choice, not necessarily a sword. He is a deadly combatant who exists solely to destroy his enemies.

Rivalries between swordmasters are intense. The house swordmaster holds his status and title through unparalleled skill in his chosen weapon. Possessing a house swordmaster of greater skill than those of other houses garners essential prestige. Numerous duels are fought between rival swordmasters in an attempt to establish martial supremacy. This is privately frowned upon, since the loss of a house swordmaster would be a devastating blow to house morale. Duels tend to be highly ritualized both as a matter of tradition and to help prevent assassinations.

Hit Die: d10

REQUIREMENTS

To qualify to become a house swordmaster, a character must fulfill all of the following criteria.

Race: Drow

Base Attack Bonus: +8 or higher

Feats: Weapon Focus (any simple, martial or exotic weapon), Weapon Specialization (the same simple, martial or exotic Weapon), Combat Reflexes, Improved Critical

CLASS SKILLS

The house swordmaster's class skills (and key abilities for each skill) are Balance (Dex), Climb (Str), Craft (weaponsmithing or armorsmithing) (Int), Intimidate (Cha), Jump (Str), Ride (Dex), Sense Motive (Wis), Survival (Wis), Swim (Str), and Tumble (Dex).

Skill Points at each level: 2 + Int modifier.

CLASS FEATURES

All of the following are class features of the house swordmaster prestige class.

Weapon and Armor Proficiency: House swordmasters are proficient with all simple and martial weapons, all types of armor, and all shields.

Battle Instinct: The house swordmaster is always ready for battle. The constant threat of assassination and combat from those seeking to establish supremacy hones the swordmaster's battle instincts to razor sharpness. His skill grants the house swordmaster a +2 bonus to initiative rolls. This ability stacks with Improved Initiative.

Weapon Mastery: The connection between a house swordmaster and his weapon of choice is intimate. This weapon becomes an inanimate extension of the warrior's physical form. The house swordmaster gains an additional +1 bonus to attack and damage rolls when wielding a single type of weapon he is specialized in. This weapon must be chosen upon gaining 2nd level in the house swordmaster class.

Uncanny Dodge: Starting at 3rd level, the house swordmaster gains the extraordinary ability to react to danger before his senses would normally allow him to be aware of it. At 3rd level and above, the house swordmaster retains his Dexterity bonus to AC (if any) regardless of his being caught flat-footed or struck by an invisible attacker. He still loses his Dexterity bonus to AC if he is immobilized.

Bladetwist: This ability must be announced before the attack roll is made. When using a slashing or piercing weapon, and taking a -2 penalty to attacks, the house swordmaster aggravates his victim's wound by twisting the blade while recovering his weapon. This causes an additional 1d4 points of damage. However, if his attack misses, the swordmaster's opponent gets to make a free disarm attempt without suffering an attack of opportunity.

Superior Critical: The house swordmaster has reached the pinnacle of lethality with his weapon of choice. His weapon of mastery increases its threat range by 2 places. This ability is added after any other bonuses due to keen weapons or the Improved Critical feat.

SURFACE RAIDER

The drow revere hatred as a virtue and they hate nothing so much as their surface-dwelling kin. Many of the initiation rites held by drow nobility and the warrior elite require exacting revenge on the peoples of the sunlit lands. The journey between the deep drow strongholds and the precious few exits to the lands above is dangerous, to say the least.

Surface raiders thrive on the thrill of the hunt. Skilled in orchestrating these journeys, they raid for sport, profit or even darker reasons. As likely as they are to kill a surface dweller, surface raiders may just as soon choose to maintain contact with renegade humans trading in valuable information and equipment.

The surface raider is an iconoclast among his people, valuable but dangerous. He is a necessary inconvenience to those who dwell under the more disciplined rulers of the underdark. The surface raider lives between both worlds and is welcome in neither.

Hit Die: d10

REQUIREMENTS

To qualify to become a surface raider, a character must fulfill all of the following criteria.

Alignment: Any non-good

Race: Drow

Base Attack Bonus: +6 or higher

Feats: Combat Reflexes, Improved Initiative

Special: Must have been to the surface lands.

CLASS SKILLS

The surface raider's class skills (and key abilities for each skill) are Appraise (Int), Climb (Str), Craft (Int), Escape Artist (Dex), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Ride (Dex), Search (Wis), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str), and Tumble (Dex).

Skill Points at each level: 6 + Int modifier.

TABLE 1-10: THE HOUSE SWORDMASTER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+0	+1	+0	Battle Instinct
2	+2	+0	+2	+1	Weapon Mastery
3	+3	+1	+3	+1	Uncanny Dodge
4	+4	+1	+4	+2	Bladetwist
5	+5	+2	+5	+2	Superior Critical

CLASS FEATURES

All of the following are class features of the surface raider prestige class.

Weapon and Armor Proficiency: Surface raiders are proficient with all simple and martial weapons as well as light and medium armor and shields.

Surface Adaptation: Surface raiders have adapted to the bright light of the sun. They do not suffer the normal penalties that other drow suffer during daylight hours. Surface raiders are also familiar with the local terrain surrounding their usual exit points from the underdark. They can forage well enough to survive on their own plus provide sustenance for 2 people per level of surface raider.

Sneak Attack: If a surface raider can catch an opponent undefended, he can strike a vital spot for extra damage. Any time a raider's target would be denied his Dexterity bonus to AC (whether he actually has a Dexterity bonus or not) or whenever a surface raider flanks the target, the raider's attack deals extra damage. The extra damage is +1d6 at 1st level and +2d6 at 3rd level. Should the surface raider score a critical hit, the extra damage is not multiplied. Ranged attacks count as sneak attacks only when the target is within 30 feet; the raider cannot strike with deadly accuracy from beyond that range.

Chosen Terrain: Surface raiders adapt to a specific terrain, learning how to fight best in it and how best to impact their quarry. A surface raider receives a circumstance bonus equal to his chosen terrain rating while in his chosen terrain. This bonus applies to Listen, Hide, Spot, Move Silently and Survival checks made while in this chosen terrain. It also applies to any attack and damage rolls if made from an ambush, as a sneak attack or against flanked opponents. All surface raiders start with the chosen terrain of cavernous for free. Additional terrains gained and 2nd and 4th levels must be chosen upon leveling up from the following categories: forest, jungle, desert, swamp, urban, mountain, and lowland. These modifiers stack. For example, a 5th level surface raider in the underdark (cavernous) will gain an additional +2 damage to his sneak attack rolls.

Ambush: The surface raider's forte is leading a group in ambush. As long as the surface raider sets up the ambush, everyone in his group (up to two individ-

uals per level of the surface raider) enjoys the benefit of doing extra damage on the surprise round and throughout the encounter as if they had the Sneak Attack ability. Ambush stacks only a single extra 1d6 for anyone in the group who already possesses Sneak Attack. Otherwise, any time the surface raider's target(s) would be denied Dexterity bonus to AC (whether they actually have Dexterity bonuses or not) or when a member of the raider's group flanks a target, the raider's Ambush ability allows his group to deal extra damage. The extra damage is +1d6 at 2nd level and +2d6 at 5th level.

Lightning Speed: Speed is paramount when mounting a raid. At 3rd level, the movement of the surface raider increases by +10 feet per round.

Pillage: Time is of the essence in a raid. Years of raiding experience have given the surface raider a natural instinct for taking what is most valuable. When spending a full round action to pillage a person (who must be either willing or immobile) or an object up to the size of a large chest, the surface raider will instinctively grab a number of items with the highest gold-piece value. The number of items will equal the raider's Intelligence bonus. Pillaging can be performed repeatedly and often leaves tell-tale signs of abuse on the person or item in question. Pillaging a person causes 1 point of nonlethal damage per round of pillaging.

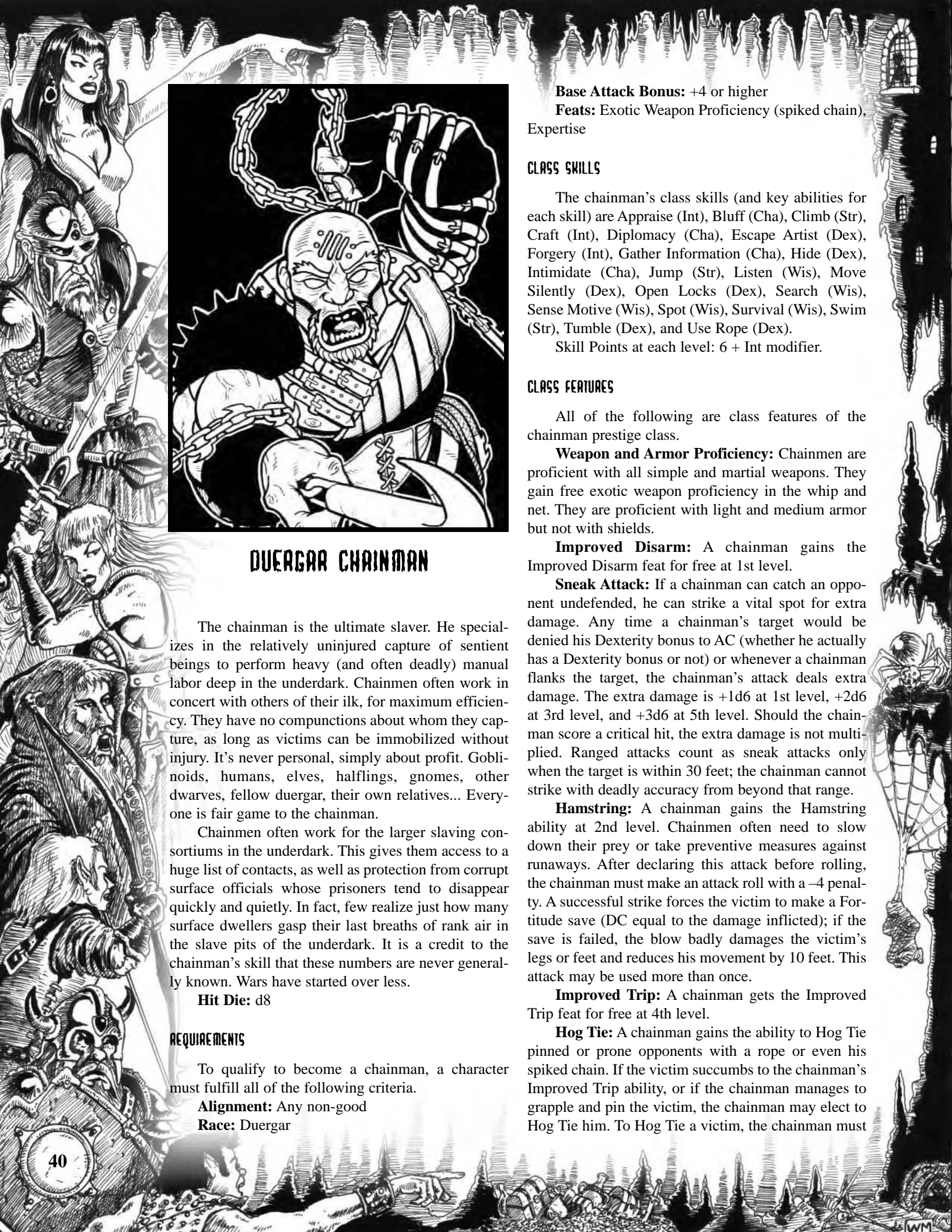
Plunder: This ability works the same as Pillage, applied to larger objects or groups of people as a full-round action. With Plunder, a surface raider can grab the most expensive items from up to two people per bonus point of Intelligence that he possesses, with a minimum of one person. He can Plunder an object up to the size of a wagon, limited to a number of items of double his Intelligence modifier. Again, he may use this ability multiple times in a row, once per round.

DUERGAR PRESTIGE CLASSES

The evil underdark counterpart of the dwarves, the duergar are militaristic brutes who exult in conquest and destruction. They may sometimes offer trade pacts and economic relations to their neighbors, but in time they inevitably turn to violent conquest.

TABLE 1-11: THE SURFACE RAIDER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+1	+1	+0	Surface Adaptation, Sneak Attack +1d6
2	+2	+2	+1	+0	Chosen Terrain +1, Ambush +1d6
3	+3	+3	+2	+0	Lightning Speed, Sneak Attack +2d6
4	+4	+4	+2	+1	Chosen Terrain +2, Pillage
5	+5	+5	+3	+2	Ambush +2d6, Plunder



DUERGAR CHAINMAN

The chainman is the ultimate slaver. He specializes in the relatively uninjured capture of sentient beings to perform heavy (and often deadly) manual labor deep in the underdark. Chainmen often work in concert with others of their ilk, for maximum efficiency. They have no compunctions about whom they capture, as long as victims can be immobilized without injury. It's never personal, simply about profit. Goblinoids, humans, elves, halflings, gnomes, other dwarves, fellow duergar, their own relatives... Everyone is fair game to the chainman.

Chainmen often work for the larger slaving consortiums in the underdark. This gives them access to a huge list of contacts, as well as protection from corrupt surface officials whose prisoners tend to disappear quickly and quietly. In fact, few realize just how many surface dwellers gasp their last breaths of rank air in the slave pits of the underdark. It is a credit to the chainman's skill that these numbers are never generally known. Wars have started over less.

Hit Die: d8

REQUIREMENTS

To qualify to become a chainman, a character must fulfill all of the following criteria.

Alignment: Any non-good

Race: Duergar

Base Attack Bonus: +4 or higher

Feats: Exotic Weapon Proficiency (spiked chain), Expertise

CLASS SKILLS

The chainman's class skills (and key abilities for each skill) are Appraise (Int), Bluff (Cha), Climb (Str), Craft (Int), Diplomacy (Cha), Escape Artist (Dex), Forgery (Int), Gather Information (Cha), Hide (Dex), Intimidate (Cha), Jump (Str), Listen (Wis), Move Silently (Dex), Open Locks (Dex), Search (Wis), Sense Motive (Wis), Spot (Wis), Survival (Wis), Swim (Str), Tumble (Dex), and Use Rope (Dex).

Skill Points at each level: 6 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: Chainmen are proficient with all simple and martial weapons. They gain free exotic weapon proficiency in the whip and net. They are proficient with light and medium armor but not with shields.

Improved Disarm: A chainman gains the Improved Disarm feat for free at 1st level.

Sneak Attack: If a chainman can catch an opponent undefended, he can strike a vital spot for extra damage. Any time a chainman's target would be denied his Dexterity bonus to AC (whether he actually has a Dexterity bonus or not) or whenever a chainman flanks the target, the chainman's attack deals extra damage. The extra damage is +1d6 at 1st level, +2d6 at 3rd level, and +3d6 at 5th level. Should the chainman score a critical hit, the extra damage is not multiplied. Ranged attacks count as sneak attacks only when the target is within 30 feet; the chainman cannot strike with deadly accuracy from beyond that range.

Hamstring: A chainman gains the Hamstring ability at 2nd level. Chainmen often need to slow down their prey or take preventive measures against runaways. After declaring this attack before rolling, the chainman must make an attack roll with a -4 penalty. A successful strike forces the victim to make a Fortitude save (DC equal to the damage inflicted); if the save is failed, the blow badly damages the victim's legs or feet and reduces his movement by 10 feet. This attack may be used more than once.

Improved Trip: A chainman gets the Improved Trip feat for free at 4th level.

Hog Tie: A chainman gains the ability to Hog Tie pinned or prone opponents with a rope or even his spiked chain. If the victim succumbs to the chainman's Improved Trip ability, or if the chainman manages to grapple and pin the victim, the chainman may elect to Hog Tie him. To Hog Tie a victim, the chainman must

make a Use Rope check versus the victim's resisted Escape Artist roll. The chainman receives a +4 bonus to this roll. If successful, the victim is bound and immobile. If the victim escapes, he may make a move-equivalent action from his position on the ground. The Hog Tie ability is ineffective against targets two or more size categories larger than the chainman.

Chain Grapple: A chainman may make a grapple roll with his spiked chain or a whip against targets adjacent to him or from a distance: 10 feet for a spiked chain and 15 feet for a whip. The attack must be announced before rolling. A touch attack roll must be made. If it is successful, a normal grapple roll is made at +2 for the chainman. If the touch attack fails, the target gets an immediate attack of opportunity if the chainman is within striking distance; otherwise, he gets a free disarm attempt against the chainman as he attempts to pull the weapon from the chainman's grasp. This disarm attempt does not provoke an attack of opportunity. This ability is effective only on targets up to one size category larger than the chainman.

DEEP WORG RIDER

Duergar elite cavalry raise their own breed of worgs in the underdark. These deep worgs (see page 74) have adapted over generations to the harsh conditions of living in the dark lands and are kept well disciplined by their duergar masters.

The duergar deep worg cavalry are the fiercest shock troops of the duergar kingdoms. These fearless units use their mounts' natural instinct toward pack tactics to surround and harry foes until they succumb to the worgs' savage fangs and the spears of their masters. Deep worg riders are fierce and bold, qualities necessary if they are to keep their 500-pound mounts in line. Like their mounts, they enjoy the hunt. Their fast movement ensures their ability to keep duergar territories clear from threats.

Deep worg cavalry wear colors clearly delineating them from common foot soldiers. The cavalry are proud to the point of arrogance, showing respect only for their own commanders and other worg riders.

Hit Die: d10

REQUIREMENTS

To qualify to become a deep worg rider, a character must fulfill all of the following criteria.

Alignment: Any non-good

Race: Duergar

Base Attack Bonus: +6 or higher

Feats: Mounted Attack, Ride-By Attack

Skills: Ride (worg) 8 ranks, Handle Animal 4 ranks

CLASS SKILLS

The deep worg rider's class skills (and key abilities for each skill) are Climb (Str), Craft (Int), Handle Animal (Wis), Intimidate (Cha), Jump (Str), Profession (Wis), Ride (Dex), Spot (Wis), Survival (Wis), and Swim (Str).

Skill Points at each level: 2 + Int modifier

CLASS FEATURES

All of the following are class features of the deep worg rider prestige class.

Weapon and Armor Proficiency: Deep worg riders are proficient with all simple and martial weapons. They are proficient with light, medium and heavy armor as well as all shields.

Bonding: At 1st level, the deep worg rider is given his own mount, which he bonds with uniquely. The rider gains an empathic link to this mount, understanding its needs and urges. This link works both ways, which explains why deep worg riders stand together as a group. Their thought processes take on many characteristics of the worgs that they ride. If a rider's animal dies, he may bond with another animal after a month of rearing. He can never be bonded with more than one at a time.

Deep worg riders each teach their own mounts the skills and tasks of a domesticated warbeast (even though the worgs remain far from true domestication). All Handle Animal and Ride rolls made with the bonded animal receive a +1 bonus for every deep worg rider class level possessed by the handler.

Primal Urge: At 2nd level, the deep worg rider has taught his mount to tap into his master's own predatory nature. The bonded pair feeds off their mutu-

TABLE 1-12: THE DUERGAR CHAINMAN

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+0	+1	+1	+0	Improved Disarm, Sneak Attack +1d6
2	+1	+2	+1	+0	Hamstring
3	+2	+2	+2	+1	Improved Trip, Sneak Attack +2d6
4	+3	+3	+3	+1	Hog Tie
5	+4	+4	+3	+2	Chain Grapple, Sneak Attack +3d6

SHADOWFORGE



By and large, the duergar do not possess the forging skill of their surface kin – but there are always exceptions to the rule. The duergar’s long years in the underdark have peeled back secrets of metals and substances found only in their deep-earth realm. Some clans have learned to work these materials and alloy them with more traditional substances.

Among these materials is umbrite, a soft metal ore with unique properties (see page 65). Trickling slowly into more common use among the duergar, it has become known among their own kind as “shadowsteel.”

Few have learned the art of crafting shadowsteel. Those who have – the shadowforges – keep it a tightly guarded secret. The shadowforges are among the best weaponsmiths and armor craftsmen in the underdark. While they can and do work with adamantine and mithral, umbrite remains the material of choice. Their umbrite equipment has put duergar armies on equal turf with their drow enemies.

Mercenary shadowforges are in high demand. Their skill fashioning magical armament and armor is beginning to be recognized throughout the underdark, and even the drow are willing to barter for shadowforge-created wares. In fact, rumors circulate that drow communities are offering high bounties for anyone who can drag a shadowforge into their hands so that they might loosen the shadowforge’s tongue and wring out the secrets of his techniques.

Hit Die: d6

REQUIREMENTS

To qualify to become a shadowforge, a character must fulfill all of the following criteria.

Spellcasting: Ability to cast arcane spells

Feats: Skill Focus: Craft (weaponsmithing or armorsmithing)

Metamagic Feats: Craft Magic Arms and Armor

Skills: Craft (weaponsmithing) 8 ranks, Craft (armorsmithing) 8 ranks

al offensive instincts, attacking with added fury. In combat, the deep worg rider and his mount gain +1 to attack and damage on all of their attacks in the round. At 4th level, this rises to +2. This ability is active only when the deep worg rider is riding his bonded mount; if one or the other is incapacitated or not present, the effect does not occur.

Pack Tactics: At 3rd level, the deep worg rider excels at group tactics. Based on the rider’s constant harrying of his foes, anyone gaining a flank bonus because of the deep worg rider’s actions gains an additional +2 to attack rolls.

Rampage: The deep worg rider may allow his mount to give in fully to the beast within. The rider’s mount may make an additional attack each round at its highest attack rating, with the attack being its choice of either a bite or claw.

TABLE 1-13: THE DEEP WORG RIDER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+1	+1	+0	Bonding
2	+2	+1	+1	+0	Primal Urge +1
3	+3	+2	+2	+1	Pack Tactics
4	+4	+3	+3	+1	Primal Urge +2
5	+5	+3	+3	+2	Rampage

CLASS SKILLS

The shadowforge's class skills (and key abilities for each skill) are Craft (alchemy, armorsmithing, weaponsmithing) (Int), Appraise (Int), Concentration (Con), Craft (Int), Knowledge (Int), Profession (Wis) and Spellcraft (Int).

Skill Points at each level: 6 + Int modifier.

CLASS FEATURES

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

Weapon and Armor Proficiency: The shadowforge is proficient with all simple and martial weapons. They are proficient with light and medium armor but not with shields.

Forge Prodigy: The shadowforge's intense training has come to an end and his skills at the forge begin to shine. The Forge Prodigy ability allows the shadowforge to create any normal item through the use of his Craft skills in half of the normal time. Attempts to add special features to a weapon or armor – weapon serration, lamination, balancing, armor spikes, etc. – are made with a +1 bonus per shadowforge level to the Craft roll.

Smelt Master: At 2nd level, the shadowforge now understands the secrets to forging umbrite and other rare metals. He is capable of forging umbrite weapons and armor and can incorporate special properties into normal weapons without adding time to their manufacture. Shadowforges at this level are able to produce magical items whose bonus equals half the shadowforge's total levels; this means a shadowforge whose total levels equal 8 can forge +4 weapons or armor, bypassing normal prerequisites.

Master Smith: All items forged by a shadowforge at this level are masterwork items, but they use normal DCs for manufacture. Metals smelted and used by the shadowforge are annealed with a special technique that makes them extremely strong, doubling the weapon or armor's hp and adding +3 to its hardness rating.

Imbued Master: The shadowforge is so steeped in the knowledge of magical weapons and armor manufacture that he can conceive of no other way to do it. An attempt by the shadowforge to craft a normal or masterwork weapon or armor creates a +1 item.

Forge Master: The skill of the shadowforge is legendary. Weapons forged by a shadowforge of this level are automatically balanced and razor-edged (see page 62). Armor automatically features extra articulation and is considered reinforced. Enchanted weapons and armor are created in half the normal time required. Weapons and armor both have triple their usual hp, and their hardness ratings rank +5 over those of their base material.

SVIRFNEBLIN PRESTIGE CLASSES

The svirfneblin, or deep gnomes, represent the largest force of good in the underdark. They are paranoid creatures, with good reason. Every other enclave within the underdark struggles for supremacy and control of the dark land's most coveted resources. The svirfneblin, on the other hand, have managed to maintain their niche without resorting to typical underdark brutality.

The deep gnomes hold special insights into the nature of the earth itself. That, coupled with their inherent trust in one another, forms the backbone of a unique society that thrives in this most inhospitable environment. Their love of mining gemstones and natural curiosity have led them to discoveries known only among their own kind. They keep any breath of these secrets close, lest their enemies use their knowledge against them. Clannish and suspicious, once they have given their friendship, they prove to be the most stalwart allies imaginable.

CRYSTALSMITH

Svirfneblin culture is steeped in deep earth lore. Their knowledge rivals that of the dwarves, far exceeding it in areas such as gemcraft. The crystal-smith is a class known only among deep gnomes. Crystalsmiths have communed with the most powerful earth spirits to learn a rare art that is highly coveted by

TABLE 1-14: THE SHADOWFORGE

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Spells
1	+0	+2	+0	+0	Forge Prodigy	+1 level of existing class
2	+1	+3	+1	+1	Smelt Master	
3	+1	+4	+1	+2	Master Smith	+1 level of existing class
4	+2	+5	+2	+2	Imbued Master	
5	+2	+6	+2	+2	Forge Master	+1 level of existing class



CLASS SKILLS

The crystalsmith's class skills (and key abilities for each skill) are Appraise (Int), Craft (alchemy) (Int), Craft (any) (Int), Diplomacy (Cha), Knowledge (Int), Listen (Wis), Profession (Wis), Sense Motive (Wis) and Use Magic Device (Cha).

Skill Points at each level: 6 + Int modifier

CLASS FEATURES

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

Weapon and Armor Proficiency: Crystalsmiths are proficient with all simple weapons. They are proficient with light armor and cannot use shields.

Stonecraft: A crystalsmith can make items out of stone in half the time that metal versions could be made. Stonecrafted weapons have a hardness of 8 and are 10% lighter than their metal counterparts. Masterwork stone-wrought weapons and armor have the same hardness as iron. Stonecrafted armor is 25% lighter than metal armor.

A crystalsmith can add a temporary stone edge to metal weapons and thin stone plates to armor to protect them from rust monsters and incidental damage. This increases the weight of the items by 10%. A weapon's temporary edge lasts until a natural 1 is rolled when attacking with the weapon. Armor plating lasts until the wearer is struck by a natural 20 and takes damage.

Crystalcraft: Crystalsmiths at 2nd level can create weapons and armor based around crystalline gems and stones (see page 64). The entire item is not necessarily made of crystal; for instance, the crystal blade of a weapon will be set in iron. Items require half the weight of their normal counterparts in gems as raw materials. Crystalcrafting requires a full workshop with the necessary tools of a weaponsmith or armorsmith.

Crystal Mastery: A crystalsmith can make complex items out of crystal and gems. He can now fashion true crystal weaponry and armor. The materials needed to create these items are twice the weight of the normal item in gems. Each rare gem has its own properties when fashioned into an item. These works take an excruciatingly long time to fashion, usually three times the usual crafting time. All works turned out with this method are considered masterwork items.

other races of the underdark.
Crystalsmiths have learned to craft rare crystals into armor and weaponry rivaling any metallic counterpart. For most races, these exceedingly rare weapons and armor are mere legend. Those outworlders who have seen the icy fury of a crystalline sword at work know better.

Hit Die: d6

REQUIREMENTS

To qualify to become a crystalsmith a character must fulfill all of the following criteria.

Alignment: Any non-evil

Race: Deep gnome

Feats: Skill Focus: Craft (weaponsmith) or Craft (armorsmith)

Skills: Craft (weaponsmith) or Craft (armorsmith) 8 ranks

TABLE 1-15: THE CRYSTALSMITH

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+0	+2	+1	+0	Stonecraft
2	+1	+3	+1	+1	Crystalcraft
3	+2	+4	+2	+1	Crystal Mastery



EARTHSHAPER

Svirfneblin earthshapers are revered by their people. They possess an intimate connection with the world around them, bearing a wisdom that has prevailed over the machinations of countless savage neighbors of the underdark. Earthshapers often form the hub of their communities. Young deep gnomes train for years in the hopes of joining their ranks.

An earthshaper's duty is to act on behalf of the svirfneblin in dealings with the lords of the elemental planes and their minions, especially those from the plane of earth. Earthshapers guide the svirfneblin in all major cultural endeavors, especially when it comes to starting a new mine. They serve as counsel to svirfneblin leaders and act as protectors from outside threats.

Hit Die: d8

REQUIREMENTS

To qualify to become an earthshaper, a character must fulfill all of the following criteria.

Alignment: Any non-evil

Race: Deep gnome

Spellcasting: Ability to cast 3rd-level druid spells

Skills: Knowledge (nature) 6 ranks

CLASS SKILLS

The earthshaper's class skills (and key abilities for each skill) are Concentration (Con), Craft (alchemy) (Int), Craft (any) (Int), Diplomacy (Cha), Handle Animal (Cha), Knowledge (nature) (Int), Profession (Wis), Spellcraft (Int), Survival (Wis), and Swim (Str).
Skill Points at each level: 6 + Int modifier

CLASS FEATURES

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

Weapon and Armor Proficiency: Earthshapers are proficient with clubs, daggers, darts, heavy crossbows, light crossbows, longspears, quarterstaves, short spears and slings. They are proficient with all light and medium armor and may use any light shield.

Domain of Earth: Earthshapers gain the granted power of the earth domain, turning or destroying air creatures as a good cleric turns undead and rebuking or commanding earth creatures as an evil cleric rebukes undead. An earthshaper can use this ability a total number of times per day equal to 3 + his Charisma modifier.

Stone Whispers: The ground at the earthshaper's feet offers up secrets from the deep. At 2nd level, earth-based spells cast by the earthshaper have their DC increased by +1 for every level of earthshaper he possesses. Furthermore, as long as he is in contact with the ground, he has the equivalent of blindsight.

Touch of Stone: This ability modifies and replaces the druidic wild shape ability. When an earthshaper performs wild shape, he takes on the elemental version of the chosen animal. At this level, earthshapers can no longer cast spells relating to wind or air. The loss of these spells is replaced by the supernatural ability to *soften earth and stone*. This ability can be used as full-round action a number of times per day equal to twice the earthshaper's Wisdom modifier.

Earth Heart: The earth nourishes its own. When in contact with the ground, the earthshaper regenerates his level in hp every hour. He must be inactive to receive this healing, doing nothing more strenuous than talking and light movement.


Earth Shepherd: Earthshapers at 5th level can command the forces of the plane of earth. All attempts to rebuke or command earth creatures are considered as if the earthshaper's level were doubled. The earthshaper may cast *stone shape* or *spike stone* at will as a supernatural ability. Each use of this ability counts against his ability to rebuke or command. He can also cast *iron body* on himself once per day as a supernatural ability.

STONE SHIELD GUARDIAN

Stone shield guardians are the elite defenders of deep gnome communities. They are known as tenacious warriors who risk their lives for their less combative brethren. This class is more of a tradition than a regimented order; stone shield guardians pass on their

TABLE 1-16: THE EARTHSHAPER

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special	Spells
1	+0	+0	+0	+2	Domain of Earth	
2	+1	+1	+0	+3	Stone Whispers	+1 level of existing class
3	+1	+1	+1	+4	Touch of Stone	+1 level of existing class
4	+2	+2	+1	+5	Earth Heart	+1 level of existing class
5	+2	+2	+2	+6	Earth Shepherd	+1 level of existing class



skills from father to son or to those who show promise in learning the skills and philosophy of the guardians' role.

Stone shield guardians are the bulwark that must hold. They are strong warriors with a tendency to be fatalistic and proud. Attrition rates are high, but their support is endless with constant additions from new volunteers. Still, the sad reality is that the stone shield guardians stand alone at the wall. They die grisly deaths in the name of preserving their people.

Stone shield guardians are known for their shields, emblazoned with symbols of family and their warrior order. They revere their shields in the same manner that many warriors revere their weapons. The shield is the symbol of everything the stone shield guardians hold dear.

Hit Die: d10

REQUIREMENTS

To qualify to become a stone shield guardian, a character must fulfill all of the following criteria.

Alignment: Any non-evil; neutral is rare

Race: Deep gnome

Base Attack Bonus: +6 or higher

Feats: Toughness, Alertness

CLASS SKILLS

The stone shield guardian's class skills (and key abilities for each skill) are Climb (Str), Craft (Int), Handle Animal (Cha), Heal (Wis), Hide (Dex), Listen (Wis), Profession (Wis), Search (Wis), Sense Motive (Wis), Spot (Wis), Survival (Wis), and Swim (Str).

Skill Points at each level: 4 + Int modifier

CLASS FEATURES

All of the following are class features of the stone shield guardian prestige class.

Weapon and Armor Proficiency: Stone shield guardians are proficient with all simple and martial weapons. They are proficient with light, medium and heavy armor and all shields.

Iron Vigil: At 1st level, the stone shield guardian is capable of staying alert for one day per Constitution bonus point, with a minimum of one day, without suffering detrimental effects. He must rest normally after-

wards (at least 8 hours) before using this ability again. While on guard, he gains a +1 bonus to all Spot, Search and Listen skill checks.

Shield Wall: Stone shield guardians are masters of defensive shield use. The stone shield guardian's shield is considered one size larger for the purposes of protection whenever it is in use. For example, a buckler grants the same protection as a small shield in the hands of a stone shield guardian. Allies fighting immediately adjacent to a stone shield guardian enjoy a +1 cover bonus to their AC from the frantic shield blocking of the guardian.

Shield Slam: Stone shield guardians of 3rd level can bull rush opponents with their shields, driving opponents back an additional 5 feet. If they choose to follow their opponents, they get a free shield bash against the enemy. At 3rd level, a stone shield guardian may attack with his shield and retain its AC bonus.

Shield Mastery: At 4th level, the stone shield guardian's use of his shield becomes fearsome to behold. His shield is often modified with spikes, bladed edges and the like. When fighting with his shield, the stone shield guardian is considered Medium-sized and does 1d6 points of damage. If spikes or blades are added to the shield, the damage increases to 1d8 and the shield is considered a martial weapon.

Glorious Stand: At 5th level, the stone shield guardian's resolve and faith in his trusted shield is so great that he is capable of absorbing tremendous damage before falling. A stone shield guardian gains damage resistance equal to the armor bonus of his shield as an extraordinary ability. This ability does not work when he is not using a shield.

TROGLODYTE PRESTIGE CLASSES

Ancient even before the coming of the drow, the troglodytes are niche dwellers. These aggressive creatures are thwarted from expanding their territories by the more prolific and organized races. Despite their small stature, troglodytes remain notable players in the

TABLE 1-17: THE STONE SHIELD GUARDIAN

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+2	+1	+0	Iron Vigil
2	+2	+3	+1	+0	Shield Wall
3	+3	+4	+1	+1	Shield Slam
4	+4	+5	+2	+1	Shield Mastery
5	+5	+6	+2	+2	Glorious Stand

dramas of the sunless lands.

Isolated in scattered pockets throughout the upper underdark, the troglodytes do maintain some trade with other nations, much to their distaste. Their small warrens are always on alert against incursions by predatory neighbors such as the drow or the hated flayers of the mind, who do not hesitate to destroy weaker troglodyte tribes.

While troglodytes universally despise all other life forms, they do covet the weaponry and other utilitarian crafts of their neighbors. As a credit to their wisdom, they are able to overcome their hatred long enough to trade with certain parties. But few outsiders are willing to consider alliances with the troglodytes. Those who do end up paying for it, more often than not.

In contrast, the troglodytes of the lower realms often serve as mercenaries and soldiers for other races. They desire advanced weapons and items other races can offer, but have nothing to offer anything aside from their fighting talent in trade.

CLUTCH GUARDIAN

Clutch guardians are the sentinels of the troglodyte tribes, fiercely protecting the sanctity of their nesting clutches and tribal territories. Their primary duties are protecting troglodyte-controlled territories and slaying intruders before they can gain access to sensitive areas of the tribe.

Clutch guardians tend to be a bit larger than the average troglodyte and are sometimes mistaken for unusual lizardmen. These warriors strike with unrelenting abandon in creative maneuvers designed to shift enemy focus away from the tribal egg clutches. Many clutch guardians serve as elite guards to the tribe's chief, protecting him as they would protect their precious eggs. Clutch guardians are some of the few troglodytes able to be trusted to any meaningful degree.

Hit Die: d10



REQUIREMENTS

To qualify to become a clutch guardian, a character must fulfill all of the following criteria.

Race: Troglodyte

Base Attack Bonus: +7 or higher

Feats: Any one troglodyte racial feat (see page 56), Power Attack, Point Blank Shot

CLASS SKILLS

The clutch guardian's class skills (and key abilities for each skill) are Balance (Dex), Climb (Str), Craft (Int), Hide (Dex), Intimidate (Cha), Listen (Wis), Move Silently (Dex), Spot (Wis), Survival (Wis), and Swim (Str).

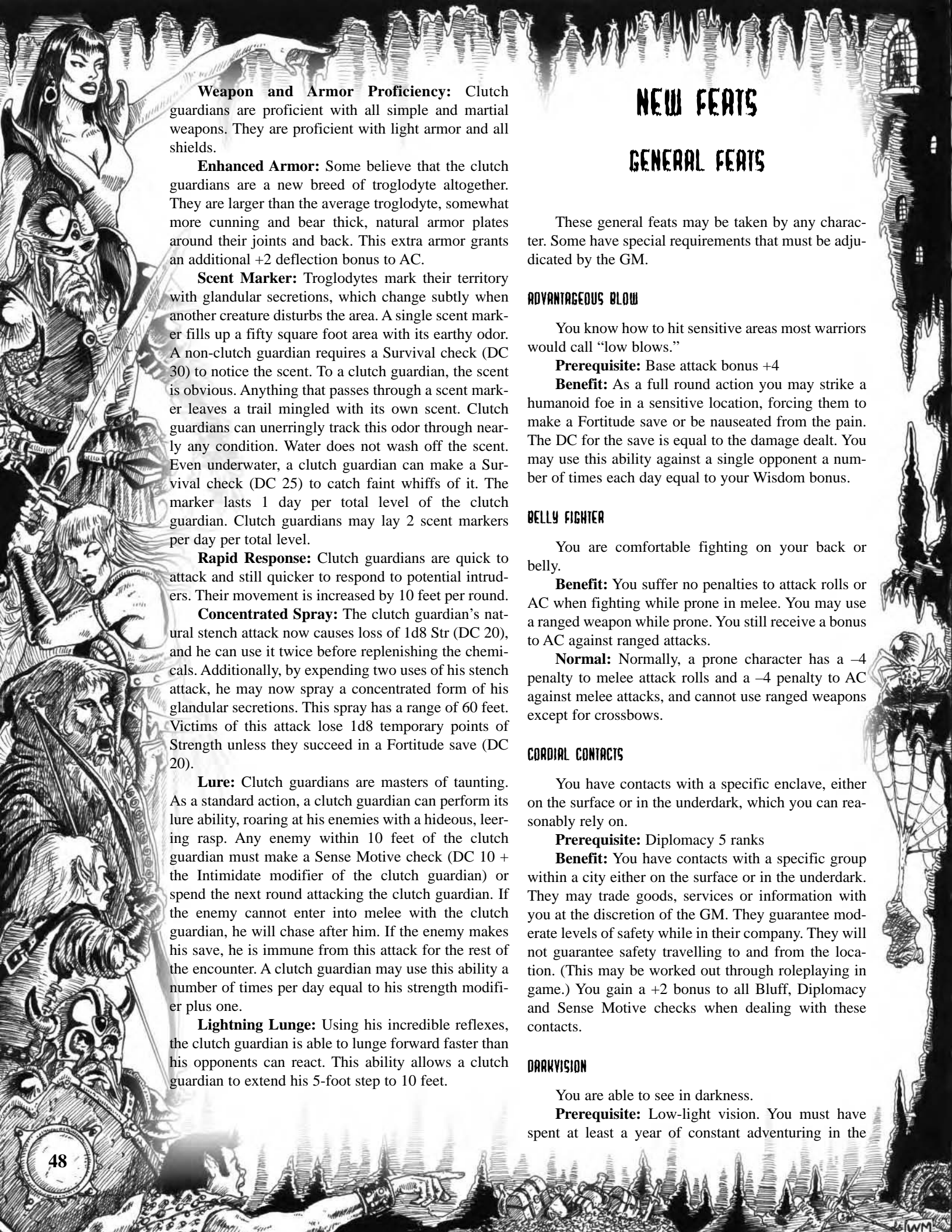
Skill Points at each level: 2 + Int modifier

CLASS FEATURES

All of the following are class features of the clutch guardian prestige class.

TABLE 1-18: THE CLUTCH GUARDIAN

Level	Base Attack Bonus	Fort Save	Reflex Save	Will Save	Special
1	+1	+1	+1	+0	Scent Marker, Enhanced Armor
2	+2	+2	+2	+0	Rapid Response
3	+3	+3	+2	+1	Concentrated Spray
4	+4	+3	+3	+1	Lure
5	+5	+4	+3	+2	Lightning Lunge



NEW FEATS

GENERAL FEATS

Weapon and Armor Proficiency: Clutch guardians are proficient with all simple and martial weapons. They are proficient with light armor and all shields.

Enhanced Armor: Some believe that the clutch guardians are a new breed of troglodyte altogether. They are larger than the average troglodyte, somewhat more cunning and bear thick, natural armor plates around their joints and back. This extra armor grants an additional +2 deflection bonus to AC.

Scent Marker: Troglodytes mark their territory with glandular secretions, which change subtly when another creature disturbs the area. A single scent marker fills up a fifty square foot area with its earthy odor. A non-clutch guardian requires a Survival check (DC 30) to notice the scent. To a clutch guardian, the scent is obvious. Anything that passes through a scent marker leaves a trail mingled with its own scent. Clutch guardians can unerringly track this odor through nearly any condition. Water does not wash off the scent. Even underwater, a clutch guardian can make a Survival check (DC 25) to catch faint whiffs of it. The marker lasts 1 day per total level of the clutch guardian. Clutch guardians may lay 2 scent markers per day per total level.

Rapid Response: Clutch guardians are quick to attack and still quicker to respond to potential intruders. Their movement is increased by 10 feet per round.

Concentrated Spray: The clutch guardian's natural stench attack now causes loss of 1d8 Str (DC 20), and he can use it twice before replenishing the chemicals. Additionally, by expending two uses of his stench attack, he may now spray a concentrated form of his glandular secretions. This spray has a range of 60 feet. Victims of this attack lose 1d8 temporary points of Strength unless they succeed in a Fortitude save (DC 20).

Lure: Clutch guardians are masters of taunting. As a standard action, a clutch guardian can perform its lure ability, roaring at his enemies with a hideous, leering rasp. Any enemy within 10 feet of the clutch guardian must make a Sense Motive check (DC 10 + the Intimidate modifier of the clutch guardian) or spend the next round attacking the clutch guardian. If the enemy cannot enter into melee with the clutch guardian, he will chase after him. If the enemy makes his save, he is immune from this attack for the rest of the encounter. A clutch guardian may use this ability a number of times per day equal to his strength modifier plus one.

Lightning Lunge: Using his incredible reflexes, the clutch guardian is able to lunge forward faster than his opponents can react. This ability allows a clutch guardian to extend his 5-foot step to 10 feet.

These general feats may be taken by any character. Some have special requirements that must be adjudicated by the GM.

ADVANTAGEOUS BLOW

You know how to hit sensitive areas most warriors would call "low blows."

Prerequisite: Base attack bonus +4

Benefit: As a full round action you may strike a humanoid foe in a sensitive location, forcing them to make a Fortitude save or be nauseated from the pain. The DC for the save is equal to the damage dealt. You may use this ability against a single opponent a number of times each day equal to your Wisdom bonus.

BELLY FIGHTER

You are comfortable fighting on your back or belly.

Benefit: You suffer no penalties to attack rolls or AC when fighting while prone in melee. You may use a ranged weapon while prone. You still receive a bonus to AC against ranged attacks.

Normal: Normally, a prone character has a -4 penalty to melee attack rolls and a -4 penalty to AC against melee attacks, and cannot use ranged weapons except for crossbows.

CORDIAL CONTACTS

You have contacts with a specific enclave, either on the surface or in the underdark, which you can reasonably rely on.

Prerequisite: Diplomacy 5 ranks

Benefit: You have contacts with a specific group within a city either on the surface or in the underdark. They may trade goods, services or information with you at the discretion of the GM. They guarantee moderate levels of safety while in their company. They will not guarantee safety travelling to and from the location. (This may be worked out through roleplaying in game.) You gain a +2 bonus to all Bluff, Diplomacy and Sense Motive checks when dealing with these contacts.

DARKVISION

You are able to see in darkness.

Prerequisite: Low-light vision. You must have spent at least a year of constant adventuring in the

TABLE 1-19: GENERAL FEATS

General Feats	Prerequisites	Benefit
Advantageous Blow	BAB +4	Force nausea with "low blow"
Imp. Advantageous Blow	BAB +7, Advantageous Blow	"Low blow" as standard action
Belly Fighter	–	Fight unhindered while prone
Razor Grappler	Belly Fighter	Grapple with weapons
Cordial Contacts	Diplomacy 5 ranks	+2 to Bluff, Diplomacy, Sense Motive with one group
Depth Sense	Survival 5 ranks	Can tell depth underground
Former Captive	Escape Artist 5 ranks, prisoner	Bonuses against one race
Fungal Mutation	Survived Huu'lach attack	Varies
Infravision	–	You can see heat.
Low-Light Vision	–	Low-light vision
Darkvision	Low-light vision	Darkvision 60 ft.
Radioactive Caster (metamagic)	–	Emulate metamagic feats
Slave Leader	Cha 13+, Bluff 4 ranks, Diplomacy 4 ranks	Bonuses to dealing with guards
Spider Caller	Worship Spider Goddess, or Handle Animal 5 ranks	Summon spider swarm
Still Breath	Con 13+	Hold breath 2x, +1 Move Silently and Hide
Tunnel Fighter	Native or experienced	Fight in close quarters without penalty

underdark. The underdark's natural radiation eventually makes your eyes more sensitive to the darkness.

Benefit: In complete darkness, you may see normally up to 60 feet. This vision is in black and white, and you cannot discern colors other than as shades of gray.

DEPTH SENSE

Certain features and territories of the underdark are delineated by their depths.

Prerequisite: Survival 5 ranks

Benefit: You can tell automatically how deep you are underground. You can also tell how deep a dropoff is if you can hear the report of a plumb-stone or any object tossed into the dropoff.

FORMER CAPTIVE

You were once a captive of a particular race in the underdark (or possibly on the surface). Your stay provided you with intimate knowledge of their daily operations and insight into their methods of dealing with others.

Prerequisite: Escape Artist 5 ranks, and you must

have spent at least 2 months as a prisoner with the particular group

Benefit: You gain a +2 bonus to all Hide, Move Silently, Disguise, Escape Artist and Sense Motive skill checks when used against any member of this group or race. You know how to avoid their patrols and can impart a +1 bonus to these same skills to a group under your leadership against your former captors.

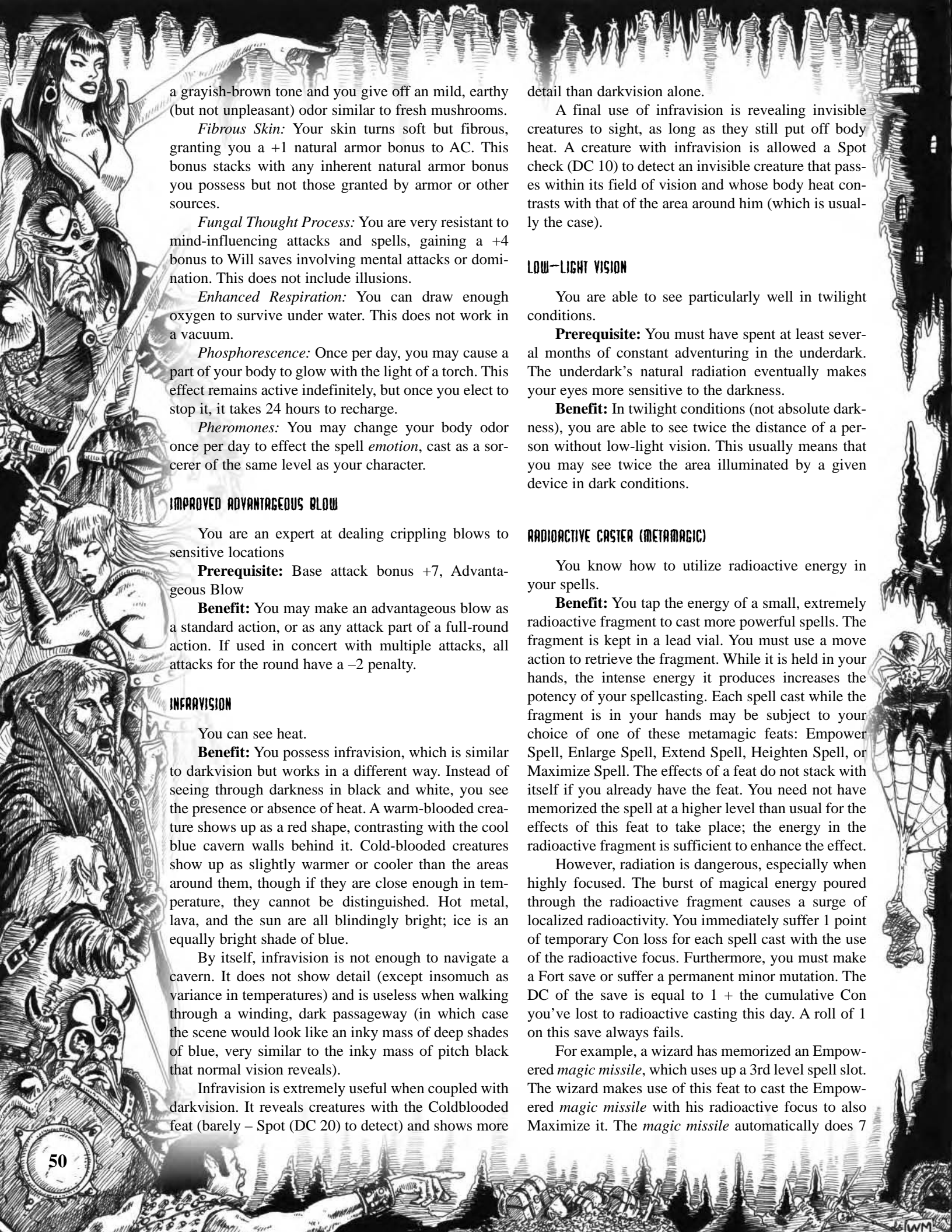
FUNGAL MUTATION

You develop a beneficial mutation as a result of surviving an attack of a Huu'lach fungus.

Prerequisite: You must have survived an attack of a Huu'lach fungus. You cannot have chosen the fungal symbiote prestige class. Fungal symbiotes may not take this feat. If the fungal symbiote prestige class is taken after the Fungal Mutation feat is bought, you lose this mutation/feat.

Benefits: Having survived the Huu'lach spore cloud attack, you find yourself subtly changed by its residual spores. These mutations are permanent. You may choose one of the following mutations. Each mutation may be chosen only once, but you may choose this feat more than once to acquire multiple mutations. If you take this feat, your skin tone takes on





a grayish-brown tone and you give off an mild, earthy (but not unpleasant) odor similar to fresh mushrooms.

Fibrous Skin: Your skin turns soft but fibrous, granting you a +1 natural armor bonus to AC. This bonus stacks with any inherent natural armor bonus you possess but not those granted by armor or other sources.

Fungal Thought Process: You are very resistant to mind-influencing attacks and spells, gaining a +4 bonus to Will saves involving mental attacks or domination. This does not include illusions.

Enhanced Respiration: You can draw enough oxygen to survive under water. This does not work in a vacuum.

Phosphorescence: Once per day, you may cause a part of your body to glow with the light of a torch. This effect remains active indefinitely, but once you elect to stop it, it takes 24 hours to recharge.

Pheromones: You may change your body odor once per day to effect the spell *emotion*, cast as a sorcerer of the same level as your character.

IMPROVED ADVANTAGEOUS BLOW

You are an expert at dealing crippling blows to sensitive locations

Prerequisite: Base attack bonus +7, Advantageous Blow

Benefit: You may make an advantageous blow as a standard action, or as any attack part of a full-round action. If used in concert with multiple attacks, all attacks for the round have a -2 penalty.

INFRAVISION

You can see heat.

Benefit: You possess infravision, which is similar to darkvision but works in a different way. Instead of seeing through darkness in black and white, you see the presence or absence of heat. A warm-blooded creature shows up as a red shape, contrasting with the cool blue cavern walls behind it. Cold-blooded creatures show up as slightly warmer or cooler than the areas around them, though if they are close enough in temperature, they cannot be distinguished. Hot metal, lava, and the sun are all blindingly bright; ice is an equally bright shade of blue.

By itself, infravision is not enough to navigate a cavern. It does not show detail (except inasmuch as variance in temperatures) and is useless when walking through a winding, dark passageway (in which case the scene would look like an inky mass of deep shades of blue, very similar to the inky mass of pitch black that normal vision reveals).

Infravision is extremely useful when coupled with darkvision. It reveals creatures with the Coldblooded feat (barely - Spot (DC 20) to detect) and shows more

detail than darkvision alone.

A final use of infravision is revealing invisible creatures to sight, as long as they still put off body heat. A creature with infravision is allowed a Spot check (DC 10) to detect an invisible creature that passes within its field of vision and whose body heat contrasts with that of the area around him (which is usually the case).

LOW-LIGHT VISION

You are able to see particularly well in twilight conditions.

Prerequisite: You must have spent at least several months of constant adventuring in the underdark. The underdark's natural radiation eventually makes your eyes more sensitive to the darkness.

Benefit: In twilight conditions (not absolute darkness), you are able to see twice the distance of a person without low-light vision. This usually means that you may see twice the area illuminated by a given device in dark conditions.

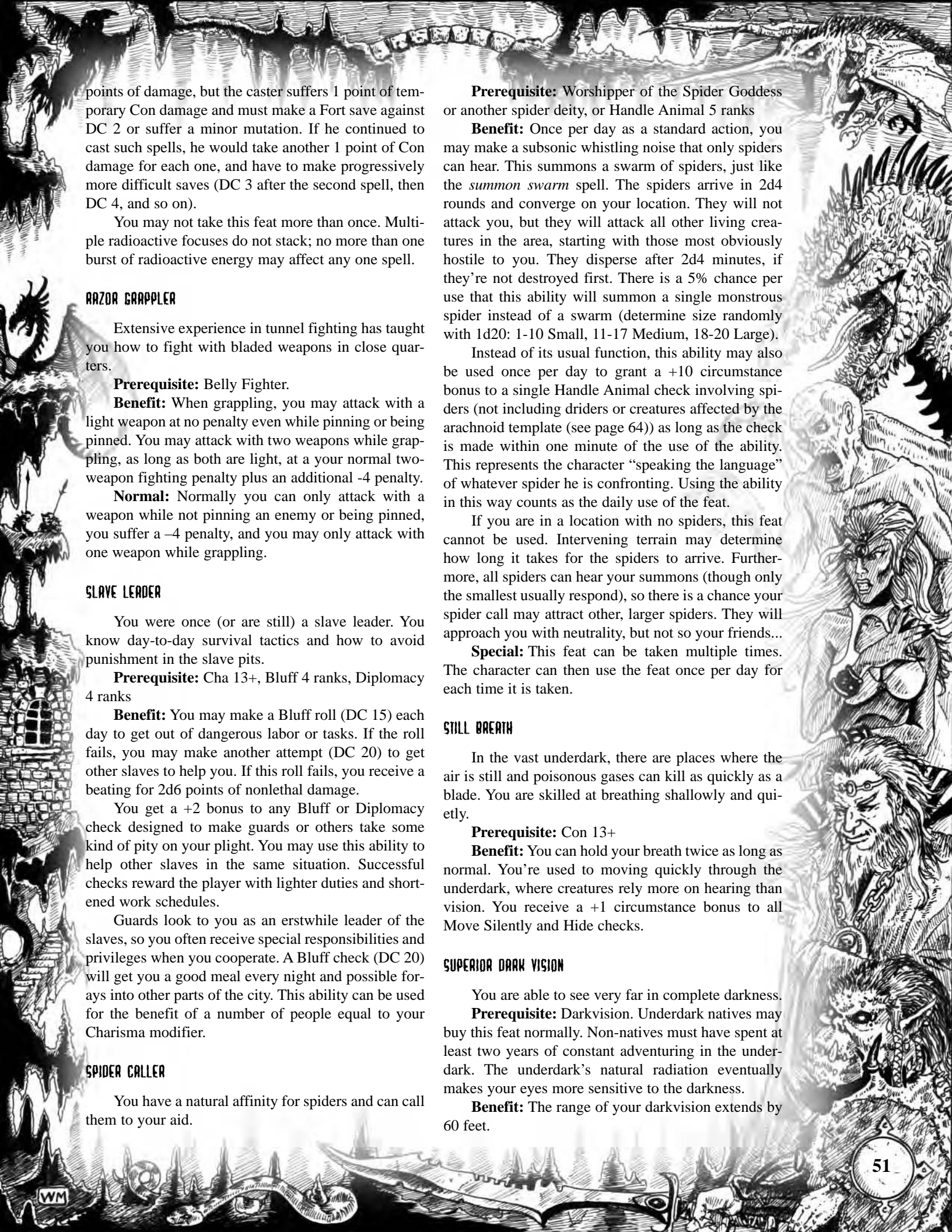
RADIOACTIVE CASTER (METAMAGIC)

You know how to utilize radioactive energy in your spells.

Benefit: You tap the energy of a small, extremely radioactive fragment to cast more powerful spells. The fragment is kept in a lead vial. You must use a move action to retrieve the fragment. While it is held in your hands, the intense energy it produces increases the potency of your spellcasting. Each spell cast while the fragment is in your hands may be subject to your choice of one of these metamagic feats: Empower Spell, Enlarge Spell, Extend Spell, Heighten Spell, or Maximize Spell. The effects of a feat do not stack with itself if you already have the feat. You need not have memorized the spell at a higher level than usual for the effects of this feat to take place; the energy in the radioactive fragment is sufficient to enhance the effect.

However, radiation is dangerous, especially when highly focused. The burst of magical energy poured through the radioactive fragment causes a surge of localized radioactivity. You immediately suffer 1 point of temporary Con loss for each spell cast with the use of the radioactive focus. Furthermore, you must make a Fort save or suffer a permanent minor mutation. The DC of the save is equal to 1 + the cumulative Con you've lost to radioactive casting this day. A roll of 1 on this save always fails.

For example, a wizard has memorized an Empowered *magic missile*, which uses up a 3rd level spell slot. The wizard makes use of this feat to cast the Empowered *magic missile* with his radioactive focus to also Maximize it. The *magic missile* automatically does 7



points of damage, but the caster suffers 1 point of temporary Con damage and must make a Fort save against DC 2 or suffer a minor mutation. If he continued to cast such spells, he would take another 1 point of Con damage for each one, and have to make progressively more difficult saves (DC 3 after the second spell, then DC 4, and so on).

You may not take this feat more than once. Multiple radioactive focuses do not stack; no more than one burst of radioactive energy may affect any one spell.

RAZOR GRAPPLER

Extensive experience in tunnel fighting has taught you how to fight with bladed weapons in close quarters.

Prerequisite: Belly Fighter.

Benefit: When grappling, you may attack with a light weapon at no penalty even while pinning or being pinned. You may attack with two weapons while grappling, as long as both are light, at a your normal two-weapon fighting penalty plus an additional -4 penalty.

Normal: Normally you can only attack with a weapon while not pinning an enemy or being pinned, you suffer a -4 penalty, and you may only attack with one weapon while grappling.

SLAVE LEADER

You were once (or are still) a slave leader. You know day-to-day survival tactics and how to avoid punishment in the slave pits.

Prerequisite: Cha 13+, Bluff 4 ranks, Diplomacy 4 ranks

Benefit: You may make a Bluff roll (DC 15) each day to get out of dangerous labor or tasks. If the roll fails, you may make another attempt (DC 20) to get other slaves to help you. If this roll fails, you receive a beating for 2d6 points of nonlethal damage.

You get a +2 bonus to any Bluff or Diplomacy check designed to make guards or others take some kind of pity on your plight. You may use this ability to help other slaves in the same situation. Successful checks reward the player with lighter duties and shortened work schedules.

Guards look to you as an erstwhile leader of the slaves, so you often receive special responsibilities and privileges when you cooperate. A Bluff check (DC 20) will get you a good meal every night and possible forays into other parts of the city. This ability can be used for the benefit of a number of people equal to your Charisma modifier.

SPIDER CALLER

You have a natural affinity for spiders and can call them to your aid.

Prerequisite: Worshipper of the Spider Goddess or another spider deity, or Handle Animal 5 ranks

Benefit: Once per day as a standard action, you may make a subsonic whistling noise that only spiders can hear. This summons a swarm of spiders, just like the *summon swarm* spell. The spiders arrive in 2d4 rounds and converge on your location. They will not attack you, but they will attack all other living creatures in the area, starting with those most obviously hostile to you. They disperse after 2d4 minutes, if they're not destroyed first. There is a 5% chance per use that this ability will summon a single monstrous spider instead of a swarm (determine size randomly with 1d20: 1-10 Small, 11-17 Medium, 18-20 Large).

Instead of its usual function, this ability may also be used once per day to grant a +10 circumstance bonus to a single Handle Animal check involving spiders (not including spiders or creatures affected by the arachnoid template (see page 64)) as long as the check is made within one minute of the use of the ability. This represents the character "speaking the language" of whatever spider he is confronting. Using the ability in this way counts as the daily use of the feat.

If you are in a location with no spiders, this feat cannot be used. Intervening terrain may determine how long it takes for the spiders to arrive. Furthermore, all spiders can hear your summons (though only the smallest usually respond), so there is a chance your spider call may attract other, larger spiders. They will approach you with neutrality, but not so your friends...

Special: This feat can be taken multiple times. The character can then use the feat once per day for each time it is taken.

STILL BREATH

In the vast underdark, there are places where the air is still and poisonous gases can kill as quickly as a blade. You are skilled at breathing shallowly and quietly.

Prerequisite: Con 13+

Benefit: You can hold your breath twice as long as normal. You're used to moving quickly through the underdark, where creatures rely more on hearing than vision. You receive a +1 circumstance bonus to all Move Silently and Hide checks.

SUPERIOR DARK VISION

You are able to see very far in complete darkness.

Prerequisite: Darkvision. Underdark natives may buy this feat normally. Non-natives must have spent at least two years of constant adventuring in the underdark. The underdark's natural radiation eventually makes your eyes more sensitive to the darkness.

Benefit: The range of your darkvision extends by 60 feet.



TUNNEL FIGHTER

You are adept at fighting in the tunnels and caves of the underdark. Combat in cramped quarters is the usual state of affairs for you.

Prerequisite: Native of the underdark, or at least six months experience adventuring in cramped quarters.

Benefit: You are considered one size category smaller for purposes of fighting in tunnels. This means you suffer no penalties for cramped or squeezed quarters.

Normal: Normally, a Medium creature would suffer a -4 penalty to attacks in squeezed quarters, and -2 in cramped quarters (see page 95).

RACIAL AND CULTURAL FEATS

These feats are native to specific races or cultures. Racial feats are those that can *only* be chosen by characters of that given race. Cultural feats are particular to a given culture, but could *possibly* be learned by a non-member of that culture through very extensive role-playing. Some of the cultural feats may be taught to outsiders such as surface dwellers, but this would be rare and occur only under unusual circumstances.

DROW FEATS

ARCANE PROSTHETIC (CULTURAL FEAT)

One of your limbs has been replaced with a fabled drow prosthetic. These extremely rare and expensive devices are works of art unto themselves. (See New Uses for Skills – Craft (engineering) on page 58.) You may start with this feat at first level; otherwise, you must have the GM's permission to purchase it later on.

Prerequisite: You must have lost a limb or part of an extremity. Only hands, arms, feet and legs can be replaced in such a fashion.

Benefit: This feat is required to functionally operate with an arcane prosthetic. It is possible to have an arcane prosthetic without this feat, but you run the risk of its malfunctioning and causing harm to you and others. With this feat, you understand the basics of using and caring for an arcane prosthetic. Without this feat, you will not be able to make the necessary minor repairs to keep the device in working order.

This feat provides a basic arcane prosthetic, with no extra features. Anything added to the arcane prosthetic must be done in game. (See New Uses for Skills on page 58 for more details on the use, manufacture and modification of arcane prosthetics.)

If this feat is chosen at 1st level, it is assumed that

you have made contact with one of the rare artisans capable of manufacturing one of these devices. If you do not choose the feat at 1st level, you may not purchase it later in the game without having met an artisan capable of crafting an arcane prosthetic.

ARCANE SENSITIVITY (RACIAL FEAT)

Your constant connection to all things magical has given you a preternatural sensitivity to magical activity.

Prerequisite: Drow; at least 1 metamagic feat or item creation feat; the ability to cast spells

Benefit: You are extremely sensitive to magical phenomena. You can sense its workings from close range. At a distance of 10 feet per level, you may make a Will save (DC 10 + 1 for every 10 feet of distance) to determine if an object is magical or if someone has a magical effect in place. If you roll high enough (DC 20 + 1 per 10 feet), you can tell if the magic surrounding someone is created by a spell, a natural ability or an item and if it is divine or arcane. If you are in contact with an item, you may make a Will save (DC 25) to learn its basic nature (the plus, or the general use). If you fail any roll, you will not gain a positive reading for another 24 hours; your sensitivity to magic is subtle and fragile.

DUAL WEAPON MASTERY (CULTURAL FEAT)

You have perfected the art of wielding two weapons of the same size.

Prerequisite: Dodge; Two Weapon Fighting; +6 base attack bonus or better

Benefit: You may wield a weapon in your off hand that is no larger than your own size as if it were a small weapon. Normally, a weapon of your own size in your off hand incurs a -4 penalty if you already have Two-Weapon Fighting. This feat reduces that penalty to -2. For instance, with Dual Weapon Mastery and assuming you're Medium sized with the Two-Weapon Fighting feat, you'd garner a -2 penalty to your primary and off-hand when wielding two medium longswords.

SPIDER TOUCHED (CULTURAL FEAT)

You are blessed (or cursed, for non-drow) with one or more arachnid features. It is whispered that this may be the blood of demons in your veins, but ultimately it does not matter. To the drow, with their reverence for all things arachnid, you are blessed. For some, this might be a point of jealousy worth slaying you for; for others, it might be a symbol of divine endorsement.

Prerequisite: Cha 15+; this feat must be taken at 1st level

TABLE 1-20: DROW FEATS

Drow Feats	Prerequisites	Benefit
Arcane Prosthetic (cultural)	Limb loss	Use of arcane prosthetic
Arcane Sensitivity (racial)	Drow, 1 metamagic or arcane creation feat, spellcasting	Detect and identify magic
Dual Weapon Mastery (cultural)	Dodge, Two Weapon Fighting, BAB +6	Wield weapons your own size in off hand
Spidertouched (cultural)	Cha 15+, taken at 1st level	Varies

Benefit: It is said that you are touched by the Spider Goddess. You may choose one of the features below. This feat can be taken only once.

Eyes of the Goddess: To the outside of your eyes on your temples, you have three vertical slits housing six gleaming, purplish-black eyes. When closed, they resemble ritual scars. The eyes give you a bonus of +4 to all Spot, Search and Sense Motive checks. When the eyes are open, they grant +3 to Diplomacy rolls with other drow, who recognize these features as a blessing. With non-drow, the eyes give +3 to all Intimidate checks.

Touch of the Arachnid: This blessing is subtle in nature. When barehanded and barefoot, you may *spiderclimb* as the spell but at normal speed. Those born with this blessing have a bright red hourglass mark on their forehead, stretching from brow to hairline.

Silkspinner: Your wrists contain spinnerets. You can shoot out the equivalent of a *web* spell as a sorcerer of your level a number of times per day equal to your Constitution modifier. You can also shoot out thin lines of webbing that allow you to swing for long distances. You may shoot out 10 feet of line per point of Constitution per wrist. Your spinnerets regenerate their supply at the rate of 10 feet of line per hour. You can use this line to make distance grab attacks but not for grappling. The line is strong enough to support three times your weight and absorb 15 points of damage before being severed. Any amount of flame that comes into contact with your webbing will disintegrate the webbing in one round.

Spider's Maw: While you appear normal externally, your lower jaw is hinged to accommodate a large set of venomous fangs in the back of your mouth. You may make a bite attack for 1d4 points plus half your Strength modifier in damage every round. This attack is at your highest base attack rating.

For a limited number of times per day, you may inject a dose of venom into your bite. Your victim must make a Fortitude save against the venom (DC 12 + your Constitution modifier). Failure causes the victim to immediately lose 1d3 temporary points of Dexterity; one minute later he must make a second save or lose an additional 1d4 temporary points of Dexterity. You have a number of doses each day equal to one plus

your Con modifier. Your poison regenerates at the rate of one dose per day.

Your venom may be milked and stored for up to 3 days. You may use it to treat weapons: 3 doses to coat a large weapon (e.g., a greatsword), 2 doses to coat a medium weapon (e.g., a longsword) and 1 dose to coat a small weapon (e.g., a dagger). Fortitude saves against the venom are the same as above. You may coat 5 tiny weapons such as an arrowhead or darts, but their DC to save is a flat 10 and the poison effect is halved.

You cannot communicate effectively while baring your fangs, but your Intimidate rolls gain a +1 bonus.

Spider's Embrace: Perhaps the most unsettling – and to drow, the most awe-inspiring – of the Spider Goddess's gifts is called spider's embrace. Just beneath each arm, you have an additional, fully functional arm. These arms may attack independently but are treated as “off hands” unless you purchase the Multiattack feat (as described in the MM). You may also purchase Multiweapon Fighting.

All drow who are born with spider's embrace also bear a huge red hourglass symbol on their backs from waist to neck, as if proclaiming to the world that they are children of the Spider Goddess.

SVIRFNEBLIN FEATS

DEFT TOUCH (CULTURAL FEAT)

Among other artistic endeavors, svirfneblin are unparalleled in gemcraft. The care and precision you devote to your work is astounding. You have the delicate touch needed for extraordinary work.

Prerequisites: Dex 15+; Skill Focus: Craft (any), Craft (any) 6 ranks

Benefit: The DCs of any Craft checks you make are lowered by your Dex bonus. You build better items faster and more cheaply, due to your patience and steady hands.

FAST TUNNELER (RACIAL FEAT)

You are a digger beyond measure. You are the rea-

TABLE 1-21: SVIRFNEBLIN FEATS

Svirfneblin Feats	Prerequisites	Benefit
Deft Touch (cultural)	Dex 15+, Skill Focus: Craft (any), Craft (any) 6 ranks	Reduced Craft DCs
Fast Tunneler (racial)	Svirfneblin, Con 14+, Profession (miner) 7 ranks, Endurance	Gain burrow speed
Gem Snout (racial)	Svirfneblin, Appraise 5 ranks, Profession (miner) 5 ranks	Can smell gems
Keen Scent (racial)	Svirfneblin, Wis 14+	Gain scent ability
Stone Sense (racial)	Svirfneblin, Wis 16+	Gain blindsight 15 ft. while in contact with earth

son the deep gnomes are renowned for their speed and skill at plumbing to the deepest reaches.

Prerequisite: Svirfneblin; Con 14+; Endurance; Profession (miner) 7 ranks

Benefits: The knowledge of how rocks and other earth materials split or move is unmatched in the svirfneblin. With the right tools, you can burrow a tunnel through nearly any material at extraordinary speeds. If wielding a spade you gain a burrow speed equal to half your regular walking speed. If wielding a pickaxe, you gain a burrow speed equal to your regular walking speed. Note that full burrowing at these speeds is only possible in loose soil; burrowing through hard, packed soil or rock cuts times substantially.

Tunnels made in this way are not particularly stable and collapse within 30 minutes. If you wish to have them stabilized, you must double the time for the digging.

GEM SNOUT (RACIAL FEAT)

You have a keen nose – literally! – for locating the choicest gems and gem deposits.

Prerequisite: Svirfneblin; Appraise 5 ranks; Profession (miner) 5 ranks

Benefit: You have a passion for gems like few others among the deep gnomes (which is saying quite a lot). Your nose is keen to the scent of gemstones, whether they are in a deep vein behind 20 feet of igneous rock or behind the wall of a gemcrafter's shop. You can pick up the scent of a gemstone of at least 100 gp value up to 5 feet away per level of your character. Beyond a distance of 10 feet, you must make a Will save (DC 15 + 1 per 5-foot increment). You will know the gemstones are near but not necessarily their exact location.

KEEN SCENT (RACIAL FEAT)

A svirfneblin's large nose isn't just for show. Although the deep gnomes pride themselves on their

huge noses as a mark of distinction, your nose is much more than a conversation piece and target for your enemies.

Prerequisite: Svirfneblin; Wis 14+

Benefit: This ability allows you to detect approaching enemies, sniff out hidden foes and track by sense of smell. You can identify familiar odors just as humans do familiar sights. You can detect opponents within 30 feet by sense of smell. If the opponent is upwind, the range increases to 60 feet; if downwind, it drops to 15 feet. Strong scents such as troglodyte stench can be detected at triple the normal range. When you detect a scent, you sense only its general area and range, not its exact location. You may take a partial action to note the direction of the scent. If you move to within 5 feet of the source, you can pinpoint it.

You can follow tracks by smell, making a Wisdom check to find or follow a track. The typical DC for a fresh trail is 10, no matter what kind of surface holds the scent. This DC increases or decreases depending upon the strength of the quarry's odor, the number of creatures being sought and the age of the trail. For each hour that the trail is cold, the DC increases by 2. This ability otherwise follows the rules for the Track feat. Tracking by scent works independently from the effects of surface conditions and poor visibility.

STONE SENSE (RACIAL FEAT)

Your sensitivity to the vibrations of the earth below you allows you to fight without being able to see.

Prerequisite: Svirfneblin; Wis 16+

Benefit: You are a creature of the earth. You understand the very feel of it, how things move across and through it. As long as you are touching the ground directly with nothing more than clothing or armor on, you have the blindsight ability to a range of 15 feet.

TABLE 1-22: DUERGAR FEATS

Duergar Feats	Prerequisites	Benefit
Coldblooded (racial)	Duergar, taken at 1st level	Almost invisible to darkvision
Gold Snout (racial)	Duergar, Appraise 5 ranks, Profession (miner) 5 ranks	Can smell gold
Hardened Mind (racial)	Duergar, Wis 13+, taken at 1st level	Reroll failed saves against mental attacks 1/day
Light Skinned (racial)	Duergar; taken at 1st level	Can pass for normal dwarf

DUERGAR FEATS

COLDBLOODED (RACIAL FEAT)

Duergar born with this feat are nearly invisible to darkvision. This phenomenon is said to be caused by exposure to the strange radiation of the underdark. Either way, you make an effective assassin in the underdark.

Prerequisite: Duergar; must be taken at 1st level

Benefit: For some reason, your body blends into the shadows and background radiation of the underdark, obscuring your form from darkvision unless you are extremely close. You are effectively invisible to darkvision unless you are within 5 feet of the viewer. This ability has no effect on low-light vision or normal sight. You can still be detected by infravision (but not easily).

GOLD SNOOT (RACIAL FEAT)

Duergar do not have a reputation for being greedy gold hoarders for nothing. You have a keen nose – literally! – for sniffing out the largest gold deposits or a mark carrying lots of gold.

Prerequisite: Duergar; Appraise 5 ranks; Profession (miner) 5 ranks

Benefit: Your passion for gold is equaled by few others. Your nose is keen to the scent of gold, whether it lies within a motherlode behind 20 feet of solid granite or behind the wall of a moneylender's shop. You can pick up the scent of amounts of at least 10 gp in value up to 5 feet away per level of your character. Beyond a distance of 10 feet, you must make a Will save (DC 15 + 1 per 5-foot increment). You will know the gold is near but not necessarily its exact location.

HARDENED MIND (RACIAL FEAT)

The duergar were once slaves of oppressive underdark races that utilized psionic abilities to control them. Now, they boast the most slayers of these creatures. Their blood runs deep in your veins. Your mind is unusually resistant to mental attack and domination.

Prerequisite: Duergar; taken at 1st level; Wis 13+

Benefit: Once per day, you may re-roll any failed save against mental attacks. This includes illusions and spells of that type but does not include skill checks requiring a resisted roll.

LIGHT SKINNED (RACIAL FEAT)

You are a throwback to the bygone era before Clan Duergar was enslaved and forced into the underdark. Your skin appears brownish-gray instead of the darker gray of your kin.

Prerequisite: Duergar; must be taken at 1st level

Benefits: You can pass as another type of dwarf despite your slightly grayish appearance. You suffer no immediate scorn from surface world races. Dwarves will eye you with mild suspicion. However, among the duergar you are an anathema. You will be disliked by most duergar, at the very least, for being a reminder of what they once were.

DERRO FEATS

CHOSEN ONE (RACIAL FEAT)

You are the “chosen one” among the derro. The gods of the derro have commanded you to serve as their representative in this plane of existence. All derro must heed your commands.

Prerequisite: Derro; Cha 17+; Wis 15+; Leadership; ability to cast divine spells of at least 5th level

Benefit: The dreaded “chosen one” of derro lore is the voice of the gods made flesh. Every few generations brings a derro who claims to be the chosen one. Historically speaking, the chosen one brings genocidal war against all other underdark inhabitants. He inspires other derro and makes those in power savagely jealous.

When taking this feat, your followers based on your Leadership feat are doubled. You gain an additional +2 morale bonus to all rolls for Bluff, Diplomacy, Intimidate and Sense Motive checks made against fellow derro. To non-derro, you inspire fear and get a +3 morale bonus to all Intimidate rolls.

TROGLODYTE FEATS

These feats may also be taken by other races of reptilian heritage, such as lizardmen and sahuagin.

AMPHIBIOUS (RACIAL FEAT)

Your lungs are adapted for breathing water and air.

Prerequisite: Troglodyte; Con 14+; must be taken at 1st level

Benefit: You are adapted to breathing in water or air. You cannot stay permanently in non-native surroundings; you have up to half of your Constitution score in hours before suffering the normal effects of being in that environment. You move through your non-native environment at the rate normal for your native environment. If you already have a movement rate in both environments, your non-native movement rate is increased by +5 feet per round.

GAPING MAW (RACIAL FEAT)

You have mixed blood or your line has a trait which is a throwback to a more primitive state. Your jaws are huge and your teeth are long and serrated, capable of dealing horrible wounds.

Prerequisite: Troglodyte; Str 15+

Benefit: Your jaws are huge. If you have a bite attack, the damage dealt is one die higher. Unless you are Large sized, your bite attack cannot exceed 1d10. If you do not have a bite attack but your background meets the requirements, you now may bite for 1d4 as a free attack at your highest attack rating.

HUGE GULLET (RACIAL FEAT)

You are capable of distending your jaws and throat to accommodate large objects.

Prerequisite: Troglodyte; Con 14+; must be taken at 1st level

Benefit: If you grapple your opponent and score a successful bite attack, on the next round and if you manage to maintain your grapple, you may attempt to swallow your opponent whole providing that he is at least one size category smaller than you. If you successfully swallow your opponent, he will take your



ZEALOT (CULTURAL FEAT)

You are completely under the thrall of the wisdom of the savant leaders of the derro. Nothing will sway you from your path.


Prerequisite: Iron Will; a belief system or philosophy that your character follows slavishly (not necessarily correct in fact but in a way that you believe is completely true)

Benefits: When given a command from your acknowledged leader, you cannot be swayed from that goal or your leader's interests. You will follow any order handed out to the best of your ability, even if your interpretation is wrong. You get a +3 bonus to any save or resisted roll that would cause you to countermand a superior's order. If you are already under the thrall of another, you immediately get another saving throw with a +3 bonus to attempt to throw off the effects.

Non-believers who attempt to use skills like Bluff, Intimidate or Diplomacy against you receive +3 to their DC. Anyone in a position of authority over you gains a +6 bonus to all Diplomacy, Bluff and Intimidate rolls against you unless their orders countermand your perceived belief.

TABLE 1-23: DERRO FEATS

Derro Feats	Prerequisites	Benefit
Chosen One (racial)	Derro, Cha 17+, Wis 15+, Leadership, cast divine spells of 5th level or higher	Special
Zealot (cultural)	Iron Will, special beliefs	Bonuses when following commands



bite attack in nonlethal damage every round plus another 1d6 points of acid damage per round. He may attempt to attack from inside you only if he had a small weapon in his hand when you swallowed him. If this weapon is bladed, he may cut his way out by doing 50% of your total (not current) hp in damage against an AC equal to your natural armor bonus.

PATAGIAL MEMBRANE (RACIAL FEAT)

You possess a rare trait: a membrane of thin, flexible skin between your arms, body and legs that allows you to glide short distances.

Prerequisite: Troglodyte; Con 14+; Dex 14+

Benefit: You may ignore the cap for height when using the Jump skill. With a running jump, you may jump three times the normal distance. You suffer no damage from falling as long as you are not bound and have at least 20 feet of falling space to glide and float.

Your patagial membrane is flexible and can be folded against your body, inner arms and outer legs. You may wear any kind of armor over the membrane. However, to use its gliding ability, you cannot be wearing any armor whatsoever.

If you sustain more than 50% of your hp in damage, your membrane will be too damaged to support the stress of your weight and you will not be able to use it. You cannot use your membrane if you are more than lightly encumbered.

RAZOR TALONS (RACIAL FEAT)

Just as primitive warriors have learned to hone flint weaponry to a remarkable sharpness, so too have you learned to sharpen your natural weaponry to incredible sharpness.

Prerequisite: Troglodyte; Int 9+

Benefits: Your claws and talons do one die higher for damage with a maximum of 1d8. This benefit wears off after your first encounter using them. You must use a whetstone or small stone chisel to sharpen your talons, which takes approximately 5 minutes. You may teach the sharpening techniques to other creatures who possess talons and are intelligent enough to learn.

THICK-SCALED (RACIAL FEAT)

Your body is covered with thick plate-like scales, granting you a higher natural armor rating.

Prerequisite: Troglodyte; Con 14+; must be taken at 1st level

Benefit: Your natural armor (if any) is thicker, with bony plates covering most of your joints and tender areas. Your natural armor is increased by +3. If you do not have natural armor, you now possess natural armor of +3.

TABLE 1-24: TROGLODYTE FEATS

Troglodyte Feats	Prerequisites	Benefit
Amphibious (racial)	Troglodyte, Con 14+, taken at 1st level	Survive in water or air
Gaping Maw (racial)	Troglodyte, Str 15+	Extra bite damage
Huge Gullet (racial)	Troglodyte, Con 14+, taken at 1st level	Swallow enemies whole
Patagial Membrane (racial)	Troglodyte, Con 14+, Dex 14+	Glide short distances
Razor Talons (racial)	Troglodyte, Int 9+	Extra claw damage
Thick-Scaled (racial)	Troglodyte, Con 14+, taken at 1st level	+3 natural armor

NEW USES FOR SKILLS

APPRAISE

Normal Use: You may determine the value of an item within a given range of its actual worth.

New Use: Appraise slaves. Like any other item, slaves are mere commodities in the underdark. A slave trader with a keen eye can gauge the overall fitness of a slave and determine with a few lashes of the whip if he poses a risk for escape or a danger to potential buyers. An Appraise skill check (DC 10 + slave level + Charisma modifier) will determine the slave's level within 2 levels of accuracy as well as his general character type (warrior, spellcaster, rogue, non-adventurer). If you possess Sense Motive of at least 4 ranks, you receive a +2 synergy bonus. A Medium-sized slave is worth approximately 200-300 gp per level, while a Small-sized slave is worth 50-100 gp per level.

CRAFT (ENGINEERING): ARCANE PROSTHETICS

Arcane prosthetics are exceedingly difficult to make. It takes years of dedicated study and discipline to become a proficient prosthetician. Despite their name, arcane prosthetics are not inherently magical per se. They are crafted with exacting methods that rely on mechanical principles unknown to most races. While many of these devices are indeed enchanted with deadly spells, they are more tools than works of art.

This craft was invented by the svirfneblin but advanced as an art in the hands of the drow. It began as a means to replace the limbs of those lucky enough to lose only extremities in any of the myriad accidents and conflicts common to the lands below. Over the centuries, the practical aspect of the first cumbersome prosthetics led to advances requiring a deep understanding of anatomy coupled with the creative practicality of engineering. The races of the underdark excel at engineering, and its processes were relatively easy for enterprising deep gnomes and drow to apply to sophisticated uses.

The creation of arcane prosthetics requires a fully stocked workshop complete with lathes, steel punches, forge and bellows plus the finest tools. The total cost of such a workshop runs a minimum of 40,000 gp.

Three rules govern the creation of an arcane prosthetic: the size of the frame, the material being used and the modifications added at creation time. These factors determine the length of creation time, the DC of the engineering roll at the end of the creation process and the overall cost of the arcane prosthetic.

Frames: An arcane prosthetic of normal functionality must be built in a single piece. There are five

types of prosthetics: half-arm, full-arm, hand, half-leg and full-leg. The size of the individual receiving these pieces determines the size of the frame. Arcane prosthetics come in three frame sizes: Small, Medium and Large. The overall frame size determines the number of modifications you can add to the prosthetic as well as affecting the price.

Small Frame (hands; half-arms for Small individuals): Hands for Medium-size and Large characters are the same size (small). Hands for Small characters do not exist, due to the difficulty of making a fully functional prosthetic of such minuscule size. A small frame has 3 modification slots. It cannot contain modifications larger in size than the frame itself. Small frames weigh approximately 5 pounds, which counts toward encumbrance figures, and start at a base cost of 3,000 gp. Base DC is 23.

Medium Frame (half-arms; half-legs; full arms; full legs for Small individuals): A medium frame has 6 modification slots. It cannot contain a modification larger in size than the frame itself. Medium frames weigh approximately 15 pounds, which counts toward encumbrance figures, and start at a base cost of 6,000 gp. Base DC is 26.

Large Frame (full arms; full legs): A large frame has 8 modification slots. It weighs approximately 25 pounds, which counts toward encumbrance totals. Large frames start at a base cost of 9,000 gp. Base DC is 29.

Materials: Arcane prosthetics can be fashioned from a number of materials available in the underdark. Their base material is extremely important, since it determines the durability as well as the cost of the device. Most races with artisans skilled enough to create arcane prosthetics typically have a favored material with which their artisans receive bonuses.

Iron: The first prosthetics were little more than simple hinged flails with rudimentary articulation. Iron was a popular material due to its availability and relative durability. Iron prosthetics are extremely rare today and might be worth something as antiques.

Small Iron Frames: 50% of base cost; hardness 10; hp 30

Medium Iron Frames: 50% of base cost; hardness 10; hp 60

Large Iron Frames: 50% of base cost; hardness 10; hp 90

Weight: Doubled

DC: -2

Note: Iron is not used to construct arcane prosthetics anymore, due to the moisture conditions in the underdark. Repairs (healing) of iron prosthetics take

double the normal time.

Steel: Considered an archaic medium used by dabblers and tinkerers, steel represents the old standard. Steel prosthetics are uncommon today; some may be found among older dwarves. Steel prosthetics are strong, trustworthy and durable.

Small Steel Frames: Standard base cost; hardness 12; hp 30

Medium Steel Frames: Standard base cost; hardness 12; hp 60

Large Steel Frames: Standard base cost; hardness 12; hp 90

Weight: Standard

DC: No change

Mithral: Mithral is the medium of choice among the dwarves and svirfneblin. Supple and strong, it allows the true artisans of prosthetics to demonstrate their skills. The gleaming truesilver of a polished mithral arm is almost enough to make a person remove a good arm to have a mithral one, has joked more than one proud owner.

Small Mithral Frames: 150% of base cost; hardness 15; hp 30

Medium Mithral Frames: 150% of base cost; hardness 15; hp 60

Large Mithral Frames: 150% of base cost; hardness 15; hp 90

Weight: -25%

DC: +2

Note: Dwarves and svirfneblin with Craft (engineering) of at least 10 ranks who use this material decrease their total DC for their craft rolls by 1.

Adamantine: Adamantine is the material of choice for the greatest masters of the craft. Adamantine is an ultra-strong metal alloy that gives flexibility to the brittle adamantite ore while retaining incredible tensile strength. The savagely beautiful art of the drow specialists in using this material.

Small Adamantine Frames: 200% of base cost; hardness 20; hp 40

Medium Adamantine Frames: 200% of base cost; hardness 20; hp 80

Large Adamantine Frames: 200% of base cost; hardness 20; hp 120

Weight: Standard

DC: +3

Note: Drow elves with Craft (engineering) of at least 10 ranks who use this material decrease their total DC for Craft skill checks by 1.

Umbrite: Umbrite, a rare black metal with unique light-absorbing properties (see page 65) is used almost exclusively by the duergar, who have unlocked the secrets of working this relatively new material. While the duergar have several prosthetic craftsmen among their ranks, only one of them has ever used umbrite to create arcane prosthetics. Umbrite is dense and strong. It is not as heavy as iron nor as hard as mithral, but it



is more durable than adamantine. The duergar shadowforges favor this metal over all others, even the once-cherished mithral.

Small Umbrite Frames: 150% of base cost; hardness 13; hp 50

Medium Umbrite Frames: 150% of base cost; hardness 13; hp 100

Large Umbrite Frames: 150% of base cost; hardness 13; hp 150

Weight: Standard

DC: +3

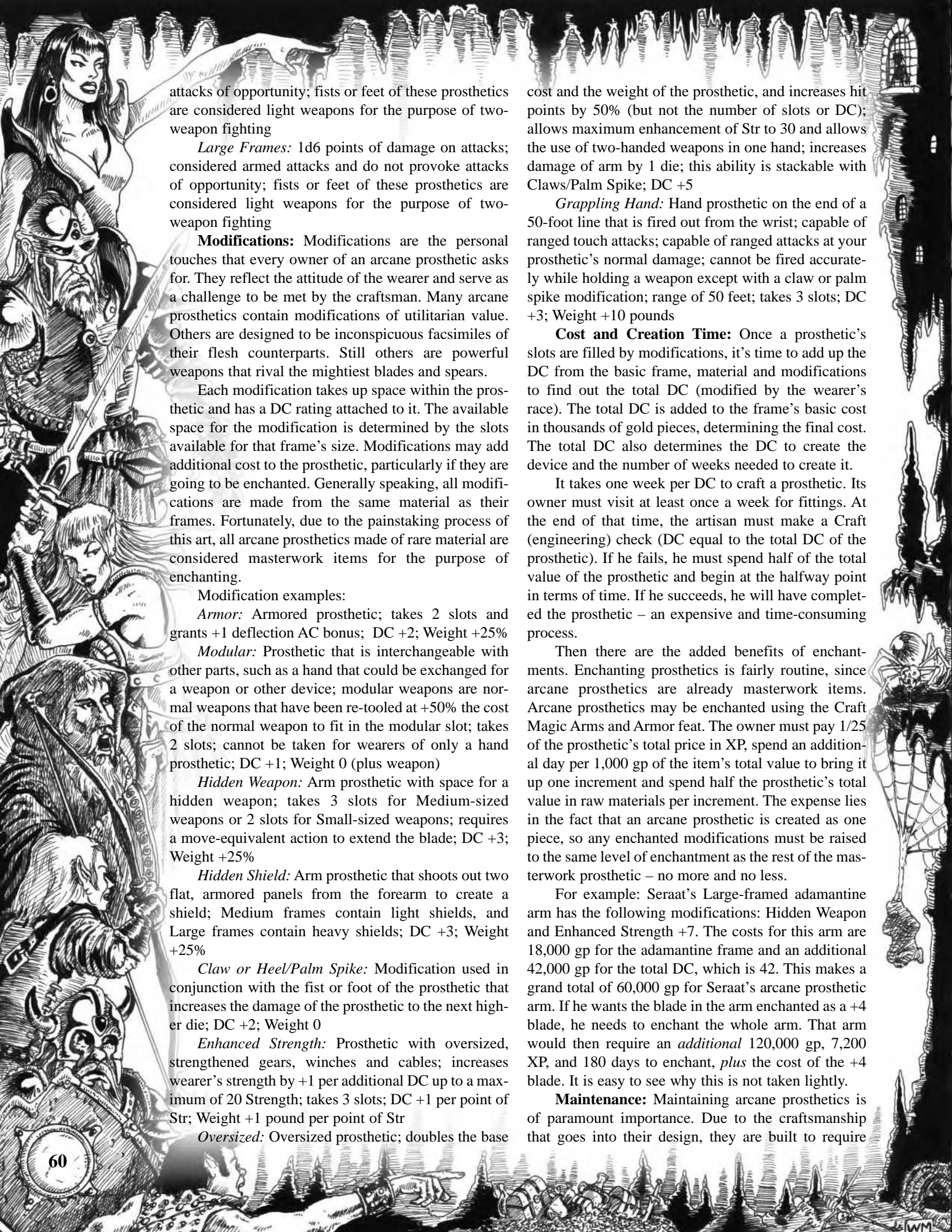
Note: Duergar with Craft (engineering) of at least 10 ranks who use this material decrease their total DC for Craft rolls by 1.

Basic Functionality: An arcane prosthetic simulates the limb it replaces. Since prosthetic frames are built with a particular person in mind, the gears and winches are finely tuned by the artisan. Countless fittings and adjustments are made before the owner ever takes the prosthetic home. The overall Dexterity of the limb and movement capabilities match those of the individual it is made for. However, all full-limb arcane prosthetics are made with the basic necessities of strength in mind and start with a basic Strength score of 10. This can be modified — for a price, of course. Half-limb prosthetics do not have this strength issue, since most of the wearer's natural limb is still intact.

Small Frames: 1d4 points of damage on attacks; provoke attacks of opportunity unless the owner has the Improved Unarmed Combat feat

Medium Frames: 1d4 points of damage on attacks; considered armed attacks and do not provoke





attacks of opportunity; fists or feet of these prosthetics are considered light weapons for the purpose of two-weapon fighting

Large Frames: 1d6 points of damage on attacks; considered armed attacks and do not provoke attacks of opportunity; fists or feet of these prosthetics are considered light weapons for the purpose of two-weapon fighting

Modifications: Modifications are the personal touches that every owner of an arcane prosthetic asks for. They reflect the attitude of the wearer and serve as a challenge to be met by the craftsman. Many arcane prosthetics contain modifications of utilitarian value. Others are designed to be inconspicuous facsimiles of their flesh counterparts. Still others are powerful weapons that rival the mightiest blades and spears.

Each modification takes up space within the prosthetic and has a DC rating attached to it. The available space for the modification is determined by the slots available for that frame's size. Modifications may add additional cost to the prosthetic, particularly if they are going to be enchanted. Generally speaking, all modifications are made from the same material as their frames. Fortunately, due to the painstaking process of this art, all arcane prosthetics made of rare material are considered masterwork items for the purpose of enchanting.

Modification examples:

Armor: Armored prosthetic; takes 2 slots and grants +1 deflection AC bonus; DC +2; Weight +25%

Modular: Prosthetic that is interchangeable with other parts, such as a hand that could be exchanged for a weapon or other device; modular weapons are normal weapons that have been re-tooled at +50% the cost of the normal weapon to fit in the modular slot; takes 2 slots; cannot be taken for wearers of only a hand prosthetic; DC +1; Weight 0 (plus weapon)

Hidden Weapon: Arm prosthetic with space for a hidden weapon; takes 3 slots for Medium-sized weapons or 2 slots for Small-sized weapons; requires a move-equivalent action to extend the blade; DC +3; Weight +25%

Hidden Shield: Arm prosthetic that shoots out two flat, armored panels from the forearm to create a shield; Medium frames contain light shields, and Large frames contain heavy shields; DC +3; Weight +25%

Claw or Heel/Palm Spike: Modification used in conjunction with the fist or foot of the prosthetic that increases the damage of the prosthetic to the next higher die; DC +2; Weight 0

Enhanced Strength: Prosthetic with oversized, strengthened gears, winches and cables; increases wearer's strength by +1 per additional DC up to a maximum of 20 Strength; takes 3 slots; DC +1 per point of Str; Weight +1 pound per point of Str

Oversized: Oversized prosthetic; doubles the base

cost and the weight of the prosthetic, and increases hit points by 50% (but not the number of slots or DC); allows maximum enhancement of Str to 30 and allows the use of two-handed weapons in one hand; increases damage of arm by 1 die; this ability is stackable with Claws/Palm Spike; DC +5

Grappling Hand: Hand prosthetic on the end of a 50-foot line that is fired out from the wrist; capable of ranged touch attacks; capable of ranged attacks at your prosthetic's normal damage; cannot be fired accurately while holding a weapon except with a claw or palm spike modification; range of 50 feet; takes 3 slots; DC +3; Weight +10 pounds

Cost and Creation Time: Once a prosthetic's slots are filled by modifications, it's time to add up the DC from the basic frame, material and modifications to find out the total DC (modified by the wearer's race). The total DC is added to the frame's basic cost in thousands of gold pieces, determining the final cost. The total DC also determines the DC to create the device and the number of weeks needed to create it.

It takes one week per DC to craft a prosthetic. Its owner must visit at least once a week for fittings. At the end of that time, the artisan must make a Craft (engineering) check (DC equal to the total DC of the prosthetic). If he fails, he must spend half of the total value of the prosthetic and begin at the halfway point in terms of time. If he succeeds, he will have completed the prosthetic – an expensive and time-consuming process.

Then there are the added benefits of enchantments. Enchanting prosthetics is fairly routine, since arcane prosthetics are already masterwork items. Arcane prosthetics may be enchanted using the Craft Magic Arms and Armor feat. The owner must pay 1/25 of the prosthetic's total price in XP, spend an additional day per 1,000 gp of the item's total value to bring it up one increment and spend half the prosthetic's total value in raw materials per increment. The expense lies in the fact that an arcane prosthetic is created as one piece, so any enchanted modifications must be raised to the same level of enchantment as the rest of the masterwork prosthetic – no more and no less.

For example: Seraat's Large-framed adamantine arm has the following modifications: Hidden Weapon and Enhanced Strength +7. The costs for this arm are 18,000 gp for the adamantine frame and an additional 42,000 gp for the total DC, which is 42. This makes a grand total of 60,000 gp for Seraat's arcane prosthetic arm. If he wants the blade in the arm enchanted as a +4 blade, he needs to enchant the whole arm. That arm would then require an *additional* 120,000 gp, 7,200 XP, and 180 days to enchant, *plus* the cost of the +4 blade. It is easy to see why this is not taken lightly.

Maintenance: Maintaining arcane prosthetics is of paramount importance. Due to the craftsmanship that goes into their design, they are built to require

ARCANE PROSTHETICS OF RENOWN

Arcane prosthetics are rare artifacts. Those who possess them are invariably highly placed individuals of great distinction who are able to afford these marvelous devices. All of these devices are works of art, and deserve mention. Those listed here are among the most famous of those that are known to exist.

S'SLLALANS JUGGERNAUT

A weaponmaster of an extremely powerful house, this mighty warrior lost his arm to the maw of a deep earth dragon. Despite this, he managed to slay the beast and return as the only survivor of the hunting cadre sent to bring the beast down. As a reward for his service, his left arm was replaced with a work of art, now popularly known as S'sllalans Juggernaut. After initially receiving the arm, he was immediately challenged by his greatest student for the mantle of house weaponmaster. S'sllalan, house weaponmaster, slew his eldest son in a duel for supremacy, while proving without doubt that his skill had not lessened one bit.

The Juggernaut itself is possibly the largest arcane prosthetic known. Even with the lightweight material it is comprised of, special harnesses and reinforcement of its moorings are needed to allow the mighty drow warrior to wield this huge arm, which is far larger than normal. The power of this arm is devastating, and it is fully capable of wielding large weapons in one hand. It remains as one of the most powerful arcane prosthetics ever created.

Large Framed, Full Adamantine Left Arm +4 Weapon; Hardness: 20; hp 180; Weight 65 lb.; Str 30 (+10); Dmg 1d10 +14 (oversized claws); Modifications: Enhanced Strength +20, oversized, claws (+1d8), hidden weapon: claws; DC 59; Cost 285,000 gp

DIMBLESNIP'S STEELARM

This is said to be the first arcane prosthetic ever fashioned. Dimblesnip, a visionary svirfneblin whose arm was lost in a mining accident, studied the mechanics of engineering for decades, where he laid the foundation that underlay the creation of this art form. This arm is housed in a case of glass, and is revered by all artificers as a relic of genius. It is simple and unadorned, made of fine steel which surprises most up and coming artificers who wrongly believe the first prostheses were made of iron. The truth is, iron prosthetics came after Dimblesnip's first steel invention. Poor imitators attempted to mass produce their own versions of Dimblesnip's Steelarm, and for many years the cheaper material was used due to the difficulty of working steel at the time.

Now this arm is considered very basic and is more of a curiosity for practical purposes, but it still has an elegance about it that is elusive in most prosthetics even to this day. Functionally it maintains several modular tools and weapons that connect to the wrist-socket.

Medium Framed, Full Steel Right Arm (small sized); Hardness 12; hp 30; Weight 15 lb.; Str 10; Dmg 1d4; Modifications: Modular hand; DC 27; Cost 33,000 gp

LEGS OF THERATIS AZ'RIAN

Daughter of a famous artificer, Theratis Az'rian lost both of her legs in a cave-in sparked by a battle with svirfneblin miners. Her legs were brutally crushed and needed amputation. Her subsequent shame almost forced her to kill herself rather than be pitied and mocked by her lessers. To save her, her father worked for almost half a decade on his masterpiece. When he presented her with her new legs, she was dubious, but underwent the process of fitting and refitting. Finally she stood upright and for the first time in years she felt somewhat whole. Armed with a powerful +4 mace housed in her hidden leg sheath, Theratis began her ascension to power once more. Her first order was the execution of her father for daring to pity her. Then she began the process of eliminating her rivals with a renewed zeal. Her years spent as an invalid had shown her who her true allies were and this made her dirty work all the easier.

These legs are a matched pair. They enable Theratis to move about with little hindrance. While using the legs she has no cap on her Jump checks, nor does she suffer penalties for overland travel.

Large Framed, Full Adamantine Left Leg and Right Leg +2; Hardness: 20; hp 180; Weight 65lb.; Str: 20 (+5); Dmg 1d8 +7 claws; Modifications: Armor (+2 AC), enhanced Strength +8, heel spikes (+1d8) Hidden Weapon: Mace; DC 47; Cost: 130,000 gp for both

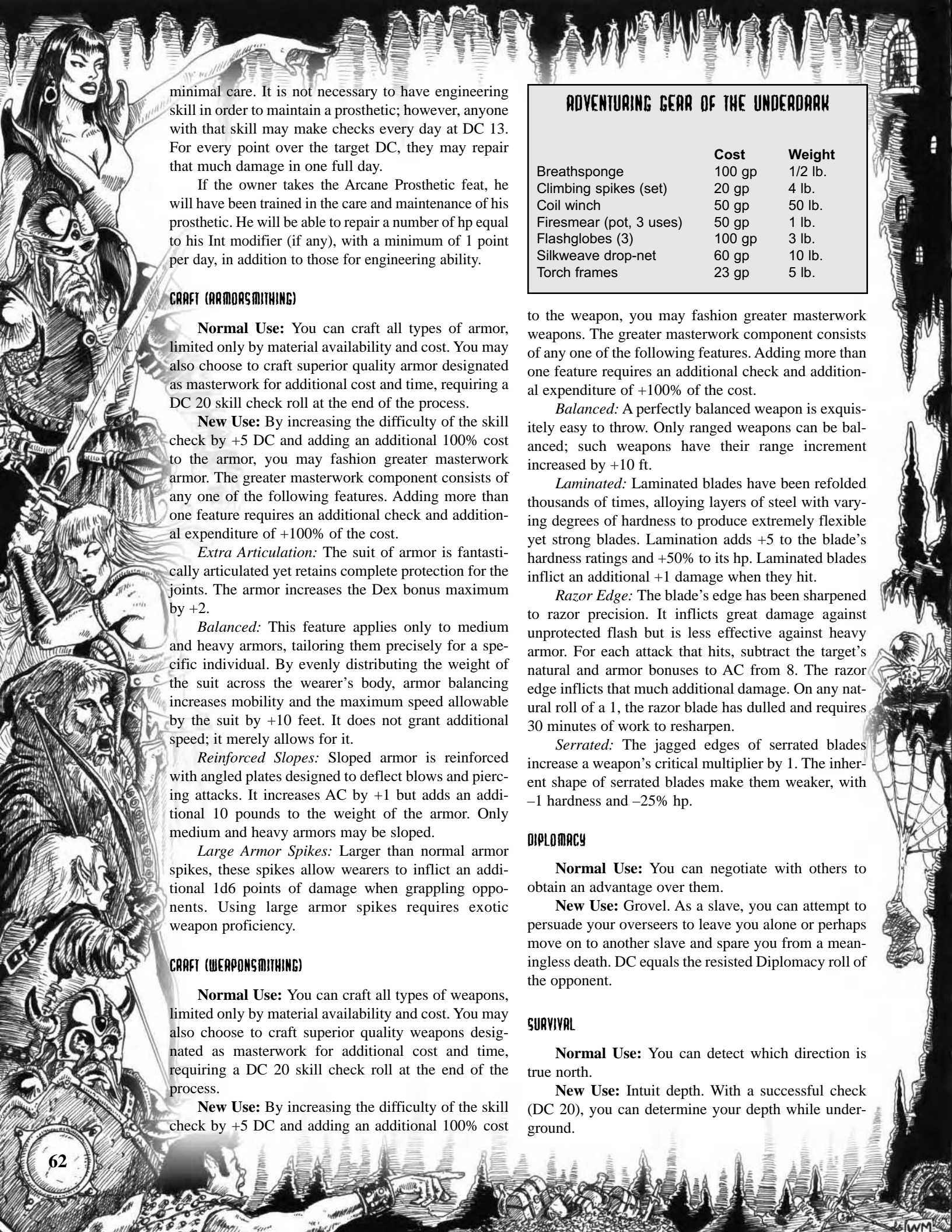
DRELOTHS HAMMERFIST

Drelloth Furyfoe, a powerful warrior in the service of Citadel Nossuth, was forced to undergo an amputation in order to test his special arm. The first umbrite-forged arcane prosthetic became known as the Hammerfist under the use of its master. With its modular hammer in the shape of a huge fist, Hammerfist is a feared combatant in the region of the Corridor.

The Hammerfist is actually fairly simple in construction. It is a large arm, whose detail is hard to scrutinize due to the properties of the umbrite construction. The most notable feature is the modular hand which is replaced with a large +4 *warhammer*, or occasionally a +4 *morningstar*.

Large Framed, Full Adamantine Left Arm +4; Hardness 13; hp 150; Weight 40 lb.; Str 19 (+4); Dmg 1d6+8, or 1d8+8 hammer or morningstar; Modifications: Armor (+1 AC), enhanced Strength +9, modular: *hammer* +4, *morningstar* +4; DC 44; Cost 156,000 gp





minimal care. It is not necessary to have engineering skill in order to maintain a prosthetic; however, anyone with that skill may make checks every day at DC 13. For every point over the target DC, they may repair that much damage in one full day.

If the owner takes the Arcane Prosthetic feat, he will have been trained in the care and maintenance of his prosthetic. He will be able to repair a number of hp equal to his Int modifier (if any), with a minimum of 1 point per day, in addition to those for engineering ability.

CRAFT (ARMORSMITHING)

Normal Use: You can craft all types of armor, limited only by material availability and cost. You may also choose to craft superior quality armor designated as masterwork for additional cost and time, requiring a DC 20 skill check roll at the end of the process.

New Use: By increasing the difficulty of the skill check by +5 DC and adding an additional 100% cost to the armor, you may fashion greater masterwork armor. The greater masterwork component consists of any one of the following features. Adding more than one feature requires an additional check and additional expenditure of +100% of the cost.

Extra Articulation: The suit of armor is fantastically articulated yet retains complete protection for the joints. The armor increases the Dex bonus maximum by +2.

Balanced: This feature applies only to medium and heavy armors, tailoring them precisely for a specific individual. By evenly distributing the weight of the suit across the wearer's body, armor balancing increases mobility and the maximum speed allowable by the suit by +10 feet. It does not grant additional speed; it merely allows for it.

Reinforced Slopes: Sloped armor is reinforced with angled plates designed to deflect blows and piercing attacks. It increases AC by +1 but adds an additional 10 pounds to the weight of the armor. Only medium and heavy armors may be sloped.

Large Armor Spikes: Larger than normal armor spikes, these spikes allow wearers to inflict an additional 1d6 points of damage when grappling opponents. Using large armor spikes requires exotic weapon proficiency.

CRAFT (WEAPONSMITHING)

Normal Use: You can craft all types of weapons, limited only by material availability and cost. You may also choose to craft superior quality weapons designated as masterwork for additional cost and time, requiring a DC 20 skill check roll at the end of the process.

New Use: By increasing the difficulty of the skill check by +5 DC and adding an additional 100% cost

ADVENTURING GEAR OF THE UNDERDARK

	Cost	Weight
Breathsponge	100 gp	1/2 lb.
Climbing spikes (set)	20 gp	4 lb.
Coil winch	50 gp	50 lb.
Firesmear (pot, 3 uses)	50 gp	1 lb.
Flashglobes (3)	100 gp	3 lb.
Silkweave drop-net	60 gp	10 lb.
Torch frames	23 gp	5 lb.

to the weapon, you may fashion greater masterwork weapons. The greater masterwork component consists of any one of the following features. Adding more than one feature requires an additional check and additional expenditure of +100% of the cost.

Balanced: A perfectly balanced weapon is exquisitely easy to throw. Only ranged weapons can be balanced; such weapons have their range increment increased by +10 ft.

Laminated: Laminated blades have been refolded thousands of times, alloying layers of steel with varying degrees of hardness to produce extremely flexible yet strong blades. Lamination adds +5 to the blade's hardness ratings and +50% to its hp. Laminated blades inflict an additional +1 damage when they hit.

Razor Edge: The blade's edge has been sharpened to razor precision. It inflicts great damage against unprotected flesh but is less effective against heavy armor. For each attack that hits, subtract the target's natural and armor bonuses to AC from 8. The razor edge inflicts that much additional damage. On any natural roll of a 1, the razor blade has dulled and requires 30 minutes of work to sharpen.

Serrated: The jagged edges of serrated blades increase a weapon's critical multiplier by 1. The inherent shape of serrated blades make them weaker, with -1 hardness and -25% hp.

DIPLOMACY

Normal Use: You can negotiate with others to obtain an advantage over them.

New Use: Grovel. As a slave, you can attempt to persuade your overseers to leave you alone or perhaps move on to another slave and spare you from a meaningless death. DC equals the resisted Diplomacy roll of the opponent.

SURVIVAL

Normal Use: You can detect which direction is true north.

New Use: Intuit depth. With a successful check (DC 20), you can determine your depth while underground.

NEW EQUIPMENT

The residents and visitors of the underdark are held captive by its demands. The utter darkness and irregular terrain meanders far beyond the experience of normal surface dwellers. These unique conditions require special adaptations and proper equipment if adventurers are to overcome day-to-day obstacles in the underdark.

ADVENTURING EQUIPMENT

Breathsponge: Not actually made from sponge, these handy implements are made from a fresh water fungus called s'sagra. Mounted in a small metal, ivory or sometimes stone mouthpiece, the fungus is dried and treated with a special mix of unguents. The result is a dry, dense, spongy mass of astounding absorben-
cy.

This sponge is capable of filtering most toxic gases from the air and can even pull oxygen out of water for up to one hour. After an hour of continuous use, it is no longer serviceable and must be thrown away. Against gas-based attacks, this mouthpiece grants a +3 resistance bonus to any Fortitude saves.

Climbing Spikes: These small harnesses, which strap around boots or gauntlets for climbing mountains, make excellent tools in the underdark for traversing crevasses and bottomless pits. Climbing spikes are also available for the hands, usually made as gauntlets. You cannot effectively wield a weapon in combat while wearing gauntlets with spikes, but you may attack with the spikes for 1d3 points of damage. While wearing boot spikes, your movement is reduced by 5 feet per round. Climbing spikes grant +2 to all Climb checks for both boots and the gauntlets or +1 for only boots or gauntlets.

Coil Winch: Winches are cumbersome but extremely useful for cave exploration. A coil winch is a small backpack-sized winch capable of holding 300 feet of thin cord. The winch is capable of pulling more than 1,000 pounds, more than enough to lower a small group of people down a dark hole.

Firesmear: This paste is inky black in color, stored in small spidersilk packets. When applied across a surface, the paste lights up to those using darkvision. The stain makes it virtually impossible to hide from those using darkvision, conferring a -5 penalty to all Hide checks against those using darkvision. Firesmear has no effect on those using low-light vision and normal vision. Drow use this concoction for a variety of things from artwork to body paints to warfare.

When used in war parties, firesmear packets are

attached to the tips of crossbow bolts. When they successfully strike an object, it becomes stained, and everyone with darkvision gains a +1 circumstance bonus to attacks made against that target. Made of a mixture of starstone, powdered luminous fungi, caustic acids and everdark, a special ink made of dragon scales, firesmear lasts for 1d4 days per application. Some varieties can last longer but tend not to be as potent as the combat mixtures (nor receive their bonuses).

Flashglobes: Flashglobes are small glass or thin ceramic containers holding a mixture of minerals such as sulfur and starstone. Made by surface communities with large mining populations that make forays into the upper underdark, they explode with a harmless pop when smashed onto the ground, filling a 20-foot radius with brilliant light. If not prepared for the detonation, those in the area can be dazzled; they must make a Reflex save (DC 15) or be blinded and dazed for 1d4 rounds.

Flashglobes are always carried by miners near known entrances to the underdark and are popular with adventurers. They are kept in small cushioned pocketed pouches in bunches of three.

Silkweave Droplets: Drow are renowned for their tactic of dropping nets from the shadows onto unsuspecting parties below. Silkweave droplets are large nets made of giant spider silk. The seam of the net is woven with stone-hooks, allowing them to be easily secured to any rough vertical surface. A simple pull on the release line and the net comes falling down on the hapless victims below. These nets can reach over 20 feet across. Due to the diaphanous nature of the droplets, Spot checks are difficult: DC 25 under well-lit circumstances.

Torch Frames: Used by many surface races when exploring the depths of the lands below, a torch frame is a simple but practical wooden and metal frame attached to a backpack and featuring an adjustable armature that holds a sconce. A torch may be placed in the sconce, where it will be held behind and slightly above its bearer, leaving his arms free to climb or wield weapons.

Some archers use modified versions of torch frames to light specially prepared arrows soaked in pitch, set to ignite when drawn from their quiver. The arrows pass through the flames of the torch in one consecutive motion, lighting the arrow momentarily before it is nocked and fired. If the archer rolls a natural 1 on the d20 when attempting this maneuver, he will accidentally ignite all of his arrows, causing himself 1d6 points of damage per round until he drops the quiver.



WEAPONS

Axe Hook: Duergar warlords have a certain fondness for these brutal weapons. Consisting of a dwarven war axe attached to a three-pronged, spiked hook by a strong length of chain, the axe hook is deadly in the hands of a trained warrior. An exotic double weapon, the axe is wielded in one hand and the hook in another. Using the hook, the wielder gets a +3 bonus to any attempts to trip or disarm his opponent.

Bladed Shield: Bladed shields are known through the underdark as the mark of the svirfneblin's elite soldiers.

These small and medium sized blade-edged shields may be wielded as an exotic weapon at no penalty.

Brace Crossbow: The brace crossbow is another svirfneblin invention, consisting of a crossbow attached to a large bracer that covers the forearm.

A sensitive trigger mechanism encircles the wrist inside the bracer, enabling the wielder to

fire his quarrel with a slight rotation of the wrist. These crossbows may also be drawn by hand, requiring a move-equivalent action to do so and provoking an attack of opportunity. The range of the brace crossbow is 20 feet.

Khorus Vahk: The exotic Khorus Vahk, a large dwarven broadsword, has an odd balance that capitalizes on the dwarf's low center of gravity. Resembling a top-heavy greatsword, the Khorus Vahk is capable of tremendous chopping power. The sword is ancient in design and is rarely used anymore. Because of the top-heavy nature of the blade, non-dwarves attempting to use a Khorus Vahk receive a -2 penalty to attack rolls.

Qui-Jhus Rakkha: The Qui-Jhus Rakkha is the traditional drow war-spear used by lizard-riding cavalry and house soldiers. This short-hafted spear bears a long, serrated blade on one end and a short stabbing point backed by a hook on the other. The hook on the secondary end allows its wielder to make disarm attacks with a +2 bonus. It may be wielded as a regular spear or as a double weapon requiring an exotic weapon proficiency feat.

Spider Fang: Subtle but deadly, the adamantine spider fang slides over the wearer's middle and ring fingers. It resembles tiny vambraces for the fingers ending in long adamantine needles. Inside the spider fangs are reservoirs for up to two doses of poison per finger. A spider fang is incapable of piercing medium or heavy armor unless the victim is immobilized or pinned to the ground. Otherwise, against opponents wearing light or no armor, a normal attack will suffice for an injection of venom.

Stone Fang Crossbow Bolts: The signature weapon of the derro's stone fang snipers, the stone fang crossbow bolt is an extremely sharp, serrated crossbow tip made of hard stone. These bolts are universally reviled throughout the underdark, notorious for the terrible wounds they inflict and for the frequency with which they break off inside the wound.

If the total number of the attack roll exceeds the number needed to hit the target by the target's armor bonus, the bolt tip will break off in the wound.

For example, the bolt tip would break off in a target wearing a chain shirt (+4 armor bonus) if the attack roll exceeded the target's total AC by 4 or more. Victims suffer a -1 circumstance penalty to all attack rolls and skill checks for each bolt tip that becomes embedded inside them this way. Removing a bolt tip requires a Healing check (DC of the damage inflicted by the bolt). If the roll fails, the bolt deals an additional 1d3 points of damage.

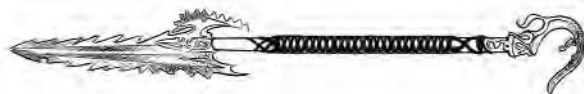
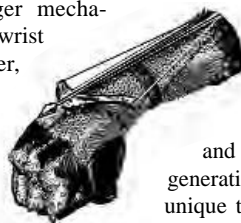
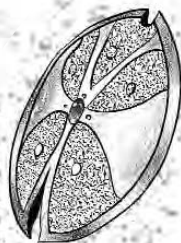
MATERIALS

The secrets of the underdark are myriad and well hidden. Shrouded beneath eternal darkness, each generation makes new discoveries. Many of these secrets are unique to the sunless lands, and their properties have helped shape the cultures that dwell there for countless centuries.

Crystalline: The crystal Smiths of Fort Glimmersteel have long made crystalline weaponry for their troops. Using precious stones to line the edge of their bladed weapons, crystalline weapons are capable of slicing through the toughest of hides. A weapon edged in crystal ignores half of the armor bonus granted by armor (round up). Against magical armor, this applies only to the armor, but not the enhancement magic of the armor. This also applies to shields. The weapon itself must be enchanted to at least the same level as the armor to enjoy this effect, otherwise it's treated as a normal weapon. Furthermore, if used to sunder a weapon or strike an inanimate object the weapon deals an additional +1d6 points of damage.

True crystalline weaponry is rare in the extreme. These weapons are made entirely from a precious crystal or gem and are fragile but very lethal weapons used only in the times of greatest need. A true crystalline blade is typically made of diamond. It ignores armor bonuses of armor, as well as deflection bonuses from magical items. Against magical armor, the weapon needs to be enchanted to at least the same basic level of the armor in order to enjoy this ability; otherwise, it is treated as a normal weapon. These weapons are extremely fragile, despite their incredible hardness. A weapon that is true crystalline shatters on a natural attack roll of a 1; its hardness is 20 but it only has 5 hp. Only slashing and piercing weapons may be crystalline.

Silkweave: Drow and some duergar have mastered the craft of weaving giant spider silk. Incredibly lightweight and



WEAPONS OF THE UNDERDARK

Weapon	Cost	Dmg (S)	Dmg (M)	Critical	Weight	Type
<i>Exotic Melee</i>						
Light						
Spider fang	15 gp	1	1	19-20/x2	–	Piercing
<i>One Handed Weapons</i>						
Small bladed shield	5 gp	1d3	1d4	19-20/x2	5 lb.	Slashing
Large bladed shield	25 gp	1d6	1d8	19-20/x2	15 lb.	Slashing
<i>Two Handed Weapons</i>						
Axe hook	60 gp	1d8/1d4	1d10/1d6	x3	20 lb.	Slashing
Khorus vahk	150 gp	1d10	1d12	19-20/x3	23 lb.	Slashing
Qui-jhus rakkha	50 gp	1d8/1d4	1d10/1d6	19-20/x2	20 lb.	Slashing
<i>Exotic Ranged</i>						
Brace crossbow	200 gp	1d3	1d4	19-20/x2	4 lb.	Piercing
Stone fang crossbow bolts (20)	20 gp	–	–	–	6 lbs.	–

MATERIALS OF THE UNDERDARK

Material	Cost	Weight	Benefit
Crystal, edged	x50	x1	Ignore half of armor bonus; +1d6 sunder damage
Crystal, true	x200	x1	Ignores armor and deflection bonuses
Silkweave	x2	x1/2	Lightweight
Starstone (1 ounce cube)	6 gp	–	Gives off light as if a torch
Umbrite	x300	x1	+3 Hide bonus

durable, it is used to create various goods including clothes, light armor and utilitarian products such as sidepacks, pouches and the like. Silkweave garments and items are 50% lighter than their regular counterparts and are double the price. Silkweave is often shaped and soaked repeatedly in pools rich with lime and other hard minerals to create calcified pots, urns and other crafts of remarkable hardness.

Starstone: Starstone is a mineral that appears in small cubical formations near sulfur springs and volcanically active areas. Growing in small clumps no larger than a person's fist, it has an oily feel despite being dry, and leaves no residue. If it is hit by anything hard, this ordinary-looking material immediately begins to glow and give off mild heat.

Starstone is often powdered and mixed with sulfur and other ingredients to manufacture the flash powder used in flashglobes. Its strong illuminative qualities affect darkvision and low-light vision in particular, making it useful for decoration and as a diversion.

Umbrite: Umbrite is a dark, dense metal of surprising hardness. While umbrite is no match for the hardness of mithral or adamantite, it is stronger than steel and easily among the most durable metals known. Beyond its capable performance as a metal, umbrite is remarkable for its light-absorbing qualities. Umbrite seemingly absorbs light at a slow rate, causing shadows around it to deepen considerably. In fact, veins of umbrite are often located by noting areas incurring a sudden loss of light.

Strangely, umbrite is a relatively new discovery, having first been written about within the last 200 years. When the first reports of this material were made, they were dismissed as hal-

lucinations produced by the subterranean gases. This may be one reason umbrite has remained unknown for so long. Umbrite is only found during mining operations for other ores or rare gems, and even more curiously, only in the deepest and darkest locales where few civilized folk venture.

One drow archmage has theorized that umbrite may well be a new material. Its appearance and location may be linked with the little-known fact that it only appears near large concentrations of the strange radiations that are said to power many of the enchantments of the drow. Other learned folk have speculated that umbrite might be seepage from the plane of shadow. Many agree with this theory, since umbrite is only found in places of deepest darkness.

Miners have long maintained that umbrite is an unlucky material and bodes ill. Stories abound of miners disappearing frequently after a vein of umbrite has been uncovered. Miners have considered it a nuisance material for decades, since until recently it was impossible to forge umbrite into any useful product.

The duergar now apparently possess a process that allows the forging of umbrite. The underdark races have begun vying to learn this secret and, more importantly, to gain control of umbrite mines of their own.

Umbrite-forged items are immensely expensive. A forged umbrite item weighing 1 pound or more retains much of its light-absorbing properties. While wielding any umbrite item of 1 pound or more, the user gains a +3 circumstance bonus to all Hide checks. Shadows around him seem to be deeper and darker. This affects a 5-foot area around the wielder and does not extend to others.



CHAPTER 2

CREATURES OF THE UNDERDARK

ARACHNOID (TEMPLATE)

The creatures that survive in the underdark are marked by its ferocity. Sometimes survival requires adaptation. One of the most successful deep denizens is the spider, and its influence is felt on those who have adapted to underdark life. Whether through intentional magical modification, unnatural cross-breeding, or the strange effects of underdark radiation, some underdark creatures evolve spider-like traits. These are known as arachnoids.

The degree of spider traits varies. Some arachnoids merely have small spinnerets or a venomous bite, none of which is evident upon casual inspection. Others, however, experience far more dramatic transformations. They may grow extra spider limbs, have their eyes and faces transformed, or begin to weave spider-like webs.

The arachnoid template is a way to add a distinctive feel to underdark encounters. A mundane worg becomes a freakish spiderworg; a gnome trader becomes a bizarre spider-mutant.

CREATING AN ARACHNOID

“Arachnoid” is a template that can be added to any aberration, animal, dragon, giant, humanoid, magical beast, monstrous humanoid, or vermin creature (hereafter referred to as the base creature).

An arachnoid creature has all the base creature’s statistics and special abilities except as noted here.

Size and Type: These remain the same. The creature’s general appearance alters to appear more spider-like, including any or all of the following:

- Small spinnerets on the wrists.
- Spider-like fangs.
- Multifaceted eyes.
- Growth of additional eyes (up to eight).
- Large, pronounced body hair, almost like many small spines.
- Growth of extra limbs, whether spider-like or like the original creature (but these do not grant addi-

tional attacks).

- Reversion to walking on all four (or eight) legs with a hunched posture.
- Complete bodily transformation into a spider, retaining only the most overt characteristics of the base creature (such as its head and face, coloring, or distinctive traits like purple tentacles).

Armor Class: The creature gains an additional +2 natural armor bonus due to the thickening of its hide and the addition of chitinous plates.

Attacks: The creature gains a spider-like bite attack at its highest base attack bonus (damage as a monstrous spider of its size, modified by Str; 1d4 for Small and 1d6 for Medium). If it already has a bite attack, it changes to be like that of a spider. The bite is venomous (see below).

Special Attacks: The creature gains the following special attacks:

Poison: The creature’s bite is poisonous. The poison is as a monstrous spider of its size (see MM).

Web: The creature can spin a web as a web-spinning monstrous spider. It can throw a web up to 1d4+4 times per day. It can create sheets of sticky webbing as a monstrous spider.

Skills: The creature gains a racial bonus to skills: +4 to Hide and Spot, and +8 to Climb.

Challenge Rating: +1.

ARACHNOID BOAR

An arachnoid boar has eight boar-like legs. Its body is covered in coarse hairs, almost like short black spines. It has a boar-like head but with two multifaceted eyes and enormous fangs (like a tarantula’s) hanging below its tusks. It launches webs from spinnerets located on its rear abdomen.

Arachnoid boars were created many years ago in a failed experiment by a drow wizard. They have since multiplied and are now fairly common in certain regions of the underdark.

Hit Dice: 3d8+12 (25 hp)
Initiative: +0
Speed: 40 ft.
Armor Class: 18 (+8 natural), touch 10, flat-footed 18
Base Attack/Grapple: +2/+4
Attack: Gore +4 melee (1d8+3)
Full Attack: Gore +4 melee (1d8+2) and bite +4 melee (1d6+2 and poison)
Space/Reach: 5 ft./5 ft.
Special Attacks: Ferocity, poison, web
Saves: Fort +6, Ref +3, Will +2
Abilities: Str 15, Dex 10, Con 17, Int 2, Wis 13, Cha 4
Skills: Climb +10, Hide +4, Listen +7, Spot +9
Feats: Alertness, Toughness

Climate/Terrain: Temperate forests
Organization: Solitary or herd (5-8)
Challenge Rating: 3
Treasure: None
Alignment: Always neutral
Advancement: 4-5 HD (Medium)

Arachnoid Boar
Medium Animal

Arachnoid Goblin
Small Humanoid

Hit Dice: 1d8+1 (5 hp)
Initiative: +1
Speed: 30 ft.
Armor Class: 17 (+1 size, +1 Dex, +2 natural, +2 leather armor, +1 light shield), touch 12, flat-footed 16 +1/-3
Attack: Bite +2 melee (1d4 plus poison)
Full Attack: or javelin +3 ranged (1d4)
Space/Reach: 5 ft./5 ft.
Special Attacks: Poison, web
Saves: Fort +3, Ref +1, Will -1
Abilities: Str 11, Dex 13, Con 12, Int 10, Wis 9, Cha 6
Skills: Climb +8, Hide +9, Listen +2, Move Silently +5, Ride +4, Spot +6
Feats: Alertness

Climate/Terrain: Underground
Organization: Solitary or gang (4-9)
Challenge Rating: 1
Treasure: Standard
Alignment: Usually neutral evil
Advancement: By character class

Hit Dice: 8d8+35 (71 hp)
Initiative: +1
Speed: 20 ft., burrow 20 ft.
Armor Class: 20 (-1 size, +1 Dex, +10 natural), touch 10, flat-footed 19
Base Attack/Grapple: +6/+16
Attack: Claw +11 melee (2d4+6)
Full Attack: 2 claws +11 melee (2d4+6), and bite +9 melee (2d8+3 and poison)
Space/Reach: 10 ft./10 ft.
Special Attacks: Confusing gaze, poison, web
Special Qualities: Darkvision 60 ft., tremorsense 60 ft.
Saves: Fort +8, Ref +3, Will +6
Abilities: Str 12, Dex 13, Con 19, Int 11, Wis 11, Cha 13
Skills: Climb +20, Hide +4, Listen +11, Spot +4
Feats: Great Fortitude, Multiattack, Toughness

Climate/Terrain: Underground
Organization: Solitary or cluster (2-4)
Challenge Rating: 8
Treasure: Standard
Alignment: Usually chaotic evil
Advancement: 9-12 HD (Large); 13-24 HD (Huge)

Arachnoid UMBER HULK
Large Aberration

Arachnoid Wolf
Medium Animal

Hit Dice: 2d8+4 (13 hp)
Initiative: +2
Speed: 50 ft.
Armor Class: 16 (+2 Dex, +4 natural), touch 12, flat-footed 14 +1/+2
Attack: Bite +3 melee (1d6+1 and poison)
Full Attack: Bite +3 melee (1d6+1 and poison)
Space/Reach: 5 ft./5 ft.
Special Attacks: Trip, poison, web
Special Qualities: Low-light vision, scent
Saves: Fort +5, Ref +5, Will +1
Abilities: Str 13, Dex 15, Con 15, Int 2, Wis 12, Cha 6
Skills: Climb +9, Hide +6, Listen +3, Move Silently +3, Spot +7, Survival* +1
Feats: Track, Weapon Focus (bite)

Climate/Terrain: Underground
Organization: Solitary, pair, or pack (7-16)
Challenge Rating: 2
Treasure: None
Alignment: Always neutral
Advancement: 3 HD (Medium); 4-6 HD (Large)



COMBAT

Ferocity (Ex): An arachnid boar is such a tenacious combatant that it continues to fight without penalty even while disabled or dying.

Poison (Ex): The bite of the arachnid boar is poisonous: Injury, DC 12, Initial Damage 1d4 Str, Secondary Damage 1d4 Str.

Web (Ex): The arachnid boar can spin a web as a web-spinning monstrous spider. It can throw a web from spinnerets under its rump up to 6 times per day. It can create sheets of sticky webbing as a monstrous spider.

ARACHNID GOBLIN

These goblinoid misfits were cursed by long enslavement to the drow, who used magical experiments to mark them with arachnid mutations. Since then, some have escaped and formed their own furtive gangs, which are always few in number.

Arachnid goblins look like normal goblins, but with four scraggly spider limbs protruding from their backs. These limbs are prehensile but lack claws or fingers with which to accomplish anything but climbing. They have huge, spider-like fangs.

COMBAT

Arachnid goblins survive with hit-and-run envenoming tactics: they ambush a target, bite them furiously, then retreat until their poison has taken hold, at which point they close in for the kill.

Poison (Ex): The bite of the arachnid goblin is poisonous: Injury, DC 10, Initial Damage 1d3 Str, Secondary Damage 1d3 Str.

Web (Ex): The arachnid goblin can spin a web as a web-spinning monstrous spider. It can throw a web up to 4 times per day. It can create sheets of sticky webbing as a monstrous spider.

ARACHNID UMBER HULK

No one knows how the arachnid umber hulks were created. It is possible the aberrations are the result of direct matings between the two species. They look like a freakish perversion of a normal umber hulk, sporting eight limbs, four each of legs and arms. Two of each pair are atrophied and weak, with spinnerets at their tip.

COMBAT

Arachnid umber hulks are avoided by all creatures. They attack randomly and relentlessly.

Confusing Gaze (Su): As the umber hulk.

Poison (Ex): The bite of the arachnid umber hulk is poisonous: Injury, DC 13, Initial Damage 1d6 Str, Secondary Damage 1d6 Str.

Web (Ex): The arachnid umber hulk can spin a web as a web-spinning monstrous spider. It can throw a web up to 8 times per day. It can create sheets of sticky webbing as a monstrous spider.

ARACHNID WOLF

Packs of arachnid wolves are greatly feared predators of the underdark. Their origin is cloaked in mystery, as they never associate with any other species.

Arachnid wolves are barely recognizable as wolves. They have eight spindly legs supporting a body covered in ratty, spotty hair. The head is a horrid mix of both spider and wolf.

COMBAT

Arachnid wolves attack with the same persistence and cunning that marks their unmutated cousins. Pack tactics are favored.

Trip (Ex): As the wolf.

Poison (Ex): The bite of the arachnid wolf is poisonous: Injury, DC 12, Initial Damage 1d4 Str, Secondary Damage 1d4 Str.

Web (Ex): The arachnid wolf can spin a web as a web-spinning monstrous spider from spinnerets hidden under its jaw. It can throw a web up to 4 times per day. It can create sheets of sticky webbing as a monstrous spider.

* **Skills:** As a wolf, +4 to Survival when tracking by scent.

ATHASI

Medium Aberration

Hit Dice:	4d8+4 (22 hp)
Initiative:	+2 (Dex)
Speed:	30 ft.
AC:	15 (+2 Dex, +3 natural), touch 12, flat-footed 13
Base Atk/Grapple:	+3/+3
Attack:	Tentacle +4 melee (1d6 and 1d3 temporary Intelligence)
Full Attack:	Tentacle +4 melee (1d6 and 1d3 temporary Intelligence)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Intelligence drain, psionic abilities
Special Qualities:	Cloak of concealment, darkvision 120 ft., SR 18
Saves:	Fort +2, Ref +3, Will +6
Abilities:	Str 10, Dex 15, Con 12, Int 18, Wis 15, Cha 16
Skills:	Bluff +10, Diplomacy +10, Listen +9, Sense Motive +9, Spot +9, Tumble +9
Feats:	Combat Casting, Dodge, Improved Initiative, Spell Penetration, Weapon Focus (tentacle)

Climate/Terrain:	Underground
Organization:	Solitary
Challenge Rating:	4
Treasure:	Double standard
Alignment:	Always chaotic evil
Advancement:	By character class

In the ancient days, the athasi were the first intelligent species to walk the underdark's shadowy caverns. Perhaps they existed before the gods created humanity and other species, or perhaps they were the first race to be given sentience. In any case, the athasi grew ambitious. Jealous of the gods' power, they schemed to elevate themselves to divine levels. They crafted many of the strange underdark races as servitors, most notably the eye tyrants and flayers of the mind. Other strange races may also bear their mark. In time, the athasi grew too arrogant. They planned to destroy all life the gods created and then, once their conquest of the world was complete, they would turn their power against the gods. For a time, their plan met with success, but in time they were defeated. Even the mighty athasi could not match the gods. In the final days of the struggle, the athasi fled to the deepest reaches of the underdark. Few survived the destruction of their underworld cities.

Thousands of years later, the athasi continue on in




small numbers. No more than three hundred of these creatures exist. The gods have long since forgotten them, as they are too weak to ever again threaten the world. However, the athasi have not yet forgotten or forgiven their losses. To this day, they plot to destroy the gods' creatures and what they consider to be servitor races that betrayed them. If the athasi cannot avenge themselves against the gods, they will take the next best target.

Athasi travel the underdark, seeking to ignite wars between settlements. They hate good and evil creatures with equal vigor, and gleefully murder drow, svirfneblin, and other creatures they encounter. In isolated workshops and deep caverns they produce bronze reapers (see below) and continue their arcane studies. Usually, an athasi plants false evidence of an impending attack, makes attacks to increase tension in an area, or uses its psionic powers to subvert and control a noble or other leader. The athasi dream of an underdark purged of all other humanoid and intelligent races. Perhaps when that day passes, they can once again rebuild their cities.

All athasi have unique appearances. Some resemble gray-skinned, hairless humans. Others look like flayers of the mind that lack facial tentacles but instead have a single, long appendage set at the base of their skulls. As the first intelligent race, they were given a wide range of forms. The one constant is that all athasi have humanoid faces, mouths capable of forming speech, hands to manipulate items, and a single, long tentacle that they use to batter opponents and drain their minds.

The athasi's preferred character class is sorcerer,





though many gain levels as rogues and wizards. Athasi cannot become clerics or druids, as the gods refuse to hear their prayers. However, athasi sorcerers and wizards consider all divine spells to be among the spells they may add to their spellbooks. As one of the original sentient races, the athasi were created before the divide between arcane and divine magic was put in place.

COMBAT

Athasi usually try to avoid combat, except to use their tentacle to rob a creature of its memories and learn of its surroundings. Usually, they strike from ambush, using their psionic abilities and invisibility to approach a target from hiding and leap upon it before it can prepare a defense. Athasi prefer sleeping or otherwise helpless foes. They slip into settlements or sneak into camps and pick out what looks like an important or powerful figure to target.

Athasi also use these tactics when they must defend themselves. They use hit and run attacks, preferably by sneaking into an area, to turn their enemies into mindless vegetables. Over time, the attackers either give up and leave or are finally whittled down to such small numbers that they can be overwhelmed in battle.

Intelligence Drain (Ex): When the athasi strikes an opponent with its tentacle, it deals 1d3 temporary Intelligence damage. Furthermore, the athasi immediately gains knowledge of the last settlement the crea-

ture visited (or the location of its lair) and how to travel there. Finally, a creature that sustains Intelligence damage must make a Will save each time it suffers damage (DC 20) or forget everything about its encounter with the athasi.

Psionic Abilities (Su): At will: *burning hands*, *charm monster*, *fly*, *suggestion*. These abilities are as the spells cast by a 10th-level sorcerer. The save DC to resist them is 13 + spell level.

Cloak of Concealment (Su): All athasi have the ability to bend and fold space around them, giving them the equivalent of *improved invisibility* as cast by a 20th-level wizard. An athasi can activate or drop this ability as a free action at will.

BRONZE REAPER

Large Construct

Hit Dice:	16d10+30 (118 hp)
Initiative:	+1 (Dex)
Speed:	20 ft.
AC:	26 (+1 Dex, +16 natural, -1 size), touch 10, flat-footed 26
Base Atk/Grapple:	+12/+24
Attack:	Blade +19 melee (2d10+8)
Full Attack:	2 blades +19 melee (2d10+8)
Space/Reach:	5 ft./10 ft.
Special Attacks:	Fiery blast, scything blades
Special Qualities:	Construct traits, DR 20/+2, SR 25
Saves:	Fort +5, Ref +6, Will +7
Abilities:	Str 26, Dex 12, Con -, Int -, Wis 15, Cha 1

Climate/Terrain:	Underground
Organization:	Solitary or pod (2-5)
Challenge Rating:	13
Treasure:	Standard
Alignment:	Always neutral
Advancement:	17-22 HD (Large); 23-28 HD (Huge)

For as long as the eldest races can remember, the bronze reapers have been a menace to all life in the underdark. They are towering, vaguely humanoid statues crafted from bronze. In place of hands they have long blades forged from an unknown black metal streaked with green. Their faces resemble a death's head, and their jaws can open to let loose a blast of searing fire.

Sages believe that the race known as the athasi built these things to destroy all the gods' living creations. In the ancient days, the athasi rebelled against the gods and strove to exterminate all life on the planet. With all potential competitors out of the way, they would be free to rule the planet and ultimately the cos-



mos as their own. In the final days of the war, the race was forced to flee deep into the earth. While they are now gone, their machineries of war remain. To this day, isolated athasi ruins remain in the underdark, the last strongholds they held before the gods and their servants defeated them. So ancient was this war that little more than fragmentary descriptions of it remain in the oldest and holiest religious texts.

Reapers attack all living things. They are relentless in combat, and some wily raiders and bandits have been known to lure these machines to civilized lands to let them loose. When the reaper's carnage is finally halted, the raiders can descend to pick the ruins clean. With the athasi long dead and reapers known for their aggressive attacks, that any still remain active puzzles researchers. Many theorize that somewhere in the underdark a machine shop staffed by worker drones continues to produce these constructs.

COMBAT

In battle, bronze reapers are terrible foes. Once they spot a living creature, they are relentless fighters who dice their opponents to pieces using their long, deadly blades. Reapers are simple-minded, using direct attacks to overwhelm enemies. Ambushes and other stratagems are beyond their intellectual abilities. Still, with their impressive attacks a reckless charge is all a reaper usually needs to defeat its opponents.

Fiery Blast (Su): Once per hour, a bronze reaper can produce a searing blast of flame from its fanged mouth. It creates a 60-ft. long cone of fire. All creatures within this area suffer 10d6 damage. A successful Reflex save (DC 18) halves this damage.

Scything Blades (Ex): The bronze reaper fights with a pair of incredibly sharp, dense blades that can cut through flesh, bone, and metal with ease. In battle, the reaper gains the following feats when fighting with these blades: Cleave, Great Cleave, Power Attack, Whirlwind Attack.


Construct Traits (Ex): Immune to mind-influencing effects, poison, disease, and similar effects. Not subject to critical hits, nonlethal damage, ability damage, energy drain, or death from massive damage.



CRYSTAL SLIME

	Large Ooze
Hit Dice:	6d10+12 (45 hp)
Initiative:	+0
Speed:	20 ft.
AC:	15 (+6 natural, -1 size), touch 9, flat-footed 15
Base Atk/Grapple:	+4/+13
Attack:	Pseudopod +8 melee (1d8 plus paralysis)
Full Attack:	Pseudopod +8 melee (1d8 plus paralysis)
Space/Reach:	5 ft./10 ft.
Special Attacks:	Chorus of colors, mesmeric coloration, paralyzing touch
Special Qualities:	Bioluminescence, blindsight, ooze qualities
Saves:	Fort +4, Ref +2, Will +2
Abilities:	Str 20, Dex 10, Con 15, Int -, Wis 11, Cha 4
<hr/>	
Climate/Terrain:	Underground
Organization:	Solitary or pod (2-5)
Challenge Rating:	5
Treasure:	Standard
Alignment:	Always neutral
Advancement:	7-10 HD (Large); 11-18 HD (Huge)





Crystal slimes are globs of transparent protoplasm flecked with shards of reflective stones and small globules of prismatic jelly. Tiny organs floating within the slime allow it to produce a cascade of light that shines from its body. When filtered through the stones and globes embedded within its body, the light produces a fascinating display of flashing, pulsing colors that lure creatures into a vapid, mindless state. When disabled in this way, creatures make easy prey for the crystal slime to devour.

Crystal slimes usually lurk at the edges of caverns, as their abilities can draw the attention of nearby predators. Usually, the slime relies on speed and surprise to dazzle prey, grab it, and drag it away to feast upon later. The drow and other races catch these creatures and use them for their light-giving properties. Prosperous nobles may keep crystal slimes in their mansions, while artists who specialize in working with these creatures train them to produce specific, artistic light effects. Of course, the drow being drow, the nobility enjoy feeding ineffectual slaves and retainers to the slimes. With the slime's transparent body, the drow can watch as their victims are slowly, and quite painfully, digested.

COMBAT

In battle, the crystal slime relies on its mesmeric abilities to render its opponents helpless. If a blast of its power leaves opponents active, it sometimes flees to safety. Otherwise, it relies on its paralytic touch to finish off its opponents and feast upon their remains.

Mesmeric Coloration (Ex): The colors and flashes that dance across a crystal slime's form have a hypnotic affect. Any creature viewing a slime must make a Will save (DC 15) or be stunned for 2d4 rounds. During this time, the victim stands gaping at the slime, rendered senseless by its scintillating display. The slime may use this ability only once against a particular creature per encounter. Once a creature attempts a save, whether it fails or succeeds, it cannot be affected again by this ability for the remainder of the encounter even if a different slime tries to use it.

Chorus of Colors (Ex): Several crystal slimes can work together to increase the effectiveness of their mesmeric coloration ability. For each slime present beyond the first, the DC to resist that ability increases by 1.

Paralyzing Touch (Ex): A creature hit by the crystal slime must make a Fortitude save (DC 15) or be paralyzed for 1d4 minutes.

Bioluminescence (Ex): As a free action, a crystal slime can shed light in a 60 ft. radius around its current position. A second free action douses this light. A crystal slime must activate this ability in order to use its mesmeric coloration special attack.

Blindsight (Ex): A crystal slime "sees" by detect-

ing vibrations, scents, and variations in air pressure that echo through its form. In essence, its entire outer membrane is a sensory organ. It can detect all items and creatures within 60 ft. of its position. It does not need to make Spot or Listen checks to notice hidden opponents. Silence and similar effects do not affect a crystal slime, as it relies on a variety of sensations to analyze its environment.

Ooze Qualities (Ex): Immune to poison, sleep effects, paralysis, stunning, polymorphing, critical hits, and all mind-influencing effects. An ooze cannot be flanked.

DEEP EARTH DRAGON

Deep Earth Dragon Dragon (Earth)

Climate/Terrain: Underground

Organization: Wyrmling, very young, young, juvenile, and young adult: solitary or clutch (2-5); Adult, mature adult, old, very old, ancient, wyrm, or great wyrm: solitary, pair, or family (1-2 and 2-5 offspring)

Challenge Ratings: Wyrmling 2; Very young 3; Young 5; Juvenile 7; Young adult 10; Adult 13; Mature adult 15; Old 17; Very old 18; Ancient 20; Wyrm 22; Great wyrm 24

Treasure: Double standard

Alignment: Any neutral or evil

Advancement: Wyrmling 7-8 HD (Small); Very young 10-11 HD (Medium-size); Young 13-14 HD (Medium-size); Juvenile 16-17 HD (Large); Young adult 19-20 HD (Large); Adult 22-23 HD (Huge); Mature adult 25-26 HD (Huge); Old 28-29 HD (Huge); Very old 31-32 HD (Huge); Ancient 34-35 HD (Gargantuan); Wyrm 37-38 HD (Gargantuan); Great wyrm 40+ HD (Gargantuan)

Deep earth dragons are the unseen lords of the deep underdark. Incredibly intelligent, they carve their territories near rich lodes of precious metals and gems. They often war against those foolish enough to enter their domains without permission.

Like other dragons, deep earth dragons suffer from immense pride. They feel that the underdark is their domain and they will go where they please. This has caused the slow decline of their line, as most civilized

DEEP EARTH DRAGON ABILITIES BY AGE

Age	Speed	Str	Dex	Con	Int	Wis	Cha	Special Abilities	Caster Level*
Wyrmling	40 ft., fly 50 ft. (average), burrow 40 ft.	13	10	13	10	11	10	Fire Immunity	-
Very young	45 ft., fly 50 ft. (poor), burrow 45 ft.	15	10	15	10	11	10	Spiderclimb 3/day	-
Young	45 ft., fly 100 ft. (poor), burrow 45 ft.	17	10	15	12	13	12		-
Juvenile	50 ft., fly 100 ft. (poor), burrow 50 ft.	19	10	17	14	15	14	Blindsight	1st
Young adult	50 ft., fly 100 ft. (poor), burrow 50 ft.	23	10	19	14	15	14	Damage reduction 5/+1	3rd
Adult	55 ft., fly 125 ft. (poor), burrow 55 ft.	27	10	21	16	17	16	Soften earth and stone 3/day	5th
Mature adult	55 ft., fly 125 ft. (poor), burrow 55 ft.	29	10	21	16	17	16	Damage reduction 10/+1	7th
Old	60 ft., fly 125 ft. (poor), burrow 60 ft.	31	10	23	18	19	18	Spike stones 3/day	9th
Very old	60 ft., fly 130 ft. (poor), burrow 65 ft.	33	10	23	18	19	18	Damage reduction 15/+2	11th
Ancient	60 ft., fly 130 ft. (clumsy), burrow 75 ft.	35	10	25	20	21	20	Stone shape 3/day	13th
Wyrm	60 ft., fly 130 ft. (clumsy), burrow 80 ft.	37	10	27	20	21	20	Damage reduction 20/+3	15th
Great wyrm	70 ft., fly 130 ft. (clumsy), burrow 90 ft.	39	10	27	22	23	22		17th

*Can also cast cleric spells and those from the Earth and Fire domains as arcane spells.

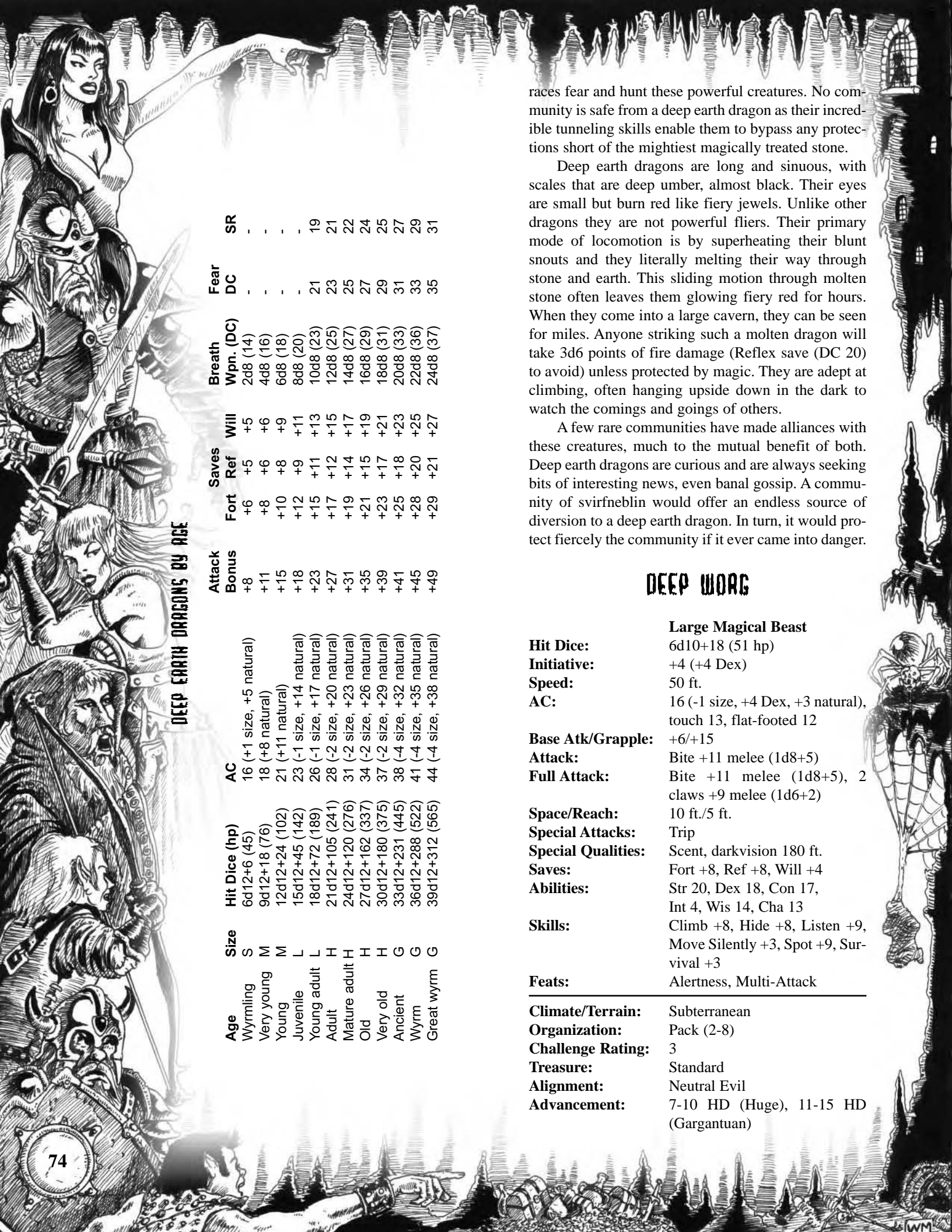
Breath Weapon (Su): A deep earth dragon has one type of breath weapon, a line of lava.

Blindsight (Ex): Juvenile deep earth dragons become accustomed to using their other senses in the dark.

Soften Earth (Su): Adult deep earth dragons can create low subsonic pulses that liquefy the earth around them (as *soften earth and stone*).

Spike Stone (Su): Old deep earth dragons control the earth itself with great skill. 3 times per day they may cast *spike stones* as a supernatural ability.

Stone Shape (Su): Ancient deep earth dragons are master builders capable of shaping vast amounts of stone into incredibly complex works of engineering (as the *stone shape* spell).



DEEP EARTH DRAGONS BY AGE

Age	Size	Hit Dice (hp)	AC	Attack Bonus	Fort	Ref	Will	Breath Wpn. (DC)	Fear DC	SR
Wyrmling	S	6d12+6 (45)	16 (+1 size, +5 natural)	+8	+6	+5	+5	2d8 (14)	-	-
Very young	M	9d12+18 (76)	18 (+8 natural)	+11	+8	+6	+6	4d8 (16)	-	-
Young	M	12d12+24 (102)	21 (+11 natural)	+15	+10	+8	+9	6d8 (18)	-	-
Juvenile	L	15d12+45 (142)	23 (-1 size, +14 natural)	+18	+12	+9	+11	8d8 (20)	-	-
Young adult	L	18d12+72 (189)	26 (-1 size, +17 natural)	+23	+15	+11	+13	10d8 (23)	21	19
Adult	H	21d12+105 (241)	28 (-2 size, +20 natural)	+27	+17	+12	+15	12d8 (25)	23	21
Mature adult	H	24d12+120 (276)	31 (-2 size, +23 natural)	+31	+19	+14	+17	14d8 (27)	25	22
Old	H	27d12+162 (337)	34 (-2 size, +26 natural)	+35	+21	+15	+19	16d8 (29)	27	24
Very old	H	30d12+180 (375)	37 (-2 size, +29 natural)	+39	+23	+17	+21	18d8 (31)	29	25
Ancient	G	33d12+231 (445)	38 (-4 size, +32 natural)	+41	+25	+18	+23	20d8 (33)	31	27
Wyrms	G	36d12+288 (522)	41 (-4 size, +35 natural)	+45	+28	+20	+25	22d8 (36)	33	29
Great wyrms	G	39d12+312 (565)	44 (-4 size, +38 natural)	+49	+29	+21	+27	24d8 (37)	35	31

rages fear and hunt these powerful creatures. No community is safe from a deep earth dragon as their incredible tunneling skills enable them to bypass any protections short of the mightiest magically treated stone.

Deep earth dragons are long and sinuous, with scales that are deep umber, almost black. Their eyes are small but burn red like fiery jewels. Unlike other dragons they are not powerful fliers. Their primary mode of locomotion is by superheating their blunt snouts and they literally melting their way through stone and earth. This sliding motion through molten stone often leaves them glowing fiery red for hours. When they come into a large cavern, they can be seen for miles. Anyone striking such a molten dragon will take 3d6 points of fire damage (Reflex save (DC 20) to avoid) unless protected by magic. They are adept at climbing, often hanging upside down in the dark to watch the comings and goings of others.

A few rare communities have made alliances with these creatures, much to the mutual benefit of both. Deep earth dragons are curious and are always seeking bits of interesting news, even banal gossip. A community of svirfneblin would offer an endless source of diversion to a deep earth dragon. In turn, it would protect fiercely the community if it ever came into danger.

DEEP WORG

Large Magical Beast

Hit Dice:	6d10+18 (51 hp)
Initiative:	+4 (+4 Dex)
Speed:	50 ft.
AC:	16 (-1 size, +4 Dex, +3 natural), touch 13, flat-footed 12
Base Atk/Grapple:	+6/+15
Attack:	Bite +11 melee (1d8+5)
Full Attack:	Bite +11 melee (1d8+5), 2 claws +9 melee (1d6+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Trip
Special Qualities:	Scent, darkvision 180 ft.
Saves:	Fort +8, Ref +8, Will +4
Abilities:	Str 20, Dex 18, Con 17, Int 4, Wis 14, Cha 13
Skills:	Climb +8, Hide +8, Listen +9, Move Silently +3, Spot +9, Survival +3
Feats:	Alertness, Multi-Attack
Climate/Terrain:	Subterranean
Organization:	Pack (2-8)
Challenge Rating:	3
Treasure:	Standard
Alignment:	Neutral Evil
Advancement:	7-10 HD (Huge), 11-15 HD (Gargantuan)



Deep worgs are a special breed of worg bred for generations in the kennels of the duergar. Adapted for life in the underdark, deep worgs are larger than their surface kin, having been bred for very specific traits. The most noticeable is their hairless wrinkled body. The thick folds of skin provide excellent protection (+3 natural armor) from the teeth and claws of other creatures as well as the inevitable fights within the pack. Unlike all other canines, the deep worg's foreclaws are retractable like those of a feline. This enables weep worgs to climb vertical surfaces with frightening ease. They may run at full speed up to 50 feet straight up a vertical surface without slowing down.

Deep worgs are intelligent and ferocious steeds used extensively by the duergar. Few other races have the skill and tenacity to tame these beasts, and the duergar often tame pups and sell them at enormous profits to prospective buyers.

Deep worgs typically grow up to 9 feet long, and appear as gray, wrinkled wolves with a maw of sharp teeth. They are vicious predators and maintain the pack mentality of their surface cousins. They are slightly less intelligent, but this fact has not deterred the brutal training techniques of their duergar masters.

COMBAT

Deep worgs are rarely found running wild in the underdark. Most are mounts for the deep worg cavalry used by the duergar, and rarely by the drow. Deep

worgs attack much like their wild cousins, using pack tactics to take down larger foes. Against individual targets, they are quite at home ripping them apart. As trained mounts, the deep worgs work in concert with their masters, using their superior size to hold their opponents off guard to allow their riders clear targets for their weapons.

Trip (Ex): A deep worg that hits with a bite attack can attempt to trip an opponent as a free action without making a touch attack or provoking an attack of opportunity. If the attempt fails, the opponent cannot react to trip the deep worg.

HAUGRAM

	Large Animal
Hit Dice:	4d10+4 (26 hp)
Initiative:	+1 (Dex)
Speed:	40 ft.
AC:	16 (+1 Dex, +6 natural, -1 size), touch 10, flat-footed 15
Base Atk/Grapple:	+3/+9
Attack:	Head butt +4 melee (2d6+2)
Full Attack:	Head butt +4 melee (2d6+2)
Space/Reach:	10 ft./5 ft.
Special Attacks:	Ramming attack, stunning blow
Special Qualities:	Darkvision (60 ft.)
Saves:	Fort +5, Ref +5, Will +1
Abilities:	Str 14, Dex 12, Con 13, Int 2, Wis 10, Cha 5
Skills:	Jump +8, Spot +4
Climate/Terrain:	Underground
Organization:	Solitary, pack (2-6)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement:	5-8 HD (Large); 9-16 (Huge)

A haugram is a slender but strong lizard that resembles a dinosaur. Its bulbous head is attached to its thick torso by a long, sinuous neck. Its puny forearms dangle from its torso, while its long, powerful hind legs allow it to sprint and run down prey. The haugram's long tail juts backward while it runs, forming a counterweight to its head. A haugram's skull is exceptionally thick, with a single, armored plate set into its forehead. While traveling in packs, the elder male haugrams charge into each other head first, battering each other senseless in an ancient ritual to establish the pack's social order. Intelligent underdark species have taken advantage of this trait, capturing haugrams and raising them as mounts. Fearless and dependable, a charge of haugram cavalry can batter through an enemy line and send foot soldiers and those mounted on less capable beasts fleeing.





HORAGH

Large Aberration
Hit Dice: 12d8+60 (108 hp)
Initiative: +11 (+7 Dex, +4 Improved Initiative)
Speed: 40 ft.
AC: 21 (-1 size, +7 Dex, +5 natural), touch 16, flat-footed 14
Base Atk/Grapple: +9/+14
Attack: Bite +14 melee (1d12+5), or claw +12 melee (1d8+5), or bladed tail +12 melee (1d10+3)
Full Attack: Bite +14 melee (1d12+5), 2 claws +12 melee (1d8+5), and bladed tail +12 melee (1d10+3)
Space/Reach: 10 ft./10 ft.
Special Attacks: Tail sweep
Special Qualities: Tremorsense, scent, spider climb, immunity to illusion
Saves: Fort +12, Ref +15, Will +6
Abilities: Str 21, Dex 24, Con 20, Int 3, Wis 14, Cha 13
Skills: Tumble +14, Hide +14, Move Silently +14, Jump +9
Feats: Improved Initiative, Multi-Attack

Climate/Terrain: Any subterranean
Organization: Solitary or mated pair
Challenge Rating: 10
Treasure: Standard
Alignment: Chaotic evil
Advancement: 13-15 HD (Huge), 16-19 HD (Gargantuan)

Haugrams are omnivores. They can run down and batter smaller creatures to death, chewing on them with their fangs. They can also subsist on a variety of insects, mosses, mushrooms, and plants. In captivity haugrams can be bred for war, making them as reliable and useful as warhorses.

COMBAT

Haugram throw themselves into the fray head first. Normally, they avoid attacking humanoid and other obviously dangerous beasts. They prefer to prey on weaker creatures, particularly insects. When used in war, haugrams are fitted with spiked steel caps that help absorb the force of their head butt attacks. A haugram clad in this manner gains a +2 bonus to its head butt damage.

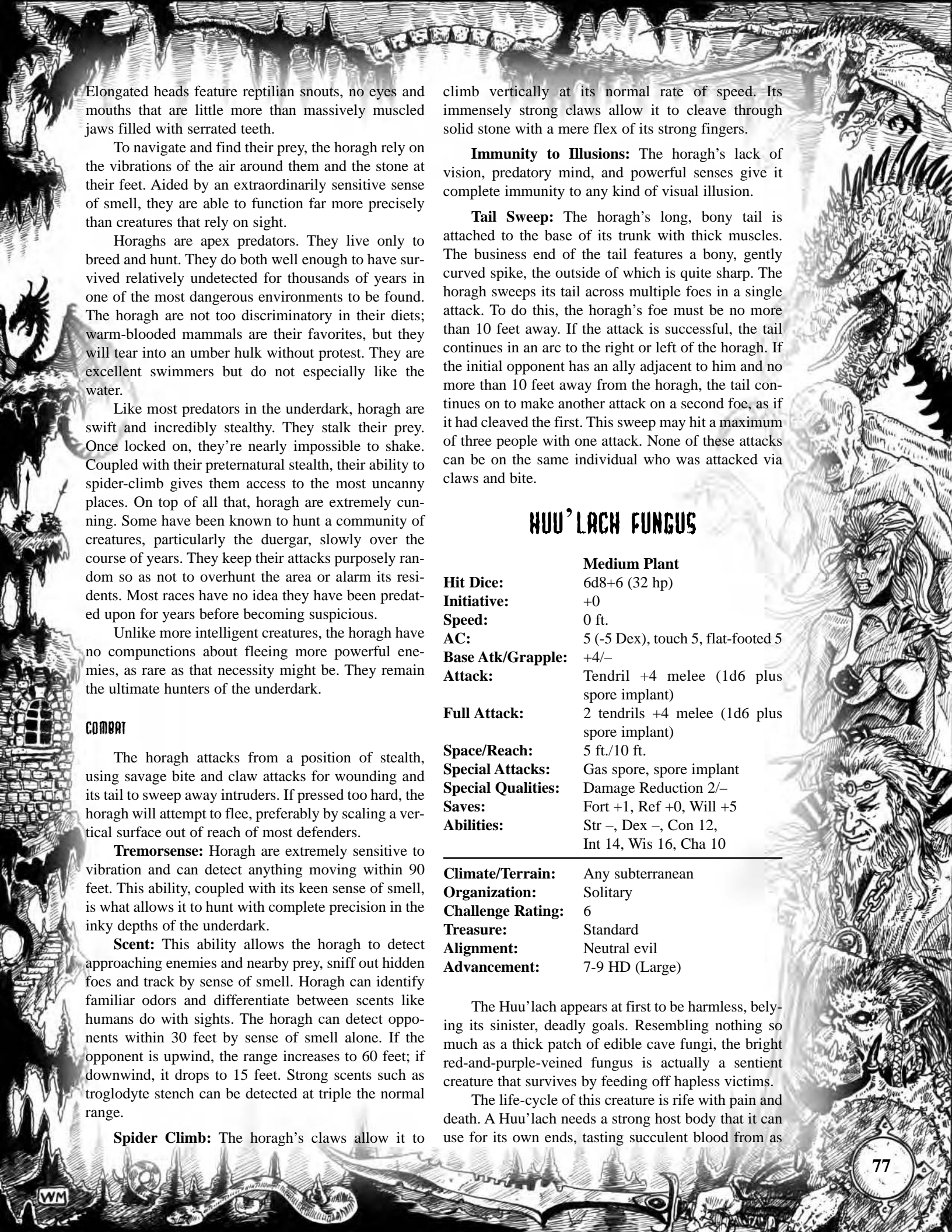
Ramming Attack (Ex): When a haugram attacks an enemy, it levels its thick, plated skull at its opponent and rams into him with all its strength. When using the charge action, the haugram inflicts quadruple normal damage and automatically initiates a bull rush against its target. This bull rush does not provoke an attack of opportunity and is resolved after applying damage to the target.

Stunning Blow (Ex): When fighting smaller creatures, the haugram can batter their heads and leave them stunned and senseless. Against Medium or smaller humanoids and monstrous humanoids, the haugram may stun its opponents with a successful attack. On a critical hit with its head butt, the haugram's foe must make a Fortitude save (DC 20) or be stunned for one round.

The horagh is a vicious predator that inhabits the top of the food chain despite remaining largely unknown. Living only in the middle region of the underdark and below, this creature has never been seen by a surface dweller who survived to speak of it. Among the derro and the drow, however, legends of the beast are numerous. The duergar speak of the horagh in hushed whispers, as if to speak its name would call it from the depths. Some believe the horagh to be demons summoned from the lower planes and accidentally set free.

The horagh are 10-foot tall predators that roamed the underdark millennia before the drow arrived. Their thin, sooty-gray, muscled humanoid forms, which are covered by bony plates at the joints, taper to long, flexible tails ending in a saber-like spike. Hunching ostrich-like on spindly yet powerful legs, they bare retractable claws on their feet when the need arises. Their arms are long and heavily muscled, ending in a trio of claws tipped with 4-inch, razor-sharp talons.





Elongated heads feature reptilian snouts, no eyes and mouths that are little more than massively muscled jaws filled with serrated teeth.

To navigate and find their prey, the horagh rely on the vibrations of the air around them and the stone at their feet. Aided by an extraordinarily sensitive sense of smell, they are able to function far more precisely than creatures that rely on sight.

Horaghs are apex predators. They live only to breed and hunt. They do both well enough to have survived relatively undetected for thousands of years in one of the most dangerous environments to be found. The horagh are not too discriminatory in their diets; warm-blooded mammals are their favorites, but they will tear into an umber hulk without protest. They are excellent swimmers but do not especially like the water.

Like most predators in the underdark, horagh are swift and incredibly stealthy. They stalk their prey. Once locked on, they're nearly impossible to shake. Coupled with their preternatural stealth, their ability to spider-climb gives them access to the most uncanny places. On top of all that, horagh are extremely cunning. Some have been known to hunt a community of creatures, particularly the duergar, slowly over the course of years. They keep their attacks purposely random so as not to overhunt the area or alarm its residents. Most races have no idea they have been predated upon for years before becoming suspicious.

Unlike more intelligent creatures, the horagh have no compunctions about fleeing more powerful enemies, as rare as that necessity might be. They remain the ultimate hunters of the underdark.

COMBAT

The horagh attacks from a position of stealth, using savage bite and claw attacks for wounding and its tail to sweep away intruders. If pressed too hard, the horagh will attempt to flee, preferably by scaling a vertical surface out of reach of most defenders.

Tremorsense: Horagh are extremely sensitive to vibration and can detect anything moving within 90 feet. This ability, coupled with its keen sense of smell, is what allows it to hunt with complete precision in the inky depths of the underdark.

Scent: This ability allows the horagh to detect approaching enemies and nearby prey, sniff out hidden foes and track by sense of smell. Horagh can identify familiar odors and differentiate between scents like humans do with sights. The horagh can detect opponents within 30 feet by sense of smell alone. If the opponent is upwind, the range increases to 60 feet; if downwind, it drops to 15 feet. Strong scents such as troglodyte stench can be detected at triple the normal range.

Spider Climb: The horagh's claws allow it to

climb vertically at its normal rate of speed. Its immensely strong claws allow it to cleave through solid stone with a mere flex of its strong fingers.

Immunity to Illusions: The horagh's lack of vision, predatory mind, and powerful senses give it complete immunity to any kind of visual illusion.

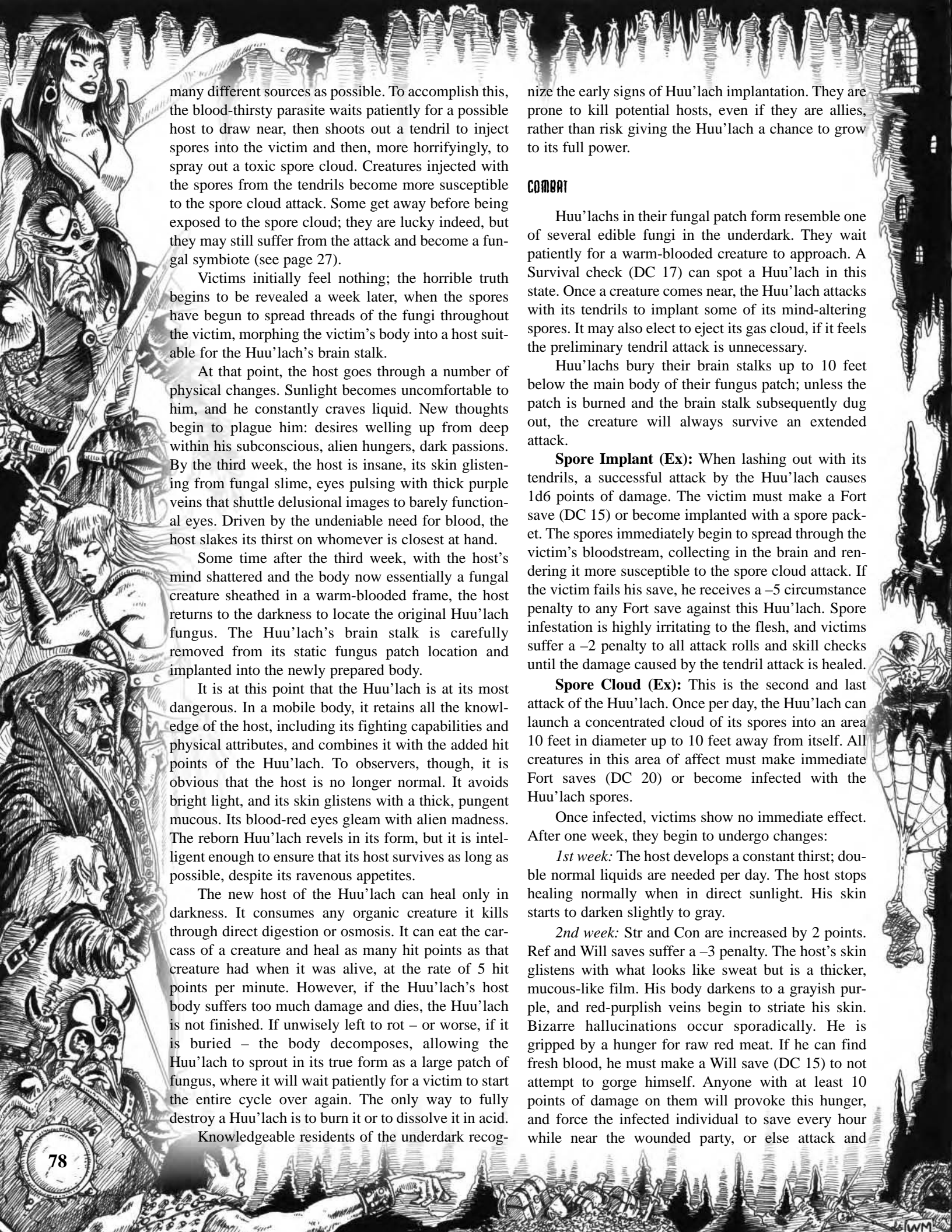
Tail Sweep: The horagh's long, bony tail is attached to the base of its trunk with thick muscles. The business end of the tail features a bony, gently curved spike, the outside of which is quite sharp. The horagh sweeps its tail across multiple foes in a single attack. To do this, the horagh's foe must be no more than 10 feet away. If the attack is successful, the tail continues in an arc to the right or left of the horagh. If the initial opponent has an ally adjacent to him and no more than 10 feet away from the horagh, the tail continues on to make another attack on a second foe, as if it had cleaved the first. This sweep may hit a maximum of three people with one attack. None of these attacks can be on the same individual who was attacked via claws and bite.

HUU'LACH FUNGUS

	Medium Plant
Hit Dice:	6d8+6 (32 hp)
Initiative:	+0
Speed:	0 ft.
AC:	5 (-5 Dex), touch 5, flat-footed 5
Base Atk/Grapple:	+4/-
Attack:	Tendrils +4 melee (1d6 plus spore implant)
Full Attack:	2 tendrils +4 melee (1d6 plus spore implant)
Space/Reach:	5 ft./10 ft.
Special Attacks:	Gas spore, spore implant
Special Qualities:	Damage Reduction 2/-
Saves:	Fort +1, Ref +0, Will +5
Abilities:	Str -, Dex -, Con 12, Int 14, Wis 16, Cha 10
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Climate/Terrain:	Any subterranean
Organization:	Solitary
Challenge Rating:	6
Treasure:	Standard
Alignment:	Neutral evil
Advancement:	7-9 HD (Large)

The Huu'lach appears at first to be harmless, belying its sinister, deadly goals. Resembling nothing so much as a thick patch of edible cave fungi, the bright red-and-purple-veined fungus is actually a sentient creature that survives by feeding off hapless victims.

The life-cycle of this creature is rife with pain and death. A Huu'lach needs a strong host body that it can use for its own ends, tasting succulent blood from as



many different sources as possible. To accomplish this, the blood-thirsty parasite waits patiently for a possible host to draw near, then shoots out a tendril to inject spores into the victim and then, more horrifyingly, to spray out a toxic spore cloud. Creatures injected with the spores from the tendrils become more susceptible to the spore cloud attack. Some get away before being exposed to the spore cloud; they are lucky indeed, but they may still suffer from the attack and become a fungal symbiote (see page 27).

Victims initially feel nothing; the horrible truth begins to be revealed a week later, when the spores have begun to spread threads of the fungi throughout the victim, morphing the victim's body into a host suitable for the Huu'lach's brain stalk.

At that point, the host goes through a number of physical changes. Sunlight becomes uncomfortable to him, and he constantly craves liquid. New thoughts begin to plague him: desires welling up from deep within his subconscious, alien hungers, dark passions. By the third week, the host is insane, its skin glistening from fungal slime, eyes pulsing with thick purple veins that shuttle delusional images to barely functional eyes. Driven by the undeniable need for blood, the host slakes its thirst on whomever is closest at hand.

Some time after the third week, with the host's mind shattered and the body now essentially a fungal creature sheathed in a warm-blooded frame, the host returns to the darkness to locate the original Huu'lach fungus. The Huu'lach's brain stalk is carefully removed from its static fungus patch location and implanted into the newly prepared body.

It is at this point that the Huu'lach is at its most dangerous. In a mobile body, it retains all the knowledge of the host, including its fighting capabilities and physical attributes, and combines it with the added hit points of the Huu'lach. To observers, though, it is obvious that the host is no longer normal. It avoids bright light, and its skin glistens with a thick, pungent mucus. Its blood-red eyes gleam with alien madness. The reborn Huu'lach revels in its form, but it is intelligent enough to ensure that its host survives as long as possible, despite its ravenous appetites.

The new host of the Huu'lach can heal only in darkness. It consumes any organic creature it kills through direct digestion or osmosis. It can eat the carcass of a creature and heal as many hit points as that creature had when it was alive, at the rate of 5 hit points per minute. However, if the Huu'lach's host body suffers too much damage and dies, the Huu'lach is not finished. If unwisely left to rot – or worse, if it is buried – the body decomposes, allowing the Huu'lach to sprout in its true form as a large patch of fungus, where it will wait patiently for a victim to start the entire cycle over again. The only way to fully destroy a Huu'lach is to burn it or to dissolve it in acid.

Knowledgeable residents of the underdark recog-

nize the early signs of Huu'lach implantation. They are prone to kill potential hosts, even if they are allies, rather than risk giving the Huu'lach a chance to grow to its full power.

COMBAT

Huu'lachs in their fungal patch form resemble one of several edible fungi in the underdark. They wait patiently for a warm-blooded creature to approach. A Survival check (DC 17) can spot a Huu'lach in this state. Once a creature comes near, the Huu'lach attacks with its tendrils to implant some of its mind-altering spores. It may also elect to eject its gas cloud, if it feels the preliminary tendril attack is unnecessary.

Huu'lachs bury their brain stalks up to 10 feet below the main body of their fungus patch; unless the patch is burned and the brain stalk subsequently dug out, the creature will always survive an extended attack.

Spore Implant (Ex): When lashing out with its tendrils, a successful attack by the Huu'lach causes 1d6 points of damage. The victim must make a Fort save (DC 15) or become implanted with a spore packet. The spores immediately begin to spread through the victim's bloodstream, collecting in the brain and rendering it more susceptible to the spore cloud attack. If the victim fails his save, he receives a -5 circumstance penalty to any Fort save against this Huu'lach. Spore infestation is highly irritating to the flesh, and victims suffer a -2 penalty to all attack rolls and skill checks until the damage caused by the tendril attack is healed.

Spore Cloud (Ex): This is the second and last attack of the Huu'lach. Once per day, the Huu'lach can launch a concentrated cloud of its spores into an area 10 feet in diameter up to 10 feet away from itself. All creatures in this area of affect must make immediate Fort saves (DC 20) or become infected with the Huu'lach spores.

Once infected, victims show no immediate effect. After one week, they begin to undergo changes:

1st week: The host develops a constant thirst; double normal liquids are needed per day. The host stops healing normally when in direct sunlight. His skin starts to darken slightly to gray.

2nd week: Str and Con are increased by 2 points. Ref and Will saves suffer a -3 penalty. The host's skin glistens with what looks like sweat but is a thicker, mucous-like film. His body darkens to a grayish purple, and red-purplish veins begin to striate his skin. Bizarre hallucinations occur sporadically. He is gripped by a hunger for raw red meat. If he can find fresh blood, he must make a Will save (DC 15) to not attempt to gorge himself. Anyone with at least 10 points of damage on them will provoke this hunger, and force the infected individual to save every hour while near the wounded party, or else attack and

attempt to eat them.

3rd week: All Will saves suffer a -6 penalty. The host is raving mad. Alien longings to join with the Huu'lach are almost impossible to deny. He gives off a pungent odor like rancid ham. His skin becomes fibrous and gray with criss-crossing purple veins. He must make a Will save (DC 25) to resist drinking fresh blood at least once every 2 days. By the end of the 3rd week, the host drops everything to home in and join with the original Huu'lach. Any attempts to stop the host will result in violent bloodshed. Characters infested to this degree are essentially dead.

LAVA GIANT

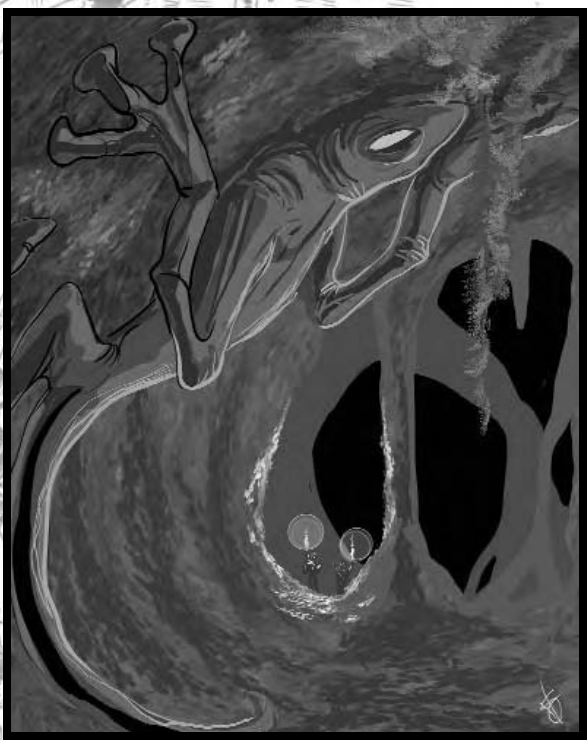
Hit Dice:	Huge Elemental (Fire) 20d8+120 (210 hp)
Initiative:	+3 (-1 Dex, +4 Improved Initiative)
Speed:	40 ft.
AC:	22 (-1 Dex, +15 natural, -2 size), touch 7, flat-footed 22
Base Atk/Grapple:	+15/+31
Attack:	Slam +21 melee (2d6+7 and 2d6 fire)
Full Attack:	2 slams +21 melee (2d6+7 and 2d6 fire)
Space/Reach:	10 ft./15 ft.
Special Attacks:	Fiery touch, lava blast
Special Qualities:	Darkvision 60 ft., DR 15/+2, elemental traits, fire subtype, lava lurker, SR 22
Saves:	Fort +12, Ref +11, Will +8
Abilities:	Str 25, Dex 8, Con 22, Int 9, Wis 14, Cha 13
Skills:	Hide +5, Listen +18, Sense Motive +8, Spot +12
Feats:	Alertness, Improved Initiative, Weapon Focus (fist)
<hr/>	
Climate/Terrain:	Underground
Organization:	Solitary or clan (2-5)
Challenge Rating:	13
Treasure:	Double standard
Alignment:	Usually neutral evil
Advancement:	21-28 HD (Huge); 29-36 HD (Gargantuan)



Lava giants are towering, humanoid creatures made up of boiling magma that seethes within an outer shell of hardened rock. Long stems project from a lava giant's back, forming twin rows that run to the crown of its head. These stems serve as heat sinks and conduits that draw forth and expel molten rock. Lava giants survive by absorbing heat energy from the earth. They bathe in lava flows, drawing nourishment from the rock and by doing so cooling it and adding the freshly solidified rock to their bodies. Given time, a lava giant can grow to a truly prodigious size.

Lava giants are natives of the elemental plane of fire. There, they are beings of pure molten rock. They develop their stony exteriors when they visit the material plane. Their outer layer of magma cools, making them clumsier but tougher than their cousins who remain on their home plane.

Lava giants are greedy and lazy creatures. Giants found on the material plane are usually forced here by rivals who defeated them in a power struggle. Others come to the material plane to lord over the soft, organic creatures of this realm. In any case, lava giants claim dominion over the underdark caverns found near volcanoes and magma flows. They spend their days bathing in molten rock, yet when an intruder approaches they are quick to arise and demand tribute or a toll for entering their domain. Those who fail to give them precious gems



or metals, commodities treasured by lava giants for their unique taste and texture when melted and absorbed, are crushed underfoot. If a band of travelers openly carries a large amount of gold and other valuables, a lava giant may arise and attack without offering a parlay, especially if its potential victims appear weak or injured.

COMBAT

In battle, lava giants are arrogant bullies. They consider all soft-skinned, as they call humans and other organic creatures, to be nothing more than potential victims. They wade into combat with their fists flailing, usually striking from ambush. Like most bullies, though, lava giants are cowards at heart. If faced with powerful spells and stinging swords, they are quick to retreat back to their molten domains to lick their wounds and prepare for a weaker target. For this reason, lava giants rarely venture far from their volcanic homes.

Fiery Touch (Ex): The lava giant is covered in molten rock that creates a fiery aura around it. When the giant strikes opponents in melee, it deals 2d6 fire damage in addition to the damage from its fists.

Lava Blast (Ex): Once per hour, the lava giant can cause its fiery essence to surge from the spines along its back and head. This blast of energy fills the area in an 80-ft. radius around the creature with the equivalent of a volcanic eruption as rocks, lava, and elemental energies form a raging storm around the creature. All creatures in that area except for the lava giant suffer 6d6 crushing damage from falling rocks

and 6d6 fire damage from streams of lava. A Reflex save (DC 20) halves the damage inflicted by both of these sources.

Elemental Traits: Immune to poison, sleep effects, paralysis, stunning, and critical hits. Cannot be flanked.

Fire Subtype (Ex): Fire immunity, double damage from cold except on a successful save.

Lava Lurker (Ex): Lava giants spend much of their time bathing in streams of molten rock. When hiding within these pools, their natural coloration and elemental forms allow them to blend into the scenery. They receive a +10 racial bonus to Hide checks when lurking within a pool of molten rock.

PEDILAP

Hit Dice:	4d8+8 (26 hp)
Initiative:	+2 (Dex)
Speed:	40 ft., climb 20 ft.
AC:	14 (+2 Dex, +3 natural, -1 size), touch 11, flat-footed 12
Base Atk/Grapple:	+3/+9
Attack:	Bite +4 melee (1d6+2)
Full Attack:	Bite +4 melee (1d6+2)
Space/Reach:	10 ft./5 ft.
Special Qualities:	Darkvision 60 ft., wall crawling
Saves:	Fort +6, Ref +2, Will +1
Abilities:	Str 15, Dex 14, Con 15, Int 2, Wis 10, Cha 7
Skills:	Balance +11, Hide +4, Survival +6

Climate/Terrain:	Underground
Organization:	Herd (2-12)
Challenge Rating:	1
Treasure:	None
Alignment:	Always neutral
Advancement:	5-8 HD (Large)

A lizard roughly the size of a horse, the pedilap has long, jointed legs with thin fingers that end in wide, round suction cups. Capable of climbing up walls and navigating even the most treacherous passes, pedilaps are used by a variety of underdark races as mounts and beasts of burden. When threatened by wild monsters or bandits, a traveler can merely guide his pedilap to scramble up the nearest cavern wall to safety.

In the wilds, pedilaps live off insects, moss, and mushrooms. They congregate in small herds that spend much of their time at or near cavern ceilings. Pedilaps can use their suction cups to remain attached to a wall even while sleeping. With their climbing ability, they can remain beyond the reach of most predators and feast upon moss that other creatures cannot reach.



COMBAT

Pedilaps prefer to avoid combat. If attacked, their first impulse is to run for the nearest sheer surface, climb up it, and flee the threat. The pedilap's natural timidity makes them poorly suited for use in combat. While they can be trained as pack animals and mounts, they are rarely used in battle. Their climbing ability would make them ideal for raiding settlements in large underdark caverns, but thus far no race has learned to overcome the pedilap's cowardice.

Wall Crawling (Ex): With their suction-cupped claws, pedilaps can move across almost any surface. They can crawl up vertical surfaces and move upside down at their listed climbing movement rate. In addition, pedilaps gain a +10 racial bonus to all Balance checks. This bonus is included in their skills above.

ROCK MAGGOT

Hit Dice:	1/8d8 (1 hp)
Initiative:	+4 (Dex)
Speed:	10 ft.
AC:	22 (+4 Dex, +8 size), touch 22, flat-footed 18
Base Atk/Grapple:	+0/-
Attack:	Bite +8 melee (1d2-2)
Full Attack:	Bite +8 melee (1d2-2)
Space/Reach:	6 in./0 ft.
Special Attacks:	Infestation
Special Qualities:	Darkvision 60 ft., elemental traits, water vulnerability
Saves:	Fort +2, Ref +4, Will +0
Abilities:	Str 4, Dex 18, Con 10, Int 6, Wis 10, Cha 4
Skills:	Hide +32
Climate/Terrain:	Underground
Organization:	Swarm (10-100) or colony (100-1000)
Challenge Rating:	1/8
Treasure:	None
Alignment:	Always neutral
Advancement:	1/2-1 HD (Tiny)

Troublesome pests of the underdark, rock maggots are small, worm-like creatures from the plane of earth. Less than six inches long and covered in tiny, rocky plates, these creature burrow through the earth and feed on rocks and minerals, including gold and other precious materials. Dwarves hate these creatures, as they can, given enough time, devour a king's ransom in gold. Easy to kill once discovered, rock maggots rely on their tiny size and agility to remain hidden from prying eyes. If doused with water they quickly perish as the tiny breathing slits tucked beneath their

plates fill with liquid, causing them to drown. For this reason, derro, duergar, and other races that mine the underdark wash thoroughly after working a mine shaft, lest a small swarm of these creatures wreak havoc on their treasures.

COMBAT

Rock maggots are wholly ineffective in combat. Most of the time, upon encountering a dangerous creature (which includes almost anything larger than they are) the maggots bolt for the safety of the nearest hole or crack. Sometimes, several maggots may crawl into the folds of an adventurer's garb and rest there while he sleeps. Later, when the adventurer is engaged in battle or in some other situation that requires him to make many rapid, sudden movements, the now trapped maggots panic and attempt to burrow into his skin. This causes tremendous pain in the victim, distracting him from his actions and forcing him to clear away the maggot infestation.

Infestation (Ex): When a character sleeps or spends time motionless in an area infested with rock maggots, he must make a Spot check opposed by the maggot's Hide check. If he succeeds, he can squash or flick away the maggots as they attempt to slip into his belongings. Otherwise, he is infested. The next time an infested character is in combat, he must make a Fortitude save (DC 20) or suffer a -2 circumstance penalty to all attacks and checks as the panicked maggots bite at his skin. By spending a full-round action slapping at the creatures, a character can kill them and remove this penalty.

Elemental Traits: Immune to poison, sleep effects, paralysis, stunning, critical hits. Cannot be flanked.

Water Vulnerability (Ex): A maggot soaked in water drowns and dies. Splashing an infested character with water kills the maggots that are hidden on his person.

SKIN HOWLER

Hit Dice:	3d8+9 (23 hp)
Initiative:	+1 (Dex)
Speed:	40 ft.
AC:	15 (+1 Dex, +4 natural), touch 11, flat-footed 14
Base Atk/Grapple:	+3/+5
Attack:	Claws +5 melee (1d4+2)
Full Attack:	2 claws +5 melee (1d4+2), bite +2 melee (1d4+1)
Space/Reach:	5 ft./5 ft.
Special Attacks:	Screaming howl
Special Qualities:	Darkvision 60 ft.

Saves: Fort +6, Ref +4, Will +1
Abilities: Str 14, Dex 13, Con 16, Int 4, Wis 11, Cha 7
Skills: Climb +7, Listen +5

Climate/Terrain: Underground
Organization: Horde (4-24)
Challenge Rating: 1
Treasure: Standard
Alignment: Usually neutral evil
Advancement: 4-8 HD (Medium-size); 9-14 (Large)

Skin howlers are hairless, albino creatures with overly large, pink eyes, bulbous heads, and long, scrawny limbs. Noted for their sonic attacks, large packs of these creatures can pose a threat to even experienced adventuring parties. Skin howlers prowl the underdark in large packs, seeking warm-blooded creatures to overwhelm and devour. Most intelligent races hunt down and kill skin howlers whenever the opportunity presents itself. The howlers are little more than animals, and their lust for blood drives them to attack almost any living creature they encounter.

COMBAT

In battle, skin howlers let loose with a piercing wail that echoes throughout the underdark. This battle cry poses two threats. It calls other skin howlers in the area to attack, signaling them that prey is near. In addition, by focusing their cry a pack of skin howlers can produce a powerful sonic attack. Usually, the howlers use this assault to weaken their enemies before falling upon them with their fangs and claws.

Screaching Howl (Ex): Once per encounter as a free action, a group of skin howlers can create a piercing chorus of yells and wails. All creatures other than the skin howlers must make Fortitude saves (DC 10 + the number of skin howlers using this ability) or suffer 1d8 sonic damage for every five skin howlers that are currently screaching. Furthermore, there is a 5% chance that an additional 2d4 skin howlers respond to the call and arrive in the area in 2d6 rounds. If other skin howlers are in the immediate area, they automatically respond to the call and converge on the area.

SLAYER ANTS

Slayer ants are a deadly threat to all living things in the underdark. Rapacious and relentless, these dangerous insects attack everything in their path. Slayer ants rely on their immense numbers and a savagery rarely seen in insects. They travel together with a main body numbering up to 400 ants with 10 patrols of workers and soldiers (each composed of up to 10 ants) orbiting the traveling horde to act as scouts.

Slayer ants seem to be sensitive to the blood and death of their own kind. When one of their number has been killed or when one of their number detects blood, every slayer ant in the colony converges on that location to swarm the target. They bring down their prey by sheer weight of numbers.

Even more frightening are the armored plates



these 3-foot creatures seem to bear, incredibly seeming to be made of metal. Likewise, their mandibles also appear to be metallic. Rumors say that the slayer ants are the product of some mad drow experiment gone awry. Or maybe the slayer ants digest metal or eat metallic ore. No one knows for sure.

Slayer ants are strong, fast and loud. Their tiny metallic claws make soft clicking sounds when the ants are at rest. When they sense prey, however, they sound like a thousand iron picks striking stone in rapid succession. Once upon their prey, soldier ants hold down the victim while workers pick the flesh clean from the bones in minutes. It is an excruciatingly cruel and painful death. When the flesh is gone, the bones are also broken down for food until nothing is left but

SLAYER ANTS

	Worker	Soldier	Queen
Hit Dice:	1d10+2 (8 hp)	4d10+8 (30 hp)	6d10+12 (45 hp)
Initiative:	+6 (+2 Dex, +4 Improved Initiative)	+6 (+2 Dex, +4 Improved Initiative)	+6 (+2 Dex, +4 Improved Initiative)
Speed:	30 ft.	30 ft.	30 ft., fly 50 ft.
AC:	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 13	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 13	16 (+1 size, +2 Dex, +3 natural), touch 13, flat-footed 13
Base Atk/Grapple:	+1/+1	+4/+4	+6/+9
Attack:	Bite +1 melee (1d2 plus improved grab) or sting +1 melee (1d4 plus acid sting) or swarm: bite +5, sting +5	Bite +5 melee (1d6 plus improved grab) or sting +5 melee (1d6 plus acid sting), or swarm: bite +9, sting +9	Bite +7 melee (1d6 plus improved grab) or sting +7 melee (1d6 plus acid sting), or swarm: bite +11, sting +11
Full Attack:	Bite +1 melee (1d2 and improved grab), sting +1 melee (1d4-1 and acid sting), or swarm: bite +5, sting +5	Bite +5 melee (1d6 plus improved grab), sting +5 melee (1d6 plus acid sting) or swarm: bite +9, sting +9	Bite +7 melee (1d6 plus improved grab), sting +7 melee (1d6 plus acid sting), or swarm: bite +11, sting +11
Space/Reach:	2 ft./5 ft.	3 ft../5 ft.	3 ft./5 ft.
Special Attacks:	Improved grab, acid sting	Improved grab, acid sting	Improved grab, acid sting, spray acid
Special Qualities:	Blindsight, swarm	Blindsight, swarm	Blindsight, swarm
Saves:	Fort +2, Ref +2, Will +1	Fort +2, Ref +2, Will +1	Fort +3, Ref +3, Will +4
Abilities:	Str 8, Dex 14, Con 15, Int 1, Wis 11, Cha 12	Str 12, Dex 14, Con 15, Int 1, Wis 11, Cha 12	Str 15, Dex 14, Con 15, Int 6, Wis 13, Cha 12
Skills:	Climb +9	Climb +10	Climb +10
Feats:	Improved Initiative	Improved Initiative	Improved Initiative, Mobility
Climate/Terrain:	Subterranean	Subterranean	Subterranean
Organization:	Solitary, patrol (2-10), or colony (see below)	Solitary, patrol (2-10), or colony (see below)	Colony
Challenge Rating:	1	3	5
Treasure:	None	None	None
Alignment:	Chaotic neutral	Chaotic neutral	Chaotic neutral
Advancement:	3-4 HD (Medium-Size), 5-6 HD (Large)	6-7 HD (Medium-Size), 8-9 HD (Large)	7-10 HD (Medium), 11-14 HD (Large)

a faded red stain, should light ever pass over that horrible spot.

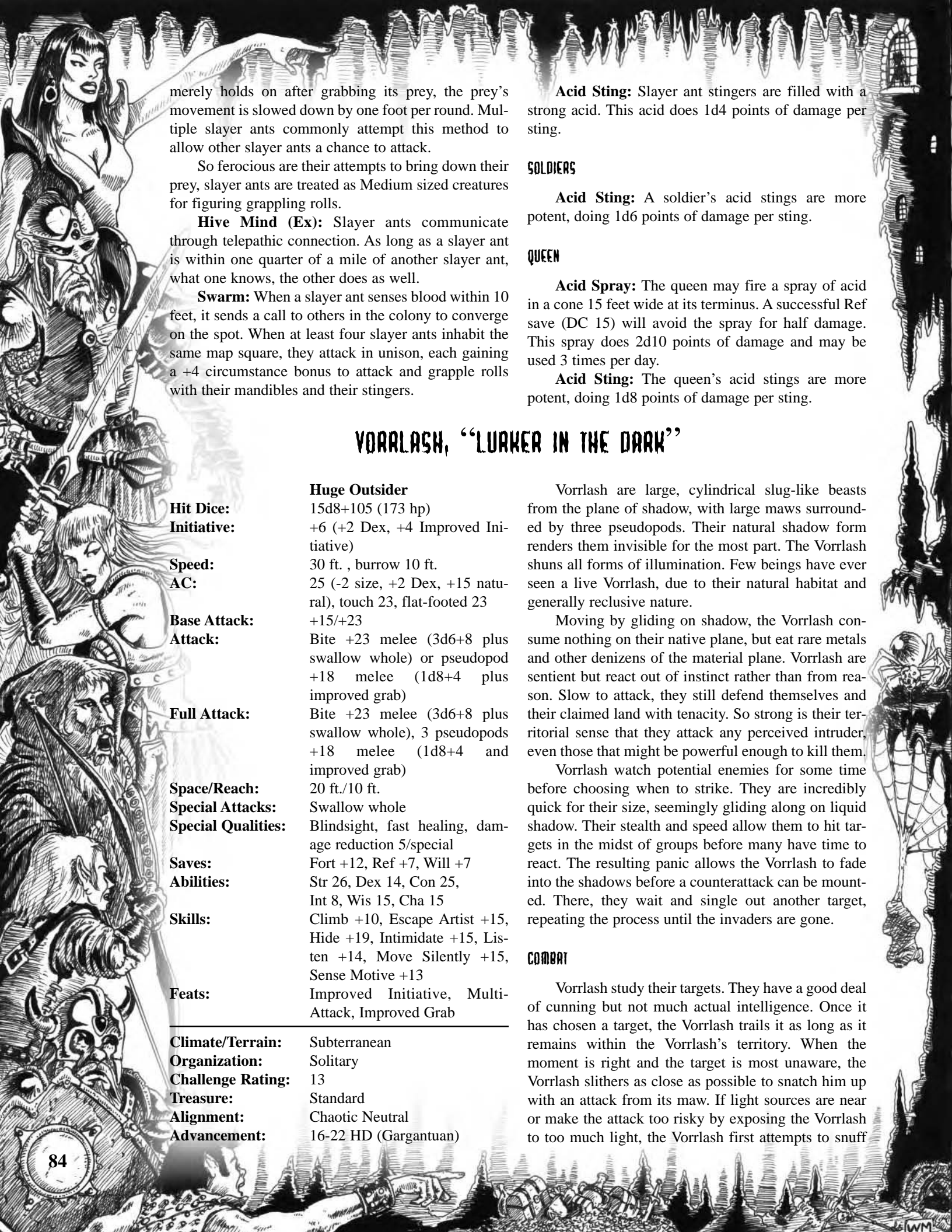
Slayer ants live on the move except for a month-long period of hibernation. During hibernation, the queen takes time to recover her strength and create a new queen for her colony. The new queen hatches and devours the old queen, taking on all the memories of the old queen.

Slayer queens are remarkably intelligent. Their racial memory allows their colonies to continue their endless murdering spree without catastrophic mistakes. If a battle goes poorly for a queen, she will flee and leave her colony to die rather than risk capture.

COMBAT

The slayer ant's method of combat is simple: attack. They swarm their prey, holding it down with strong mandibles long enough for their comrades to rush on top and tear it to pieces. Slayer ants are able to walk up vertical surfaces and upside down on ceilings.

Improved Grab (Ex): If a slayer ant can make a successful attack with its mandibles, it can attempt to grapple its opponents without provoking an attack of opportunity. If it seeks only to grab its opponents, it may make a normal attempt to hit. If it succeeds, it may hold its prey while other slayer ants attack, or it may make a free attack with its stinger. If a slayer ant



merely holds on after grabbing its prey, the prey's movement is slowed down by one foot per round. Multiple slayer ants commonly attempt this method to allow other slayer ants a chance to attack.

So ferocious are their attempts to bring down their prey, slayer ants are treated as Medium sized creatures for figuring grappling rolls.

Hive Mind (Ex): Slayer ants communicate through telepathic connection. As long as a slayer ant is within one quarter of a mile of another slayer ant, what one knows, the other does as well.

Swarm: When a slayer ant senses blood within 10 feet, it sends a call to others in the colony to converge on the spot. When at least four slayer ants inhabit the same map square, they attack in unison, each gaining a +4 circumstance bonus to attack and grapple rolls with their mandibles and their stingers.

Acid Sting: Slayer ant stingers are filled with a strong acid. This acid does 1d4 points of damage per sting.

SOLDIERS

Acid Sting: A soldier's acid stings are more potent, doing 1d6 points of damage per sting.

QUEEN

Acid Spray: The queen may fire a spray of acid in a cone 15 feet wide at its terminus. A successful Ref save (DC 15) will avoid the spray for half damage. This spray does 2d10 points of damage and may be used 3 times per day.

Acid Sting: The queen's acid stings are more potent, doing 1d8 points of damage per sting.

VORRLASH, "LUCKER IN THE DARK"

Huge Outsider

Hit Dice:	15d8+105 (173 hp)
Initiative:	+6 (+2 Dex, +4 Improved Initiative)
Speed:	30 ft. , burrow 10 ft.
AC:	25 (-2 size, +2 Dex, +15 natural), touch 23, flat-footed 23
Base Attack:	+15/+23
Attack:	Bite +23 melee (3d6+8 plus swallow whole) or pseudopod +18 melee (1d8+4 plus improved grab)
Full Attack:	Bite +23 melee (3d6+8 plus swallow whole), 3 pseudopods +18 melee (1d8+4 and improved grab)
Space/Reach:	20 ft./10 ft.
Special Attacks:	Swallow whole
Special Qualities:	Blindsight, fast healing, damage reduction 5/special
Saves:	Fort +12, Ref +7, Will +7
Abilities:	Str 26, Dex 14, Con 25, Int 8, Wis 15, Cha 15
Skills:	Climb +10, Escape Artist +15, Hide +19, Intimidate +15, Listen +14, Move Silently +15, Sense Motive +13
Feats:	Improved Initiative, Multi-Attack, Improved Grab
Climate/Terrain:	Subterranean
Organization:	Solitary
Challenge Rating:	13
Treasure:	Standard
Alignment:	Chaotic Neutral
Advancement:	16-22 HD (Gargantuan)

Vorrash are large, cylindrical slug-like beasts from the plane of shadow, with large maws surrounded by three pseudopods. Their natural shadow form renders them invisible for the most part. The Vorrash shuns all forms of illumination. Few beings have ever seen a live Vorrash, due to their natural habitat and generally reclusive nature.

Moving by gliding on shadow, the Vorrash consume nothing on their native plane, but eat rare metals and other denizens of the material plane. Vorrash are sentient but react out of instinct rather than from reason. Slow to attack, they still defend themselves and their claimed land with tenacity. So strong is their territorial sense that they attack any perceived intruder, even those that might be powerful enough to kill them.

Vorrash watch potential enemies for some time before choosing when to strike. They are incredibly quick for their size, seemingly gliding along on liquid shadow. Their stealth and speed allow them to hit targets in the midst of groups before many have time to react. The resulting panic allows the Vorrash to fade into the shadows before a counterattack can be mounted. There, they wait and single out another target, repeating the process until the invaders are gone.

COMBAT

Vorrash study their targets. They have a good deal of cunning but not much actual intelligence. Once it has chosen a target, the Vorrash trails it as long as it remains within the Vorrash's territory. When the moment is right and the target is most unaware, the Vorrash slithers as close as possible to snatch him up with an attack from its maw. If light sources are near or make the attack too risky by exposing the Vorrash to too much light, the Vorrash first attempts to snuff

out the light sources. If caught in melee with multiple opponents, it will swallow one victim, grab a second and then flee, attempting to lose its pursuers in the darkness. There, it finishes off its captives, only to resume the hunt again until the interlopers have been driven away.

Swallow Whole (Ex): The flexible shadow body of the Vorrlash can extend its maw up to 10 feet away, swallowing up to a Large-sized creature whole. This is done with a regular attack. If it succeeds, the victim must roll a resisted grapple check against the Vorrlash. If the Vorrlash wins this grapple check, it swallows the prey whole. The initial attack does 3d6+8 points of damage; if the victim is swallowed, he suffers an additional 3d6+8 points of damage per round as he is crushed in the maw of the Vorrlash. A victim may fight inside the Vorrlash only if he had a small slashing or piercing weapon in his hand at the time he was swallowed. If so, he may attempt to cut his way out of the Vorrlash by causing 30 points of damage to the Vorrlash's innards (AC 25). A Vorrlash may hold up to two swallowed Medium creatures at once.

Improved Grab (Ex): The three pseudopods of the Vorrlash are used to manipulate objects as well as to club and grab opponents. They deal 1d8+4 points of damage per hit. On a successful attack, they may attempt to grapple the target for free without provoking an attack of opportunity. If it successfully grapples a victim, the Vorrlash can immediately swallow him whole without rolling another grappling attempt. The Vorrlash can move holding a victim in one pseudopod. If the Vorrlash attempts to hold onto the victim while in full movement, the Vorrlash suffers a -10 penalty to his grapple roll to retain his hold. A held victim can try to escape every round by making an opposed Escape Artist/grapple check.

Blind Sight (Ex): The Vorrlash is a creature of shadow. It can see in the regular spectrum but prefers darkness. While in pure darkness, the creature has blindsight for a 100-foot radius.

Fast Healing (Ex): When bathed in shadow, the Vorrlash heals damage at the astonishing rate of 5 hit points per round. For this ability to work, at least half its body must remain in shadow. If at the end of the round half of its body is within light at least as bright as torchlight, it will not heal.

Damage Reduction (Ex): When bathed in shadow, the Vorrlash's shadowy body is less prone to serious damage. It has a damage reduction of 5. If any part of the Vorrlash's body is illuminated by light at least as bright as torchlight, it will lose this ability.



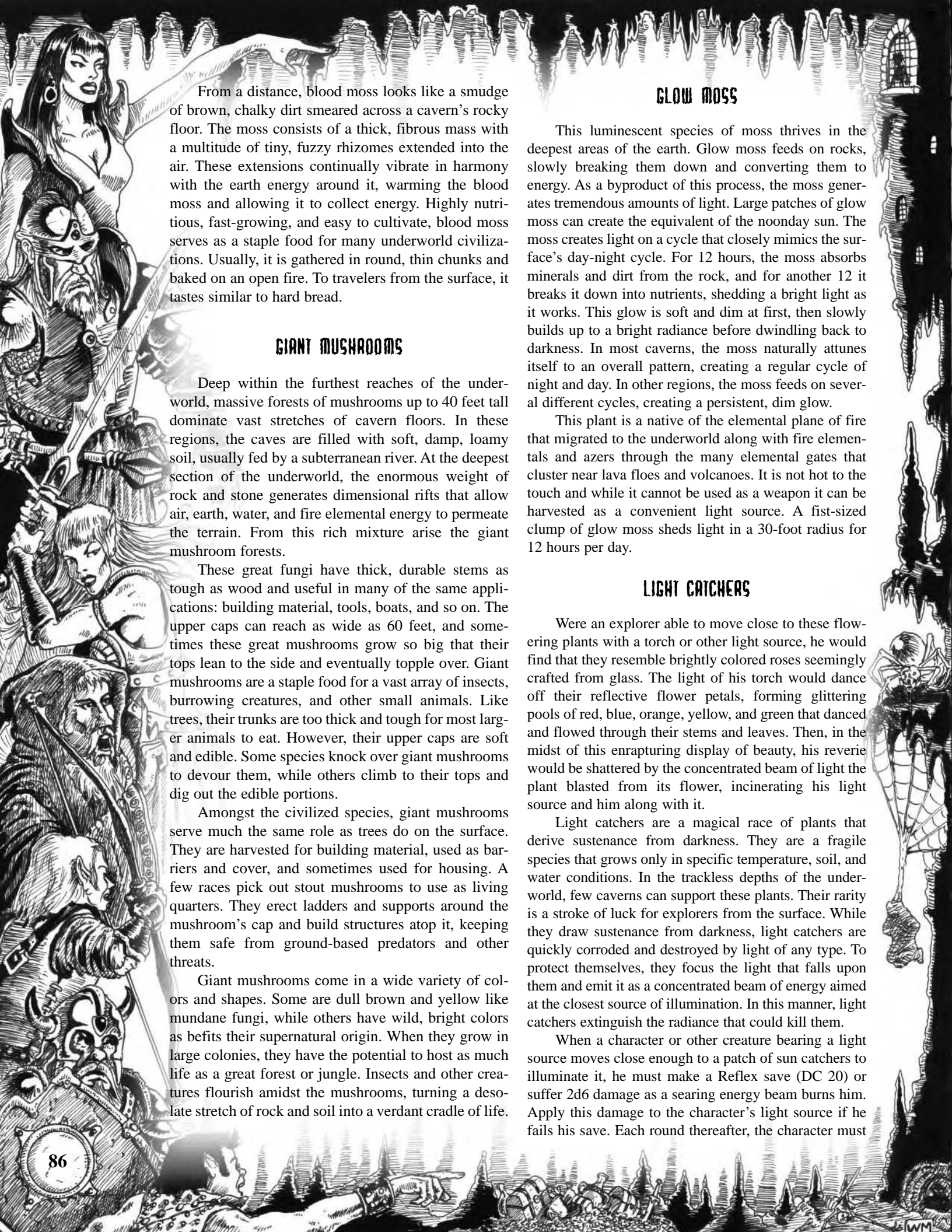
PLANTS, MOSS, AND FUNGI

While many vicious, predatory, or otherwise dangerous species infest the underdark, not everything found within that realm poses a direct threat to the characters. A wide range of plants and fungi live beneath the earth, sustaining themselves on water, soil, and even the darkness itself. This section presents a variety of plants, mosses, and fungi that you can use to populate the underdark. Some of these species are benign, serving to add color and texture to the underdark. Others are dangerous, serving as a potentially lethal trap to ignorant surface-worlders who blunder into them.

BLOOD MOSS

Named for the bright red fluid that erupts when it is torn or dug up, blood moss is a staple food for a great many creatures of the underworld. A native of the elemental plane of earth, this species thrives on the subtle elemental energy generated by tremendous amounts of rock, dirt, and soil. The very presence of great masses of rock lends it life. On the plane of elemental earth blood moss is analogous to grass, ferns, and other fast-growing plants. In areas of the underworld where the confluence of elemental earth energy spawns a planar gate, blood moss thrives. Over time, it has spread to many regions of the underworld.





From a distance, blood moss looks like a smudge of brown, chalky dirt smeared across a cavern's rocky floor. The moss consists of a thick, fibrous mass with a multitude of tiny, fuzzy rhizomes extended into the air. These extensions continually vibrate in harmony with the earth energy around it, warming the blood moss and allowing it to collect energy. Highly nutritious, fast-growing, and easy to cultivate, blood moss serves as a staple food for many underworld civilizations. Usually, it is gathered in round, thin chunks and baked on an open fire. To travelers from the surface, it tastes similar to hard bread.

GIANT MUSHROOMS

Deep within the furthest reaches of the underworld, massive forests of mushrooms up to 40 feet tall dominate vast stretches of cavern floors. In these regions, the caves are filled with soft, damp, loamy soil, usually fed by a subterranean river. At the deepest section of the underworld, the enormous weight of rock and stone generates dimensional rifts that allow air, earth, water, and fire elemental energy to permeate the terrain. From this rich mixture arise the giant mushroom forests.

These great fungi have thick, durable stems as tough as wood and useful in many of the same applications: building material, tools, boats, and so on. The upper caps can reach as wide as 60 feet, and sometimes these great mushrooms grow so big that their tops lean to the side and eventually topple over. Giant mushrooms are a staple food for a vast array of insects, burrowing creatures, and other small animals. Like trees, their trunks are too thick and tough for most larger animals to eat. However, their upper caps are soft and edible. Some species knock over giant mushrooms to devour them, while others climb to their tops and dig out the edible portions.

Amongst the civilized species, giant mushrooms serve much the same role as trees do on the surface. They are harvested for building material, used as barriers and cover, and sometimes used for housing. A few races pick out stout mushrooms to use as living quarters. They erect ladders and supports around the mushroom's cap and build structures atop it, keeping them safe from ground-based predators and other threats.

Giant mushrooms come in a wide variety of colors and shapes. Some are dull brown and yellow like mundane fungi, while others have wild, bright colors as befits their supernatural origin. When they grow in large colonies, they have the potential to host as much life as a great forest or jungle. Insects and other creatures flourish amidst the mushrooms, turning a desolate stretch of rock and soil into a verdant cradle of life.

GLOW MOSS

This luminescent species of moss thrives in the deepest areas of the earth. Glow moss feeds on rocks, slowly breaking them down and converting them to energy. As a byproduct of this process, the moss generates tremendous amounts of light. Large patches of glow moss can create the equivalent of the noonday sun. The moss creates light on a cycle that closely mimics the surface's day-night cycle. For 12 hours, the moss absorbs minerals and dirt from the rock, and for another 12 it breaks it down into nutrients, shedding a bright light as it works. This glow is soft and dim at first, then slowly builds up to a bright radiance before dwindling back to darkness. In most caverns, the moss naturally attunes itself to an overall pattern, creating a regular cycle of night and day. In other regions, the moss feeds on several different cycles, creating a persistent, dim glow.


This plant is a native of the elemental plane of fire that migrated to the underworld along with fire elementals and azers through the many elemental gates that cluster near lava floes and volcanoes. It is not hot to the touch and while it cannot be used as a weapon it can be harvested as a convenient light source. A fist-sized clump of glow moss sheds light in a 30-foot radius for 12 hours per day.

LIGHT CATCHERS

Were an explorer able to move close to these flowering plants with a torch or other light source, he would find that they resemble brightly colored roses seemingly crafted from glass. The light of his torch would dance off their reflective flower petals, forming glittering pools of red, blue, orange, yellow, and green that danced and flowed through their stems and leaves. Then, in the midst of this enrapturing display of beauty, his reverie would be shattered by the concentrated beam of light the plant blasted from its flower, incinerating his light source and him along with it.

Light catchers are a magical race of plants that derive sustenance from darkness. They are a fragile species that grows only in specific temperature, soil, and water conditions. In the trackless depths of the underworld, few caverns can support these plants. Their rarity is a stroke of luck for explorers from the surface. While they draw sustenance from darkness, light catchers are quickly corroded and destroyed by light of any type. To protect themselves, they focus the light that falls upon them and emit it as a concentrated beam of energy aimed at the closest source of illumination. In this manner, light catchers extinguish the radiance that could kill them.

When a character or other creature bearing a light source moves close enough to a patch of sun catchers to illuminate it, he must make a Reflex save (DC 20) or suffer 2d6 damage as a searing energy beam burns him. Apply this damage to the character's light source if he fails his save. Each round thereafter, the character must



make an additional save until he moves away from the flowers or his light source is extinguished. All characters carrying light sources are attacked. One minute of exposure to light is enough to kill the plants, which crumble into a rough, chalky dust when they perish.

The catchers are fragile. Any attack that hits them destroys them. Some races have attempted to harvest them as weapons, but the plants lose their abilities soon after they are picked. However, many race with darkvision and similar abilities cultivate them along the bases of walls, towers, castles, and other defensive points to use them as weapons against surface world attackers.

STALACTITE VINES

These tough, sinuous plants grow within the cracks found at the ceiling of the underworld's caverns. They live on the minerals and water they extract from rocks, slowly growing larger to drain more sustenance and fill the cracks and gaps they create as they turn the rock around them to dust. As stalactite vines grow, they lengthen and form a curtain of tough gray tendrils that can fill an entire cavern. Moving through these vines is no easy chore once they reach a cavern's floor. Strengthened by the rocks and minerals they absorb, each vine has hardness 10, 5 hit points, and a break DC of 25. Creatures passing through the vines move at half their normal speed. Visibility beyond 10 feet is completely blocked, while creatures within that distance gain 50% cover as the thick vines block attacks.

Stalactite vines pose an insidious threat to underworld civilizations. As they eat away a cavern's roof, they can cause massive showers of loose stones and rocks to pummel the ground beneath them. There is a 1% chance each day that one of these stone showers

pummels the area below a vine patch. All creatures within the area must make Reflex saves (DC 15) or suffer 2d6 damage from falling rocks. The characters could come across a group of travelers killed by such a rain, leaving them worried that some sort of flying monster lurks within the vines above them.

Flying creatures and those with access to spells such as *fly* sometimes roost amongst the stalactite vines. These plants provide solid cover and a remote hiding spot, though anyone seeking to live amongst them for long must create some sort of shelter against the falling stones. In some areas, the vines feed upon gold, silver, and other precious metals. These elements are absorbed into their fibers, making them valuable trade goods. The dwarves and other miners recognize vine gold, as it is called, as amongst the purest, most valuable ore. The plant's digestive process removes impurities within the gold and leaves it very easy to shape and mold. Some civilizations even use these vines as currency.

STONE FRUIT

One of the more common plants harvested for food in the underdark, a stone fruit plant grows from the sides of caves and caverns. A native of the elemental plane of earth, it draws sustenance from the force of gravity pulling it down towards the cavern floor. These plants grow stiff, long branches from which dangle fist-sized gray fruit that are filled with succulent pulp. The stone fruit propagates itself by dropping fruit to splatter seeds on cave walls or flinging them upward, smearing the seeds and fruit on the roof and wall above. Stone fruit is so named because early surface explorers thought that the rock itself had sprouted fruit.

UNDERDARK THEMES

There are aspects of the underdark that immediately distinguish it from surface adventures. Drow, spiders, and fungus creatures are a few examples. You can make your underdark campaigns all the more real to players by emphasizing these themes in mundane encounters. For example, mention that they constantly see small spiders scurrying about the marketplaces of underdark cities, or that sleeping in a cavern for only two hours is long enough for swarms of minute arachnids to start spinning webs anchored to their stationary forms.

You can also emphasize the underdark's alien nature by organizing encounters around themes that simply aren't found on the surface. Here are some themes that you can use to bring an underdark campaign to life:

- Spiders and insects
- Fungus and fungus-creatures (including the Huu'lach and various kinds of fungus men)
- Slavery, slave pits, and the pit fighters
- Underdark radiation and its bizarre effects, radiation magic, and mutations
- Drow and their relationship to surface elves
- The relationship between deep dwarves and their degenerate cousins, duergar and derro
- Gems, precious metals, and their relative commonness underground
- Portals to the elemental planes of earth and fire, the plane of shadow, and the realms of the demons and devils



CHAPTER 3

CREATING THE UNDERWORLD

The great, sprawling caverns of the underworld serve as the home to civilizations that rival the kingdoms and duchies of the surface in terms of size, population, and military power. While the sun and moon engage in their endless dance of time above the world, civilizations rise, fall, and rise once more far beneath them. The humans, orcs, elves, and dwarves of the surface may think their travails and deeds are of great note, but to the people of the underworld they are a mere footnote in the true history of the world.

In many ways, underworld adventures resemble wilderness treks more than dungeon crawls. The great caverns are alive with plants, animals, fungi, and strange monsters that live in a fragile, natural ecosystem. The characters could journey for days without encountering civilization, and those groups they do meet could have such strange customs that simple communication is beyond the party's abilities.

This chapter presents rules, guidelines, and advice for constructing an underworld that you can tuck beneath your campaign setting. From mapping out the underworld's monstrous caverns to designing a sensible, alien ecology that presents a daunting environment for adventurers, the material presented here provides you with the tools necessary not only to map out your underworld setting but to breath life and a unique feel into it.

THE ROLE OF THE UNDERDARK


Consider how important and how large the underworld will be in your game. Does the underworld play a vital role in trade? Do its inhabitants regularly go to war with the creatures of the surface? These traits determine how the underworld fits into your overall campaign. You can also vary these traits from region to region. The dwarves of your world may regularly trade with their deep cousins, reaping tremendous profit and influence by dealing in rare, exotic items from the world's depths. Other races, such as elves, may shun the deep realms and venture there only to destroy the

monsters that live within them. The human realm of Alistia might derive its military strength from an alliance with an expansionist drow empire, while the neighboring kingdom of Pont mistrusts all underworlders, even svirfneblin and dwarves, because of their hatred of the drow.

This section presents a few questions you can use to help spur some thoughts on how the underworld fits into your campaign and what role it can play in your adventures. When answering these questions, remember that the world is a big place. What is true in one region may not apply in another. You can craft some tangible, interesting cultural and political differences across your campaign world by modifying how different kingdoms or regions interact with the underworld. Such a change can provide some real differences in how the characters interact with a culture. Imagine if the PCs, after rising many levels battling drow, are sent on a diplomatic mission to a distant land that openly accepts the drow and regularly engages in trade with them.

HOW MUCH CONTACT OCCURS BETWEEN THE SURFACE AND UNDERWORLD?

The first and most important issue you need to consider is how much traffic moves between the surface and the realms below. In most campaigns, little contact occurs between the two regions. Aside from the occasional band of adventurers, brave merchant party, or band of raiders, the two areas have almost no interaction. In this situation, the underworld is a place of wonder and mystery. Even the most experienced sages have little concrete information to offer explorers. Myths, legends, and vague rumors are the only guidance the party can find. A trip into the underworld is an epic, rare undertaking into a dangerous, alien environment. Commoners, if they even know of the place, regard the underworld as the source of all monsters, demons, and other evils. Some religious sects may believe that underworld is the destination of the spirits of the dead, making any journey there likely to



either draw their support if they are curious about the region or a holy war if they believe that no mortal should ever travel there and despoil the sacred realm of the gods. The characters could make tremendous profit collecting information on the underworld for wizards and other researchers, establishing trade routes, and dealing in rare materials.

To the underworlders, the surface could be just as mysterious and frightening to them as their home is to the surfaceworlders. Travelers from the realm above might be regarded as alien invaders who must be destroyed, godlike beings from the outer world, or curios to be questioned, studied, and exploited. The guidelines and ideas given above could apply just as easily to the intelligent humanoids who dwell deep within the earth. Such concepts as sunlight, forests, and distant oceans are just as strange to an underworlder as glowing fungi, house-sized spiders, and 20-foot tall mushrooms are to an elf or halfling.

The opposite extreme of this ignorance is a continued, familiar level of communication between the two realms. Most kingdoms conduct some level of trade with friendly regions of the underworld and must plan to defend themselves against attacks from drow, duergar, and other aggressive, evil humanoids of the deeps. Pathways into the underworld are well known, patrolled, and guarded. While the simple physical barriers between the two regions may prevent mass migrations and heavy trade, the cultures of the surface and the underworld exert influence on each other, and exchange the technology and magic they have developed. New routes through the dungeons and caves to the underworld are highly valued, either as an unexpected corridor for an attack or as new avenues for travel that can make passing through the underground safer and quicker. Adventuring parties may be regularly hired out to explore unknown passages in hopes of establishing new trade routes.

In between these two extremes lies a middling level of familiarity and knowledge. While the underworld has little direct contact with the surface, the two regions know of each other and have reliable information based on fact. The great distance and dangerous pathways that connect the two realms make contact difficult. What trade occurs between them yields tremendous rewards for those brave and skilled enough to make the journey. The characters are unlikely to be treated as gods by the civilized humanoids of the deeps, but their visit is still noteworthy. Underworld creatures rarely travel openly on the surface, as their rarity and the evil reputation earned by drow and similar creatures draws the suspicion of those they meet. The evil underworld races rely on small-scale raids launched by elite war parties to gather slaves, foodstuff, and other treasure. Much like adventuring parties who venture into the depths to find gold and glory, so too do these small war bands seek their for-

tune on the surface.

Different cultures and races may hold vastly different attitudes towards the underworld. The elves may regard it as the lair of their ancient enemies, the drow. Thus, they are quick to distrust any creature hailing from that region. Faced with regular attacks by savage drow war parties, the elves sponsor adventurers who descend into the depths and stop the attacks at their source. Dwarves and gnomes, on the other hand, may come into regular contact with friendly civilizations such as the deep dwarves and svirfneblin. While they are aware of the threat posed by the drow, these races see the underworld as simply another stretch of wilderness that can offer profit and danger in equal measure. Attitudes can also vary between political entities, with some empires embracing the underworld and others warring against its denizens.


The level of familiarity between the surface world and the underworld goes a long way to determining how the two regions react. If you want to emphasize exploration and the unknown in your game, keep the underworld a distant, strange realm of alien civilizations. If you would rather have drow, duergar, and other such creatures play a major role in your campaign world, make the underworld an easily accessible, relatively integrated part of your setting.

HOW BIG IS THE UNDERWORLD?

The larger the underworld, the more likely that a given area has come into contact with it. Consider how widespread you want the underworld to be. Does almost every region of the world have a series of great caverns lying beneath it? In some ways, this question is answered by the level of contact that exists within your campaign. The more common the ties between the surface and underworld, the more likely that the underworld is a great, expansive region. The underworld's size also determines the range of resources that is available to civilizations there. An underworld that has few or small caverns probably lacks the resources to support a wide number of races. Drow, duergar, derro, and troglodytes engage in vicious, long-term fighting for access to food, water, and other resources. With living space and supplies at a premium, underworld civilizations rarely grow to the size of a city, never mind an entire empire or kingdom.

On the other hand, a large, expansive underworld has the potential to support as many kingdoms and cultures as the surface world. Drow kingdoms struggle with each other and their neighbors for dominance, as wars involving thousands of combatants per side regularly rage across the caverns. Cities comparable to the great metropolises of man sit beside lakes and oceans of the underworld that hold islands and even small continents that rival the surface world's in size. Such mas-





sive civilizations could initiate and support campaigns of conquest against the surface world, marshalling legions of warriors and mercenaries to erupt from the earth and swarm forth in a campaign of conquest. Chances are that both sides at least know of each other, with the great number of creatures and the sheer size of the underworld making it likely that someone has made first contact. However, a large underworld does not automatically translate into close contact or knowledge of the surface world and vice versa. If the pathways between the two realms are small and few in number, many long centuries could pass without any contact between the realms. Furthermore, contact between different underworld realms may be limited. Oceans, miles of solid rock, and other barriers can prevent communication and growth.

WHO LIVES IN THE UNDERWORLD?

WHY DO THEY LIVE THERE?

While there are many fantasy races commonly linked to the underworld, not all of them may be appropriate to your campaign. Other times, you can easily adapt an existing race to the underworld. After all, if humans can adapt to and dominate the surface world why couldn't they do the same in the realms below? Make a list of each of the humanoid races that dwells within the underworld and consider their history, role in the deep realms, and why they have settled there. Some races may have been driven there by their enemies from the surface world. Others could be created there by the gods and promised absolute dominion over all realms beneath the surface. The drow, for instance, may worship a deity who encourages them to conquer and slaughter all other races who dare to claim dominion over their rightful property.

Create a master list of all the races and civilizations that you want to include in your campaign's underworld. The more races you include, the greater the chance that wars and other conflicts are a regular occurrence in the deep realms. With many races competing for space and resources, chances are they frequently struggle against each other unless the underworld is vast or the regions within it are cut off from one another by impenetrable barriers of stone or water.

For each race, consider why they dwell within the underworld. Some may have simply evolved there, others were driven to the caverns, while still others may have migrated there at the behest of a god or because their original homes on the surface became uninhabitable. Once you have decided why a race dwells in the underworld, think about what they have accomplished over the course of history. Some may have built tremendous civilizations featuring cities,

massive armies, and intricate societies. Others may have reach such heights only to descend into savagery due to warfare, natural disasters, and other mishaps. The ruins of their cities may be the lone remaining monuments to their great achievements. Other civilizations may have disappeared entirely, leaving behind only a few scattered hints of the kingdoms and empire they raised far from the sun's gleaming light.

When creating the overall nature of each race, try to give each of them a reason to become involved with the surface world on some level. A culture driven to the dark regions of the world may hate the peoples of the surface and seek to destroy them. Those influenced by religion may await a messiah from the world above to lead them to a new golden age or could see such outlanders as anathema, terrible demons from beyond the earth's secure womb who must be burned at the stake. When designing the history and background for a race, try to focus on how it interacts with and views the people of the surface world.

Just as human kingdoms can be good or evil, lawful or chaotic, you can create different splinters of a race and design a variety of empires and duchies of a race that all have distinct goals, histories, and alignments. Some deep dwarves may be deeply xenophobic, viewing all outsiders as enemies. Another clan of the same race may regularly trade with their surface kin. Perhaps only a deeply ingrained fear of the sky, sun, or moon keeps them sequestered within their underworld halls.

HOW DO THE DIFFERENT UNDERWORLD

FACTIONS AND RACES INTERACT?

Just as human kingdoms struggle against one another, so too do the different races and factions of the underworld wage wars, form alliances, and otherwise interact with each other. List all the major races, creatures, and factions within the underworld and note their general tendencies towards each other. Some races, such as the svirfneblin and deep dwarves, are natural allies. Others, such as the drow and the duergar, may loathe each other but form partnerships in trade and war when the benefits outweigh their simmering hatred. In addition, consider how each faction regards the surface world. While much of this attitude may already be determined by the faction's history, for others their relationship might not be as clear. In some cases, an underworld civilization may simply consider the surface to be a place of myth and legend. Having dwelled for so long in the deepest portions of the earth, they have never encountered surfaceworlders outside of rumors and legends.

MAPPING THE UNDERWORLD

The next step you need to take is to map out the underworld regions that exist in your game world. You do not need a highly detailed map when you start out. Instead, you only need to create a basic sketch. As the campaign progresses and the characters venture into the underworld, then you need to flesh out the specific traits and geography of the region. However, do not make more work than you need by creating detailed maps and notes on areas that may never come into play. Instead, focus on those areas that will have a direct bearing on the campaign.

The first thing you need to look at is where the underworld lies in relation to the surface world. The less contact you want between the two regions, the further from civilization the underworld should lie. If the only passages to the drow kingdom are found in a distant mountain range beyond the edge of civilization, the two realms are not likely to come into contact with each other. On the other hand, if an underworld cavern lies directly below an important city, the local thieves' guild could conduct secret trade with drow or derro, reaping tremendous profits from the rare and strange items they acquire in return for what the thieves consider to be mundane goods, such as wood, pearls, and other material rare in the underworld.

The larger a cavern, the more likely it is to host a complete kingdom or other society within the underworld. Be sure to keep that in mind when placing different caverns and regions. On the other hand, such large expanses of the underworld could be untouched wilderness just waiting for an intrepid band of adventurers (such as the characters) to explore and discover its secrets.

Try not to get too wrapped up in creating a detailed map of the underworld. Focus on marking out its major regions and important smaller caverns, especially those that will play a role in your campaign. Then, sketch out connections and passages between these realms. Again, you don't need to create a detailed map that shows every twist and turn between two realms. Instead, use your map to plot out the basic paths and relationships between the caverns. Some may be directly connected to each other, while others are linked through intermediary caverns or at the juncture of several passages. You should also mark the points where the underworld and surface connect. Such areas are the most likely to see contact between the two realms and the races that live there.

Once you have the basic structure of your underworld mapped out, you're ready to add some detail to the sections that are important to your campaign. Keep in mind that you can always go back and add more caverns and alter existing ones to fit the adventures

you run. After all, even the best GM cannot anticipate everything that can happen over the course of a campaign. Try to leave yourself some wiggle room to make changes on the fly as you need them.

CAVERNS: THE BASIC BUILDING BLOCKS

Creating the great caverns of the underworld involves a lot more than simply sketching out a map and building a list of monsters. That's a good place to start, but there's more you can do with these regions beyond using them as gigantic dungeons. While you could simply stock them with monsters and treasure, you can introduce wonder and excitement into your game by taking the time to consider several factors that distinguish the underworld from dungeon adventures and the surface world's wilderness.

This section presents a complete system for designing gigantic underworld caverns that can hold subterranean kingdoms, deep oceans that have never seen the light of the sun, and trackless wilderness home to dozens of bizarre creatures. It presents a series of keywords or descriptors that can be applied to each cavern along with a sliding scale of values attached to each keyword. Some of these values have in-game effects and list rules that alter how certain spells and abilities work. Others serve as inspiration for your work and highlight options that you might otherwise overlook. For example, the magic keyword lists options that alter how spells and items function in certain regions of the underworld. The civilization keyword gives you a list of ideas for how underworld societies may be organized. The characters may encounter a highly advanced drow city in one cave, while a group of dwarves in the next may have descended to a stone age level of existence.

The keywords serve as a foundation for an underworld setting. You can mix and match them to create the basic outline of the underworld you want to design. Remember that these guidelines are not hard and fast rules. Combine and alter them as you see fit to produce the adventure or setting that you want.

To use this section, simply pick out keywords that apply to the cavern you wish to create, select effects listed under them, and use them as a resource to flesh out and complete your creations. The keywords that follow are these:

Animals	Plants
Ceiling	Radiation
Civilization	Terrain
Height	Volcanic
Magic	



ANIMALS

Despite its location deep within the earth, some portions of the underworld teem with life. Great herds of subterranean herbivores feast on fungi and small, stunted plants that grow in the dark places of the earth. In the greatest caverns, beasts the size of elephants wander in great herds, while even the smallest cave is home to a swarm of rats or insects. The animals keyword gives you a set of options to help build an ecosystem in the underworld. Civilization cannot survive without a source of food, clothing, and other important resources. The options given here allow you to construct a wide array of ecosystems, from those that merely exist in the background of adventures and provide ready sources of food to those that feature aggressive, powerful beasts that, while commonly hunted for their meat, pose a deadly threat to travelers and hunters.

Passive Animals: Animal life is common in the cavern, but it poses no special threat to adventurers or other intelligent creatures. In this situation, animals exist much as they do on the surface world. A variety of herbivores provides a ready source of food, and most predators focus on hunting down other animals. Monsters such as hydras, basilisks, and others are relatively rare. This setting for animals works best in caverns that hold civilizations, are regularly traveled and hunted by neighboring realms, or are too close to the surface to attract the most dangerous monsters of the depths.

Random encounters with wild animals should be rare here. Most of the time, the fauna seek to avoid travelers as much as possible. The party may catch sight of animals that flee before them and the area should be alive with the calls, bellows, and howls of a variety of animals. Still, the adventurers should be as safe here as they would be in the typical forest located within or near civilized lands.

Aggressive Animals: The law of the wild rules supreme in these caverns: kill or be killed. While herbivores may thrive here, they are all capable, aggressive fighters. Predators attack anything that moves, and parties of adventurers are likely to face regular attacks from the animals and beasts that dwell here. Evil humanoids may recruit their mounts and war beasts here, trapping newborns and raising them in captivity. These caverns can play host to many forgotten species: dinosaurs, saber-toothed tigers, dire animals of all sorts, and other powerful beasts and animals.

Random encounters should be common here, with monsters such as animals, beasts, magical beasts, and vermin being common opponents. Purple worms, bulettes, dire bears, darkmantles, and others all use these caverns as their natural habitats. The party may

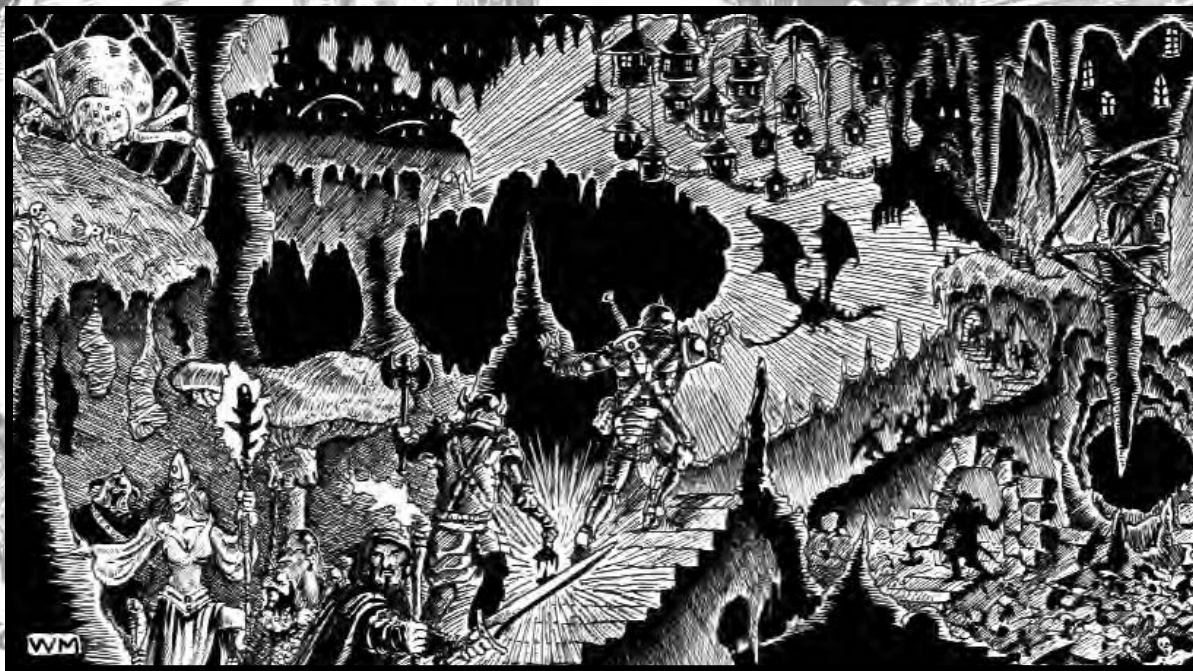
find that a trip across the cavern is as daunting as a journey through the deepest dungeon levels.

Alien Beasts: Through some trick of magic, a planar gate, or other phenomenon, this cavern's animal life is drawn from another plane. Outsiders dominate this area, with elementals, demons, and devils all finding niches here. Normal subterranean animals may also dwell here, serving as food to the otherworldly monsters that hunt here. Use the abyssal and half-fiend templates with normal animals to create a wide range of strange fauna that could venture into this place from distant planar realms. Packs of hell hounds range across this place, while lesser demons and devils stake out hunting grounds and jealously guard them.

The frequency of random encounters should be determined by the number of outsiders found here. If many of them squeeze into a small cavern, competition for hunting space and scarcity of food drive them to regularly attack travelers. Otherwise, this area may seem a lot like a standard, passive ecosystem save that a few species of outsiders dwell here. Intelligent outsiders should be covered with the civilization keyword, though a solitary vrock may live as a wild beast, preying on travelers with its raw strength and magical power.

The outsiders should have a unifying theme, usually their plane of origin. For example, a cavern near a lava vent may be occupied by fire elementals, azers, efreeti, and other outsiders with the fire subtype. A horde of devils might build a mighty fortress crafted from black iron on the spot where a portal to Hell stands, while all manner of strange animals from Hell roam in the mushroom forest around their domain. The creatures should share a common origin, and that origin should in some way tie them together.

Dead Zone: The area is completely devoid of animal life. Bare rock, fungi, and strange plants are all that inhabit this area. For whatever reason, animals are either driven from here or died off long ago. The cause of this condition could pose a threat to explorers. For example, a deadly contagion may have swept through the area and killed off the wildlife. The characters risk contracting the disease and unwittingly carrying it to other realms as they explore the underworld. A dimensional rift may have opened up, flooding the area with planar energies that scorched the cavern and incinerated all life. Worse still, perhaps the animals that lived here arose as the living dead. The event that killed them off may have produced a backlash of necromantic energy, causing its victims to arise as skeletons, zombies, and other undead monsters. Of course, an area does not have to be dead due to some strange, magical event. The cavern may be newly formed, leaving it bare because animals have not yet migrated there. The passages leading to it may be flooded or too narrow to let most animals travel through them, keeping the cavern isolated from neighboring realms.



Random encounters can range from impossible to frequent depending on the exact nature of the dead zone. Depending on what causes a cavern to remain empty of animals, the characters may have to deal with frequent undead raids or the eerie silence of a great realm utterly empty of all life.

CEILING

Probably the most overlooked portion of an underworld cavern, the ceiling can play host to a wide variety of sites, creatures, and features. From a wizard's tower carved from a great stalactite to a warren of spider webs where driders gather for their war against all life, the upper reaches of a cavern provide a safe haven for those monsters and humanoids capable of climbing or flying. Remember that the underworld is not merely a wilderness area tucked beneath the earth. In a realm where resources are scarce, the creatures of the depths seek out any available living space they can find. Naturally, their eyes will turn upwards. A settlement nestled at a cavern's ceiling is safe from most attackers and, if the roof is high enough, it can escape the notice of most monsters and travelers. From such a vantage point, a settlement could grow and thrive in peace or wage a war against its enemies from hiding.

Bare: Most caverns lack creatures that can take advantage of the relative safety of a cavern's roof. The upper areas may be studded with stalactites and other rock formations, and perhaps a few solitary flying beasts live amongst them, but the cavern's ceiling is largely uninhabited.

Hidden Passages: It is possible that natural passages in the rock rise and wind their way to the cav-

ern's ceiling, allowing creatures to dwell on shelves and outcropping high above the cavern floor. These areas are ideal settlements since they afford a tribe a commanding view of the area below and an easily defensible position. Dwarves, drow, svirfneblin, and even orcs could carve chambers into the great stalactites, building inverted towers within the ceiling. These creatures could even develop gliders and simple parachutes to speed their journey to the realm below.

Infested: Spiders, ants, and other climbing vermin form great nests within the nooks and crannies of the cavern's upper reaches. These creatures descend to the cavern floor to hunt and gather, retreating back to their lairs only when faced with a powerful opponent. The entire cavern may be under the control of these insects, causing them to aggressively guard the floor below them. Spiders can use their webbing to descend upon travelers from above or drop webs down upon them, possibly catching intruders in an ambush. Ants and other insects rely on mass attacks, swarming down the cavern walls to overwhelm their prey.

Platforms: Just as the elves are known to build mansions amidst the trees, so too could an underworld culture craft dwellings from mushroom stalks or stones that hang suspended from a cavern's ceiling. Any culture with access to expert craftsmen and arcane magic could complete the work necessary for this labor. The drow could also use their arachnid followers to weave chambers and structures from webbing, suspending small outposts and towers from the cavern's roof.





CIVILIZATION

While underworld civilizations are covered in greater depth later in this section, the keyword and its related options serve to help fire your imagination and map out some basic guidelines as to how intelligent creatures use a particular cavern. Use the keyword to determine how important intelligent creatures are to the cavern's character and arrangement. Later, this chapter details methods and techniques you can use to produce truly strange, alien civilizations within the deep realms.

Scattered: The standard setting for a cavern, intelligent creatures use the area to the best of their ability for farming, hunting, mining, and other activities. However, their settlements tend to be small and spread out over the area. Each individual community relies on the area around it for food and other supplies, and as a group they may form a loose alliance or a tight knit military league. Otherwise, the groups may be hostile or indifferent to each other. War is probably not too common at the current time, since the smaller communities lack the manpower and resources to commit to a major struggle. These caverns could be on the borderlands between two empires, the edge of a civilized region, or a small nest of civilization amongst a hostile area.

Uninhabited: Few, if any, intelligent creatures dwell within the cavern. The place either lacks sufficient food, water, and shelter or powerful, dangerous monsters are too common for a settlement to last long. An ancient war may have swept the area clear of civilization, or any of the catastrophes listed under the dead zone option for the animal keyword may have scattered the civilization that once dwelled here. In any case, aside from a few scattered ruins the cavern is given over to the wilderness.

Civilized: The entire cavern is dominated by a single empire, kingdom, or other group. Towns, cities, and other large settlements are common or a single, sprawling urban area occupies the entire cavern floor. The entrances to the cavern are heavily guarded and either walled or magically warded to stop invaders. The characters can expect regular patrols or squads of watchmen to stop and question them if they are of a race alien to this area unless they are accompanied by a guide or other official. This region offers the same level of comfort and safety as a civilized region on the surface world. Monsters and other threats may sometimes infiltrate the area through the cavern wall, ceilings, or small caves scattered throughout the area, but generally speaking the characters are safe from monsters in this area. Of course, if the civilization consists of an evil race, the characters' safety is only relative. They need not worry about monsters but would do well to avoid drawing any attention to themselves.

Contested: Several groups claim ownership of the cavern and currently struggle to enforce their desires. Small skirmishes punctuated by the occasional mass battle rage across the cavern floor, with each side erecting fortifications in the caves or passages in the area. Castles and other strongholds replace the typical farming and herding communities. Random encounters are common as war parties from each side probe their enemies' defenses and attack anyone not expressly identified as a friend. Monsters and animals, driven from their normal hunting grounds by the conflict, are much more aggressive than normal. The characters can count on regular attacks in this area and may face imprisonment if caught by a group suspicious of spies.

The cavern may be fought over by a great number of groups and races, each eager to claim its resources. The conflict's cause can range from a simple struggle to claim farm or grazing land to an ancient artifact said to be hidden somewhere within the cavern. Alternatively, the cavern may simply be at the junction of two great, rival nations.

HEIGHT


Unlike the wilderness of the surface world, underworld areas are limited in their height. Some caverns rise high into the air, creating space enough for pterodactyls, dragons, and other flying beasts to take flight. In other regions, a cavern is little more than a horizontal crack in the earth's crust, forming a long, wide space little taller than a human.

Height is an often-overlooked aspect of the underworld environment. Most adventurers assume that they have enough space to wield their greatswords, longspears, and other long weapons with ease. In some areas, they may be forced to crawl for miles. In others, a cavern can reach such heights that adventurers think they passed through a gate and entered another world.

Most of the time, caverns should be tall enough to allow the characters to maneuver with ease. This keyword is best used to present a unique challenge and highlight the strange nature of the underworld. Use it too often and the players may become frustrated and the uniqueness of this feature fades away.

Average: Most caverns reach 20 or so feet in height, tall enough for most Medium, Large, and Huge creatures but not so tall that flying creatures can comfortably take to the air. This setting should be the default for most caverns. It is tall enough that height does not become an issue but low enough that the characters are reminded that they are underground.

Low: The ceiling here is about 10 feet tall, low enough to hinder tall creatures but not an issue for most player character races. The typical dungeon level has this height, allowing most of the common subter-



anean creatures to live and flourish here. This option is a good buffer zone between an average cavern and a cramped one.

Cramped: The ceiling here is 5 feet tall or lower, forcing Medium creatures to walk hunched over. All creatures greater than Small size suffer a -2 circumstance penalty to attacks. Furthermore, any creature wielding a two-handed weapon suffers an additional -1 circumstance penalty to attacks, for a -3 penalty total.

Squeezed: Tight quarters even for Small characters, these caverns are no more than 3 or 4 feet tall. Medium creatures suffer a -4 penalty to all attacks and two-handed weapons are impossible to wield. These areas are little more than cracks in the earth and are home to only the tiniest creatures. Still, they often are heavily populated. After all, the largest and most dangerous predators have little chance to hunt within these realms.

Titanic: These caverns reach heights of dozens or hundreds of feet. Entire cities and monster lairs could be concealed amongst their stalactites far from the light of a torch or lantern. Flying creatures abound here, swirling through the air to pick off any animals or travelers that cross their paths. These caverns are some of the largest regions of the underworld, hosting multiple cities and complete civilizations within their bounds.

MAGIC

In some regions of the underworld, the flow of magic is disrupted and altered by the strange effects of the earth. Subterranean radiation gives arcane energy a strange tinge, and the great weight of rock alters the effects of some incantations while leaving others unchanged.

Divine and arcane spells are designed to work on or near the surface world. The further one travels from that area, the greater the likelihood that magic works differently. The magic keyword is a handy tool to remind the characters that they are in an alien realm. With their spells obeying a seemingly new set of laws, the characters learn the hard way that assumptions and plans made on the surface world might not apply to the great, yawning darkness of the deeps.

Standard: The baseline state for magic, spells and abilities work as normal.

Dead Magic: In these areas, a strange magical aura exerted by the rock and stone snuffs out spells. Perhaps the area is near a great vein of lead that disrupts all magical energy, or an ancient curse woven by a long forgotten lich or godling forever tore a hole in the flow of magic here. In any case, spellcasters have a difficult time using their abilities here. Whenever a caster attempts to use a spell, he must make a caster

level check. Creatures with supernatural or spell-like abilities make a check using the listed caster level of their ability or, if none is listed, their hit dice. Magic items must make a check using the caster level necessary to construct them either when they are activated or each hour they remain in the dead magic area.

The level of dead magic in the area determines the DC of the caster level check. To make a caster level check, roll 1d20 and add your caster level to the result.

Dead Magic Zone	Caster Level DC
Slight interference	10
Intermittent lulls	15
Weakened magic	20
Drained magic	25
Heavy interference	30
Dead magic	40

Dead magic zones can also apply to spells from specific schools or ones with certain keywords and descriptors. In this case, the effect should be tied to the cavern's background, history, or terrain features. For example, a cavern filled with a churning, underworld ocean may have a deadening effect on all spells and abilities with the fire keyword. An area covered with an ancient necropolis may exert a dead magic zone against spells with the good subtype.

Empowered Magic: While some areas hinder magic, in others arcane and divine power flows like a raging river. A spellcaster merely needs to reach out to the firmament around him to unleash potent spells. In these regions, all spells automatically gain the benefit of a metamagic feat of your choice. Spells that already gain the benefits of a metamagic feat use the rules for stacking more than one of those effects on to a spell as normal. As a rule of thumb, this effect should be restricted to metamagic feats that increase a spell's level by one or two.

Just as with dead magic zones, some areas may be particularly attuned to different types of spells. Only magic from certain schools or with an exact keyword or descriptor gain the benefit of the empowered magic. Again, this effect should be tied to the cavern's background and features. A great realm bisected by a river of lava may be saturated with fiery energy, allowing spells with the fire descriptor to gain the benefit of Maximize Spell or a similar effect.

Wild Magic: In some areas, the flow of magic ranges from a steady stream to an uncontrollable tsunami. In these caverns, spellcasting is a dangerous business. Magic may not work, it may work as normal, it could produce a powerful effect, or it could run out of control and threaten its would-be master. Most wizards and clerics avoid these areas of wild magic. After all, at least an area of dead magic is predictable. Regions of unstable magic can turn an archmage into



WILD MAGIC TABLE

Caster Level DC

-1 or less

Mishap

The caster causes a catastrophic chain reaction. A magical explosion causes 1d6 damage per spell level in a 5-foot per spell level radius around him and inflicts 1d4 negative levels upon him.

0

Caster loses control of the spell and takes 1d6 damage per spell level.

5

Spell backlashes, either targeting the caster if it deals damage or targeting an enemy if it aids him. Otherwise, the spell fizzles.

10

Spell fizzles.

15

Spell functions as normal.

20

Spell gains the benefit of the Empower Spell feat.

a humble apprentice and vice versa.

When a character attempts to use a spell in an area of wild magic, he must make a caster level check with a penalty equal to twice the level of the spell he attempts to use. Determine the result by referring to the Wild Magic Table. The maximum DC he equals or exceeds determines the effect of his spell. For example, a 9th-level sorcerer attempting to use a 3rd-level spell would roll 1d20, add 9 for his level, and subtract 6 (2 times 3) for the spell's level.

Alternatively, you can introduce an even greater level of uncertainty into spellcasting by forcing each spellcaster to make a Spellcraft check (DC 15 + twice the spell's level) to successfully cast a spell. On a failure, treat the spell as if the caster used up to three different spells whose total level equals the spell's original level. For example, a 9th-level spell that runs wild generates up to three spells whose total level equals 9. These spells have an equal chance to manifest in such a way that they help the party or hinder them.

As with the other effects listed under this keyword, wild magic can be customized to affect only spells of a certain schools or with specific keywords and descriptors.

PLANTS

In order for an underworld ecology to make any sort of sense, plant life should be available for herbivores, humanoids, and other creatures to feed upon. Mushrooms and other life forms adapted to the dark are ideal candidates for what passes as plant life. Giant forests of mushrooms could dominate a cavern, forming a realm that is both familiar and utterly alien. As this is a fantasy game, other sorts of plants could flourish in the depths. Perhaps a species of fern or tree feeds off of darkness just as real world plants sustain themselves on light, allowing the underworld to become a verdant realm of subterranean rain forests. Other plants could draw sustenance from the rock itself, leaching minerals and water from even the toughest

granite.

The plants keyword serves as a scale for how much plant life exists in a cavern. New mundane plants and advice on underworld ecology are described in chapter 2.

Bare: In some caverns, plant life is almost wholly unknown. A few scattered clumps of lichen and mushrooms may grow here and there, but otherwise this place is a desolate wasteland. Animals and other creatures may still survive by hunting in other regions, but this cavern is largely free of plants and the herbivores that graze on them.

Cultivated: At one time, plants may have grown out of control here or this cavern may have been a desolate wasteland. In either case, a civilized race has turned this cavern into a prosperous farmland. Carefully tended mushroom groves and fields dominate much of the area. Other species may simply tend and direct natural plant life. For example, a tribe of troglodytes could cull dangerous or poisonous plants from a mushroom patch, leaving behind only those species that are useful to them.

Scattered: Plants and fungi grow throughout the area, but a lack of nutrients or an overabundance of animals keeps them from growing out of control. The underworld equivalent of plains or grasslands, patches of small plants cover much of the area here and are punctuated by small stands of tall mushrooms and thick plant life.

Verdant: Mushrooms and plants dominate this cavern. Much like a rain forest or thick jungle, mushrooms and underworld plants stand close together in a thick, difficult-to-navigate forest. Animals may be common here, as the plants provide a ready source of food, but the mushroom forest is the dominant life form. Shambling mounds and other plant monsters are common here and may rule the food chain, while small, isolated outposts of civilization seek to carve out a foothold against the seemingly endless tide of vegetation.



RADIATION

The deep gloom of the underdark is sometimes broken by a pale yellow light. This is the energy of radiation, a common bane of the underdark. Radiation is a naturally occurring byproduct of proximity to the earth's core, and as one ventures ever deeper in the underdark, it becomes more prevalent and more powerful.

In most creatures, underdark radiation causes mutations and ultimately death. Thus, it is avoided whenever possible. The places where it is worst – known as radiation wells – are visibly distinguished by the pale yellow light that emanates from them, as well as the twisted life that inhabits such areas. But other sources, especially in areas where it is less strong, are not obvious to the casual observer. In these places, the effects of exposure may not become apparent for generations, until the births of multiple deformed offspring make the presence of radiation unavoidable.

Despite its dangerous side effects, underdark radiation is actually sought out by a number of magic users. The energy it produces can be harnessed for magical effects by those who otherwise could not cast spells. A special type of underdark wizard, the radiomancer, uses this energy to cast spells, thought at great cost to his own health.

The effects of radiation exposure can be contained by lead. A suit of lead armor renders the wearer immune to radiation. Radioactive rocks can be kept in lead vials to avoid causing injury to the owner.

Low Radiation: Areas of low radiation are marked by a pale white glow that is barely distinguishable amidst the pitch black gloom. It's impossible to pinpoint the exact source. Characters unfamiliar with underdark radiation may think the effect is magical. These areas cause no mutations.

Moderate Radiation: Areas of moderate radiation glow visibly. The light is soft white with a faint yellow tint. Creatures that have lived in the area for a long time will have unusual traits and minor mutations. Prolonged exposure to moderate radiation causes mutations in most creatures. This has happened to the gloom barbarians over the many generations they have been forced to seek protection in the most unwanted underdark realms. Residents must make a Fort save (DC 10) each month or suffer temporary loss of 1 point of Constitution and one permanent minor mutation (see table on following page). The Con loss does not heal until the afflicted creature is removed from the source of the radiation.

Radiation Wells: Radiation wells are the areas of most extreme radiation. Short-term exposure to a radiation well can cause rapid mutation. Few creatures live around the radiation well, and those that do are distorted and twisted. Characters who ignore the warnings of their underdark guides and venture too close to a powerful radiation will mutate quickly, often within days. Residents must make a Fort save (DC 20) each week or suffer a minor mutation and 1 point of permanent Constitution loss. Once they have at least three minor mutations, there

is a 50% chance that each new mutation will be major. In areas of extreme concentration, the DC can be increased, and checks may be required as often as once a day. Nothing lives in such areas.

Mutations: There are several ways for a character to develop mutations. Aside from proximity to radiation wells, he may make use of a radioactive focus (see the Radioactive Caster feat, page 50) or be a radiomancer. Gloom barbarians automatically have at least one minor mutation due to the areas they live in.

Major mutations are more rare. Except through extreme exposure or the radiomancer class, they are not often seen.

A character who suffers a mutation must roll on the tables on the following pages to determine the effect. Most mutations have some sort of beneficial effect, at least insofar as the creatures that mutate negatively tend to die quickly, so only the beneficial effects survive. To make things more interesting, you can assign a 25% chance that any mutation will be harmful rather than beneficial, and reverse the effect on the table to account for it.

These tables are designed for humanoids. The GM should adapt the results for other kinds of creatures. Using these tables (or similar effects) on traditional monsters is a great way to produce unique underdark creatures, modified by the strange radiation of their home.

TERRAIN

While it may seem obvious to include some interesting terrain features in a cavern, sometimes it is all too easy to allow the grandeur of an underworld setting to overwhelm some simple but interesting details that can bring a cavern to life. Just as the typical wilderness can feature mountains, valleys, hills, and cliffs, so too can a cavern's floor be marked with a wide range of terrain features. A river may flow through a cavern, while another one may feature a 45 degree slope that runs east to west throughout the entire area. Caves are anything but flat, regular, and easy to navigate, even the titanic caverns in the deepest regions of the world.

Unlike the other keywords, it is easy to apply a wide variety of terrain effects to a single cavern without turning it into a mishmash of different areas and styles. You can map out a cavern and insert rivers, slopes, peaks, and valleys to give it a distinct feel and provide a wide range of obstacles for the party to traverse.

Caves: The more passages that lead into and out of a cavern, the more likely it is that creatures and humanoids migrate into the area and set up lairs there. Other caves may simply offer shelter within the rock, forming a series of chambers or even a solitary room for an orc tribe or a purple worm. Caves can appear almost anywhere within the rock. Some might open on the cavern floor, requiring additional walls and structures to defend them, while others are set high on the cavern wall or ceiling. An orc army could build towers wrought from mushroom stalks to reach the upper caves, giving them an easily defensible position and an excellent view of their territory. Approaching armies could be easily spotted,



MINOR MUTATION TABLE

Roll (d20) Result

- 1 Long legs. +5 ft. speed.
- 2 Long arms. +5 ft. reach.
- 3 Extra or multifaceted eyes. Cannot be flanked.
- 4 Natural claws. Gain claw attack that does 1d4 damage.
- 5 Enlarged nose. Gain scent ability as a monster (see MM).
- 6 Scaled or heavily furred. Gain +1 natural armor bonus to AC.
- 7 Toxic breath. Can make unarmed touch attack to breathe on enemy's face, provoking an attack of opportunity. Success forces Fort save (DC 10) or target is poisoned (inhalation, primary damage 1d6 Strength, secondary damage 1d6 Strength).
- 8 Spines. Grappling attempts, whether successful or not, automatically cause 1d3 damage; attacking grapplers or swallows also take damage.
- 9 Extra arm and leg joints. +2 competence bonus to Escape Artist and grapple checks.
- 10 Feathers. Hard to hold on to. +2 competence bonus to grapple checks.
- 11 Sonic clicks, like a bat. Gain blindsight to a range of 30 feet.
- 12 Corpulence. Body bulks up considerably; massive muscle growth (but lots of fat, too). Weight doubles, speed drops by one category (30 ft. -> 20 ft. -> 15 ft.), -2 Dexterity, +4 Strength.
- 13 Elastic. Bones become elastic and flexible. +2 Dexterity, +4 bonus to Escape Artist checks (in addition to bonus from higher Dex).
- 14 Third eye. A third eye appears in the character's forehead, like that of a cyclops. Gains low-light vision, darkvision, and infravision, +2 to Spot checks.
- 15 Facial melt. Facial features melt and distort beyond recognition. Ability to speak is affected. -4 penalty to Charisma.
- 16 Inkwell. Body is altered to absorb light as sustenance. No longer needs food (but still needs water). Must absorb light for 2 hours each day. Light literally flows toward the character; when he enters the range of a torch or other light source, the flame will tilt toward him.
- 17 Gills. Can breathe underwater. Retains lungs as well; effectively amphibious.
- 18 Shrinks. Character's body atrophies rapidly, reducing him by one size category. -2 penalty to Strength, speed drops to next lowest category (30 ft. -> 20 ft. -> 15 ft.), weight drops by 50%, becomes one size smaller (with all associated benefits and penalties).
- 19 Cranial fortress. Shards of crystalline growth appear around the crown of the head. +2 bonus to Will saves.
- 20 Roll again twice.

MAJOR MUTATION TABLE

Roll (d20) Result

- 1 Foot-long eyestalks. Eyes are independently mobile. They can look over walls and around corners like a periscope.
- 2 Extreme muscle growth. Character's body becomes literally choked with muscles. +6 Strength, -4 Dexterity.
- 3 Tentacles. Character's arms morph into long, sinuous tentacles. He retains his fingers and hands, but now receives a +4 competence bonus to grappling attempts because it is hard to pin him and he can easily wrap around enemies.
- 4 Insectoid transformation. The character develops a chitinous shell, buglike hairs, and a buglike face. He gains +2 Dexterity, -2 Intelligence, and -2 Charisma.
- 5 Long neck. The character's neck can be extended up to five times its normal length.
- 6 Slimy residue. The character oozes slime like a slug. He leaves a trail behind him. The slime causes mild paralysis to other creatures (Fort save, DC 10, or paralysis for 1d10 minutes). The trail of slime remains "wet" for 1 hour and causes paralysis as long as it is wet.

MAJOR MUTATION TABLE (CONTINUED)

Roll (d20) Result

- 7 Goat horns. The character grows large, curved horns from the side of his head. He gains a gore attack at his lowest base attack bonus (damage 1d6 + Strength bonus, double damage on a charge). This does not provoke an attack of opportunity.
- 8 Wings. The character grows wings. He gains a flying speed at half his normal speed, with maneuverability poor. He may expend skill points to improve his maneuverability at the rate of 4 points per incremental improvement.
- 9 Beak. The character's face transforms into a massive beak. He gains a bite attack at his lowest base attack bonus (damage 1d8 + Strength bonus); does not provoke an attack of opportunity.
- 10 Grotesque plastique. Flesh reshapes itself over the entire body. Random lumps appear; proportions are distorted; bizarre growths take hold. -2 penalty to Str, Dex, and Cha.
- 11 Slithertongue. Tongue can extend up to 10 feet and make a lashing attack, similar to a frog's. Speech becomes slurred as a result. -2 Charisma, can use tongue to make lash attack (10 ft. reach, damage 1d4, provokes attack of opportunity) or to wield a small weapon (10 ft. reach).
- 12 Pyrokinesis. Can utilize radioactive energy to focus fire (but not create it). When near a fire, can extinguish it or cause it to flare up with a standard action requiring no concentration. A hand-held torch can be made to cause 1d6 fire damage to the bearer (Reflex save, DC 15, or catch on fire and suffer additional 1d6 per round until successful save). Can double the size of fires with each use: from torch to 5 ft. square, to 5 ft. by 10 ft. square, to 10 ft. by 10 ft. square, and so on.
- 13 Shapechanger. Can change shape as the spell *polymorph* (range of self only) 1/day.
- 14 Cancer-thrower. Character is overcome with cancerous energy. Each morning he suffers 1d4 hp damage from high-level cancers. This heals naturally, and he also gains the ability to focus the radioactive energy in his body to cause harm to enemies. Once per day he can make a ranged touch attack to launch a radioactive beam at an enemy. If successful, this attack deals 3d4 damage with a threat range of 15-20. This attack only affects living creatures that could potentially get cancer.
- 15 Halflife virus. Character suffers no mutations but is a living, walking vehicle for focusing radiation and causing mutations in others. All living creatures that come within 10 feet must make a Fort save (DC 10) or suffer a minor mutation. If constant contact is maintained, this save is made a maximum of once per week.
- 16 Spell magnet. Magical energy is absorbed by the character. Spells cast within a 30 ft. range flow toward him rather than their intended target; caster must make a caster level check with each spell (DC 15) or they affect the character. Magic items within this area must make a Will save (DC 15) for every week of exposure or their magical energy is drained and absorbed by the character. Character effectively stockpiles magical energy, whether from magic items or from minute ambient sources. Any spells cast by the character are not affected, and are cast at +2 caster level.
- 17 Lightgiver. Character radiates a pale yellow light that can be seen from long distances. Can cast *light* or *darkness* at will as a 20th level caster.
- 18 Massive tusks. Character gains a gore attack that does 1d12 damage (plus Strength modifiers), double when set against a charge; does not provoke attack of opportunity.
- 19 Energy drain. The character's metabolism is increased one hundredfold, so much that food alone cannot sustain him. He gains an energy drain attack and must drain at least one level a day or lose 1 point of temporary Con (which only begin to heal when he has succeeded in an energy drain). Unarmed touch attacks made by the character drain 1 level from the target but provoke an attack of opportunity. A Will save negates (DC 10 + character level + Charisma modifier).
- 20 Roll again twice.



VOLCANIC

allowing the orcs the option to retreat to their fortifications or march out to attack.

Lakes: A single lake or, if the cavern is big enough or offers underwater connections to other regions of the underworld, a subterranean ocean, would draw a tremendous number of animals, humanoids, and monsters to a cavern. Fresh water, fish, seaweed, and other ready sources of food are an important resource in any environment. Aside from the obvious difficulty in crossing a large body of water, a lake should play host to one or more humanoid settlements and a wide variety of plants and animals that rely on it for sustenance. Don't forget about the kraken, sahuagin, and other aquatic monsters that would undoubtedly survive in the murky depths.

Pits: Sinkholes, burrowing creatures, and even massive rocks falling from a cavern ceiling can produce huge holes in the cave's floor. These areas are ideal lairs for monsters, especially beasts and animals that prefer to lair in caves. Dwarves and goblins may establish mines within deep pits, using a natural opening to gain easier access to veins of ore. In some areas, a series of deep, wide pits can function as a valley, forcing the characters to climb down in order to continue their travels. These areas are natural spots for predators and other animals to gather, though intelligent creatures should normally prefer higher ground unless they are skilled in mining and digging.

Rises: Just as the ground can rise and fall on the surface, so too are cavern floors rarely flat, empty fields. Rises can take a variety of forms, from a gentle slope leading up to a plateau to a sharp, jagged cliff that overlooks a deep pit within a cavern. Underworlders may use these features as defensive fortifications. A settlement perched atop a cliff has one less direction to defend against attack, while high ground offers a good spot from which a settlement can command the surrounding area.

Rivers: Life needs water to survive. Just as the ancient Egyptians built their civilization on the banks of the Nile, so too would underworlders be attracted to a river as an ideal place to build a town or city. The river offers an easy, quick route for travel, fish and other foodstuffs, and a ready supply of potable water. A river can also form a daunting obstacle to travel, as most low-level parties lack the spells and magic items necessary to easily ford one. A natural arch of stone could form a convenient bridge, but such a common route of travel would either be guarded by humanoids who seek to defend their homelands or extract a toll, or be watched by vicious predators eager for an easy meal.

While a river can be a boon, it can also be a dangerous force. A river that floods in the underworld could sweep away an entire civilization, smashing its spires to pieces and dragging them deeper down into the earth. A river can be a convenient passage to a distant area of the underworld, but a single waterfall or tight passage can prevent the party from using it to return home.

Nestled deep within the world's crust, the underdark sometimes expands into volcanic ducts, lava rivers, and other elements relating to volcanoes. Entire underdark caverns can be filled with lava, with small, isolated islands of rock supporting creatures such as azers, fire elementals, and salamanders. The volcanic keyword allows you to add some lava features to a cavern, boost its temperatures to a tropical level, or even transform it into an ocean of lava. Lava deals 2d6 damage per round of direct exposure, with no saving throw allowed to reduce this damage. Creatures in close proximity of lava, within 100 ft. or so, are exposed to temperatures that reach above 100° F. Consult the core d20 books for rules on extreme heat environments.

Eruptions: A small mountain or unstable patch of rock houses a lava vent that, over time, builds up enough heat and pressure to trigger a violent eruption. Each day in the cavern, there is a 1% chance that an eruption occurs. In the event of an eruption, the cavern is bombarded with stones and molten rock. All creatures within it suffer 8d6 fire damage, with a Reflex save (DC 15) resulting in half damage. A stream of lava flows from the eruption site in a random direction at 1d100 feet per minute, halting when it finally reaches the edge of the cavern. This flow continues for 2d4 hours. During this time period, the temperature in the cavern reaches 100° F. Caverns with this trait should support little life unless the eruptions are much rarer, perhaps occurring with a 1% chance per month or year. Otherwise, only creatures adapted to the heat or tough enough to survive an eruption could persist here for long.

Flow: A river of lava flows through the cavern. Stone arches may cross it at one or more points, while fire creatures could build cities on or beside it. The lava flow works much like a river, though it offers far less in terms of resources. A civilization could use it as an important defensive line against invaders, or the flow might serve as the spawning pool for fire elementals and other invaders from the plane of fire. For the characters, the flow may represent a daunting obstacle to their progress.

Flooded: The entire cavern is a virtual ocean of lava. Repeated eruptions or the collapse of a cavern wall that once shielded the area from lava resulted in a great flood of molten rock. The cavern's inner areas are filled with a sea of lava that rises and falls in waves much like a watery ocean. Small islands of rock that rise above the magma can support small settlements of creatures that are naturally adapted to the heat or who use magic to sustain themselves. Azers, fire giants, salamanders, red dragons, and other creatures at home in fiery environments make their lairs here, while gateways to the plane of fire allow elementals and efreet to gather within this cavern. The temperature in this cavern reaches over 140° F, while the adjacent passages and caverns are all warmer than normal as hot air filters from this place to the surrounding regions. A cavern with this trait could serve as the staging ground for an invasion from the plane of fire or it could



be a jumping off point to a series of planar adventures.

Geysers: A combination of lava and water make this cavern a dangerous place. Super-heated mud, geysers of hot water, and other threats can swallow up an entire party of explorers. Each hour the characters spend traveling here there is a 5% chance that the party stumbles across a water geyser or patch of boiling mud. Each character in the party may make a Survival check (DC 20) to notice the hidden threat posed by the geysers. If no one in the party succeeds at this check, the characters must make Reflex saves (DC 20) or suffer 6d6 points of damage from a blast of hot water that erupts from the ground. Alternatively, the characters stumble into a patch of boiling mud. The characters must make Reflex saves (DC 15) to avoid tumbling into it. On a failed save, a character falls into the mud and is trapped. He takes 2d6 fire damage per round and must make a Strength check (DC 15) to escape.

Heat: The cavern is much hotter than normal. Lava may flow in channels just beneath the rock of the cavern's walls, floor, and ceiling, heating the air to temperatures above 100° F. While there is little chance of an eruption or other immediate danger, the passages leading from this place could head into regions flooded with magma or saturated with boiling mud and other dangers. Use the standard d20 rules for exposure to extreme heat while the characters remain within this area.


PASSAGES: THE CONNECTING PIECES

While caverns may be where most of the action takes place, without long, looping passages between them your underdark adventures would be limited in size and scope. Passages do not demand anywhere near the level of detail or work as caverns, but it is worth examining them and perhaps giving them a few unique traits to help flesh out the underdark you design. The travels the PCs take to journey across the underdark can be just as interesting and exciting as battling monsters or visiting new civilizations.

When creating passages between the caverns you designed, consider adding elements to them that hint at the terrain that lies ahead. For example, a passage leading to a cavern dominated by a great, underworld ocean might be wet and damp, with moisture dripping from the ceiling and thick mud covering the floor. These elements help grant the underdark a sense of realism, as new terrain features do not merely appear out of thin air. They also add some minor but important details to the terrain that help bring the environment to life.

One aspect of underdark passages to consider is their position within a cavern. Don't fall into the trap of thinking only in two dimensions. A passageway can open at a point halfway up the cavern's walls or it could lead to a shaft that drops straight down into a cavern's ceiling, giving the PCs a whole new obstacle to overcome in order to continue their travels. Other passages could slope upward and open to a cavern's floor or lead into a shaft or pit. You can add a variety of passages to a cavern arrayed in different positions throughout its walls, though don't overdo it.





If the cavern is frequently traveled by humanoid species, there should be convenient passages located within it or some handy mechanism, such as stairs carved into the rock, to allow access to the pathways leading through it.

THE ECOLOGY OF THE UNDERWORLD

Just like any wilderness area, an underworld cavern needs at least a semblance of a functioning ecosystem. Creatures need water, food, and shelter in order to survive. While on some levels these factors may not have a direct bearing on your game, they help to flesh out how the underworld functions, give the underworld setting a sense of realism that helps breathe life into it, and may inspire some additional details and background that you may have otherwise overlooked. This section discusses how to construct underworld ecologies that, while not realistic (after all, this is a fantasy game set in a world of spells and dragons), have a healthy enough veneer of realism to avoid ruining the players' suspension of disbelief. Creating an ecology prompts you to add some more detail and background information to your underworld that can make it a richer, deeper adventuring environment that has a unique flavor compared to dungeon, wilderness, or city-based adventures.

Every cavern that supports life needs a few details to explain why or how creatures can live there. For example, a city of drow could not survive in an utterly bare region that lacks plants, water, or wild animals. Logically, the drow need some sort of food and water to sustain their civilization. The first thing to consider is an ecology path for the region. Like a food chain, the ecology path maps out the relationships between different species and how they feed off one another.

First, you need to decide how the creatures within a cavern find water. Springs, small streams and ponds, and other sources of potable water should be enough to support most caverns. The larger the cavern, the more sources of water there should be available. Don't worry about computing the exact volume of water a given population of creatures need. Instead, just be sure to add a few places on your map where water is available. You can also make water an issue for underworld explorers. Perhaps in some caverns water is scarce, forcing the PCs to spend time seeking out fresh supplies and leading to battles with orcs, goblins, and other monsters that jealously guard their supplies. The characters might even have to pay exorbitant amounts of gold to a band of deep dwarf merchants who sell water they collect from a spring within their fortress.

Once you have decided how the cavern meets its inhabitants' water needs, consider the relationship between different species within the area. Predators need herbivores to prey upon, while herbivores need plant life to sustain them. In the underworld, there should be the same variety of mundane plants and animals that you would find in the surface realms. Obvi-

ously, these creatures should be more than simple analogs to ordinary animals. Herds of cows and chickens wandering through the great caverns of the deep earth may be logical from an ecological point of view, but they don't do much to inspire wonder and awe in the players or their characters. A variety of relatively mundane plants and animals that thrive in the underworld have already been described. Be aware that in order for creatures to survive there must be a clear progression of species in a food chain. Plants can live on minerals, water, or perhaps even darkness itself just as surface plants live on daylight. Remember, this is a fantasy world where you can break or tweak biology and physics as you see fit. Plant-eating creatures feed off the underworld vegetation and are in turn hunted by predators. Civilized creatures may in turn tend herds of the plant-eaters, cultivate fungi, and raise predators as guards and hunting beasts.

PLANTS

Plants are a renewable resource. On the surface world, they survive on sunlight, rain, and nutrients in the soil, all of which are enduring, renewable resources. Thus year after year, plants grow and flourish with the seasons in great enough numbers to support many plant-eating creatures. If you want a cavern to hold a wide variety of creatures, you need a solid base of plants to support them. You can stock a cavern with mushroom forests, massive growths of cave vines, and other forms of vegetation that not only provide a logical source of food but also create an alien, wondrous atmosphere for your underworld adventures.

ANIMALS

In addition to the many species of plants found in the underworld, a wide variety of animals roam the great caverns of the deep. When designing a cavern's ecosystem, animals fall into two basic categories: carnivores and herbivores. Herbivores live off plants, fungi, and moss. Like cattle or buffalo, they tend to gather in herds and can be domesticated and raised for their hides and meat. Carnivores are meat-eating hunters. They pursue herbivorous creatures and almost anything else that crosses their paths. If hungry enough, a carnivore may attack a party of adventurers. Herbivores need sufficient plant life to sustain them, while carnivores rely on having enough prey to feast upon. While some animals stake out a territory and rarely move, most can wander from cavern to cavern in search of sufficient food resources. Rather than design an ecosystem for a single cavern, you can construct a web of relationships that involve two or more locations within the underworld. During certain times of the year, the passages and caves between the great caverns can be choked with herds of creatures making their regular migration to fresh feeding grounds.

CREATURE THEMES

In some regions of the underdark, a specific type of monster can come to dominate the ecosystem. Through competition, environmental factors that favor their development, or some other means, a few groups or a class of monsters are much more common than normal. These creature themes can help give a region a specific flavor and provide a change of pace from the other underdark areas you designed.

Land of the Dead: A region could be dominated by ghouls, zombies, and other undead creatures. An ancient artifact could bathe a cavern in necromantic energy, causing the dead to rise and drawing undead monsters from across the underdark to it. Undead versions of animals and beasts could stalk forests of rotting mushrooms infested with lice and vermin. A region infested with undead provides the perfect quest for a cleric or paladin, as the living dead encroach on nearby regions and begin to threaten the surface world.

Lost Worlds: Dinosaurs reign supreme in these regions, with the aid of either an environmental factor that provides light and warmth for them or their development of darkvision or similar abilities. These caverns could be leftover regions from a prehistoric era or simply an isolated realm where lush vegetation grows in the heat and light of a magical source. Dire animals, dinosaurs, and other creatures from the real world's past are all at home here. Ancient ruins from a civilization that once tamed and used the dinosaurs fit in as a perfect venue for dungeon adventures or roleplaying encounters with the few, degenerate survivors.

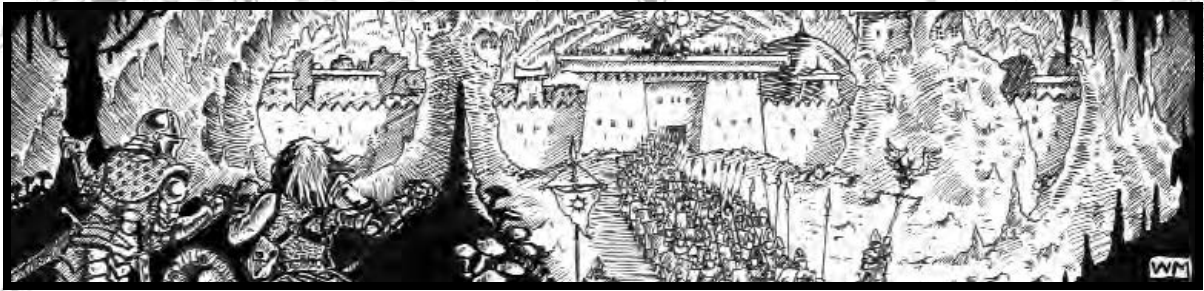
Planar Zones: Within the underdark, magic sometimes functions differently than on the surface. As magic accretes in an area, it can cause rifts that allow creatures from a specific planar realm to enter the underdark. Demons, devils, elementals, and other beings can use this area as a beachhead to establish a kingdom or staging area for sorties into the material world. A surface world forest could be the victim of several wild fires when a band of azers visits it from their new subterranean home. An evil water elemental and his minions could conspire to flood a nearby cavern in order to expand their domain. Demons and devils pose an obvious threat, while celestials could become valued allies for the good-aligned underdark civilizations. These caverns should have keyword traits that fit with their planar visitors. A region taken over by fire elementals may feature rivers of magma and regular volcanic eruptions as the planar energies warp and disturb the cavern's physical properties.



CONSEQUENCES OF MAGIC

In a fantasy world, it is natural to assume that magic plays at least some role in a region's ecosystem. With clerics and druids capable of producing food from thin air and creating gallons of potable water from a tiny supply, it is possible that some underworld societies could survive solely on the blessings of their deities. There's a fine line between using enough magic to inject wonder and mystery into your world and employing it so often to explain everything that it becomes tired and dull. When you use magic to explain something or build your world, be sure that it does not exist in a vacuum as a *deus ex machina*. Rather, it should take an active, living role within the world and its development.

Remember that within the confines of society, magic is a tool that answers to a select group of masters. If a society flourishes because its clerics produce food and water with spells, those clerics should wield tremendous influence over all aspects of life. Those spellcasters literally hold the power of life and death in their hands. If the gods or their high priests are displeased with the course of civilization, they can simply hold back their spells and force things to develop as they desire. In such a situation, chances are that the government is a theocracy. Over time, it is natural for the clerics to rise to positions of power. Unless a competing faction can find another source of food, sooner or later they must accede to the clerics' wishes or face starvation. By a similar token, a culture that relies on magic items to create food should be led by those who control those items or have the skill and magical talent to produce them.



Cultures founded on the magical talents of a select group face a very real risk of falling into barbarism and ruin. A revolt against the ruling cabal's power could quickly destroy their ability to create food and in turn cast the civilization into ruins. With the power to create food focused in such a small group rather than scattered over miles of fields and hundreds of farmers, a few key losses could topple society. For example, the characters might strike at a dark elf temple, slaying the evil clerics within. If the drow relied on their clerics to create food, the survivors could either descend into barbarism or martial their forces to lead a campaign of conquest against a neighboring svirfneblin realm to seize their crops, food stores, and supplies. In the fragile underworld, the characters' actions can have repercussions far beyond their immediate goals.

Magic can also produce plants and animals specially adapted to the underworld. Many of the examples above use this device to build tools capable of explaining how the underworld can sustain life. If magic can produce eight-headed lizards and dragons capable of flying and blasting their enemies with gouts of flame and acid, it stands to reason that a plant could use magical processes to derive sustenance from gravity. This is probably the best way to employ magic, since the arcane processes behind the creatures are essentially hidden from the players. The characters encounter a strange new form of life that seems to grow and prosper in ways they cannot understand, giving the underworld a strange, alien feel that distinguishes it from the mundane world of forests, deserts, and swamps.

Some GMs prefer to run games that feature as little magic as possible. This preference may cause some problems if you fall into that category but still want to run adventures set in the underworld. The concept of giant caverns supporting anything more than the simplest forms of life is scientifically implausible. Realistically, any caves deep in the earth would have difficulty supporting more than a few patches of fungus and worms. Of course, since people can't cast spells and dragons don't exist, some level of magic is to be expected in a fantasy game. However, in a gritty, low-magic world the underworld can still be an important part of the campaign without ruining the distinct flavor you want to establish in your game. Use the keywords above to create bare, dead caverns where little beyond moss, rats, and worms can thrive. The monsters found in such places could be constructs, undead horrors, demons,

devils, and other bizarre creatures that have no need of food or water. Present the underworld as a place of darkness and horror where impossibilities that seek to escape the sun's cleansing rays can hide for an eternity. The few civilizations found in the underworld are tiny, degenerate, inbred, and teetering on the edge of ruin. Madness and obscene occult practices run rampant, as the few remaining survivors desperately seek any hope of preserving themselves. Food and water are valued far more than simple trifles such as gold, silver, and mithral. Rather than a wondrous realm of alien vistas and baroque, elaborate civilizations the underworld resembles the remnants of a land destroyed by a great catastrophe.

DETAILS, DETAILS, DETAILS

Before constructing an elaborate chart that maps out exactly how every last individual orc in an underworld cavern eats, drinks, and sleeps, remember that the only details you need to create are those that have a direct bearing on events in your game. Don't work yourself ragged trying to construct an ironclad ecosystem that could stand up to a college professor's analysis. Fantasy games are about adventure, discovery, and fun. The details you create for an underworld ecosystem should serve to help you support those themes. You never want the players to feel that the world you have constructed makes no sense. Things can appear that way for a time, but if there is no possible explanation for how the world works they have a hard time accepting the game world. Some players care little for such details, while others thrive on them. Think about how your players have approached your games in the past. If they expect a lot of realism, be sure to place a logical, cohesive ecology into the underworld. On the other hand, players that care only for high adventure and a good challenge don't need the same level of detail. Fleshing out the ecology is more an exercise for your own benefit in creating a unique environment for your adventures. Focus instead on strange plants and monsters that can serve as obstacles or opponents in your adventures. If the players are too busy blasting the drow to care how they find food and shelter, you don't need to spend too much time addressing that issue.



ALIEN LANDS: CIVILIZATIONS OF THE UNDERWORLD

With the basic geography and ecology of the underworld mapped out and designed, you now need to consider the civilizations that make their homes there. If you used the keywords to help describe the various caverns you mapped, you should already have a good idea of where the intelligent creatures of the realms below have established their cities and other outposts. This section gives guidelines and ideas on how to design underworld civilizations that have a unique, alien feel. It stands to reason that creatures who live and die deep within the earth would develop cultures very different than those found on the surface world. Part of the appeal of the underworld lies in its strange, fantastic nature. With the characters venturing into distant, unknown lands, you can have a lot of fun presenting them with bizarre cultures that force them to act as emissaries from the surface.

In the dangerous world of the underdeep, the characters need all the allies they can find. Presenting the intelligent humanoids they encounter as truly foreign helps make that goal much more challenging.

STAKING OUT TERRITORY

The first step to designing civilizations is locating them on your map. In the previous steps of the design process, you sketched out a map and, via the keywords, identified different caverns that hold outposts of civilization. Take a moment to focus on those regions and think about the races and groups that control them. Does one great empire hold sway over vast stretches of the subterranean realms? Do a host of smaller kingdoms struggle for dominance? Are the few civilizations of the underdark too distant to have any meaningful interactions? As usual, focus your energy on the areas that have a direct bearing on your current adventures or campaign. You might want to sketch out some basic information on their history and background with a focus on how they interact with the cultures you want to develop in more depth. Remember, don't make yourself do more work than is necessary. Things change as a campaign develops and you'll be happy to have the room necessary to adjust to the choices and actions the characters undertake.

Once you have the settled areas marked off, assign the intelligent races to them. Decide which races are active in the underdark, their general attitudes towards the surface, and their stance towards each other. Place these races on your map, assigning them territory based on how important and prosperous they are in the underworld. The more successful a culture is in establishing itself, the more likely it is to have access to plenty of water, food, and other resources. The group with the

most territory is not always the most successful. Powerful creatures may exist in too few numbers to stake a claim to large tracts of cavern space. Instead, these creatures may dominate more numerous groups via slavery or they may be content with a small but easily defended enclave near an important trade route, waterway, or source of food. Most humanoid species, such as drow and derro, should feature a close tie between their power and influence and the size and desirability of the territory they control. A drow empire may lay claim to dozens of caverns, each with fertile mushroom forests, lakes and underworld seas, and heavily fortified passages leading out to their borderlands. A dwindling settlement of troglodytes could cling to a single, ancient ruin set on the shores of a saltwater ocean. Keep the relative power and prestige of each culture or race in mind as you allocate their holdings.


CONSTRUCTING CIVILIZATIONS

The nations and peoples of the underdark have the same potential to build complex, rich civilizations as those who dwell on the surface. While to a visitor from the surface these realms may seem wondrous and strange, they developed in much the same manner as the realms above.

Similar to the cavern construction system, this section presents a series of keywords that cover each important aspect of a civilization: crime, military, economics, and so on. Each keyword is given a different series of ratings, from mundane to bizarre, that allow you to create anything from a truly strange, utterly incomprehensible civilization to a group that functions just like the peoples and nations of the typical fantasy world.

ARCHITECTURE

While this category may not seem important, it can play a critical role in developing a civilization. After all, architecture and design sets the table for how the characters view a society. The first thing they may see when entering a strange new land is its spires, buildings, and temples. You can play on the players' expectations and assumptions by tailoring an area's architecture. If the characters find a group that builds the same sort of castles and towns they live in on the surface world, they're more likely to expect friendly treatment or at least familiar surroundings. Bizarre, otherworldly styles and design help reinforce the alien nature of the underdark and prepare the characters (and the players) for a strange, new experience. Just as the



scenery is important in setting the mood in a play or movie, it can help strike the right tone for a civilization.

Mundane: The civilization employs styles familiar to the characters. Their buildings echo the forms and functions of their surface world equivalents. This similarity may be due to the culture's connections to the surface world, its origin in regions above the underdark, or even a cataclysm that sent a village, town, or castle tumbling down from the world above. The characters can move through a city or settlement with ease, picking out relevant landmarks and easily distinguishing businesses from dwellings.

Strange: The civilization uses strange building material, such as the cast-aside shells of giant beetles, mushroom stalks, or bones collected from an ancient stone giant burial ground. The structures are recognizable as inns, homes, and castles, but their method of construction is unlike anything found in the surface world. The civilization may use the underdark in novel ways to arrange their cities in a unique manner. They may hollow out stalactites and live in a cavern's ceiling or they could carve platforms and living chambers from the side of a great cave. The highest levels are given over to temples and homes for the richest and most powerful citizens. The lower platforms, including those that touch the cavern floor, are set aside for defense or the poorest citizens. Travel between certain levels may be restricted to nobles, soldiers, and clerics, creating a sharp geographic divide between the rich and the poor.

Alien: From a distance, the characters might not recognize the settlement as a town or castle. When they enter the place, they need a local to guide them through the area as they are just as likely to stumble into a private home as they are to find a tavern or inn. These places use a combination of strange building materials, odd design, and bizarre placement to yield settlements that confuse travelers from the surface. A dwarf outpost could be constructed from spider webbing woven into a giant ball, anchored to a cavern ceiling, and reinforced with stones that serve as the floor for the many chambers and galleries formed within the web. A tribe of derro led by a powerful necromancer might lie within the shells of enormous beetles animated by necromantic magic. The derro simply carve out the living space they need within the zombified beetles while riding them from cavern to cavern in their search for food, water, and settlements to loot. The beetles' arrangement as they march through the underdark may be determined by the structures built into them. Those at the edge of the swarm hold castles and siege towers, while those with the great towers of the necromancers stay in the middle. Diplomats and other envoys are met at the edge of the swarm by a giant beetle that has the derro's council hall built into its shell. After boarding this creature, they are carried

to meet the derro ambassador, who resides on a different beetle.

CRIME AND JUSTICE

Given the sometimes erratic and aggressive stances players like to take, this might be the one aspect of underdark civilizations that sees the most use in your campaigns. This category covers how a society treats its criminals, what it views as a crime, and how it polices its people. Obviously, the adventurers may end up on the wrong end of this particular aspect of a society, particularly if they seek to spy on or infiltrate an evil empire of drow or duergar. In such a situation, you can use this trait to determine how likely the PCs are to face search parties and other security measures. Otherwise, this feature can help color a civilization and can even precipitate some good roleplaying opportunities. A party with a traditional, lawful good paladin may have a hard time coping with a band of deep dwarf barbarians who use personal duels to resolve disputes, allowing the skilled warriors amongst them to dominate the weak. This situation can be particularly troubling if the party needs to ally with the dwarves to deal with a greater menace.

Mundane: The traditions of law and justice are much the same as they are on the surface. Robbery, murder, and assault are all crimes that carry sentences equivalent to those meted out in the characters' homelands. The characters can move through society without fear of unwittingly committing any serious crimes. Should they break the law, they can expect to receive a trial and a sentence in the same manner as they would in their homelands. Crimes carry roughly the same penalties.

Strange: Some crimes carry light or no penalties while others are met with much stiffer penalties than the characters expect. For example, a group of deep dwarves may resolve disputes using duels. Amongst them, murder is almost always justifiable due to some real or perceived past slight. On the other hand, robbery, even the theft of a minor trinket, draws the death penalty. The dwarves are materialists in the extreme. They place little value on life, but consider their possessions the most important symbols of station, talent, and worth. Stealing them is the equivalent of murder in





other cultures.

Alternatively, the method of resolving trials may stray far from the typical presentation of evidence before a judge. The accused may be required to commit feats of strength or mental prowess, such as navigating a maze or bending the bars of a cell to escape a basilisk let loose in the enclosure with him. A successful escape or completion of a task proves that the accused is too talented, useful, or pure to have committed the crime.

Alien: The laws of the realm seem to make no sense, dictate what appears to be wildly inappropriate punishments for minor and major offenses, or rely on an unrecognizable form of trial and punishment. The law may change each day, with Monday's rules much different than Tuesday's. On certain days, theft is not only permissible but attempting to prevent it is a crime. Sentences may be enacted against an offender's children or kin. In any case, the society has grown to consider what others would think overly harsh or nonsense punishments as acceptable. This may be due to religion or tradition; regardless, the characters may find themselves unwittingly committing crimes and receiving punishments that threaten their lives or require them to complete bizarre deeds, such as wearing a specific blue hat that marks them as a criminal at all times. While the characters see no real burden in such a thing, bearing the mark of a criminal is a tremendous shame that leaves the lawbreaker an outcast. In any case the characters face great danger in even the simplest exchanges, as they risk violating an obscure law they could not hope to understand without a native's help. Strange laws are a good way to force the players to carefully consider their actions and handle a culture with caution, but be sure not to overdo it. Death sentences for simple crimes or using a society's weird laws to browbeat the players to a specific course of action is bad form and may cause resentment amongst the players.

ECONOMICS AND TRADE

In the underdark, many substances that are considered rare and valuable on the surface may hold little worth. Metal ores such as gold and silver may be so common as to be practically worthless, while wood, beef, and leather are treated as fabulously rare commodities. This trait can become particularly important if the characters are attracted to treasure and profit. You could run a complete campaign with the characters as members of a merchant company that seeks to scout out new passages to the surface and score tremendous profits brokering deals between the world above and the realms below. Even in standard campaigns, a party might find that their leather boots and wooden shields are far more valuable to the societies

they encounter than the gold and gems they looted from a drow outpost. This trait helps enforce the fundamental differences that divide the underdark from the surface world.

Mundane: The society values the same materials as and uses coins in a manner similar to the surface world. Gold, silver, and jewels serve as currency and decorative objects, and adventurers can find merchants eager to sell them weapons, armor, and food in return for coins looted from monsters or brought from the surface. Prices are relatively equal between the two realms, though some materials that are rare in the underworld, such as wood, are more expensive there or simply unavailable. The characters can count on their money and treasure to buy them the goods they need. Otherwise, they can barter with the intelligent creatures they meet with the assurance that both they and their trading partners assign roughly the same value to specific items and materials.

Strange: This culture of the underdark uses a system of money and has a recognizable system of trade and barter, but the objects they value are commonplace on the surface, and gold, silver, and other valuable metals are viewed as worthless. In the underdark, food and water may become the most treasured commodities in areas where they are difficult to grow or find. As gold veins are relatively easier to access from beneath the earth, precious metals hold no special place in these societies. They make poor weapons and could even be seen as bothersome. While the characters might be able to make a killing by trading for gold with this culture, their own money and other valuables are worthless here. Wood, sea water, surface plants, and other, similar goods may be considered priceless treasures. The characters may be faced with giving up their wooden weapons and tools in order to buy food and water.

Alien: This realm practices such an odd form of commerce that the characters must spend time studying in order to trade with it. Rather than use money or barter, the culture employs some other method to govern transactions. A group of dwarves may practice communism, outlawing all personal ownership of objects and requiring a community vote to determine how resources are spent and allocated. Others may consider trade to be abhorrent because it violates a religious taboo. All goods they own are personally crafted or grown. In this case, the characters cannot engage in trade or buy goods. Others may rely solely on service in exchange for items. To buy even the simplest item, the PCs must spend a few hours cleaning a merchant's stall or finding a specific item for him.



ETIQUETTE

Perhaps the most useful trait to explore in detail, etiquette is a lot more than simply when to say “please” and “thank you.” When the characters first encounter a new civilization, they must learn how to communicate with it and function with its members if they wish to make them into allies. Otherwise, they risk needlessly antagonizing their potential friends through a simple breach of protocol. This trait allows you to insert some simple but important characteristics into a society. You can use these to build challenging roleplaying encounters and to inject a sense of the strange and the alien into the people the characters meet.

Mundane: People treat each other much as they do in the surface world. Greetings, traditions, and other simple interactions follow the same general pattern. When dealing with others, the characters can use the same basic guidelines from the surface to present themselves and respect tradition and common courtesies.

Strange: While most etiquette remains the same, a few key points are different. Some basic social rule runs counter to the characters’ expectations and requires them to alter their behavior. The culture may use a caste system where people from certain social stations are not allowed to talk to those in higher positions. Women might not be allowed outside without an escort, while speaking above a whisper in public is considered boorish. The characters might have to learn specific languages to deal with different social classes. As outsiders, they may be restricted from visiting certain parts of a city or they may not be allowed to leave their dwelling without an escort.


Alien: On some level, the culture’s social norms are the opposite of the surface world’s or pose serious problems to the PCs ability to interact with the folk they meet. The culture may use longwinded, arcane modes of address that, if not perfectly observed, result in fines or imprisonment. While traveling through the realm, the PCs may be required to wear blindfolds or accept a *blindness* spell because, as heathen outlanders, they are forbidden to sully the holy realm by seeing it. In other lands, the characters may face extreme punishments for breaking protocol. Forgetting to address a noble with a specific, 30-word greeting may earn a death sentence.

LANGUAGE

Obviously, if the characters encounter intelligent creatures they may wish to communicate with them. The language trait is a handy guide to help you determine how much of a barrier language can be between surfaceworlders and an underdark society. In a realm where darkness dominates, books and other written records may be all but useless. The spoken languages of underdark civilizations, having developed in isolation from the surface world, may use patterns of sounds and a basic structure of words that is utterly alien to anything the characters have encountered before. Amongst non-humans, language may involve the use of organs and body motions that lack any sort of human analogue. Some creatures may use precise motions of their tentacles to convey concepts that the human mind cannot understand, while others may incorporate whistles or even hand claps into their language. This trait determines how easy it is for the characters to learn a culture’s language and how much time it may take for them to communicate with the creatures they meet.

Mundane: The culture uses language in much the same way as civilizations on the surface. It employs the spoken word as its primary form of communication and, if it has advanced beyond a primitive level, uses a system of writing to keep records and for indirect communication. The characters may need to learn a new language or employ magic to understand the creatures they meet, but the general form and function of language remains recognizable.

Strange: The culture uses language in much the same way as the surface, but its general form is radically different in some important aspect. Its language may incorporate clicks, hand motions, and other actions outside of the range of the spoken word. The characters might not even recognize the culture’s language as an attempt to communicate. Other cultures may use strange means of writing. A clan of deep dwarves may use small stacks of stones to leave messages for each other. The characters could unwittingly ruin an important message when they stop to camp and knock over a few innocent-looking piles of rocks, earning the dwarves’ suspicion and possibly souring any chances the characters have of earning their friendship.



Alien: The culture uses no recognizable form of communication. The characters lack the ability to speak with the creatures and stand no chance of communicating with them short of employing magical means. This divide could be attributed to the creatures' biology. Eye tyrants, for example, may use a system of motions created with their eye stalks to communicate with each other. In this case, the characters have no way to establish communication without magic. A psionic race may use mental communication. Rather than words, they rely on short bursts of emotions, sensations, and images mentally transmitted between them. In essence, the characters have no physical means of communication with the creatures they meet.

MAGIC

In the underdark, magic may provide the dividing line between death and prosperity. This trait covers how the society interacts with magic. Some groups may make extensive use of the magical arts to the point that wizards and sorcerers are amongst their most revered and important members. In other cultures, arcane magic is feared and hated. Perhaps due to encounters with magic-using races such as the drow or the influence of a religion that abhors arcane power, the society fears all who wield it. In any case, magic is a powerful force that most adventuring parties use in their travels. Thus, a culture's attitude towards it and the methods in which they employ it may help determine how it reacts to the characters.

The level of magic in a society can also serve as a useful tool to demonstrate its unique traits and alien nature. A restrictive, lawful neutral theocracy may ban all public uses of arcane spells, placing any spellcasters in the party in a potentially dangerous bind.

Mundane: Arcane magic has much the same role in the society as it does on the surface. Wizards practice their art without much interference, and they can be found as advisors to nobles and may even serve in the military. Sorcerers are seen as gifted individuals whose abilities are cultivated in academies or schools. Magic use in public areas is restricted within reason. Flashy combat spells such as *fireball* might be strictly prohibited, but other spells that are useful in day to day life are used as normal. PC spellcasters can count on a friendly visit from the local wizards' conclave, which may send a representative to ask the PCs to give a lecture on their training and the art of magic on the surface. The underdark casters may have access to a variety of spells not yet uncovered on the surface, giving PC wizards a chance to do some friendly spell trading.

Strange: Magic is feared or held in the deepest suspicion. Perhaps the culture is dominated by a theocracy that restricts arcane magic in order to hold on to power. It may have waged many wars against spell-

caster-led realms, leading it to see all sorcerers and wizards as potential enemies. Spellcasting in public is strictly prohibited. PC spellcasters face imprisonment if their true talents become known. Arcane magic is much rarer than normal. The culture may make use of enchanted weapons, while a few, highly trusted individuals may be allowed to practice magic in order to better understand the enemy.

On the flip side, the culture may consider arcane spellcasting to be the ultimate art form. Wizards and sorcerers hold all the important positions in government, while parents push their children to master the basics of wizardly magic or anxiously watch for signs of sorcerous potential. Spellcasters in the party may be welcomed as ambassadors and honored guests while the rest of the party is forced to defer to them. Alternatively, PC spellcasters may be seen as a threat to the dominant social order. They may be strictly prohibited from practicing magic and face the seizure of their spell books should they flaunt their powers.


Alien: At this level, magic is either wholly unknown to the culture or an integral part of its existence. In the first case, the culture has either forgotten how to wield arcane power or long ago banned its use. An isolated, primitive people may see wizards and sorcerers as gods capable of calling down unknown powers. The group may have clerics and adepts amongst its citizens, or perhaps it lacks all spellcasters and instead relies on ingenuity and simple technology to defend and preserve itself.

In the latter case, the culture is deeply steeped in magic. Even the most commonplace item, such as a drinking cup, is enchanted with a simple spell to keep it clean after use. Glittering lamps imbued with *continual flame* provide light throughout the culture's cities, while magic carpets and self-propelled vehicles with sputtering, magic-fuelled engines buzz about through the air and avenues. Wizards fill almost every important role in the society. They fill the ranks of its army and toil in workshops with their spells to produce the vast array of simple, everyday items the society uses.

RELIGION

Just as arcane power can sustain a civilization, religion may become a focal point in life amongst the people of the underdark. Since clerics can heal injuries and cure sickness, they very likely play a critical role in the underdark's dangerous environs. With enemies potentially in every direction around a civilization, the gods' power may be all that shields it from destruction. Even the most primitive or strange cultures can worship gods, and the nature and temperament of these deities can have a tremendous influence on how a culture develops. PC clerics may find themselves either





revered as bearers of the gods' word or persecuted as heretics seeking to spread their repugnant faith amongst the people. Some groups may practice a fierce band of atheism dedicated to stamping out all the gods' followers, particularly if in the past the group has fought cultures that are closely aligned with their patron deities.

Mundane: The culture worships many gods, either drawn from a single pantheon or a wide array of different, not necessarily connected powers. Gods with the same or similar alignment as the culture are revered and given great temples and cathedrals. One god may be more popular than the others, commanding the worship of the commoners, but no single deity is recognized as the official god of the state. New cults are welcomed so long as they do not pose a threat to society and work within its laws. Outlander clerics may face some curiosity and mild suspicion about their beliefs, but openly wearing an unknown holy symbol draws nothing more than a few curious stares. Clerics are movers and shakers in society, though they hold no undue power due to their position.

Strange: The gods are drawn from pantheons or sources unknown to the characters. The people may worship their king as a god or give prayers to what appears to be an inanimate object. For example, a tribe of troglodytes may believe that a gigantic boulder in their home cavern is the root of the world. Anyone who topples the stone will cause the whole of the underdark to collapse. Superstition, demon-worship, and other debased forms of religion reign supreme in the culture. The characters may be seen as prophets from the unknowable realms beyond the caves or they could be seen as a terrible threat that must be destroyed in the name of the culture's strange gods. An opportunistic wizard from the surface world or a nearby realm could masquerade as a god, using his spells to strike terror into the people and demanding obedience from them. In any case, the culture practices worship and may build shrines and temples, but the object of their worship is either not a god or is a power the characters do not recognize as one.

Alien: Religion is unknown to the culture or practiced in an incomprehensible manner. Alternatively, its beliefs may be patently false to the characters, but they continue to flourish due to isolation from other regions of the underdark and the surface world. The people may believe that the gods are all dead, having long abandoned their worship in a distant cataclysm. Popular belief may hold that the underdark is a form of purgatory or spiritual underworld. Those born there are souls consigned to a difficult life. Other, more advanced peoples may believe that they are gods given an earthly form. Developed in isolation from other societies, these people may believe that they are the last living things in the cosmos, trapped within a stony egg to one day repopulate the world.

Every society has something lurking beneath its surface that could cause problems for the characters. This secret can be something that the PCs may be called on to defeat, such as a doppelganger masquerading as the king of a deep gnome nation, or something sinister that can pose a threat to their lives. For example, the colony of bugbears may welcome the heroes into its midst because they need a few humans for an upcoming sacrificial rite to their deity.

The underdark is a dangerous place filled with terrible monsters. Many of the creatures found there, particularly those intelligent enough to form civilizations, are fundamentally evil. Thus, the characters should never feel completely safe and secure amongst the societies they encounter.

Secrets are a good way to handle this potential for betrayal. Hidden agendas or threats that can claim the lives of foolish, trusting, or incautious adventurers.

Mundane: Aside from the typical political maneuvering and conspiracies to gain economic and social power, the society holds no especially threatening secrets. The characters may become enmeshed in various power struggles. As new players in the society, most of the existing power groups would at least consider allying with them. If the PCs are high level or their visit is a momentous occasion, they immediately draw the attention of those in power and find themselves caught in the middle of feuds and political maneuvers whether they want it that way or not. As outsiders stepping into a new situation, they could potentially hold the key to a group's path to power. In societies where contact with the surface is common, the characters likely have little to offer the various power groups unless they are exceptionally powerful or have the skills needed to complete clandestine operations. Most groups may prefer outsiders to handle their dirty work to better distance themselves from them should their actions be uncovered. Thus, the characters may find themselves presented with many offers of employment or alliance. Sifting through these offers to find a trustworthy and just patron may be an adventure in itself.

Strange: In addition to the traits listed under a mundane culture, the society holds some secrets that it typically keeps from outsiders. A hidden cabal may be behind its every action. In exchange for turning over a few sacrifices a month and a ransom in gold, the cabal allows the culture to continue on. Otherwise, they sweep in with legions of followers to subjugate it. A strange secret is anything that would make the characters think twice about dealing with the culture if they knew of its existence. The people may feel some shame at this secret and take steps to prevent it from becoming common knowledge to outsiders. Alterna-

tively, it may concern rites and acts that are considered forbidden for conversation. The culture may practice human sacrifice on a limited scale, throwing a chosen victim into a nearby lava vent to appease the fire spirits and prevent an eruption. The entire civilization could be under an ancient curse that requires them to obey any command spoken by a specific demon lord. An otherwise just, lawful good society could be turned into an instrument of evil should this demon once again appear.

Alien: Beneath the veneer of civilization, the culture holds an important secret concerning its fundamental nature. This secret could be for good or ill, depending on the exact circumstances, but when the characters learn of it their attitude towards the civilization should be forever altered. A band of traveling nomads may be celestials in disguise who fight against the underdark's malevolent inhabitants while offering succor and protection to the weak. Fearful of revealing their secret to anyone, they travel incognito to better catch their enemies by surprise. A powerful lich illusionist could use his magic to make his city appear to be a flourishing settlement. The men and women the characters meet are in truth ghouls in disguise. Once the characters bed down for the night, they could be attacked by hundreds of undead. The lich may keep his subjects from attacking travelers in order to encourage trade, but the place has a sinister reputation as a city of thieves and assassins.

TRADITIONS

Another useful tool in adding texture and detail to a culture, traditions give you tangible ways to demonstrate how an underdark society functions. A simple method of greeting, a holiday that commemorates an important victory or other event in history, or even simple superstitions can go a long way to establishing the tone and feel of a culture. Traditions are most useful for vivid, strange cultures that you want to make distinct from the standard fantasy society.

Mundane: The realm has few traditions that immediately stand out to a visitor. Aside from its architecture and other traits, little stands out as different. The place has holidays and superstitions in much the same way as the surface world.

Strange: A few basic superstitions and actions mark almost every interaction or event in the society. In an area plagued with demons, everyone may wear a simple amulet to ward off evil spirits. Anyone not wearing one is treated with fear and mistrust. Whether the amulets actually work is inconsequential. They have become a fundamental part of society. Or the culture has holiday traditions that affect the characters' actions. One day per week may be given over to the spirits of the dead. During this day, the people are for-



bidden leave their dwellings. Only war or a great disaster can excuse anyone who breaks this taboo.

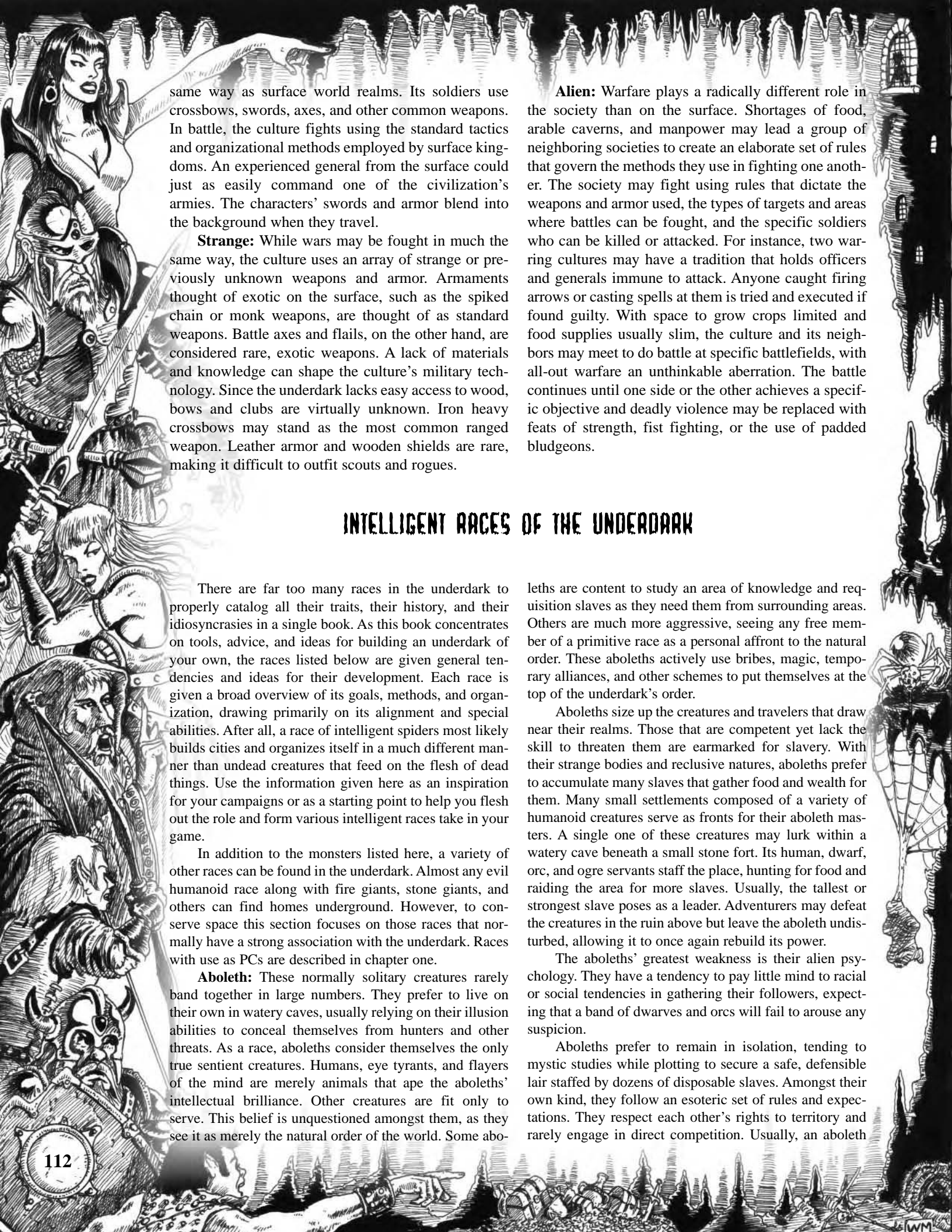
Alien: The society practices traditions and holidays that cause it to behave in a manner unlike anything the characters have previously experienced. These could range from the amusing to the strange. The people of the civilization may always cut each other with small, ceremonial knives when they first meet because many years ago a group of shapeshifters who bled green blood attempted to infiltrate their society. The dead may be considered sacred. Taking any items from them is strictly prohibited and is punishable by death. In order to speak with someone, the characters may need to recite a long, complicated speech to indicate their desire to converse and their regret that they must disturb someone else's peaceful reverie.

WAR

In the dangerous underdark, any society that wants to survive for more than a short period needs to learn how to defend itself. How a culture fights its wars, equips its soldiers, and defends itself against invaders can reflect its heritage and its history. Furthermore, strange looking weapons and armor make a culture stand out and give it some obvious characteristics when you draw on it for villains. Think about the link between elves and bows, dwarves and axes, and so on. Similar connections can help make your underdark societies easy to identify while giving them distinct characteristics.

Mundane: The culture practices war in much the





same way as surface world realms. Its soldiers use crossbows, swords, axes, and other common weapons. In battle, the culture fights using the standard tactics and organizational methods employed by surface kingdoms. An experienced general from the surface could just as easily command one of the civilization's armies. The characters' swords and armor blend into the background when they travel.

Strange: While wars may be fought in much the same way, the culture uses an array of strange or previously unknown weapons and armor. Armaments thought of exotic on the surface, such as the spiked chain or monk weapons, are thought of as standard weapons. Battle axes and flails, on the other hand, are considered rare, exotic weapons. A lack of materials and knowledge can shape the culture's military technology. Since the underdark lacks easy access to wood, bows and clubs are virtually unknown. Iron heavy crossbows may stand as the most common ranged weapon. Leather armor and wooden shields are rare, making it difficult to outfit scouts and rogues.

INTELLIGENT RACES OF THE UNDERDARK

There are far too many races in the underdark to properly catalog all their traits, their history, and their idiosyncrasies in a single book. As this book concentrates on tools, advice, and ideas for building an underdark of your own, the races listed below are given general tendencies and ideas for their development. Each race is given a broad overview of its goals, methods, and organization, drawing primarily on its alignment and special abilities. After all, a race of intelligent spiders most likely builds cities and organizes itself in a much different manner than undead creatures that feed on the flesh of dead things. Use the information given here as an inspiration for your campaigns or as a starting point to help you flesh out the role and form various intelligent races take in your game.

In addition to the monsters listed here, a variety of other races can be found in the underdark. Almost any evil humanoid race along with fire giants, stone giants, and others can find homes underground. However, to conserve space this section focuses on those races that normally have a strong association with the underdark. Races with use as PCs are described in chapter one.

Aboleth: These normally solitary creatures rarely band together in large numbers. They prefer to live on their own in watery caves, usually relying on their illusion abilities to conceal themselves from hunters and other threats. As a race, aboleths consider themselves the only true sentient creatures. Humans, eye tyrants, and flayers of the mind are merely animals that ape the aboleths' intellectual brilliance. Other creatures are fit only to serve. This belief is unquestioned amongst them, as they see it as merely the natural order of the world. Some abo-

Alien: Warfare plays a radically different role in the society than on the surface. Shortages of food, arable caverns, and manpower may lead a group of neighboring societies to create an elaborate set of rules that govern the methods they use in fighting one another. The society may fight using rules that dictate the weapons and armor used, the types of targets and areas where battles can be fought, and the specific soldiers who can be killed or attacked. For instance, two warring cultures may have a tradition that holds officers and generals immune to attack. Anyone caught firing arrows or casting spells at them is tried and executed if found guilty. With space to grow crops limited and food supplies usually slim, the culture and its neighbors may meet to do battle at specific battlefields, with all-out warfare an unthinkable aberration. The battle continues until one side or the other achieves a specific objective and deadly violence may be replaced with feats of strength, fist fighting, or the use of padded bludgeons.

leths are content to study an area of knowledge and requisition slaves as they need them from surrounding areas. Others are much more aggressive, seeing any free member of a primitive race as a personal affront to the natural order. These aboleths actively use bribes, magic, temporary alliances, and other schemes to put themselves at the top of the underdark's order.

Aboleths size up the creatures and travelers that draw near their realms. Those that are competent yet lack the skill to threaten them are earmarked for slavery. With their strange bodies and reclusive natures, aboleths prefer to accumulate many slaves that gather food and wealth for them. Many small settlements composed of a variety of humanoid creatures serve as fronts for their aboleth masters. A single one of these creatures may lurk within a watery cave beneath a small stone fort. Its human, dwarf, orc, and ogre servants staff the place, hunting for food and raiding the area for more slaves. Usually, the tallest or strongest slave poses as a leader. Adventurers may defeat the creatures in the ruin above but leave the aboleth undisturbed, allowing it to once again rebuild its power.

The aboleths' greatest weakness is their alien psychology. They have a tendency to pay little mind to racial or social tendencies in gathering their followers, expecting that a band of dwarves and orcs will fail to arouse any suspicion.

Aboleths prefer to remain in isolation, tending to mystic studies while plotting to secure a safe, defensible lair staffed by dozens of disposable slaves. Amongst their own kind, they follow an esoteric set of rules and expectations. They respect each other's rights to territory and rarely engage in direct competition. Usually, an aboleth

tries to use its slaves to defeat its rivals or tip off adventurers to their lairs. Amongst these creatures, renown is measured in scholarly knowledge and the number and quality of the slaves an aboleth can claim. When found in broods, a single aboleth serves as leader while the rest are its servants, children, or students. Younger aboleths swear loyalty to an elder, hoping to gain knowledge and perhaps a few choice slaves to start a lair of their own. Sometimes these creatures plot against their masters, hoping to unseat them and claim their territory and slaves.

Driders: The hateful, spiteful driders rarely gather together, much to the relief of their victims. Instead, they live miserable, solitary existences. Driders have little culture of note. They dwell in isolated caves where they collect treasure taken from their enemies and rest in between sorties near or into civilized areas. When on the hunt, driders find dark cracks in the earth where they can lie in wait for passing travelers. When a target moves into sight, the drider strikes quickly, using its poison, spells, and physical attacks to quickly overwhelm an opponent.

A drider rarely moves into an area without carefully scouting its hunting ground. Using its clairaudience/clairvoyance ability, the drider scans the area around it in hopes of uncovering a nook or cranny from which it can keep watch over a lonely road or passageway. Other times, a drider stalks and seizes a lone traveler and uses its suggestion and discern lies abilities to question its victim about the area's pathways, guards, and settlements.

Some driders form pairs to hunt and fight as a team, but rarely do these groupings last for long. Driders hate their own kind as much as other races, making it likely that when two of these creatures cross paths they regard each other as nothing more than potential prey.

Driders can present an insidious threat in that their activities can go undiscovered for quite some time. A drider who hunts in the region between two realms that are close to war can exacerbate the situation when both sides' patrols and merchant caravans go missing. Using levitate and darkness in addition to their spellcasting abilities, a driders can evade detection even if their prey manages to escape. With their penchant for ambushes, these creatures rarely show themselves until after a volley of spells has destroyed their enemies. On the other hand, a drider infestation is one of the few things that can bring staunch enemies together in a common cause to eradicate these creatures. Driders have no friends or allies, and the phrase "May a drider come to roost in your home" is a commonly used underdark curse.

Ghoul: On the surface world, the undead must hide from the sun's foul rays. Where sunlight touches, the undead cannot walk. Vampires, ghouls, ghosts, and other living dead must hide within tombs and other shelters. In time, some of these foul creatures make their way to the underdark. There, they can establish kingdoms and other realms, free from the baneful influence of the cursed sun and the righteous clerics of good who seek to destroy them. Amongst the undead, the ghouls have established the most extensive underdark realms. Starting from the nests and lairs they established beneath surface world graveyards, the ghouls branched out with burrows and




tunnels to connect their vast holdings. In some regions of the underdark, the undead reign supreme. Blighted mushroom forests inhabited by skeletal lizards and zombie animals dominate these caverns, with ancient tomb cities that house hundreds of ghouls clustered amongst them.

The ghouls are chaotic but intelligent, leading them to form small packs usually led by the strongest or smartest ghoul. In some areas, those ghouls who are experts at finding fresh tombs with recently buried treasure and corpses are treated as champions of their kind. Ghouls are intelligent creatures, despite their feral nature and gruesome diet, and are capable of organizing small communities and even kingdoms within the underdark. A particularly powerful ghoul, especially one with cleric or wizard spellcasting ability, can bind successively larger bands of ghouls under his leadership. Normally, a prospective chieftain must kill the leader or leaders of a band he encounters, establishing his dominance and marking himself as a champion of his kind. In other cases, diplomacy and negotiation replace open fighting. A wily ghoul can use promises of treasure and fresh carrion to forge alliances with ghoul chieftains he meets.

The ghouls remember much of their mortal life, including their languages and some of their skills. Sadly, these memories are clouded and twisted by the black magic that animates a ghoul, making it difficult to draw on their former lives and memories in an effort to reason with them. This remembrance spills over to the organization of their underdark realms. Ghoul leaders usually take on the titles they remember from life, such as king, emperor, or sultan. They array themselves in gold and silk





finery, though invariably these goods are stained, rotted, and torn, the tattered raiment taken from surface world tombs. As a chaotic race, ghouls despise any attempts to directly control them. A ghoulish city operates more like a great meeting ground or common space they share. The king or other nobles demand respect and a measure of obedience, but most ghouls are free to travel as they wish. Ambitious ghouls must rely on their personal magnetism, strength, and ability to provide food and treasure to their fellows in order to draw followers.

Despite their chaotic nature, the ghouls are organized into a rough alliance of different kingdoms and outposts. Almost every major graveyard or tomb in the surface world is connected by a patiently clawed passage through the underdark. The ghouls maintain their cities at the juncture points of these passages, with powerful ghoulish nobles charging tolls for the use of the pathways that cross their domains. Luckily for the surface world, these passages are narrow and dangerous. They are far too small to serve as a pathway for an invading army, and most ghouls who dwell on or near the surface are wholly ignorant of the kingdoms of the underdark. Instead, opportunistic ghouls use the passages to move from surface city to city, pillaging graves for food and moving on to new territory when they have cleared an area of booty and nourishment.

The ghoulish cities are little more than crumbled ruins long ago abandoned by other races. The ghouls wholly lack the ability and will to build towers and fortresses of their own. Instead, they dig burrows amongst the tumbled ruins of forgotten races. Though they must compete with a variety of monsters and creatures that infest these areas, their ferocity and great numbers usually leave them as masters of the regions they claim. As the ghouls retain twisted memories of their former lives, some set up blasphemous mockeries of their mortal existences. Ramshackle shops offer broken or spoiled goods for sale, while temples raised to various gods host desecrated idols and fouled holy texts. Some ghouls go so far as to pantomime their mortal existence, engaging in an elaborate roleplay as they move from shop to shop, establish homes, marry amongst themselves, and host dark festivals where living captives are brought forth for a feast. With a clever disguise, an adventurer could insert himself into this mockery of society and steal many great treasures and items that the ghouls, who sometimes grow weary of material treasures, have cast into gutters and trash piles.

Within the underdark, the ghouls seek to keep to themselves. They jealously guard their borders. Any attempts to enter their realm and disrupt the carefully built network of ghoulish warrens is met with staunch resistance. Not only must an invading army cope with the ghouls who inhabit the region, but in a short time runners and messengers can bring forth a great host of the undead from the tunnels burrowed to the surface. In the past, a swift plunge in the number of undead in surface world cities has been tied to a foolish attempt by an underdark race to purge a ruined city of the ghouls who rule over it. Even the drow have learned that the ghouls are best left alone.

As collectors of items and goods taken from tombs,

the ghouls amass great amounts of treasure. Opportunistic and brave (or foolish) thieves sometimes launch expeditions into the ghoulish ruins. Other times, neighboring realms dispatch spies to watch over the ghouls. So long as these dead creatures remain content to gather treasure and devour moldering corpses, they pose no threat to the underdark. Still, a single, ambitious necromancer or ghoulish overlord could unleash a horde of crusading undead that could forever change the nature of the underdark.

Grimlocks: A simple, primitive, violent people, the grimlocks are the barbarians of the underdark. They move through the dark realms in large bands, hunting and raiding in a cavern until its resources are depleted before moving on to the next one. As neutral evil creatures, grimlocks care only for their own success and well being. They fight when a target appears weak and prefer to use quick strikes aimed at burning and pillaging rather than resorting to conquest. As a rule, grimlocks avoid open areas. While their blindsight is powerful, its range is limited. Thus, grimlocks keep to the passages between caverns or stay within underdark areas with low ceilings and tight spaces. When traveling, grimlocks run in a spread out formation to help foil ambushes. Clever gnomes and dwarves post archers on high ledges to rain fire down upon the grimlocks, a successful tactic that the grimlocks remember well when planning their attacks. Because grimlocks usually have little reconnaissance concerning a target, they prefer a quick thrust to probe a settlement's defenses before rallying for their main attack. Most underdark inhabitants know that a grimlock attack is invariably the herald to a much larger one to follow.

The grimlocks respect strength and ferocity. A challenger can use ritualized combat to unseat the current chieftain, though outside of this context murder is punished by execution unless the victim is particularly unpopular or weak. In theory, the chieftain holds absolute authority, though if he tries to enforce his will to too great an extent or makes poor decisions he may be murdered and his successor determined by a series of duels.

Grimlocks have a close relationship with medusas and the purple slayers of the mind. Sages theorize that the limitations of the grimlocks' unique sight makes them naturally disposed to become servants to other, more powerful races. The grimlocks, unable to sense anything beyond 40 feet, grow to see creatures that can provide for their defense against distant threats as revered patrons to be obeyed. These patrons rarely treat their grimlock servants as slaves. Instead, they see them as worshippers whose great respect and awe of their powers drives them to obey. The grimlock word for anything beyond their range of sight, roughly translated as "those beyond," is also used to describe fearsome, unknown things. On the other hand, their word for the creatures they follow, translated as "those who see beyond," is a reverential term that connotes a sense of almost parental concern and protection. Whether this tendency is a cultural artifact or the result of divine interference is unknown. What is apparent is that aside from these cults, the grimlocks worship elemental beings and demons but seem to lack a true racial pantheon.



CHAPTER 4

LOCALES OF INTEREST

The locations in this chapter are designed to be stand-alone and world-neutral. You can integrate them into an ongoing campaign as individual points of interest, or use all the locations together as one well-developed region.

DELVESDEEP

PURVEYORS OF FINE AND EXOTIC WARES FROM THE GOOD EARTH

The Arefain Trading House maintains factors and warehouses in most large cities. One of its most important holdings, known as Delvesdeep, peers over the edge of the great Deepingwall canyon into the mighty Dawnsflow river below.

From the outside, Delvesdeep appears to be a caravansary and trading post. Comprised of several large warehouses with attaching satellite buildings, the compound resembles a dockyard minus its harbor. The exterior grounds host a huge caravansary, where traveling merchants and their entourages offload wares and trade for such necessities as feed, water and replacement tack. Drovers and caravan crew bivouac in permanent pavilion tents set up between the warehouses and caravansary while the caravan masters resupply.

Beneath Delvesdeep's bustling façade, however, lies a complex operation maintained on behalf of the Arefain Trading House by Delvesdeep's proprietor, Kelius Aarsanvu (LE, Ftr8/Rog10). Born to a human mother and drow father under inauspicious circumstances, Kelius holds little love for either of his native races. Tall and proud like his mother while subtly aggressive like his father, Kelius stands as the unquestioned master of Delvesdeep. His unique heritage and drive have given him access to trading ports and resources that would have spelled certain death – or worse – to any other dealer.

Delvesdeep is both the primary waystation for goods coming into the underdark and the primary exporter of its rare and exotic products. Underneath Delvesdeep lie several entrances into the natural cav-

erns leading to the lands below. These caverns are well guarded by soldiers hand-picked by Kelius himself. Outlying caverns and cave entrances throughout the valley and surrounding hills have been caved in or are heavily trapped.

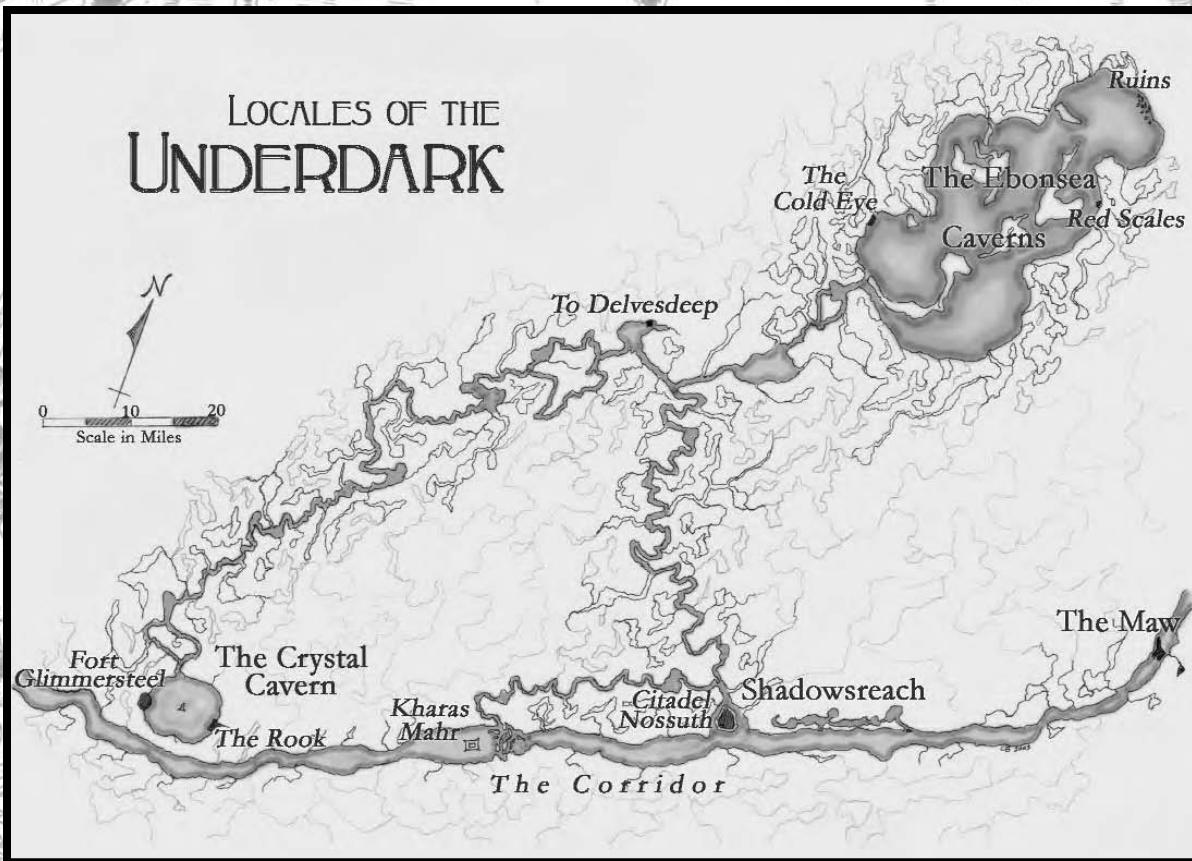
While Delvesdeep does not openly advertise its wares, it relies on its membership in the Arefain Trading House to move its exotic goods far afield, where the heady perfumes and rare artwork of the civilizations below fetch enormous prices.

Kelius maintains several factors on the surface, as well as agents in every hamlet, town and city. At Delvesdeep, he maintains more than one hundred soldiers of excellent quality and employs at least two dozen underlings.

Two close associates serve as Kelius's eyes and ears, ensuring the smooth execution of his complex affairs. The first of these is Kelius's bodyguard, Bron (LN, Ftr5/Pit Fighter 10), commonly referred to behind his back as "Grind," in reference to the massive scar tissue covering his body. Bron has been with Kelius most of Kelius's adult life. They escaped the underdark together, becoming as close as brothers. The large warrior advises Kelius on matters of security and personally trains all of the soldiers at Delvesdeep. Kelius trusts Bron with his life and knows that despite the tortures heaped upon Bron during his years in the fighting pit, his spirit has never been broken. Bron's eye is discerning and despite an apparent slowness in speech, he is extremely intelligent, choosing to speak only when the need arises.

Trevor Plank (LE, Rog13), Kelius's maternal

LOCALES OF THE UNDERDARK




uncle, serves as his nephew's primary factor and seneschal of the compound. He is in charge of all of the basic operations and, along with Kelius, oversees Delvesdeep's less savory but imminently profitable endeavors. It was Trevor's idea to run goblinoid slaves to market in the underdark. The local orcs had originally sold Kelius's mother to the drow to begin with, leading to Kelius's birth. After all the pain and suffering Kelius endured in the sunless lands, it seemed only fit to return the favor, Trevor reasoned – with Kelius's ferocious agreement and support.

Hidden within one of Delvesdeep's main warehouses is the secret entrance to a dozen huge underground chambers, each housing a slave pit where Trevor keeps shackled up to two hundred slaves. Only goblinoids are enslaved (or so Kelius is told). The cost to feed the slaves is enormous. Trevor cleverly ensures that Delvesdeep's ledgers imply to nosy tax collectors that the massive amount of food shipped into the compound is being resold to caravans headed for destinations unknown.

Trevor oversees the recruitment of adventurers and mercenaries seeking good wages and "a little action." Caravans bound for the underdark pay extremely well. More often than not, there are several empty saddles on returning caravans. The dangers of the underdark are legion, but the gold paid to ensure safe delivery of valuable cargo easily makes it worth the risk for many.

Three main passages branch from Delvesdeep into the cavern system below. Once inside, caravans are on their own. Down the northernmost branch lies a vast honeycomb of mostly unexplored caverns and an underground lake called the Ebonsea. Numerous adventuring parties sponsored by Kelius have explored this area. Most returned bloody and battered, reporting bands of subterranean lizardmen and other primitive beasts. Ordinarily after this type of result, Kelius would have ceased further probes; however, a few of his more accomplished explorers returned with trinkets that have proven to be items from some legendary lost city of a bygone age. Kelius's lips have remained sealed on this matter, but he has begun discreet inquiries to gather a party of seasoned adventurers to map and explore the region with his full financial backing.

The second tunnel from Delvesdeep leads deep into the underdark, winding below the southeastern plains for many miles. Side tunnels are filled with predators and members of the minor underdark races. This vital corridor leads to a major intersection not far from Citadel Nossuth, the duergar stronghold (see page 121). It is a dangerous two-week trip from Delvesdeep to Citadel Nossuth. From there, duergar soldiers join the caravan to escort it further to Kharas-Mahr, the great bazaar of the duergar (see page 134) and neutral ground between rivals in the underdark. This mighty bastion of free enterprise ironically hap-



pens to be the largest slave pit for thousands of miles. Anything that can be touched – and a few things that can't – is for sale here. Delvesdeep traders offload slaves here. The goblinoid slaves fetch decent prices, and Delvesdeep is gaining a reputation for the good condition of its slaves. The traders buy bulk loads of relatively common underdark wares: silkweave garments and duergar weaponry as well as exotic perfumes, armor and occasional magical trinkets. All are eventually dispatched to lands far away, where well-to-do socialites and powermongers relish the novelty of having a piece of this exotic and dangerous world in their bedrooms.

The third tunnel from Delvesdeep leads into the rich caverns beneath the Stormhaven Peaks. These caverns are contested territory between Ch'orl Salau'fen, the drow City of the Shadows which maintains an outpost here known as the "the Rook," and a svirfneblin mining fort called Fort Glimmersteel (see page 127). Fort Glimmersteel is a valued trading partner of Delvesdeep, exchanging gems and ingots of rare metals for surface products like wool, paper, cotton, foodstuffs – and while no one is looking, items such as siege weaponry and building materials.

The drow of the Rook are cool to the overtures of Delvesdeep; they are a military outpost, not a trade station. Trevor has softened enough Rook officers with surface contraband, however, to create a healthy black market. To solidify their off-the-record relationship, Trevor provides Fort Glimmersteel defense layouts and occasionally even patrol schedules to the Rook's commander. These days, drow luxuries consistently find their way into the passing wagons of Delvesdeep trading caravans, and few caravans are assaulted by drow patrols. Trevor relishes the fact that Delvesdeep profits from both sides of the region's sporadic war.

The source of the information gleaned at the Rook is the drow warriors of the Curael'endir, professional drow mercenaries based at a semi-permanent encampment not far from the caverns below the compound (see page 123). Over time, Delvesdeep is becoming intimately entwined with these raiders, arranging for them to prey upon rival merchants traveling through the region on the surface, especially those operated or protected by elves. In return, the Curael'endir act as guides and escorts for some of the legs of the journey in the underdark, particularly for important caravans with sensitive shipments.

NOTABLE NPCs

Kelius Aarsanvu, male half-drow Ftr8/Rog10: CR 18; Size M (5 ft., 10 in. tall); HD 8d10+ 16 + 10d6 + 20; hp 110; Init +8 (+4 Dex, +4 Improved initiative); Spd 30 ft.; AC 28 (touch 17, flatfooted 28); Attack +19/+14 and +19 melee

(1d8+7, +3 *Longsword of Speed*) and +19 melee (1d6+5, +3 *shortsword*); SA Sneak attack 5d6; SQ Evasion, Uncanny Dodge, Opportunist, Half-drow traits; SV Fort +11, Ref +13, Will +6; AL LE; Str 15, Dex 18, Con 15, Int 14, Wis 13, Cha 14

Languages Spoken: Common, Drow.

Skills and feats: Bluff +10, Climb +15, Craft (poison making) +12, Diplomacy +11, Escape Artist +16, Forgery +10, Hide +14, Jump +5, Listen +9, Move Silently +14, Profession (trader) +3, Search +10, Sleight of Hand +11, Spot +6; Blind-fight, Cleave, Combat Reflexes, Dodge, Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Quick Draw, Weapon Focus (longsword), Weapon Focus (shortsword), Weapon Specialization (longsword)

Possessions: +3 *longsword of speed*, +3 *shortsword*, *cloak of elvenkind*, *boots of elvenkind*, *ring of protection* +3, +3 *elven chain-mail*, *torque of armor* +3 (as *bracers of armor*), *gloves of arrow snaring*

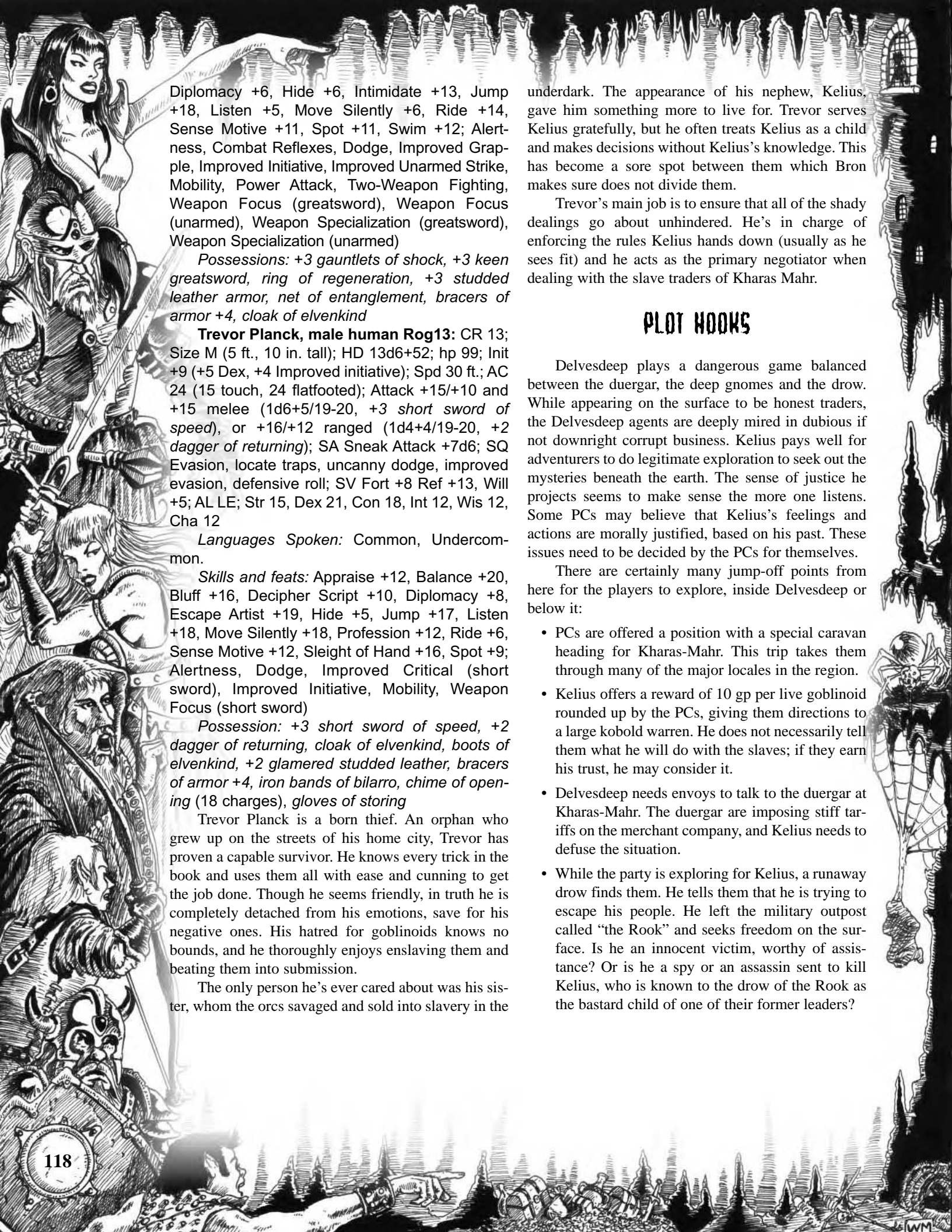
Kelius Aarsanvu is a hard man. His life has made him proud but resentful. Intelligent and cunning, Kelius has turned the one great disadvantage in his life, his time in the underdark, into his crowning achievement. Kelius brokered the first meager trade deal for the Arefain merchant empire with a few of his contacts in Kharas Mahr, and from that small trickle of trade, a veritable river of wealth now flows.

Kelius is well protected by Arefain and they give him as much leeway with expenditures as he needs, as a major portion of their wealth is now generated by Kelius's goods. Kelius is planning to strike out on his own soon, which will deal a significant blow to Arefain. For now, only his bodyguard Bron knows this fact. Kelius reasons it would be best to let Bron know since Arefain will surely send assassins if he cannot make a clean cut with them. His experiences have taught him that few people can easily give up something they covet. The riches of the underdark will be his and not Arefain's, and Kelius knows that if the situations were reversed, he would surely send out his best assassins to reclaim the potential wealth here.

Bron "Grind," male human Ftr5/Pit Fighter 10: CR 15; Size M (6 ft., 3 in. tall); HD 5d10+20 + 10d10+40; hp 143; Init +7 (+3 Dex, +4 Improved initiative); Spd 30 ft.; AC 23 (13 touch, 20 flatfooted); Attack +24/+19/+14 (melee 2d6+10/17-20 x2, +3 *keen greatsword*) or +24/+19/+14 melee (1d6+10 +1d6, +3 *gauntlets of shock*); SA Crippling Blow, Rage 3/day, Finishing Blow, Superior Unarmed Attack, SQ: Damage Resistance 2/-, SV Fort +14, Ref +8, Will +7; AL LN; Str 21, Dex 16, Con 18, Int 12, Wis 16, Cha 12

Languages Spoken: Common, Undercommon

Skills and feats: Balance +8, Climb +17,



Diplomacy +6, Hide +6, Intimidate +13, Jump +18, Listen +5, Move Silently +6, Ride +14, Sense Motive +11, Spot +11, Swim +12; Alertness, Combat Reflexes, Dodge, Improved Grapple, Improved Initiative, Improved Unarmed Strike, Mobility, Power Attack, Two-Weapon Fighting, Weapon Focus (greatsword), Weapon Focus (unarmed), Weapon Specialization (greatsword), Weapon Specialization (unarmed)

Possessions: +3 gauntlets of shock, +3 keen greatsword, ring of regeneration, +3 studded leather armor, net of entanglement, bracers of armor +4, cloak of elvenkind

Trevor Planck, male human Rog13: CR 13; Size M (5 ft., 10 in. tall); HD 13d6+52; hp 99; Init +9 (+5 Dex, +4 Improved initiative); Spd 30 ft.; AC 24 (15 touch, 24 flatfooted); Attack +15/+10 and +15 melee (1d6+5/19-20, +3 short sword of speed), or +16/+12 ranged (1d4+4/19-20, +2 dagger of returning); SA Sneak Attack +7d6; SQ Evasion, locate traps, uncanny dodge, improved evasion, defensive roll; SV Fort +8 Ref +13, Will +5; AL LE; Str 15, Dex 21, Con 18, Int 12, Wis 12, Cha 12

Languages Spoken: Common, Undercommon.

Skills and feats: Appraise +12, Balance +20, Bluff +16, Decipher Script +10, Diplomacy +8, Escape Artist +19, Hide +5, Jump +17, Listen +18, Move Silently +18, Profession +12, Ride +6, Sense Motive +12, Sleight of Hand +16, Spot +9; Alertness, Dodge, Improved Critical (short sword), Improved Initiative, Mobility, Weapon Focus (short sword)

Possession: +3 short sword of speed, +2 dagger of returning, cloak of elvenkind, boots of elvenkind, +2 glamered studded leather, bracers of armor +4, iron bands of bilarro, chime of opening (18 charges), gloves of storing

Trevor Planck is a born thief. An orphan who grew up on the streets of his home city, Trevor has proven a capable survivor. He knows every trick in the book and uses them all with ease and cunning to get the job done. Though he seems friendly, in truth he is completely detached from his emotions, save for his negative ones. His hatred for goblinoids knows no bounds, and he thoroughly enjoys enslaving them and beating them into submission.

The only person he's ever cared about was his sister, whom the orcs savaged and sold into slavery in the

underdark. The appearance of his nephew, Kelius, gave him something more to live for. Trevor serves Kelius gratefully, but he often treats Kelius as a child and makes decisions without Kelius's knowledge. This has become a sore spot between them which Bron makes sure does not divide them.

Trevor's main job is to ensure that all of the shady dealings go about unhindered. He's in charge of enforcing the rules Kelius hands down (usually as he sees fit) and he acts as the primary negotiator when dealing with the slave traders of Kharas Mahr.

PLOT HOOKS

Delvesdeep plays a dangerous game balanced between the duergar, the deep gnomes and the drow. While appearing on the surface to be honest traders, the Delvesdeep agents are deeply mired in dubious if not downright corrupt business. Kelius pays well for adventurers to do legitimate exploration to seek out the mysteries beneath the earth. The sense of justice he projects seems to make sense the more one listens. Some PCs may believe that Kelius's feelings and actions are morally justified, based on his past. These issues need to be decided by the PCs for themselves.

There are certainly many jump-off points from here for the players to explore, inside Delvesdeep or below it:

- PCs are offered a position with a special caravan heading for Kharas-Mahr. This trip takes them through many of the major locales in the region.
- Kelius offers a reward of 10 gp per live goblinoid rounded up by the PCs, giving them directions to a large kobold warren. He does not necessarily tell them what he will do with the slaves; if they earn his trust, he may consider it.
- Delvesdeep needs envoys to talk to the duergar at Kharas-Mahr. The duergar are imposing stiff tariffs on the merchant company, and Kelius needs to defuse the situation.
- While the party is exploring for Kelius, a runaway drow finds them. He tells them that he is trying to escape his people. He left the military outpost called "the Rook" and seeks freedom on the surface. Is he an innocent victim, worthy of assistance? Or is he a spy or an assassin sent to kill Kelius, who is known to the drow of the Rook as the bastard child of one of their former leaders?



EBONSEA CAVERNS

THE SEA OF COLD BLOOD

Beneath Green Hell Swamp lies the dark Ebonsea, contained throughout thousands of caverns ranging in size from small rooms to chambers large enough to house whole cities. Its source is runoff from the immense swamp far above its freshwater surface.

The sunken swamplands have not always been this way. Underground rivers in the caverns below slowly wore away at the region's limestone basin, pockmarking the landscape and destabilizing the ground. The current of the Dawnsflow river carved still more deeply into the ground. But before this happened, the city that once stood where Green Hell Swamp now lies was a city of ancient power. Home to elemental wizards, the city met an abrupt end when the very ground beneath it collapsed into the bowels of the earth. Legends speak of it as a city cursed by the gods for its hubris; none know the truth. Its magical riches were engulfed by the flood of the Dawnsflow, which turned the newly created lowlands into a vast swamp. Seepage from this swamp, as well as the underground tributaries, soon carved out what are now known as the Ebonsea Caverns.

The backbone of Ebonsea Caverns are three large caverns, each consecutively deeper and smaller. Thousands of adjoining caves honeycomb alongside the main caverns, creating passageways to many different places in the underdark. Almost every cavern, however, is at least half filled with black, murky water.

The sheer size of the Ebonsea, coupled with the labyrinthine nature of its caverns, make it a predator's paradise. There are inhabitants here that discourage others from coming. The Cold Eye, a tribe of subterranean lizardmen, rule the area. These cruel creatures recognize no rights to trespass in their domain. The chief of this tribe, Ssora Drow-Eater (CE, Bbn13), is a trident-wielding monster of a lizardman towering over 10 feet tall. He wears a necklace of drow skulls and collects drow bones, which he polishes and embeds into a large hanging behind his primary nest. The dark, leathery hanging Ssora is so proud of is made up of drow skins, dotted with hundreds of shiny white pearls and polished bones from drow hunted over the last ten years.

The Cold Eye are at war with a large tribe of troglodytes called the Red Scales, headed by a nearly equally strong leader named Hsshhrata (NE, Bbn12) or "Long Fangs," as the few traders allowed near his cavern call him. Long Fangs is actually fairly civil for a troglodyte. Still recovering from the last major war raid on the Cold Eyes, he has resorted in the last few

years to dealing with the hated warm-bloods in order to maintain better weaponry than the more xenophobic lizardmen.

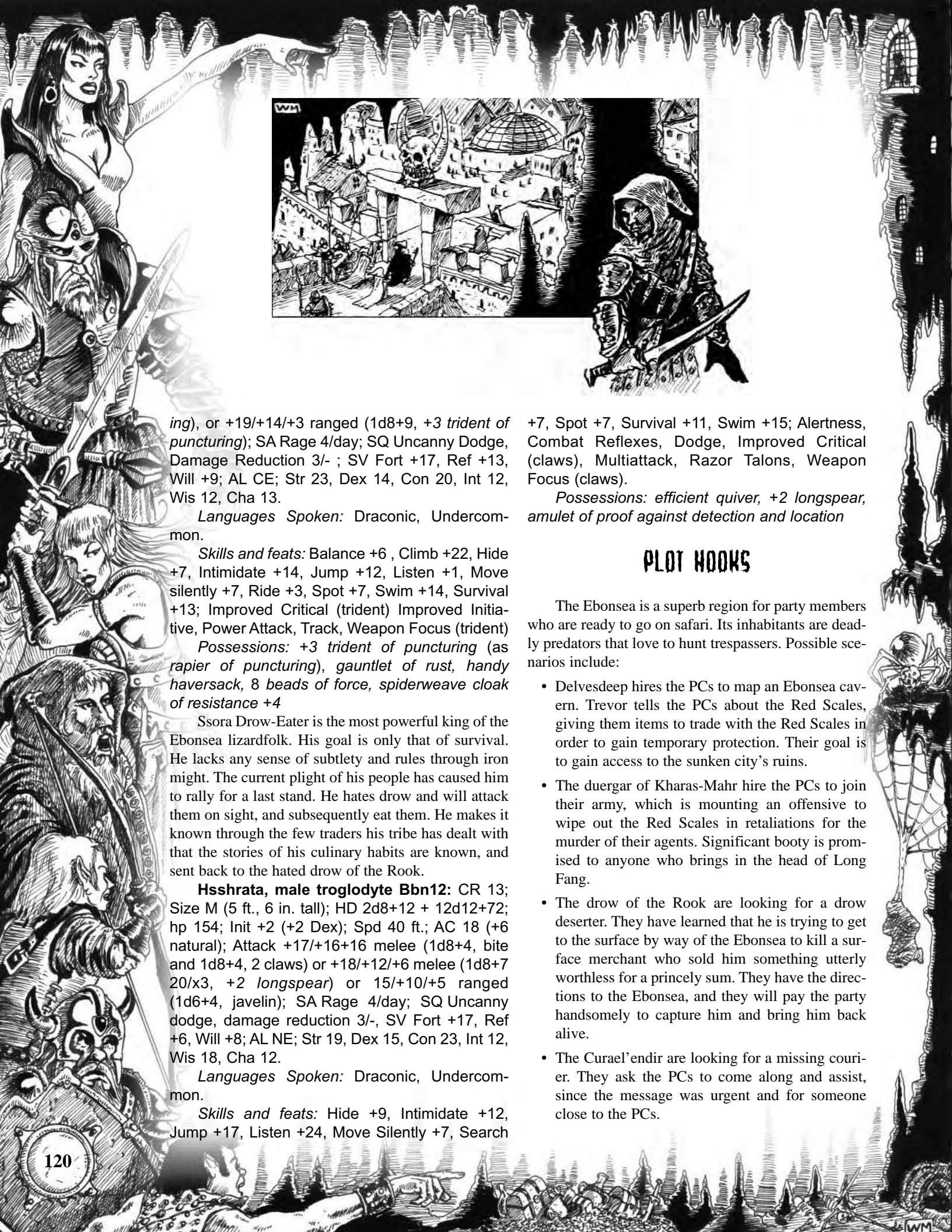
Thus far, only the duergar of Kharas-Mahr and a handful of Delvesdeep's agents have made it into this area to successfully trade with the Red Scales. The Scales offer ancient artifacts from the shores of their own cavern, where the ceiling has fallen in. While the Scales consider these artifacts basically worthless, the duergar and surface agents seem extremely interested. At one point, both parties attempted to establish semi-permanent trading posts near the troglodyte cavern. Long Fangs decided this was too much of an insult to bear, however, and slew both contingents. The Red Scales feasted on their enemies' remains, and Long Fangs is enjoying the newfound weaponry the duergar had brought to trade. He's hoping they come back so that they might "trade" some more.

The Cold Eye tribe of lizardmen is not as genocidal as most people believe. The region where the ancient human city lies in ruins has become dangerous. Numerous times, drow and surface dwellers have come to seek things among the rocks there. Then something came and took them away. Soon the lizardmen began to disappear, and the Cold Eye began to migrate toward the other side of the Ebonsea. They were eventually halted by the territory of the Red Scales. With nowhere to turn, the lizardmen continue to disappear.

Meanwhile, explorers continue to search for the ruins of the ancient lost city. Part of the city collapsed through one of the larger caverns now on the eastern shore of the Ebonsea. The ruins may be picked through, but at significant danger. Even troglodytes do not frequent that area, and unfamiliar predators prey upon everything nearby. The creatures and undead that wander the ruins of the ancient city drive off almost everything that comes that way. Like the undead there, the strange creatures – many of them seemingly made out of metal or stone – will not leave the environs of the cavern.

NOTABLE NPCs

Ssora Drow-Eater, male lizardfolk Bbn13:
CR 14; Size L (10 ft., 5 in. tall); HD 2d8+10 + 13d12+65; hp 178; Init +6; Spd 40 ft.; 10-foot reach; AC 17 (+2 Dex, +5 natural); Attack +24/+19/+14 melee (1d8+9, +3 trident of punctur-



ing), or +19/+14/+3 ranged (1d8+9, +3 *trident of puncturing*); SA Rage 4/day; SQ Uncanny Dodge, Damage Reduction 3/- ; SV Fort +17, Ref +13, Will +9; AL CE; Str 23, Dex 14, Con 20, Int 12, Wis 12, Cha 13.

Languages Spoken: Draconic, Undercommon.

Skills and feats: Balance +6, Climb +22, Hide +7, Intimidate +14, Jump +12, Listen +1, Move silently +7, Ride +3, Spot +7, Swim +14, Survival +13; Improved Critical (trident) Improved Initiative, Power Attack, Track, Weapon Focus (trident)

Possessions: +3 *trident of puncturing* (as *rapier of puncturing*), *gauntlet of rust*, *handy haversack*, 8 *beads of force*, *spiderweave cloak of resistance +4*

Ssora Drow-Eater is the most powerful king of the Ebonsea lizardfolk. His goal is only that of survival. He lacks any sense of subtlety and rules through iron might. The current plight of his people has caused him to rally for a last stand. He hates drow and will attack them on sight, and subsequently eat them. He makes it known through the few traders his tribe has dealt with that the stories of his culinary habits are known, and sent back to the hated drow of the Rook.

Hsshrrata, male troglodyte Bbn12: CR 13; Size M (5 ft., 6 in. tall); HD 2d8+12 + 12d12+72; hp 154; Init +2 (+2 Dex); Spd 40 ft.; AC 18 (+6 natural); Attack +17/+16+16 melee (1d8+4, bite and 1d8+4, 2 claws) or +18/+12/+6 melee (1d8+7 20/x3, +2 *longspear*) or 15/+10/+5 ranged (1d6+4, javelin); SA Rage 4/day; SQ Uncanny dodge, damage reduction 3/-, SV Fort +17, Ref +6, Will +8; AL NE; Str 19, Dex 15, Con 23, Int 12, Wis 18, Cha 12.

Languages Spoken: Draconic, Undercommon.

Skills and feats: Hide +9, Intimidate +12, Jump +17, Listen +24, Move Silently +7, Search

+7, Spot +7, Survival +11, Swim +15; Alertness, Combat Reflexes, Dodge, Improved Critical (claws), Multiattack, Razor Talons, Weapon Focus (claws).

Possessions: *efficient quiver*, +2 *longspear*, *amulet of proof against detection and location*

PLOT HOOKS

The Ebonsea is a superb region for party members who are ready to go on safari. Its inhabitants are deadly predators that love to hunt trespassers. Possible scenarios include:

- Delvesdeep hires the PCs to map an Ebonsea cavern. Trevor tells the PCs about the Red Scales, giving them items to trade with the Red Scales in order to gain temporary protection. Their goal is to gain access to the sunken city's ruins.
- The duergar of Kharas-Mahr hire the PCs to join their army, which is mounting an offensive to wipe out the Red Scales in retaliations for the murder of their agents. Significant booty is promised to anyone who brings in the head of Long Fang.
- The drow of the Rook are looking for a drow deserter. They have learned that he is trying to get to the surface by way of the Ebonsea to kill a surface merchant who sold him something utterly worthless for a princely sum. They have the directions to the Ebonsea, and they will pay the party handsomely to capture him and bring him back alive.
- The Curael'endir are looking for a missing courier. They ask the PCs to come along and assist, since the message was urgent and for someone close to the PCs.



THE CORRIDOR

CITADEL NOSSUTH

THE CITADEL OF LOST HOPE

The Citadel of Nossuth is the buffer that keeps traffic between the middle and upper levels of the underdark somewhat civil. Nossuth is the bulwark of the huge intersection known in the deep lands as “the Corridor.”

The Citadel of Nossuth lies entirely within a immense stalagmite, surrounded by a curtain wall of hewn stone 20 feet thick. A drawbridge with a high-speed pulley system protects the Citadel’s bailey. By the time the drawbridge reaches the ground, the citadel’s defenders have already leapt past the front lines to kill the flanks.

Nossuth is home to the Doomriders, the elite worg-riders of the duergar. These powerful warriors keep the region of Nossuth practically free of most danger (aside from the duergar themselves). The Doomriders range primarily via scent. Their mounts can track runaway slaves on a trail more than a day old, fetching them within hours. The Doomriders patrol without fear miles down most of the area’s linked passages. In fact, they have completely closed off access to two of these tunnels, both alternate routes to Kharas Mahr. The Doomriders use them when escorting certain merchant caravans, leading the traders to believe they have – and should pay for – exclusive access to that market.

The Captain of the Doomriders, Morak Steelshank Wolfbeard (LE, duergar Ftr6/Deep Worg Rider 5), is also captain of the guard of the citadel, answering only to Commander of the Keep Groul Tanghowl (duergar Ftr11). Captain Morak has argued bitterly of late over the deployment duties of his men. He suspects that Groul’s advisor Eblis (duergar Clr12) is behind the poor strategies. He’s confided to Groul that the new patrolling strategies are leaving large holes in the defense of the Corridor, but Groul has waved off the protests. Morak is considering taking matters into his own hands. He doesn’t care that Groul lines his coffers, but he does fear an invasion that could topple duergar control of this region.

Commander Groul is charged with the maintain-

ing a safe route through this highly trafficked corridor of the underdark. A fortune in bribes of gold ensures that he meets the trade needs of Kharas Mahr. He arranges escorts for returning surface caravans on a routine basis. In return, Groul holds high standing among the duergar clan lords despite his frontier position. Constant contact with outsiders has grown on him. His tastes are much more cosmopolitan than those of most duergar, and he samples the best wares to be found on the surface or the underdark as they pass through his gates each night.

The fact that Groul charges caravans a small fortune to traverse his territory is one he keeps secret from the lords of Kharas Mahr. Groul is aware that the merchants meet and talk in Kharas Mahr’s bazaar, but how can they accuse him of breaching contract when they all travel by different routes to get to the same place? He arranges escorts to ensure that no caravan under his control has the chance to run into another “client” along the route, thus guaranteeing “exclusive rights” to that particular route. Since he seals off other connecting tunnels during that time, he in effect upholds the rather dubious bargain. Thus far, no merchant has called him on it.

Marshal Groul’s advisor is a frail derro named Eblis, a fawning, scrawny thing often pitied for his weakness. Behind his weak façade lies a cunning mind, and few suspect that Eblis is a power to be reckoned with behind the scenes. Over the past five years, Eblis has poisoned Groul with a mildly toxic poison distilled from the spores of a Huu’lach fungus. When used in a certain manner, this poison makes its victims prone to suggestion. Eblis has manipulated Marshal Groul into diverting much of his wealth to Eblis’s masters in the derro temple of Tirzankuul (see Temple of Tirzankuul, page 138). At their bidding, Eblis also has managed to open a hole in the defenses of the citadel. Now he waits for further orders and bides his time, although he has begun giving some consideration to assassinating the annoying Captain of the Guard.



NOTABLE NPCs

Morak Steelshank, male dwarf (duergar)

Ftr6/Deep Worg Rider 5: CR 11; Size M (4 ft., 2 in. tall); HD 6d10+18 + 5d8+15; hp 99; Init +4 (+4 Dex); Spd 20 ft.; AC 23 (touch 11, flatfooted 22); Attack +18/+13/+8 and +18 melee (1d10+10 and 1d6+10, 19-20/x3, +4 axe hook), or +18 ranged (1d8+3 19-20/x2, +3 light crossbow); SA +2 bonus to attack and damage when mounted; SQ Rampage: Mount gains extra attack, Pack tactics, allies gain additional +2 when flanking; SV Fort +11, Ref +9, Will +7; AL LE; Str 19, Dex 18, Con 17, Int 14, Wis 14, Cha 9.

Languages Spoken: Common, Dwarven, Undercommon, Gnome.

Skills and feats: Craft +10 (weaponsmith), Handle Animal +10, Hide +4, Jump +11, Listen +7, Move Silently +8, Ride +14, Sense Motive +4, Spot +8, Survival +15, Swim +8, Tumble +5; Dodge, Exotic Weapon Proficiency (axe hook), Mounted Combat, Power Attack, Ride-by Attack, Spirited Charge, Two-Weapon Fighting, Weapon Focus (axe hook), Weapon Specialization (axe hook)

Possessions: "Gutflayer" +4 keen axe hook of wounding, +4 spiked full platemail, iron horn of Valhalla, +3 light crossbow, ever-smoking bottle, harness of speed (as horseshoes of speed), boots of flying

Groul Tanghowl, male dwarf (duergar)

Ftr11: CR 12; Size M (4 ft., 3 in. tall); HD 11d10+66; hp 134; Init +5 (+1 Dex, +4 Improved initiative); Spd 40 ft.; AC 22 (touch 11, flatfooted 21); Attack +20/+15/+10 melee (1d12+12, 17-20/x2, +4 khorus vahk), or +15/+10/+5 ranged (1d6+6, +3 mighty shortbow); SV Fort +13, Ref +4, Will +4; AL LE; Str 18 (+4), Dex 12 (+1), Con 22 (+6), Int 13, Wis 12, Cha 11.

Languages Spoken: Common, Dwarven, Undercommon, Drow, Goblin, Orc.

Skills and feats: Climb 14, Handle Animal +7, Hide +2, Jump +15, Listen +7, Move Silently +5, Speak Language +3, Spot +4, Swim +5; Alertness, Cleave, Combat Reflexes, Dodge, Great Cleave, Improved Initiative, Leadership, Power Attack, Weapon Focus (khorus vahk), Weapon Specialization (khorus vahk).

Possessions: "Helmreaver" +4 keen defender khorus vahk, +3 fortified full platemail, +3 mighty shortbow, boots of striding and springing, cloak of resistance +3, ring of warmth

Groul Tanghowl was once a great ruler for the duergar of Citadel Nossuth. Since coming under the thrall of his derro advisor, Eblis, he has become erratic and irrational. Much of his personal wealth has slowly

trickled to the Temple of Tirzankuul, where Lugor hopes to purchase as many mercenaries as possible. Groul himself is gruff and intractable, but he can be reasoned with. If anyone were to suggest that he is "not himself" lately, or question his commands, it would be an instant death sentence.

Eblis, male dwarf (derro) Clr12: CR 13; Size M (4 ft., 5 in. tall); HD 12d8+24; hp 76; Init +3 (+3 Dex); Spd 20 ft.; AC 20; Attack +12/+7 melee, or +12/+7 ranged; SV Fort +10, Ref +7, Will +12; AL CE; Str 16, Dex 16, Con 14, Int 12, Wis 19, Cha 15.

Languages: Common, Dwarven, Gnome.

Skills and feats: Concentration +13, Bluff +7, Diplomacy +7, Heal +18, Knowledge (arcana) +14, Listen +6, Move Silently +3, Spellcraft +5, Spot +6; Alertness, Blind-fight, Brew Potion, Empower Spell, Extra Turning, Leadership.

Possessions: Eyes of charming, robe of eyes, amulet of proof against detection and location, ring of mind shielding, +3 chainmail shirt

Cleric Domains: Protection, Destruction.


Cleric Spells Per Day: 6/6+1/5+1/5+1/4+1/3+1/2+1.

Eblis seeks only one thing: to do Lugor's bidding. Unlike many of the savants under Lugor's control, Eblis truly believes that Lugor is the Chosen One of derro legend. To that effect, he is willingly poisoning Lord Tanghowl and using his eyes of charming, as well as suggestion spells, to weaken Citadel Nossuth sufficiently for the forthcoming derro invasion. Eblis is not a warrior, though he is capable in combat. He prefers to discuss things, and pretend to be reasonable while he thinks of another way out of the situation. Most duergar lords loathe him and he knows it, but it is no matter to Eblis. As long as Groul is under his control, nothing matters save his master's will.

PLOT HOOKS

A hotbed of intrigue, Nossuth is the focal point of several important groups. PCs native to or visiting in the underdark will have interests here if they wish to move freely. The riches that pour through Nossuth are enough to pique the curiosity of anyone bold enough to attempt tipping the scales against the powers be. Indeed, what controls the Citadel of Nossuth is not the powerful duergar within it but their greed. Greed is the one chink in the almost impregnable defense of this fortress – one that may someday cost the duergar their future.

- Kelius hires the PCs to break off from a routine caravan run and attempt to map one of the guarded side tunnels. Kelius suspects Groul of bilking him for worthless exclusivity to Kharas Mahr. He seeks proof that Nossuth is assisting his competitors.

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- A patrol of Doomriders disappears near the boundaries of their control in the Corridor. Eblis advises Marshal Groul against sending out any further troops in case a large force of enemies such as the drow are responsible. He convinces the Marshal to send expendable forces. Morak's chief lieutenant, Odun Foulgrit (NE, duergar Ftr5/Deep Worg Rider 3), approaches the PCs and invites them to accompany him on his investigation.
 - While traveling near Nossuth, the PCs encounter several derro and a duergar soldier. The group attacks the PCs without provocation. After the PCs defeat the small force, they discover on the duergar's body a map to a nearby location. Following its directions, they discover a shipment of gold trade bars. If the PCs take the treasure, they find instructions from Eblis to his servants at the temple to use the gold to pay for a large contingent of mercenaries, as well as a list of officers serving at the Citadel. The trade bars are stamped and numbered in order to circumvent their carriers' flagrant spending or trading. If caught with the gold bars, the PCs will certainly incur the wrath of Eblis and all of Nossuth. If they bring the trade bars back to Nossuth, Eblis will be forced to kill them before the secret is revealed. If unable to do so, he will attempt to flee to plot revenge later.

SHADOWSREACH

THE DEN OF THE CURAEL'ENDIR

Just out of range of the patrols of Nossuth winds Shadowsreach, a series of caverns near the northern edge of the Corridor. Shadowsreach is the haven of the Curael'endir, a company of drow mercenary raiders who specialize in attacking surface settlements and caravans. The Curael'endir are often hired as hunting guides for parties from the Rook seeking sport on the surface.

The Curael'endir are unique among the drow of this region of the underdark. They are outcasts from the city of Ch'orl Salau'fen, a mighty stronghold dedicated to the Spider Goddess led by Zurath Ardal'an (LE Rog5/Rgr5/Surface Raider 5), a powerful warrior and undisputed leader of the Curael'endir. It is whispered that Zurath was once an assassin for one of the major houses of Ch'orl Salau'fen. His growing power and charisma began to concern the matron of his house, who perceived the skillful warrior as a threat to herself and the Spider Goddess. For his own safety, Zurath was dispatched by the house swordmaster to lead young troops into the underdark for their first tests as warriors. His knowledge of the underdark and his skill at orchestrating group assaults became legendary. His students brought back the most bountiful booty, his students proved to be the best field commanders, and his students proved to be the most loyal.

One season, when the matron was particularly disturbed with Zurath's presence, the house swordmaster ordered Zurath on an extended mission guiding promising young officers on their first surface raids. Zurath unquestioningly left Ch'orl Salau'fen with a cadre of his best warriors to establish the stronghold of Shadowsreach, forming the core of the Curael'endir.

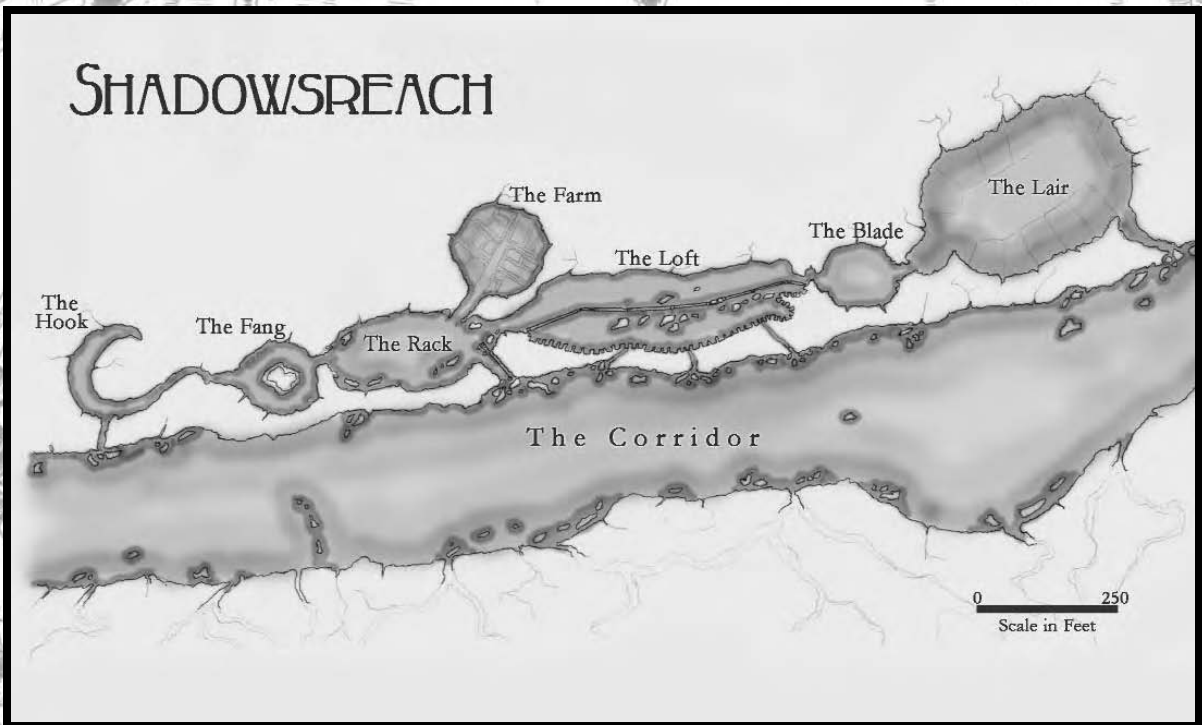
No group in this region commands as much respect and fear as do the soldiers of the Curael'endir. Officially, the Curael'endir are considered mercenaries of Ch'orl Salau'fen; unofficially, they are the field training commanders for the most prestigious houses of Ch'orl Salau'fen, who send their young warriors to learn the art of combat and living in the field with this infamous group. The Curael'endir act as messengers and escorts for many of the caravans from Delvesdeep as well as certain other surface contacts. They are adept at travelling and living on the surface, regularly raiding caravans and surface villages and maintaining at least a dozen surface camps from which to conduct their raids. Many times they target caravans for raids in order to fill specific needs for certain goods, but equally often they raid as a courtesy to Delvesdeep. Delvesdeep supplies information and resources free of charge in order to ensure that competing merchant organizations are locked out of their underdark trade routes.

While Zurath is loyal to his men, he has no real loyalties to his people as a whole. Zurath has maintained contact with many of his former students, most of whom are now in positions of military power. He is equally comfortable sneaking drow runaways from Ch'orl Salau'fen and selling slaves to brokers in Kharas Mahr. He is a mercenary first and foremost, living a precarious existence between the worlds of light above and darkness below, succeeding beyond anyone's wildest expectations.

Zurath's stronghold, Shadowsreach, comprises a complex series of small caverns connected by ancient lava tubes running parallel to the northern wall of the



SHADOWSREACH



Corridor. Only three entrances exist. All require superb Climbing skill (DC 20) to negotiate the 80-foot ascent to approach their entrances. They are well hidden behind manufactured stone overhangs and blinds, requiring a Search check (DC 20) for those who do not know precisely where to look. They are heavily guarded by at least three guards apiece, each armed with a composite short bow or crossbow for shooting down any trespasser bold enough to attempt an uninvited visit.


The Shadowsreach complex consists of six large tubular caverns, which long ago were conduits for lava. These caverns remain natural in feel and appearance, save for occasional ground-level accouterments necessary for their occupants' operations. At least a dozen bolt holes worm upward to the surface.

The first cavern is referred to as the Hook. The Hook is the designated area for visitors and non-Curael'endir inside Shadowsreach. Heavily guarded, the Hook always contains at least 1d6 visitors who either are paying their respects as they pass through or are transferring cargo or information. Two chambers open off this crescent-shaped cavern, which is roughly 100 feet long and accessed by a single entrance from the Corridor floor. Guests often stay here up to a week while conducting their business, including heated bartering to offload fresh food supplies. Because Shadowsreach requires a constant stream of supplies – and despite the large amounts of booty brought in from raids and trading – food and water bring premium prices for merchants brave enough to make the journey to meet with the Curael'endir. Should more complex negotiations prove necessary, the Curael'endir courte-

ously lead the blindfolded merchants to their stronghold. Accommodations there are sparse, little more than comfortable sleeping pallets with warm blankets and luminescent fungus light sources. The Curael'endir do not live in luxury. They would not have it any other way.

The next chamber, the Fang, is one of the complex's most highly guarded chambers. It is a circular chamber, 80 feet at its widest, with a large mineral pool about 10 feet across in the chamber's center. Hanging over the pool is a large, off-white stalagmite with yellowish stains resembling an animal's fang. Water from the Dawnsflow river far, far above drips steadily down this fang and into the pool, about a gallon per hour. Drow stationed here for training are given the task of collecting water and distributing it to the other chambers, where cisterns have been cut into the rock to allow for water storage. Guards in the Fang area, numbering two to four depending on the group's current activities, remain hidden.

The third chamber of Shadowsreach's six caverns is called the Rack. Most of the Curael'endir's supplies are stored here on the row after row of shelves cut 12 feet deep directly into the rock walls that give this chamber its name. Crates bearing the marks of trading houses from thousands of miles across the surface are found here, all booty from successful surface raids. Valuables and tradable commodities such as weapons and armor are stored here, with an occasional crate of surface clothing or exotic fabrics. These items are parceled out slowly to the trademasters of Kharas Mahr and to contacts at the Rook and Citadel Nossuth as trades for underdark commodities or as bribes for



special needs. At least two guards are stationed here at any given time. A winch and pulley system allows supply crates to be hoisted up and down from a concealed opening in the chamber to the Corridor floor. Two passages lead east to other chambers, one rising sharply to a chamber called the Farm and another sloping down into the gloom toward the room known as the Loft.

The Farm is a dank circular chamber filled with the edible fungi with which the Curael'endir commonly supplement their diets. Other fungi here are grown for different purposes, from poisons to healing agents. Luminescent fungi are grown to provide light sources for visitors. Students are the primary caretakers of the Farm, feeding the rich soil with the remains of both trainees and victims who have passed from life. The Curael'endir take pride in ceremonially consuming fungi that has fed on the dead of their enemies, a practice that has proven to be a strong bonding experience between the trainees and the teachers.

The Loft stretches more than 150 yards at its widest, with a ceiling almost 60 feet high and filled with stalactites and stalagmites. This large chamber serves as the living quarters of the Curael'endir. A wooden fence bisects the chamber, covered with various banners, caravan flags and not a few skins of fallen enemies. Nearest the entrance from the Rack are the sparse living spaces for young drow who have come to train with the Curael'endir. Their simple area consists of an informal, open training space as well as bunks and wooden footlockers for each visiting warrior. There is little privacy, forcing the young trainees to bunk with and learn to rely upon one another. At any given time, some ten to fifteen young drow warriors (drow War 1-3 or Ftr 1-3) live here. Most of the time they are out in the field training, but five or so remain at the base camp on a rotation for handling menial chores and such. From this side of the cavern, a passage leads to the chamber called the Blade.

On the other side of the iron-gated fence lie the quarters of the Curael'endir, a honeycomb of small chambers cut into the sides of the cavern. Each of these small private chambers, thirty-five in all, is sealed with a iron-shod, solid wooden door. In the center of this side of the compound is a flat training floor where daily combat exercises take place. Trainers demonstrate basic methods of ambush and assault around the forest of stalagmites scattered across the floor of the training area. Few of the students realize that six of the stalagmites have secret doors allowing the trainers to enter and exit this chamber in secret. Three of the doors lead to hidden exits from the complex, escape routes designed for rapid egress in the eventuality of invasion by a more powerful force.

The Blade is a small, rectangular chamber 40 feet in length. It is filled with weaponry and a smithy used primarily for repairing weapons; however, more than a few talented weapon- and armorsmiths rank among the

Curael'endir. The master of the Blade is a drow named Varand'aes (LE drow elf, Rog3/Ftr10), a smith whose background is known only to Zurath. Varand'aes is highly respected among his peers in the Curael'endir. He is marked for death by the high council of Ch'orl Salau'fen for being a traitor to the Spider Goddess. He was House Hiraen's armsmaster and one of the greatest artisans of the city of Ch'orl Salau'fen. To this day, even Zurath does not know what it was that Varand'aes did to incur the wrath of the entire council, but he could not permit the death of one of the greatest drow weapons craftsmen of all time. Varand'aes gladly took sanctuary with the Curael'endir, where he serves as their weaponsmith and armorsmith. The large drow artisan is known for his mighty arcane prosthetic, which he designed himself and forged out of solid adamantite with the help of eldest apprentice. The prosthetic is as dexterous as his mighty left arm and is the subject of much speculation among those who are aware of its arcane nature.

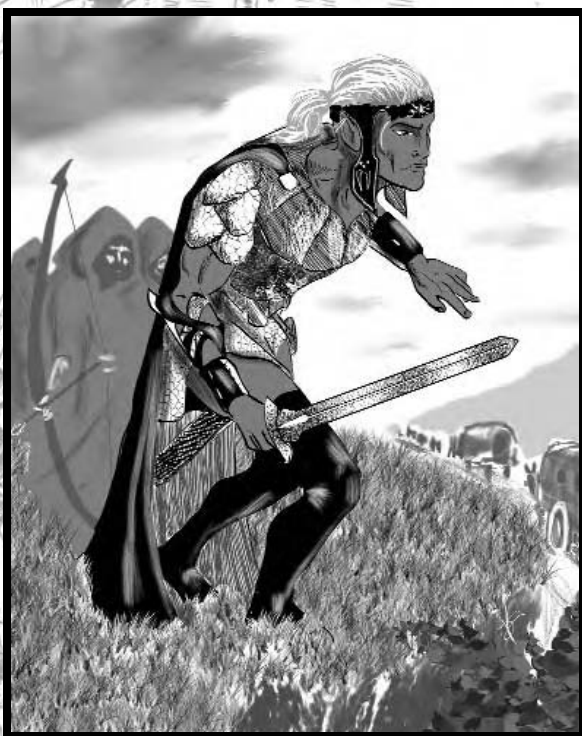
The tunnel from the Blade leads to the last chambers of the Shadowsreach, the Lair. The Lair is stable to the large cave lizards that the Curael'endir ride as mounts and harness as pack animals. These omnivorous creatures are trained to attack on command. They are capable of running up vertical surfaces. With special harnesses, their riders have learned to negotiate while completely upside down. More than a dozen of these creatures stable here in the Lair, which is filled with students on their caretaking tasks plus at least two guards at any given time.

NOTABLE NPCs

Zurath Ardal'an, male elf (drow)
Rog5/Rgr5/Surface Raider 5: CR 15; Size M (5 ft., 9 in. tall); HD 5d6+10 + 5d10+10 + 5d10+10; hp 110; Init +9; Spd 40 ft.; AC 29 (touch 14, flat-footed 27); Attack +24/+18/+12 melee (1d8+10 17-20/x2, +5 keen dancing longsword) and +23/+23 melee (1d6+9 19-20/x2, shortsword of speed) or +23/+18/+13 ranged (1d8+8 + 1d6 20/x3, +4 mighty frost composite longbow); SA Sneak Attack 5d6, Ambush 2d6; SQ Combat Bonus: Two-Weapon Combat, Evasion, Uncanny Dodge, Terrain: Cavernous, Plains, Forest, Chosen Enemy Drow 1st, Humans 2nd, Drow traits; SV Fort +12, Ref +13, Will +6; AL LE; Str 20, Dex 21, Con 15, Int 14, Wis 15, Cha 11.

Languages Spoken: Common, Elven, Orc, Drow, Undercommon.

Skills and feats: Appraise +8, Climb +15, Craft +8, Escape Artist +10, Forgery +8, Handle Animal +5, Heal +8, Hide +13, Intimidate +8, Jump +14, Knowledge (local history) +3, Listen +5, Move Silently +12, Search +12, Sense Motive



+8, Sleight of Hand +11, Spot +13, Swim +11, Use Rope +13, Survival +13; Dodge, Improved Initiative, Point Blank, Shot, Track, Two Weapon Fighting, Weapon Focus (composite longbow), Weapon Focus (longsword)

Possessions: +5 keen dancing longsword, +4 shortsword of speed, +4 elven chainmail, +4 mighty composite frost longbow, cloak of the bat, necklace of adaptation, horn of fog

Zurath is an outcast and prefers it so. He trains many of the drow warriors sent to him not only martially, but philosophically. Unknown to the many matrons of Ch'orl Salau'fen he is creating agents within their very midst and they suspect nothing. He, like many of his kind, is motivated by revenge and he seeks to one day topple the great council of his homeland and establish a new order. Few know of his dreams as he is taciturn and leads by example. When the time comes for him to strike, he will lead as he always has, and those that have trained with him will react as they have been taught, and a revolution will be born.

Varand'aes, male elf (drow) Rog3/ Ftr10: CR 14; Size M (5 ft., 10 in. tall); HD 3d6 + 10d10; hp 78; Init +6; Spd 30 ft.; AC 12 (+2 Dex); Attack +21/+16/+11 melee (1d8+12/17-20/x2, +5 keen longsword (arm)) and +21 melee (1d6+10, 19-20/x2, +5 shortsword); SV Fort +8, Ref +8, Will +8; AL LE; Str 20, Dex 14, Con 11, Int 14, Wis 18, Cha 12.

Languages Spoken: Common, Draconic, Elven, Drow, Undercommon.

Skills and feats: Balance +8, Climb +18, Craft +16 (engineering), Craft +12 (weaponsmithing),

Craft +11 (armorsmithing), Escape Artist +6, Gather Information +7, Hide +2, Intimidate +6, Jump +12, Listen +6, Move Silently +6, Search +10, Spot +6, Tumble +8, Use Magic Device +7; Arcane Prosthetic, Combat Reflexes, Dodge, Improved Critical (longsword), Improved Initiative, Mobility, Power Attack, Quick Draw, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Specialization (longsword), Toughness.

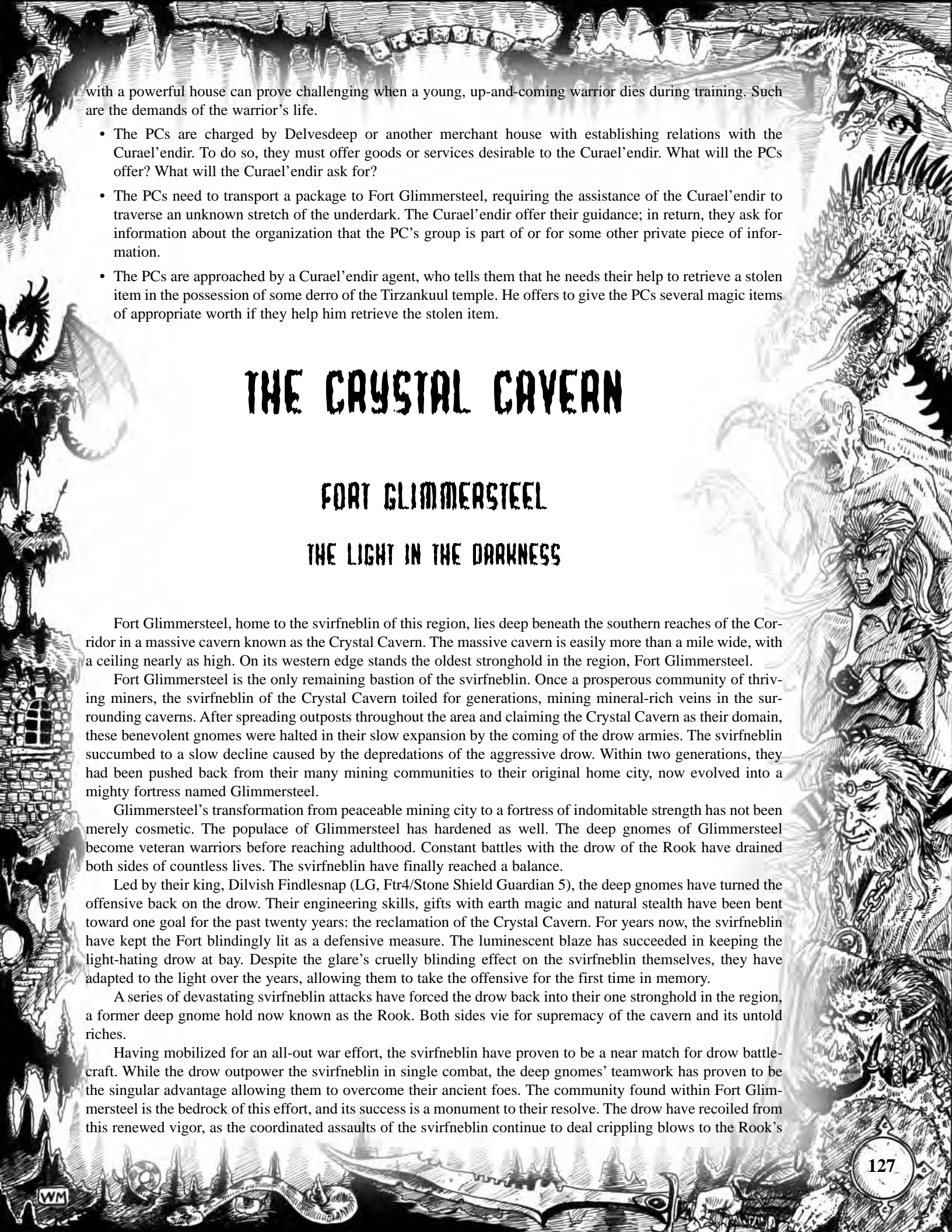
Possessions: +5 adamantine arcane prosthetic (20 Str, +5 keen longsword), +5 keen shortsword, +5 elven chainmail, hat of disguise, robe of blending, boots of elvenkind

Varand'aes is the greatest craftsman of the last two generations of drow. He is a gifted artisan, who has mastered the art of creating arcane prosthetics. His service to his people ended when he created a prosthetic for a dwarf that had saved his life. This treasonous act was punished with enslavement and he was sent to the fighting pits. Despite his standing as House Hiraen's mastersmith, he is now no higher in standing than a wretched orc slave. Varand'aes lost his left arm escaping the pits, and no slave cell could hope to hold him. Once in the wilds of the underdark, he made an alliance with the Curael'endir, and has served with them faithfully since. He is the only member that Zurath has trusted with his future goals, and Varand'aes has used his knowledge to help further Zurath to that goal. His loyalty to the Curael'endir has no bounds.

PLOT HOOKS

The Curael'endir are deadly when provoked. Hardened by their life as general outsiders, they are remarkably resilient and self-sufficient. Despite their ruthless and mercenary nature, their leader Zurath displays a rare sense of honor possessed by few of his race, clearly distinguishing the Curael'endir from others of their kind. With their unique ability to traverse the territories of several major powers in the upper reach of the underdark with little to fear, the Curael'endir make incredibly valuable allies. This is not to say that the Doomriders of Nossuth would not kill a member of the Curael'endir on sight – but with the possibility of hideous retributive attacks for years to come, they might also consider such a move carefully before leaping to blade and action.

As the unofficial agents of Ch'orl Salau'fen, the Curael'endir bear significant power and responsibility. They train the young nobility of great houses in the arts of field survival and guerilla warfare. In their ongoing struggle for survival as an independent force, they expose their charges to constant danger. The balance between good relations and continued patronage



with a powerful house can prove challenging when a young, up-and-coming warrior dies during training. Such are the demands of the warrior's life.

- The PCs are charged by Delvesdeep or another merchant house with establishing relations with the Curael'endir. To do so, they must offer goods or services desirable to the Curael'endir. What will the PCs offer? What will the Curael'endir ask for?
- The PCs need to transport a package to Fort Glimmersteel, requiring the assistance of the Curael'endir to traverse an unknown stretch of the underdark. The Curael'endir offer their guidance; in return, they ask for information about the organization that the PC's group is part of or for some other private piece of information.
- The PCs are approached by a Curael'endir agent, who tells them that he needs their help to retrieve a stolen item in the possession of some derro of the Tirzankuul temple. He offers to give the PCs several magic items of appropriate worth if they help him retrieve the stolen item.

THE CRYSTAL CAVERN

FORT GLIMMERSTEEL

THE LIGHT IN THE DARKNESS

Fort Glimmersteel, home to the svirfneblin of this region, lies deep beneath the southern reaches of the Corridor in a massive cavern known as the Crystal Cavern. The massive cavern is easily more than a mile wide, with a ceiling nearly as high. On its western edge stands the oldest stronghold in the region, Fort Glimmersteel.

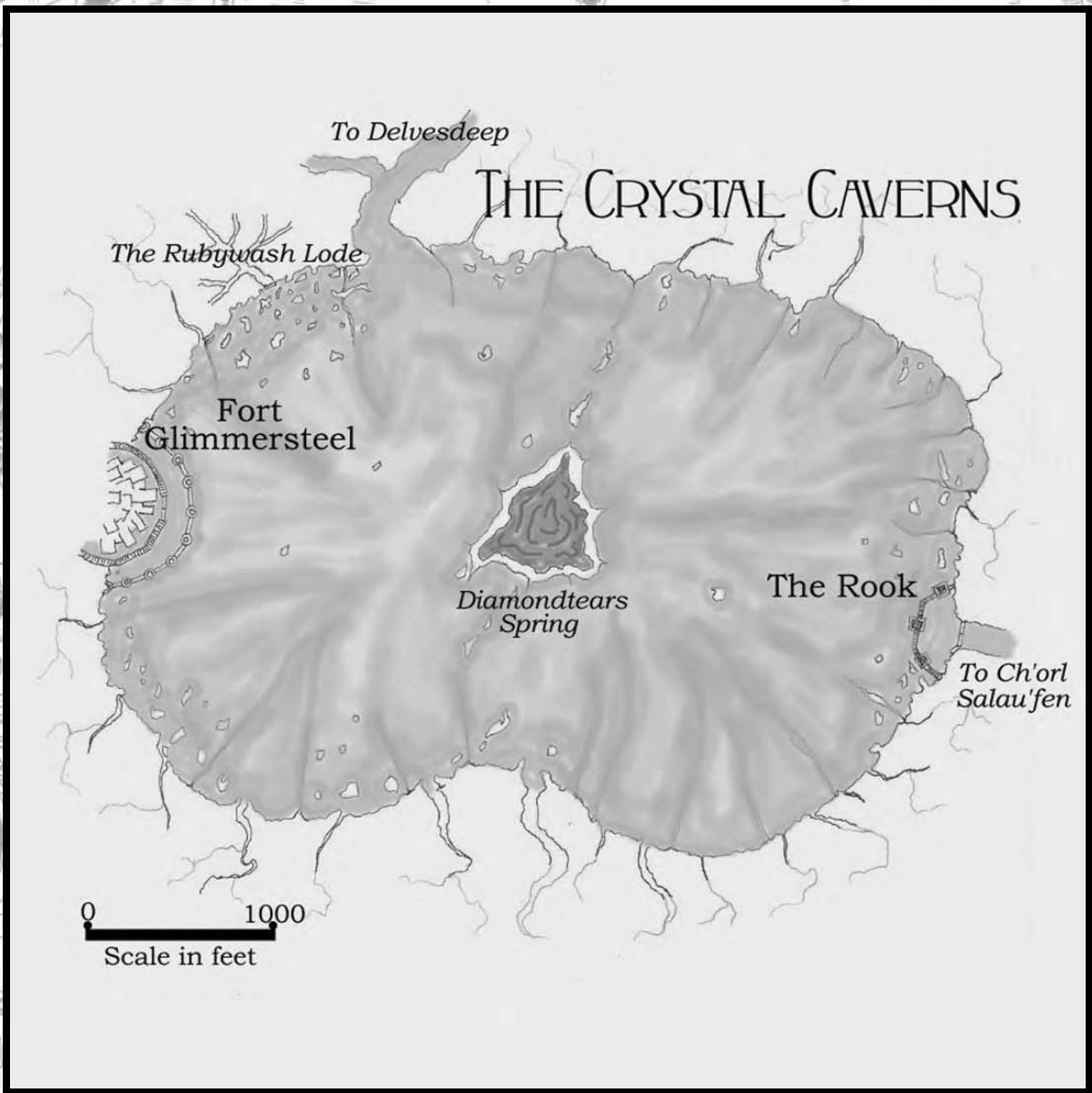
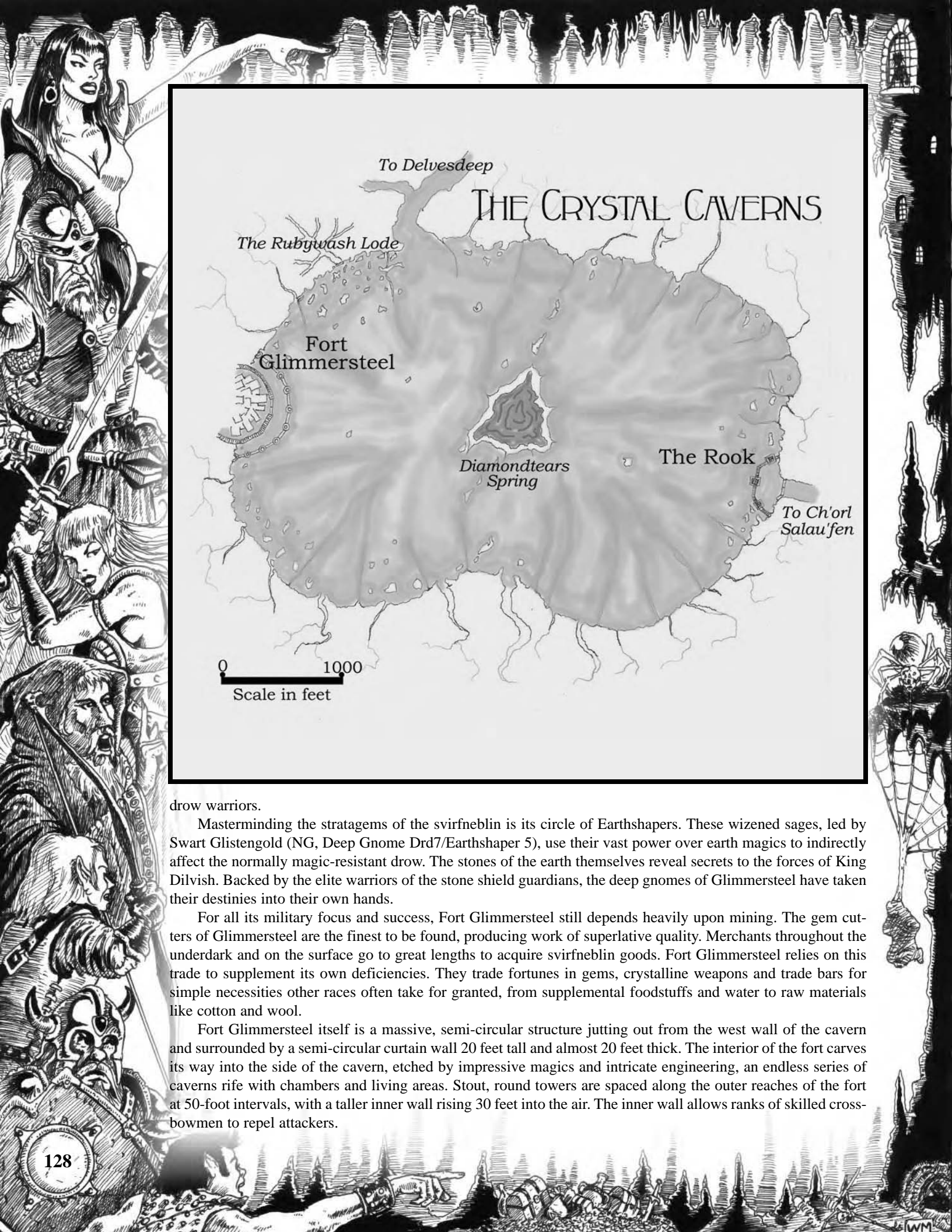
Fort Glimmersteel is the only remaining bastion of the svirfneblin. Once a prosperous community of thriving miners, the svirfneblin of the Crystal Cavern toiled for generations, mining mineral-rich veins in the surrounding caverns. After spreading outposts throughout the area and claiming the Crystal Cavern as their domain, these benevolent gnomes were halted in their slow expansion by the coming of the drow armies. The svirfneblin succumbed to a slow decline caused by the depredations of the aggressive drow. Within two generations, they had been pushed back from their many mining communities to their original home city, now evolved into a mighty fortress named Glimmersteel.

Glimmersteel's transformation from peaceable mining city to a fortress of indomitable strength has not been merely cosmetic. The populace of Glimmersteel has hardened as well. The deep gnomes of Glimmersteel become veteran warriors before reaching adulthood. Constant battles with the drow of the Rook have drained both sides of countless lives. The svirfneblin have finally reached a balance.

Led by their king, Dilvish Findlesnap (LG, Ftr4/Stone Shield Guardian 5), the deep gnomes have turned the offensive back on the drow. Their engineering skills, gifts with earth magic and natural stealth have been bent toward one goal for the past twenty years: the reclamation of the Crystal Cavern. For years now, the svirfneblin have kept the Fort blindingly lit as a defensive measure. The luminescent blaze has succeeded in keeping the light-hating drow at bay. Despite the glare's cruelly blinding effect on the svirfneblin themselves, they have adapted to the light over the years, allowing them to take the offensive for the first time in memory.

A series of devastating svirfneblin attacks have forced the drow back into their one stronghold in the region, a former deep gnome hold now known as the Rook. Both sides vie for supremacy of the cavern and its untold riches.

Having mobilized for an all-out war effort, the svirfneblin have proven to be a near match for drow battlecraft. While the drow overpower the svirfneblin in single combat, the deep gnomes' teamwork has proven to be the singular advantage allowing them to overcome their ancient foes. The community found within Fort Glimmersteel is the bedrock of this effort, and its success is a monument to their resolve. The drow have recoiled from this renewed vigor, as the coordinated assaults of the svirfneblin continue to deal crippling blows to the Rook's




drow warriors.

Masterminding the stratagems of the svirfneblin is its circle of Earthshapers. These wizened sages, led by Swart Glistengold (NG, Deep Gnome Drd7/Earthshaper 5), use their vast power over earth magics to indirectly affect the normally magic-resistant drow. The stones of the earth themselves reveal secrets to the forces of King Dilvish. Backed by the elite warriors of the stone shield guardians, the deep gnomes of Glimmersteel have taken their destinies into their own hands.

For all its military focus and success, Fort Glimmersteel still depends heavily upon mining. The gem cutters of Glimmersteel are the finest to be found, producing work of superlative quality. Merchants throughout the underdark and on the surface go to great lengths to acquire svirfneblin goods. Fort Glimmersteel relies on this trade to supplement its own deficiencies. They trade fortunes in gems, crystalline weapons and trade bars for simple necessities other races often take for granted, from supplemental foodstuffs and water to raw materials like cotton and wool.

Fort Glimmersteel itself is a massive, semi-circular structure jutting out from the west wall of the cavern and surrounded by a semi-circular curtain wall 20 feet tall and almost 20 feet thick. The interior of the fort carves its way into the side of the cavern, etched by impressive magics and intricate engineering, an endless series of caverns rife with chambers and living areas. Stout, round towers are spaced along the outer reaches of the fort at 50-foot intervals, with a taller inner wall rising 30 feet into the air. The inner wall allows ranks of skilled crossbowmen to repel attackers.



Mining teams dig into the earth within the fort itself. Due to overmining, however, the ore deposits there do not match the quality of the lodes in the Cavern. Mining troops protected by contingents of stone shield guardians brave the outer cavern in the hopes of uncovering valuable gems and precious metals. It is dangerous work. While the patrols of the Rook have somewhat pulled back, lately there seems to be a new level of aggression brewing.

Only one large mining team is currently located outside the walls of Fort Glimmersteel. This team works the Rubywash Lode (see below), named for the fantastic cache of rubies and other precious stones discovered there within a vein of mithral. More than two dozen stone shield guardians and two Earthshapers protect the small fortified encampment. This mine is vital to support the continuing campaign against the drow. Much of its products are passed in trade to the Delvesdeep Trading Company, who bring water and supplies – and unbeknownst to the drow, several prefabricated trebuchets and ballista. These siege weapons are to be deployed in a future assault against the Rook, with the hope that the fearsome power of the trebuchets will bring the walls of the Rook down once and for all.

Inside Fort Glimmersteel, the svirfneblin maintain a large fungi farm which produces the bulk of their diet. Large glowstones mounted across the farming areas provide enough light to grow some of the hardier varieties of surface vegetables and legumes. The light also serves as a defensive measure, should drow diggers ever tunnel their way in. The farm caverns below the interior fort are very well guarded, with half a dozen guards in any individual cavern. Earthshapers tend these caverns with meticulous care.

Water in the Crystal Cavern is scarce. Diamondtears Spring, near the center no-man's-land of the main cavern, is its sole source. The spring earns its name from the purity of the water bubbling up from below, warm to the touch but pure and free of toxins. Plumes of steam rise from the waters as they meet the cool air of the cavern, preventing enemies on opposite sides of the embankment from ever seeing one another. The tunnelers of Fort Glimmersteel have dug three tunnels beneath the floor of the cavern that connect directly with the spring. Hidden water taps carry water directly to the fort. The openings are concealed and spaced irregularly so as not to draw attention from patrolling drow. The tunnels themselves are secret, even among most of the svirfneblin populace. They still rely on water-runners, a group of brave, stealthy gnomes who sneak to the spring's edge to siphon water into bladders strung onto a harness. The water-runners make their excursions in cautious groups of four, never taking water from the same spot twice and always using two lookouts.

NOTABLE NPCs

Dilvish Findlesnap, male gnome (svirfneblin) Ftr4/Stone Shield Guardian 5: CR 9; Size S (3 ft., 5 in. tall); HD 4d10+16 + 5d10+20; hp 90; Init +7; Spd 40 ft.; AC 32; Attack +19/+14 melee (1d8+8, 20/x2, +4 *medium bladed shield*); SA Shield Slam; SQ Racial bonuses, Iron Vigil, Shield Wall, Shield Mastery, Glorious Stand; SV Fort +16, Ref +8, Will +7; AL LG; Str 18, Dex 16, Con 18, Int 12, Wis 14, Cha 14.

Languages Spoken: Common, Gnome, Goblin, Terran, Undercommon.

Skills and feats: Diplomacy +7, Hide +9, Intimidate +9, Jump +7, Listen +8, Move Silently +3, Search +7, Sense Motive +8, Spot +10, Swim +7; Alertness, Combat Reflexes, Exotic Weapon Proficiency (bladed shield), Improved Initiative, Power Attack, Toughness, Weapon Specialization (bladed shield).

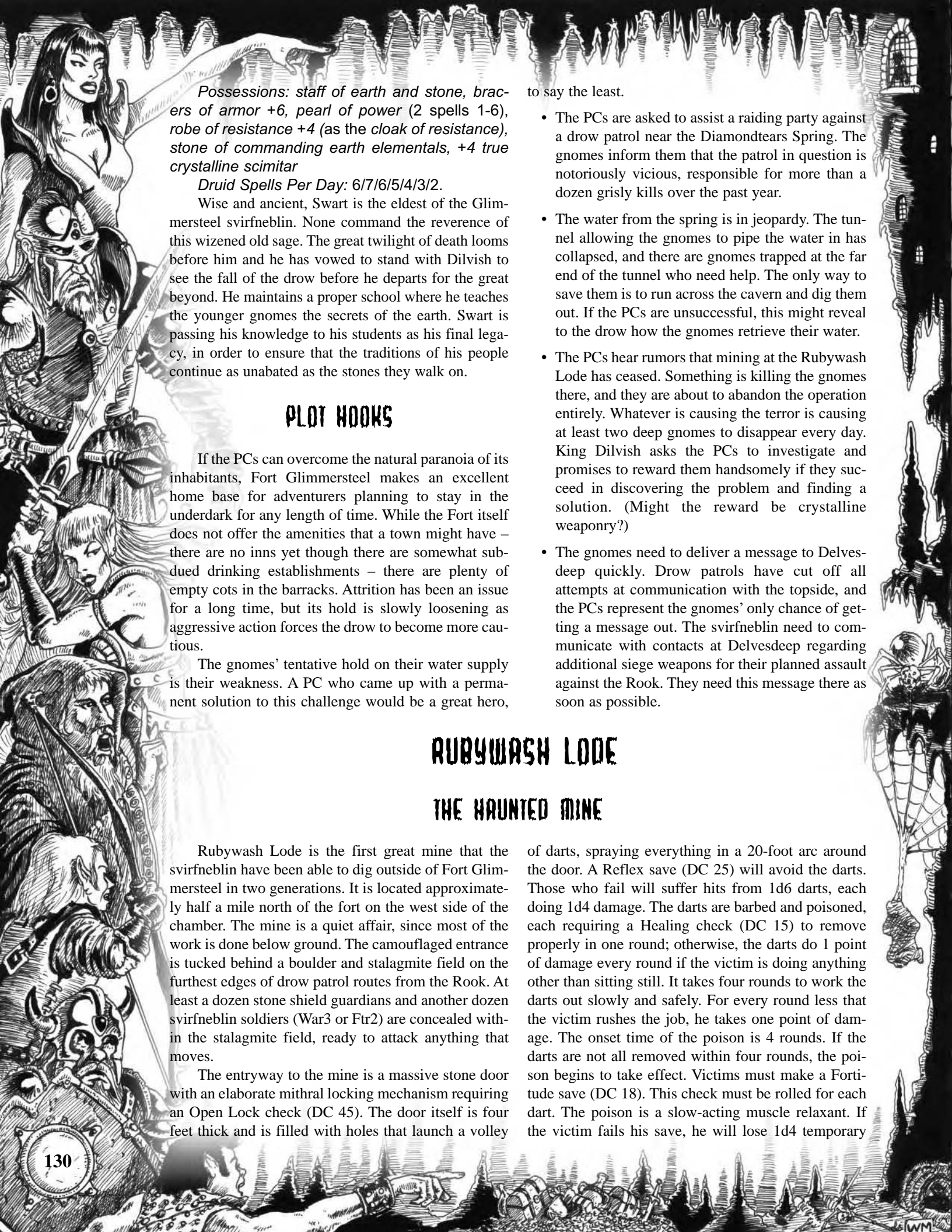
Possessions: +4 *medium bladed shield of arrow deflection*, +4 *mithral chain shirt*, *boots of striding and springing*, *horn of goodness*, *scarab of protection*

King Dilvish is a kind and just ruler. His people always come first and he will do anything to protect the well being of his small kingdom. His ambition has grown in the face of possible extinction, and his successes have given his people new hope. Uncharacteristically open-minded for a svirfneblin, it is because of him that Fort Glimmersteel has tentatively opened its doors to trade, and possible outside mercenaries of good character. His war is as personal as it can get, and he will never stop his relentless attacks until the drow are driven back to their own home and the Crystal Cavern is once again under svirfneblin rule.

Swart Glistengold, male gnome (svirfneblin) Drd7/Earthshaper 5: CR 13; Size S (3 ft., 3 in. tall); HD 12d8+24; hp 88; Init +5 (+5 Dex); Spd 20 ft.; AC 26 Attack +15/+10 melee (1d6+4, 19-20/x2, +3 *crystalline scimitar*); SA Wildshape 3/day; SQ Woodland Sride, Trackless Step, Wild Empathy, Nature Sense, Resist Nature's Lure; SV Fort +15, Ref +15, Will +24; AL NG; Str 13 (+1), Dex 20 (+5), Con 14 (+2), Int 12 (+1), Wis 23 (+6), Cha 12 (+1).

Languages Spoken: Common, Druidic, Dwarven, Gnome, Terran, Undercommon.

Skills and feats: Concentration +15, Craft +14 (crystal smithing), Hide +13, Knowledge (inner planes) +11, Knowledge (nature) +15, Knowledge (religion) +7, Listen +8, Move Silently +5, Spellcraft +14, Spot +8; Alertness, Combat Casting, Craft Magic Arms and Armor, Skill Focus (spellcraft), Spell Focus (summoning).



Possessions: staff of earth and stone, bracers of armor +6, pearl of power (2 spells 1-6), robe of resistance +4 (as the cloak of resistance), stone of commanding earth elementals, +4 true crystalline scimitar

Druid Spells Per Day: 6/7/6/5/4/3/2.

Wise and ancient, Swart is the eldest of the Glimmersteel svirfneblin. None command the reverence of this wizened old sage. The great twilight of death looms before him and he has vowed to stand with Dilvish to see the fall of the drow before he departs for the great beyond. He maintains a proper school where he teaches the younger gnomes the secrets of the earth. Swart is passing his knowledge to his students as his final legacy, in order to ensure that the traditions of his people continue as unabated as the stones they walk on.

PLOT HOOKS

If the PCs can overcome the natural paranoia of its inhabitants, Fort Glimmersteel makes an excellent home base for adventurers planning to stay in the underdark for any length of time. While the Fort itself does not offer the amenities that a town might have – there are no inns yet though there are somewhat subdued drinking establishments – there are plenty of empty cots in the barracks. Attrition has been an issue for a long time, but its hold is slowly loosening as aggressive action forces the drow to become more cautious.

The gnomes' tentative hold on their water supply is their weakness. A PC who came up with a permanent solution to this challenge would be a great hero,

to say the least.

- The PCs are asked to assist a raiding party against a drow patrol near the Diamondtears Spring. The gnomes inform them that the patrol in question is notoriously vicious, responsible for more than a dozen grisly kills over the past year.
- The water from the spring is in jeopardy. The tunnel allowing the gnomes to pipe the water in has collapsed, and there are gnomes trapped at the far end of the tunnel who need help. The only way to save them is to run across the cavern and dig them out. If the PCs are unsuccessful, this might reveal to the drow how the gnomes retrieve their water.
- The PCs hear rumors that mining at the Rubywash Lode has ceased. Something is killing the gnomes there, and they are about to abandon the operation entirely. Whatever is causing the terror is causing at least two deep gnomes to disappear every day. King Dilvish asks the PCs to investigate and promises to reward them handsomely if they succeed in discovering the problem and finding a solution. (Might the reward be crystalline weaponry?)
- The gnomes need to deliver a message to Delvesdeep quickly. Drow patrols have cut off all attempts at communication with the topside, and the PCs represent the gnomes' only chance of getting a message out. The svirfneblin need to communicate with contacts at Delvesdeep regarding additional siege weapons for their planned assault against the Rook. They need this message there as soon as possible.

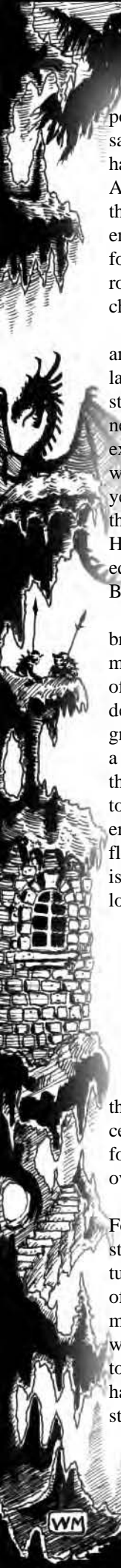
RUBYWASH LODGE

THE HAUNTED MINE

Rubywash Lode is the first great mine that the svirfneblin have been able to dig outside of Fort Glimmersteel in two generations. It is located approximately half a mile north of the fort on the west side of the chamber. The mine is a quiet affair, since most of the work is done below ground. The camouflaged entrance is tucked behind a boulder and stalagmite field on the furthest edges of drow patrol routes from the Rook. At least a dozen stone shield guardians and another dozen svirfneblin soldiers (War3 or Ftr2) are concealed within the stalagmite field, ready to attack anything that moves.

The entryway to the mine is a massive stone door with an elaborate mithral locking mechanism requiring an Open Lock check (DC 45). The door itself is four feet thick and is filled with holes that launch a volley

of darts, spraying everything in a 20-foot arc around the door. A Reflex save (DC 25) will avoid the darts. Those who fail will suffer hits from 1d6 darts, each doing 1d4 damage. The darts are barbed and poisoned, each requiring a Healing check (DC 15) to remove properly in one round; otherwise, the darts do 1 point of damage every round if the victim is doing anything other than sitting still. It takes four rounds to work the darts out slowly and safely. For every round less that the victim rushes the job, he takes one point of damage. The onset time of the poison is 4 rounds. If the darts are not all removed within four rounds, the poison begins to take effect. Victims must make a Fortitude save (DC 18). This check must be rolled for each dart. The poison is a slow-acting muscle relaxant. If the victim fails his save, he will lose 1d4 temporary



points of Dex. One minute later, if he fails his second save, he loses 1d6 temporary points of Str. This trap has enough ammunition for four such volleys of darts. A gnome is always posted at the door, watching through a peephole disguised as a dart-hole. He has enough backup ammunition to reload the trap up to four more times and manually fire it once every other round. Disabling the trap requires a Disable Device check (DC 40).

The Rubywash Lode produces a staggering amount of rubies and mithral – quite possibly the largest mithral strike in the history of Fort Glimmersteel. The speed at which the miners are digging tunnels and producing ore is phenomenal. The svirfneblin extract an average of 20 pounds of mithral over a workday. The mine has produced without fail for two years now, with no end in sight. King Dilvish believed that this could be the moment he has been waiting for. He hoped to extract enough resources to buy the siege equipment spoken of by trade agents of Delvesdeep. But then came the shadow.

A little over a month ago, one of the mining teams broke into a large, deep cavern below the Rubywash mine. It was impossible to see well within the depths of the pitch-black cavern, even with darkvision; the deep shadows seemed somehow unnatural. The gnomes quickly determined that the cavern contained a large deposit of umbrite and began mining operations there promptly. Soon, however, team members began to turn up missing. Within a week, more than 15 miners had disappeared. The rest of the miners and guards fled. The shaft has remained closed, but despite this, it is apparent that whatever was in that cavern is now loose in the mine and in the Crystal Cavern itself.

King Dilvish has asked his troops to fall back until he and his council can ascertain what exactly is behind this. In the meantime, his plans for war against the drow are falling apart as the window of opportunity begins to close around him and his people.

PLOT HOOKS

The mines, so important to the svirfneblin, are off limits for the time being. The war plans of the svirfneblin cannot permit time to pass for the Rook to receive reinforcements, but the gnomes need to build wealth to bring in the siege weaponry and extra mercenaries they need. These are risky days for Fort Glimmersteel, and they are risking everything for the chance to be free once more.

- The PCs run afoul of a Rook patrol, which ambushes them in the mistaken belief that they are spies from Glimmersteel. If the PCs defeat the drow, a lone stone shield guardian reveals himself and makes first contact, believing them to be potential allies. If the PCs prove to be amiable, the Guardian might tell them of the plight of the mines.
- King Dilvish asks the PCs to investigate the situation at the Rubywash Lode. He tells them of his plight and promises a great reward if they can put an end to whatever is causing the disappearances (a horagh or a vorrlash – it's up to the GM). If the creature is defeated, mining resumes and war is soon in the air. The King asks the PCs to help the svirfneblin defeat the drow of the Rook in a titanic clash for final control of the region.

THE ROOK

BASTION OF POWER

On the eastern side of the Crystal Cavern stands the mighty edifice known as the Rook. For nearly two centuries, the drow of Ch'orl Salau'fen have used this fortress as their furthest outpost to keep watch over their enemies.

Dwarfed in size only by its sister fort to the west, Fort Glimmersteel, the Rook is heavily manned. It stands guard over the Kiltha'ack Su'uren, the series of tunnels and caverns that lead to the mighty drow city of Ch'orl Salau'fen. The exterior of the Rook looks much like Fort Glimmersteel with a smaller curtain wall (only 15 feet high) and only three square guard towers along its length. The drow who now live there have made only light modifications to the fortress structure.

The Rook is so called for the giant bats kept as

mounts in the rookeries at the top of the towers and within several stalactites overlooking the fort. More than 400 drow live and work in the Rook. Of that number, most are common soldiers of uncommon talent, well seasoned (Ftr 1-4) and well versed in a variety of arms. Their versatility has allowed them to dominate the Crystal Cavern region for the last two centuries. Only in recent times have their abilities been taken to measure.

Most soldiers here wear light byrnies of chainmail and use longswords and hand crossbows. A crack squad of archers supports the infantry and flying cavalry. The elite flying cavalry rules the airspace throughout the cavern, save near Glimmersteel. These airborne soldiers patrol all the way to Nossuth, performing an incredible amount of reconnaissance





almost virtually without witness.

The massive double gates to Kiltha'ack Su'uren are iron-shod wooden portals more than 5 feet thick. More than 20 archers are stationed in the bailey courtyard between the second set of gates, guarding against trespassers and serving as a perimeter defense against siege attempts. The tunnels of the Kiltha'ack Su'uren lead even deeper into the underdark and into several side passages disappearing into parts unknown. The main passage takes careful travelers to the gates of Ch'orl Salau'fen in less than two weeks.

Though none dare admit it openly, the Rook has become a powerful black market within the upper reaches of the underdark. The duergar have proven receptive to the developing black market. Underdark wealth has begun to slowly trickle into and out of the Rook.

While the drow of Rook are highly trained soldiers, by the standards of Ch'orl Salau'fen society they are misfits, fit only for guard duty outside the immediate demesne of the High Council. Here on the frontier of the female-dominated society of Ch'orl Salau'fen, males banished for minor insults or lack of station find release and more freedom than they ever imagined. Offensives against the svirfneblin offer great hunting, at times providing a vicious enough level of fighting to satisfy the craven drow. And out of the watchful eyes of the matrons of the great houses, enterprising drow soldiers have begun trading drow items for the exotic wares of the other races of the region. Some even manage to get their hands on surface wines and equipment, which they trade among themselves.

When the goods of the duergar and surface traders first knocked at their doors, the drow of the Rook were ill-equipped to handle the wealth flung at them in exchange for the simplest commodities. Quartermaster Helastrus Yorazz'ar (NE, drow Rog9/Ftr4) immediately organized many of the lesser officers, trading much of their regular gear and weaponry for goods and wealth from the traders of Kharas Mahr and an occasional caravan from the surface. Within a few years, their operation had grown to the point that contacts from Ch'orl Salau'fen were shipping large quantities of spiderweave, wines and other goods from the city to the Rook, bought and paid for by Helastrus himself. The commander of the Rook eventually discovered the operation, of course. He immediately assumed control of the operation himself; Helastrus was shifted to second in command but maintained a huge cut of the profits.

For years, trading continued. Then Fort Glimmersteel began attacking Rook patrols. The drow initially brushed aside the attacks as mere flukes, but the deep gnomes began taking out the outermost drow outposts in the Crystal Cavern, with tactics nothing short of ingenious. The drow redoubled their efforts to destroy the svirfneblin, who faded back from any offensive launched in the open. Worried that their losses would prompt an investigation from Ch'orl Salau'fen, the Rook's commander began to plan personally-led counterattacks of ruthless cunning. At first, it looked as if his plans were

working. Then, to the utter astonishment of the commander and his soldiers, they were ambushed by a large contingent of svirfneblin who were apparently prepared and waiting for their foes. The commander's untimely slaughter left Helastrus in command – just as he had planned.

Not wanting to tip his hand, Helastrus officially took only “temporary” command at the Rook. Indeed, he sent word of his commander's demise to the High Council of Ch'orl Salau'fen, fully expecting a new commander to be dispatched. In the meantime, he moved his goods to hidden caches known only to himself and two top aides.

Helastrus cares nothing for the conquest of the svirfneblin, executing only the most half-hearted attempts at reclaiming drow ground. The cunning leader is feared by his co-conspirators, a scant two dozen of the 300 drow soldiers stationed permanently at the Rook. He believes that no matter who is assigned as the next commander, he will retain control of the black market ring and eventually bring the new commander to heel through greed. Unfortunately, Helastrus's assumption does not seem to be bearing out.

Mael Varan'daes (LE, drow Rog5/Ftr18), the Warlord of Ch'orl Salau'fen, arrived a year ago in secret with his advisor Ta'reel The Blessed (NE, drow Wiz17). Unbeknownst to anyone but Helastrus, the Warlord has secretly assumed control of the Rook from behind the scenes. His presence is a thorn in Helastrus' side, who fears the veteran warrior general and his powerful advisor. Mael and his advisor merely watch the svirfneblin, making cursory moves to test the resolve of the deep gnomes. Mael ordered Ta'reel to counter the svirfneblin's resources by summoning a powerful beast to slow their mining efforts and thus blocking their ability to purchase mercenary services, a ploy only too obvious to the wise warrior. Mael's next move, however, is known only to himself.

Mael knows that Helastrus was behind the death of his former commander. He actually admires Helastrus for his cunning. Mael believes the former commander lacks discipline and is weak; the weak should never lead the strong. What the soldier in Mael does not like, however, is the fact that Helastrus has set his own personal goals ahead of those of his homeland. A seasoned veteran who has battled most races both on the surface and below, Mael holds a wealth of worldly experience. Immense for a drow, he towers well over 6 feet tall. He wears his intricately braided hair tied back to reveal burning red eyes. Mael appreciates the irony of knowing that while he must inevitably kill Helastrus, he envies Helastrus's forging something for himself away from the predations of the High Council's politics. Mael knows that his own end will come soon, once he is viewed as a threat just as his younger brother – Zurath, now leader of the infamous Curael'endir – once was. He knows too that he could possibly find an ally in Helastrus, but he is unsure if Helastrus is worth the risk and believes it might be better simply to kill him and be done with it. It is the drow way.

NOTABLE NPCs

Helastrus Yorazz'ar, male elf (drow)
Rog9/Ftr4: CR 14; Size M (5 ft., 3 in. tall); HD 9d6 + 4d10; hp 58; Init +4 (+4 Dex); Spd 30 ft.; AC 21(touch 14, flatfooted 21); Attack +16/+11 melee (1d6+7/17-20/x2, +3 *shortsword of frost*) and +14 melee (1d6+7/17-20/x2, +3 *shortsword of frost*); SA Sneak Attack 5d6; SQ Racial Abilities, Evasion, Uncanny Dodge, SR 23; SV Fort +9, Ref +11, Will +6; AL NE; Str 14, Dex 18, Con 15, Int 18, Wis 14, Cha 16.

Languages Spoken: Common, Draconic, Drow, Dwarven, Orc, Undercommon.

Skills and feats: Appraise +14, Balance +7, Bluff +10, Climb +8, Diplomacy +15, Disable Device +10, Disguise +13, Escape Artist +16, Forgery +10, Hide +11, Jump +8, Listen +16, Move Silently +15, Search +14, Sense Motive +9, Sleight of Hand +15, Spot +10, Swim +11, Use Magic Device +10; Dodge, Improved Critical (shortsword), Improved Initiative, Mobility, Quick Draw, Two-Weapon Fighting, Weapon Focus (shortsword), Weapon Specialization (shortsword)

Possessions: +3 *shortswords of frost* x2, +4 *shadowed studded leather armor*, *cloak of the arachnida*, *boots of elvenkind*, *gauntlets of storing*, *rod of alertness*, *hood of disguise* (as *hat of disguise*)

Mael Ardal'an, of House Hiraen, Warlord of Ch'orl Salau'fen, male elf (drow) Ftr20/Rog5: CR 26; Size M (6 ft., 3 in. tall); HD 20d10+40 + 5d6+10; hp 190; Init +5 (+5 Dex); Spd 30 ft.; AC 15 (+5 Dex); Attack +33/+28/+23/+18 melee (1d8+12+ 1d6/17-20/x2, +5 *keen, shock, shocking burst longsword*) and +33/+23 melee (1d8+12+ 1d6/17-20/x2, +5 *keen, shock, shocking burst longsword*); SA Sneak Attack 3d6, Shocking Burst; SQ Evasion, Uncanny Dodge, Racial Abilities, SR 36; SV Fort +18, Ref +18, Will +11; AL LE; Str 21, Dex 21, Con 14, Int 14, Wis 12, Cha 12.

Languages Spoken: Common, Draconic, Drow, Duergar, Undercommon.

Skills and feats: Climb +25, Craft +24 (weaponsmith), Diplomacy +5, Hide +13, Listen +8, Move Silently +15, Ride +23, Search +4, Sense Motive +12, Spot +18, Swim +20, Survival +9; Cleave, Combat Reflexes, Dodge, Dual Weapon Mastery, Expertise, Great Cleave, Improved Unarmed Combat, Improved Critical (longsword), Improved Two-Weapon Fighting, Mobility, Power Attack, Quick Draw, Run, Spring Attack, Two-Weapon Fighting, Weapon Focus (longsword), Weapon Specialization (longsword),

Greater Weapon Focus (longsword), Whirlwind Attack.

Possessions: +5 *keen, shock, shocking burst longswords* x2, *boots of flying*, *cloak of resistance* +3, *gloves of arrow snaring*, *ring of vampiric regeneration*, *ring of sustenance*, +5 *fortified, shadowed, invulnerable elven chainmail*

PLOT HOOKS

Gateway to the middle underdark region, the Rook is a hotbed of political interest to drow PCs. The simplest level of involvement is of course the drow war with Fort Glimmersteel. The PCs may be involved with the Rook's black market; if so, then it is a dangerous time for them, since the new commander will certainly mark such enterprising drow for future reference. The intrigues of Mael and his Curael'endir brother are rife with possibilities. Will Mael make war on his renegade brother or join him? The Rook is a place in flux. Major forces are aligning against it from within, and the actions of the PCs could easily define the difference.

- While on patrol (or travelling through the Crystal Cavern), the PCs spy a lone drow poking around a rock outcropping. If they watch him long enough, they see him open up a concealed entrance to one of Helastrus's caches. If they continue to follow him, they witness him meeting a svirfneblin near Fort Glimmersteel for some sort of handoff. What do the PCs do?
- A drow's corpse is found ripped to shreds near the entrance of Rubywash Lode. In his pouch is a scroll for banishing creatures from the plane of shadow.
- PCs travelling to the Rook for the first time are met by Mael himself. He asks them if they would be so kind to deliver a package to the Curael'endir. The large package is packed inside a trunk that Mael requests must remain closed. Should the PCs accept, he pays them handsomely. Overhearing their transaction, Helastrus makes plans to hijack the caravan.
- After several benign deals, Helastrus extends an offer for the PCs to join him. He offers them a huge load of spiderweave and other assorted drow goods, including black market goods such as magical weapons, armor and poisons. If they accept his offer to join in his trade ring, he tells them to secure the eggs of a deep earth dragon. He provides a map to the lair of this beast, claiming that he knows for certain that the dragon has laid a clutch of eggs.



KHARAS MAHR

THE PLACE OF PAIN

Kharas Mahr sprawls across the southernmost reaches of the Corridor. Past the tunnels that lead to the Crystal Cavern and two weeks west of the Citadel of Nossuth lies what many refer to as the Bazaar of Chains. Kharas Mahr is the largest trading center in the upper reaches of the underdark. Run by a triumvirate of the largest, most powerful duergar clans in the region – the Coldiron, the Granitespur and the Hoarbeard – Kharas Mahr is the place civilized and uncivilized creatures alike come for their necessities. The traders of Kharas Mahr offer everything from common goods and foodstuffs to more esoteric items such as poisons, magical devices and exotic weaponry made to order. Then, of course, there is the most infamous commodity of Kharas Mahr: slaves.

Established some 400 years ago, Kharas Mahr represents the first attempt to create common ground where the civilizations of the underdark can gather to exchange goods for the benefit of all. The purple-skinned flayers of the mind are the only race prohibited in Kharas Mahr. Remembering centuries of forced servitude to them, the duergar hold fast to their enmity for the creatures. Indeed, they are killed on sight in the environs of Citadel Nossuth and Kharas Mahr. For 10 miles in either direction up or down the Corridor, mighty gated walls block traffic and force all who would head into the deeper reaches of the underdark – or back up to the surface – to pass through Kharas Mahr.

Kharas Mahr's stolid stone castle is surrounded by a sea of tents, pavilions, subterranean tunnels and pits. The gates themselves are solid adamantine-bound iron, which has been treated with special arcane alchemical processes to prevent corrosion. The 30-foot-thick castle walls are manned by hundreds of duergar and mercenaries of even less savory demeanor. Guards inside rotate monthly, in order to keep corruption to a minimum. Inside the gates are the massive caravansaries, where each wagon is checked by a customs agent for Kharas Mahr's Council of Trademasters. These agents impose tariffs on all products from specific regions, changing seasonally. Surface products are taxed at 10% of their value as marked in markets of the Kharas Mahr.

There is no such thing as contraband in Kharas Mahr, save items that prove dangerous to the well-being of the marketplace itself. That said, weapons and items of ill repute do carry a much higher tariff, often


20% or more of their value plus assurances against the lives of retainers and often the sellers themselves (unless that merchant has made arrangements with the Council – a bribe). Slaves are taxed at a flat 20 gp per head, based on the costs of feeding, housing and watering them; goblinoid slaves are taxed at a lower 15 gp per head, since they are used to harsh treatment and fare better in poor living conditions.

The Trademasters represent the city's most powerful merchant families and contribute to the well-being and perpetuation of Kharas Mahr. The Council of Trademasters consists of one member from each family organization; each organization is responsible for one sphere of influence. The council consists of: Hartstorn Bloodgout, Lord of Clan Granitespur (LE duergar Ftr8/Rog6); Gulgretch Foamspew, Lord of Clan Hoarbeard (NE duergar Rog12); and Kordron "Trollarm" Coldiron, Lord of Clan Coldiron (CE duergar Ftr13).

The Council of Trademasters has proven to be alarmingly fair, retaining lobbyists from two of the most powerful organizations in the region. These advisors act on behalf of their own people and their allies, especially the surface merchants who deal with them independently of Kharas Mahr. The current advisors are Druuje T'siarkan'zul, Council Advisor for House Monshandral (NE drow Rog6/Ftr4/Assn4) and Togol Gripsnap, Council Advisor for Fort Glimmersteel (LN svirfneblin Rog7/Sor5). These advisors can consistently be found at the heart of the intrigues, gossip and rumormongering that infest the Bazaar. Each maintains his entourages and bodyguards, because although assassination is not common, it occurs frequently enough. A few extra swords are always advisable for anyone with a high profile in Kharas Mahr.

Clan Granitespur handles most of the regulatory functions within Kharas Mahr. They set trade rules and general laws, as long as the ruling Trade Council members of the other clans do not object. The current general laws are as follows:

- Bloodfeuds and quarrels are prohibited within the confines of Kharas Mahr. Safe passage is granted to all who lawfully enter and obey the laws of the Bazaar.
- All are welcome to trade in good faith within the confines of Kharas Mahr; none shall be excluded.
- Thieves are punished severely and forfeit all



rights of safe passage immediately.

- Anyone found guilty of murder loses all rights of safe passage immediately.
- Slaves may not be set free within the confines of Kharas Mahr.
- The Trade Council reserves the right to revoke the privilege of entrance to Kharas Mahr for any personage or organization.
- All objects and items for sale accrue a 10% sales tax, to be paid to the vendor upon sale.

Clan Granitespur keeps a meticulous inventory of traders in Kharas Mahr and ensures that all sales taxes are paid. Anyone attempting to leave without handing in the proper tallies (usually collected upon leaving) will find himself quickly stripped of his entire inventory and thrown into the pits. This consequence makes for incredibly long outgoing lines at the gates. Orders are usually placed days in advance with a Judicator to visit exiting merchants before they have even packed up. Smugglers are treated no better than thieves; despite several particularly gruesome examples of punishment, some fools persist in attempting to smuggle goods.

These laws are subject to the interpretation of those who pass the judgments of the Council of Trademasters, the Council of Judicators. The Judicators pass judgments in cases in which laws have been broken or in which a perceived breach of conduct has created a dispute. A senior representative of each clan sits on the Council of Judicators, as well as the Advisors to the Council. The Council of Judicators is always ruled by a member of Clan Hoarbeard. Only a unanimous vote of the Judicators can overturn the vote of the Prime Judicator. It is a deadly brand of politics to do so, but the precedent is set. However, such precedents are usually followed by a rash of mysterious assassinations, leaving the Council of Judicators a dangerously unstable place where power is easily gained if one can safely navigate the treacherous political currents.

Clan Coldiron leads the Council of Judicators in all matters of security and military need. The Coldiron are heavy-handed and cruel, even by duergar standards. Not known to be particularly intelligent or wise, they were allowed into the original founding of Kharas Mahr based on their superb weaponcrafting and armorsmithing. A need for security sealed their selection, for few duergar relish combat as the Coldiron clansmen do. Typically larger and bulkier than other duergar brethren, the Coldirons bear a strong streak of traits from their dwarven cousins. They love to fight, drink, and brawl, but when the time comes for war, they are disciplined and unwavering. The might of Clan Coldiron has thrown off the invasions of derro, drow and dwarves. They have never lost, and they die readily to prove this reputation. Their cruelty tends to

bring a sour expression to the faces of even fellow Clan members of the council. The fact that the Coldirons are slowly dying off from attrition is not lost to any of the Hoarbeard or Granitespur Council members. The Coldirons' need for mercenaries grows with every passing year, as births decrease and death tolls mount.

PLACES OF INTEREST

Kharas Mahr holds several places of interest to the casual visitor. Each has its own particular nuances and dangers to the uninitiated, and all can prove rewarding to those with a penchant for indulgence without morality – rarely an issue for natives of the underdark.

THE SLAVE PITS

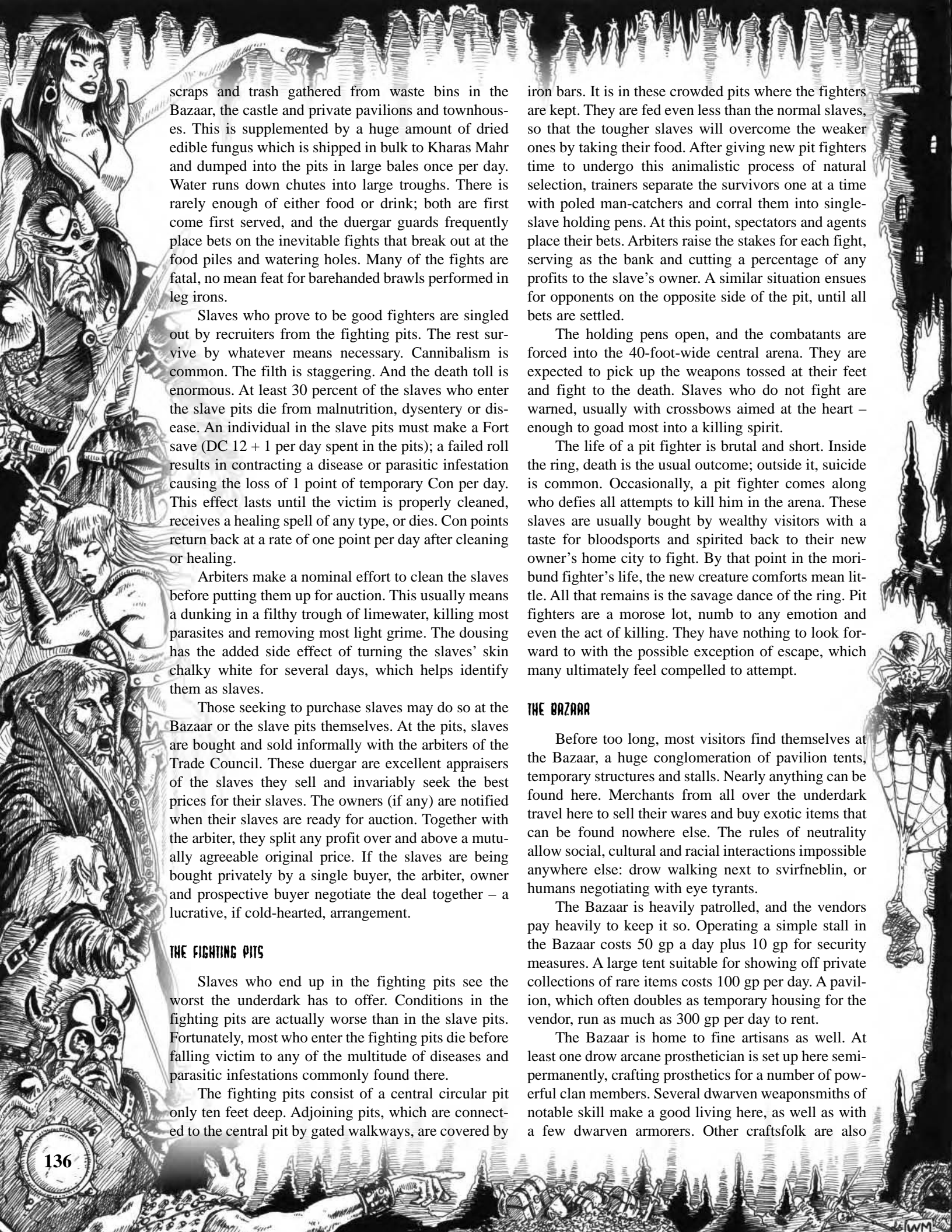
Cut into the ground for several miles behind the Bazaar, the slave pits are an area that few seek out willingly. The pits are little more than just that: open, circular pits more than 30 feet deep. A rocky dirt ramp provides the only way in or out. Climbing out of the pits is not easy, since the shale sidings have been chipped smooth to prevent such attempts and the rock facing is crumbly. Any Climb checks made are at DC 23. The edges of the pits are surrounded by 15-foot bone fences, said to be made from the bones of all the slaves who have died here or were caught trying to escape. Worg riders patrol the perimeters of the 10 pits, which are eerily lit by luminescent fungus.

The pits themselves can hold up to 1,000 slaves each. As slaves are brought into the pits, they are herded into a pen while their owners negotiate their prices with a Granitespur arbiter. The slaves are kept in lots with color-coded collars identifying their owners.

Prices given range from good to average; for example, a healthy, strong male fetches approximately 200 gp. The arbiters of Kharas Mahr set a minimum price on the slaves providing a base profit for the owners, who may elect to sell the slaves outright or wait to auction for a chance at increased profit. Auctioning is a risky venture because many slaves die in the pits and the Trade Council does not provide insurance against such loss of inventory. Auctioning takes time and can eat into the profits of the seller. Most owners opt to sell their slaves outright to the Trade Council, freeing themselves to go collect still more slaves and profit from quick turn-arounds.

Once slaves are marked, they are separated by size and gender with little regard to race. This reduces the likelihood of organized revolt to a minimum. All slaves are stripped down to loincloths and put into leg irons that reduce their movement to no more than 10 feet per round.

Care is virtually non-existent. Food consists of



scraps and trash gathered from waste bins in the Bazaar, the castle and private pavilions and townhouses. This is supplemented by a huge amount of dried edible fungus which is shipped in bulk to Kharas Mahr and dumped into the pits in large bales once per day. Water runs down chutes into large troughs. There is rarely enough of either food or drink; both are first come first served, and the duergar guards frequently place bets on the inevitable fights that break out at the food piles and watering holes. Many of the fights are fatal, no mean feat for barehanded brawls performed in leg irons.

Slaves who prove to be good fighters are singled out by recruiters from the fighting pits. The rest survive by whatever means necessary. Cannibalism is common. The filth is staggering. And the death toll is enormous. At least 30 percent of the slaves who enter the slave pits die from malnutrition, dysentery or disease. An individual in the slave pits must make a Fort save (DC 12 + 1 per day spent in the pits); a failed roll results in contracting a disease or parasitic infestation causing the loss of 1 point of temporary Con per day. This effect lasts until the victim is properly cleaned, receives a healing spell of any type, or dies. Con points return back at a rate of one point per day after cleaning or healing.

Arbiters make a nominal effort to clean the slaves before putting them up for auction. This usually means a dunking in a filthy trough of limewater, killing most parasites and removing most light grime. The dousing has the added side effect of turning the slaves' skin chalky white for several days, which helps identify them as slaves.

Those seeking to purchase slaves may do so at the Bazaar or the slave pits themselves. At the pits, slaves are bought and sold informally with the arbiters of the Trade Council. These duergar are excellent appraisers of the slaves they sell and invariably seek the best prices for their slaves. The owners (if any) are notified when their slaves are ready for auction. Together with the arbiter, they split any profit over and above a mutually agreeable original price. If the slaves are being bought privately by a single buyer, the arbiter, owner and prospective buyer negotiate the deal together – a lucrative, if cold-hearted, arrangement.

THE FIGHTING PITS

Slaves who end up in the fighting pits see the worst the underdark has to offer. Conditions in the fighting pits are actually worse than in the slave pits. Fortunately, most who enter the fighting pits die before falling victim to any of the multitude of diseases and parasitic infestations commonly found there.

The fighting pits consist of a central circular pit only ten feet deep. Adjoining pits, which are connected to the central pit by gated walkways, are covered by

iron bars. It is in these crowded pits where the fighters are kept. They are fed even less than the normal slaves, so that the tougher slaves will overcome the weaker ones by taking their food. After giving new pit fighters time to undergo this animalistic process of natural selection, trainers separate the survivors one at a time with poled man-catchers and corral them into single-slave holding pens. At this point, spectators and agents place their bets. Arbiters raise the stakes for each fight, serving as the bank and cutting a percentage of any profits to the slave's owner. A similar situation ensues for opponents on the opposite side of the pit, until all bets are settled.

The holding pens open, and the combatants are forced into the 40-foot-wide central arena. They are expected to pick up the weapons tossed at their feet and fight to the death. Slaves who do not fight are warned, usually with crossbows aimed at the heart – enough to goad most into a killing spirit.

The life of a pit fighter is brutal and short. Inside the ring, death is the usual outcome; outside it, suicide is common. Occasionally, a pit fighter comes along who defies all attempts to kill him in the arena. These slaves are usually bought by wealthy visitors with a taste for bloodsports and spirited back to their new owner's home city to fight. By that point in the moribund fighter's life, the new creature comforts mean little. All that remains is the savage dance of the ring. Pit fighters are a morose lot, numb to any emotion and even the act of killing. They have nothing to look forward to with the possible exception of escape, which many ultimately feel compelled to attempt.

THE BAZAAR

Before too long, most visitors find themselves at the Bazaar, a huge conglomeration of pavilion tents, temporary structures and stalls. Nearly anything can be found here. Merchants from all over the underdark travel here to sell their wares and buy exotic items that can be found nowhere else. The rules of neutrality allow social, cultural and racial interactions impossible anywhere else: drow walking next to svirfneblin, or humans negotiating with eye tyrants.

The Bazaar is heavily patrolled, and the vendors pay heavily to keep it so. Operating a simple stall in the Bazaar costs 50 gp a day plus 10 gp for security measures. A large tent suitable for showing off private collections of rare items costs 100 gp per day. A pavilion, which often doubles as temporary housing for the vendor, run as much as 300 gp per day to rent.

The Bazaar is home to fine artisans as well. At least one drow arcane prosthetician is set up here semi-permanently, crafting prosthetics for a number of powerful clan members. Several dwarven weaponsmiths of notable skill make a good living here, as well as with a few dwarven armorers. Other craftsfolk are also

readily apparent: spiderweavers, tailors, brewers, and alchemists.

A corral in the Bazaar sells a variety of mounts, mostly creatures indigenous to the underdark since horses are not always useful in its rough terrain. Riding lizards are a favorite, as are giant bats.

If PCs are willing to look, they have a base 90 percent chance of finding any non-magical item they seek at the Bazaar. Magical items are equally abundant, but most vendors seek trade over money for such fare. It is suggested that GMs roleplay such transactions rather than leave them to a set of rules.

NOTABLE NPCs

Druuje T'siarkan'zul, male elf (drow)

Rog6/Ftr4/Assn5: CR 16; Size M (5 ft., 4 in. tall); HD 6d6+6 + 4d10+4 + 5d6+5; hp 88; Init +9; Spd 30 ft.; AC 15 (+5 Dex); Attack +18/+13 melee (1d6+8/17-20/x2, +3 *shortsword of venom*) or +16/+6 melee (1d4+6 19-20/x2, +2 *assassin's dagger*); SA Death Blow, Sneak Attack 6d6, Poison; SQ Evasion, Uncanny Dodge, Racial Abilities, SR 26; SV Fort +8, Ref +15, Will +6; AL NE; Str 17, Dex 21, Con 13, Int 14, Wis 15, Cha 16

Languages Spoken: Common, Svirkneblin, Drow, Duergar, Undercommon.

Skills and feats: Appraise +10, Bluff +12, Craft (poison making) +14, Diplomacy +15, Disable Device +7, Disguise +9, Hide +11, Jump +13, Listen +11, Move Silently +10, Search +8, Sleight of Hand +8, Spot +11, Survival +7, Tumble +12, Use Magic Device +6, Use Rope +9; Dodge, Expertise, Improved Critical (shortsword), Improved Initiative, Quick Draw, Weapon Focus (shortsword), Weapon Specialization (shortsword).

Possessions: +3 *shortsword of venom* (as *dagger of venom*), +2 *assassin's dagger* (save is -2), *black robes of armor* +6 (as *bracers of armor*), *boots of elvenkind*, *gloves of storing*, *ring of X-ray vision*, *ring of invisibility*

Assassins Spells Known: 1/1

Togol Gripsnap, male gnome (svirkneblin)

Rog7/Sor5: CR 13; Size S (3 ft., 7 in. tall); HD 7d6+7 + 5d4+5; hp 50; Init +5 (+5 Dex); Spd 20 ft.; AC 20 (+5 Dex, +1 size, +4 natural); Attack +11/+6 melee, or +13/+8 ranged; SV Fort +6, Ref +13, Will +13; AL LN; Str 16, Dex 20, Con 13, Int 12, Wis 20, Cha 16.

Languages Spoken: Common, Gnome, Goblin, Terran, Undercommon.

Skills and feats: Appraise +9, Bluff +14, Climb +7, Concentration +9, Diplomacy +13, Disable Device +5, Escape Artist +15, Forgery +10, Hide +11, Knowledge (arcana) +2, Listen +5,

Move Silently +15, Search +9, Sense Motive +15, Spot +5, Survival +9; Combat Casting, Dodge, Mobility, Point Blank Shot, Run.

Possessions: *rod of wonder*, *djinni ring*, *ring of protection* +5, *boots of striding and springing*, *cloak of elvenkind*

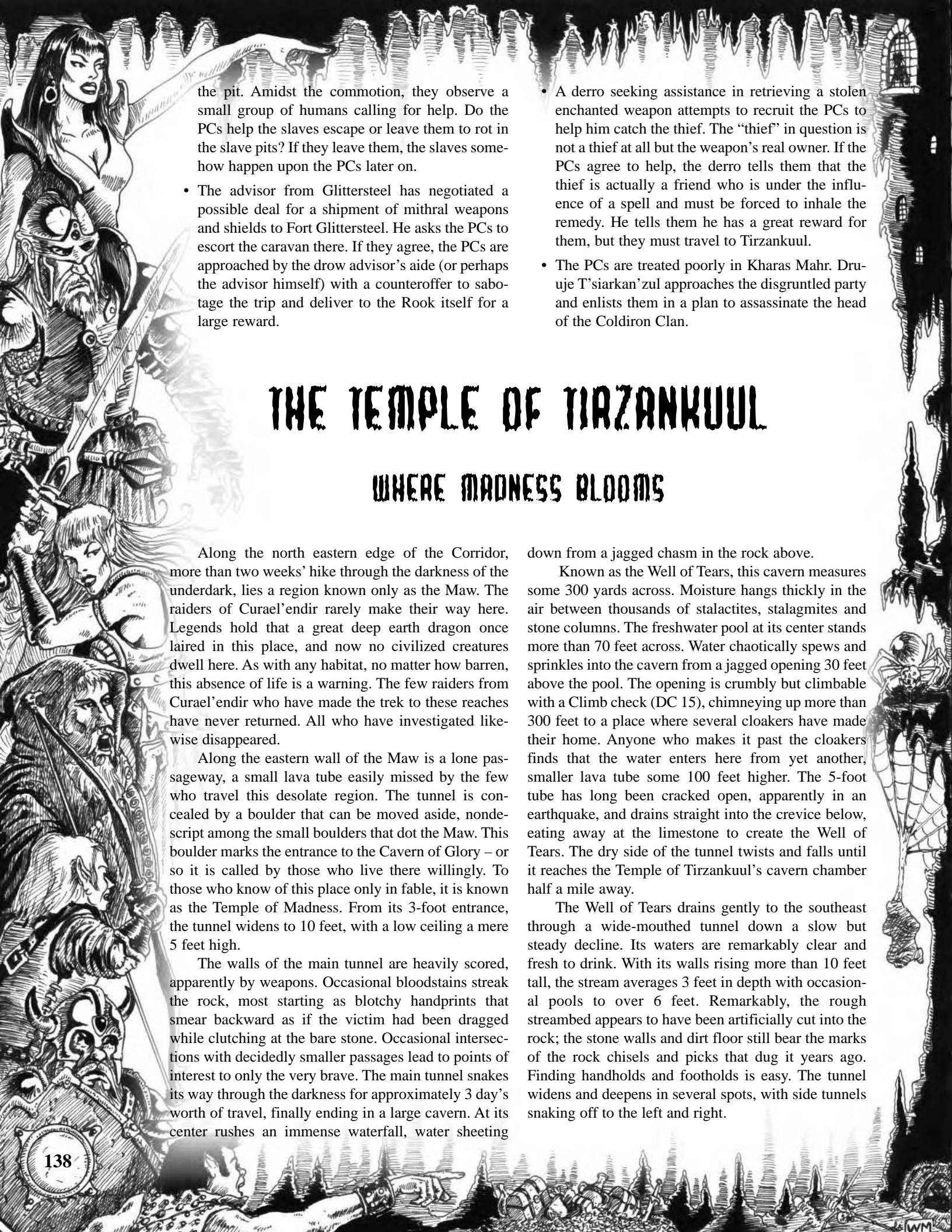
Sorcerer Spells Known (6/7/5): 0th – *dancing lights*, *detect magic*, *ghost sound*, *light*, *ray of frost*, *read magic*; 1st – *charm person*, *mage armor*, *shield*, *shocking grasp*; 2nd – *blur*, *web*.

PLOT HOOKS

Kharas Mahr is a haven for PCs seeking destinations throughout the underdark. The intrigues of Kharas Mahr are manifold and its stranglehold on trade omnipresent. Each faction seeks to usurp the trade lock of the Council of Trademasters and would be willing to do nearly anything to see it crumble. There are as many who are anxious to uphold the Trade Council's position, for the sake of regional stability.

The great houses of Ch'orl Salau'fen covet the power of the Kharas Mahr duergar. Battling against the duergar centuries ago, the drow were forced into defeat due to the distance of Kharas Mahr from their sphere of influence. The hard lessons of overextending their forces and underestimating the strength of the gray dwarves have caused the drow to maintain a truce for now. Their agent, Advisor Druuje T'siarkan'zul, eagerly waits for the day orders arrive for him to assassinate all of the Trade Council members. He knows it will come, and he is ready. Already he has been instrumental in eliminating many of the duergar of Clan Coldiron, murdering hundreds through his agents and not a few with his own hands. The slow decline of this clan has led to the weakening of the city's security. The ramshackle orcish and gnoll mercenaries that now fill their ranks are undisciplined and no match for the armies of Ch'orl Salau'fen. One day soon, the drow know, there will be a reckoning.

- The PCs are enslaved and brought to the slave pits or the fighting pits. During their struggle to survive, they are approached by a derro who tells them that he knows a way to escape, but they will have to help him get to his people near the Maw (see the Temple of Tirzankuul, page 138). The derro has blackish-purple skin, as if he's been bruised all over, but he speaks well for a derro. (The truth is that the derro is a thrall of the Huul'ach fungus.) Will the PCs take him at his word and chance the escape?
- While guarding a caravan from the surface, the PCs come face to face with the horrors of the slave pits. They witness an accident in which an ogre goes wild, slaying a guard and frightening a small herd that stampedes through the fence near



the pit. Amidst the commotion, they observe a small group of humans calling for help. Do the PCs help the slaves escape or leave them to rot in the slave pits? If they leave them, the slaves somehow happen upon the PCs later on.

- The advisor from Glittersteel has negotiated a possible deal for a shipment of mithral weapons and shields to Fort Glittersteel. He asks the PCs to escort the caravan there. If they agree, the PCs are approached by the drow advisor's aide (or perhaps the advisor himself) with a counteroffer to sabotage the trip and deliver to the Rook itself for a large reward.

- A derro seeking assistance in retrieving a stolen enchanted weapon attempts to recruit the PCs to help him catch the thief. The "thief" in question is not a thief at all but the weapon's real owner. If the PCs agree to help, the derro tells them that the thief is actually a friend who is under the influence of a spell and must be forced to inhale the remedy. He tells them he has a great reward for them, but they must travel to Tirzankuul.
- The PCs are treated poorly in Kharas Mahr. Druje T'siarkan'zul approaches the disgruntled party and enlists them in a plan to assassinate the head of the Coldiron Clan.

THE TEMPLE OF TIRZANKUUL

WHERE MADNESS BLOOMS

Along the north eastern edge of the Corridor, more than two weeks' hike through the darkness of the underdark, lies a region known only as the Maw. The raiders of Curael'endir rarely make their way here. Legends hold that a great deep earth dragon once laired in this place, and now no civilized creatures dwell here. As with any habitat, no matter how barren, this absence of life is a warning. The few raiders from Curael'endir who have made the trek to these reaches have never returned. All who have investigated likewise disappeared.

Along the eastern wall of the Maw is a lone passageway, a small lava tube easily missed by the few who travel this desolate region. The tunnel is concealed by a boulder that can be moved aside, nondescript among the small boulders that dot the Maw. This boulder marks the entrance to the Cavern of Glory – or so it is called by those who live there willingly. To those who know of this place only in fable, it is known as the Temple of Madness. From its 3-foot entrance, the tunnel widens to 10 feet, with a low ceiling a mere 5 feet high.

The walls of the main tunnel are heavily scored, apparently by weapons. Occasional bloodstains streak the rock, most starting as blotchy handprints that smear backward as if the victim had been dragged while clutching at the bare stone. Occasional intersections with decidedly smaller passages lead to points of interest to only the very brave. The main tunnel snakes its way through the darkness for approximately 3 day's worth of travel, finally ending in a large cavern. At its center rushes an immense waterfall, water sheeting

down from a jagged chasm in the rock above.

Known as the Well of Tears, this cavern measures some 300 yards across. Moisture hangs thickly in the air between thousands of stalactites, stalagmites and stone columns. The freshwater pool at its center stands more than 70 feet across. Water chaotically spews and sprinkles into the cavern from a jagged opening 30 feet above the pool. The opening is crumbly but climbable with a Climb check (DC 15), chimneying up more than 300 feet to a place where several cloaklers have made their home. Anyone who makes it past the cloaklers finds that the water enters here from yet another, smaller lava tube some 100 feet higher. The 5-foot tube has long been cracked open, apparently in an earthquake, and drains straight into the crevice below, eating away at the limestone to create the Well of Tears. The dry side of the tunnel twists and falls until it reaches the Temple of Tirzankuul's cavern chamber half a mile away.

The Well of Tears drains gently to the southeast through a wide-mouthed tunnel down a slow but steady decline. Its waters are remarkably clear and fresh to drink. With its walls rising more than 10 feet tall, the stream averages 3 feet in depth with occasional pools to over 6 feet. Remarkably, the rough streambed appears to have been artificially cut into the rock; the stone walls and dirt floor still bear the marks of the rock chisels and picks that dug it years ago. Finding handholds and footholds is easy. The tunnel widens and deepens in several spots, with side tunnels snaking off to the left and right.



THE LABYRINTH

Travelers smell the first side tunnel on the left before they can see it. It reeks, literally filled with refuse. Bones and dry, rotted clothing are strewn about. This short passageway lets out into the Labyrinth, a maze of stone hewn by the derro.

The Labyrinth is a veritable house of horrors, designed with vicious cunning by the depraved derro. Overlooking the Labyrinth is a second set of tunnels and platforms, out of sight of those within it. There, the derro monitor the progress of those who would traverse the Labyrinth. Many cunning features lie hidden within the Labyrinth. Walls pivot on stone, changing the layout of the maze. Vicious traps maim and kill travelers slowly for the amusement of the derro voyeurs.

A powerful horagh makes this area its home, and the derro make sure to provide it with food on a regular basis. However, things have changed of late. The horagh has not been fed, and it has begun hunting the derro. High Priest Ligor (CE derro Priest 15) of the Temple disregards all warnings about the situation, despite the fact that the horagh's predations come closer and closer to the Temple with each passing week.

Several stone fang snipers guard the Labyrinth. At least one Labyrinth exit leads to the Temple cavern.

THE FUNGAL GARDEN

A second tunnel branches from the main tunnel about a quarter of a mile from the Well of Tears. It is a short tunnel, about 10 feet tall and 10 feet wide, leading to a cavern about 100 feet in diameter containing a wild fungal farm. The derro once used this place as a supplemental farm. About 30 other chambers of approximately the same size, all carved out of the native rock, overflow with various fungi in wild growth. A number of creatures have taken up residence in the obviously untended chambers, including packs of stirges, several clusters of giant spiders and a few other creatures. The horagh from the labyrinth has begun to poach here but still prefers the derro as its meal of choice.

THE GROTTO

The main stream forks off into this tunnel, taking almost half of the stream's flow with it. Anyone with Survival will recognize this tunnel as a purple worm tunnel, made by a young worm. Anyone who attempts to walk this tunnel must make a Balance check (DC 23) or slip and fall on the slick, smooth rock. If he

falls, he must make a Reflex save (DC 25) or begin sliding down the length of the spiraling, corkscrew tunnel. He may make one last Reflex save (DC 25) at its mid-point, about 100 feet down, to stop his descent. If he fails, he lands in a deep pool of water in a small cave about 50 feet across. Half of the cave is filled with icy, inky-black water; the other half is cold sand. Several skeletons linger on the sandbar, including the calcified remains of a purple worm's exoskeleton. The water is frigid, and unless a PC's party can get him out, he must go down into the water to have any chance at escape.

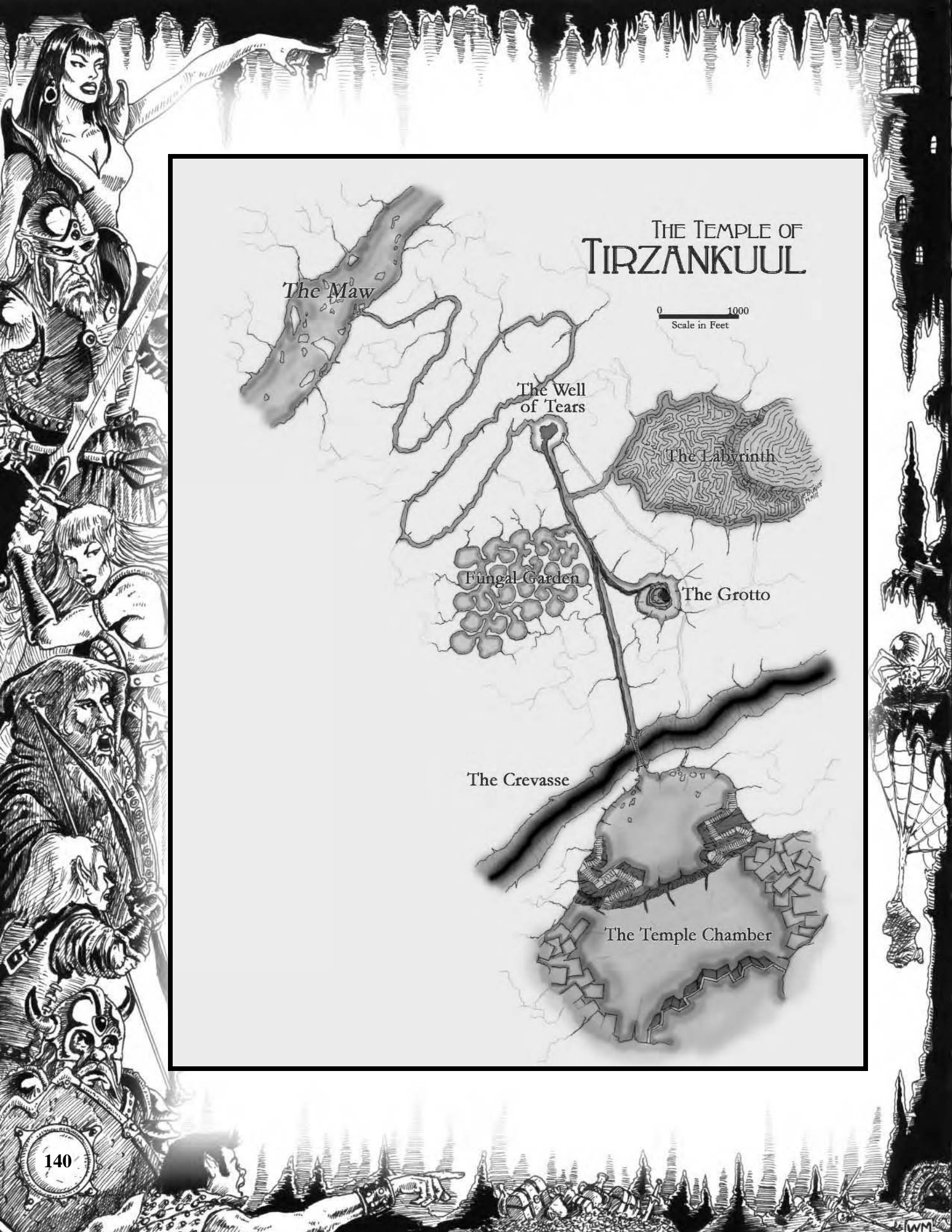
The cavern itself is a mere air pocket over a deep underground lake that stretches almost to the middle reaches of the region. A small contingent of sahuagin call these murky depths their home. They make occasional visits to this chamber to see what may have fallen in. They kill whatever they find or drag it into the depths below to impress into slavery.

THE TEMPLE CHAMBER

The main stream eventually reaches waist-high depth, although there is an obvious walkway for small folk on the left side of the tunnel. The rest of the tunnel is taken up by the stream. The water is cold and icy. The tunnel has several turnouts that serve as lookout spots for the guards who are usually posted here. The tunnel ends at a drop-off at the edge of a large cavern whose ceiling soars into the darkness. The water plunges off into a crevasse about 200 feet deep. A rope suspension bridge spans 90 feet of the crevasse. Guard posts at either end are usually inhabited by stone fang snipers, who shoot anyone daring to cross unescorted by a derro.

Behind the guardposts opens a wide field of stone. The field stretches back 90 feet to a plateau that rises 100 feet above the bridge. Two stone staircases cut into the side of the plateau zigzag upwards, where at least 20 derro soldiers (CE derro War 1-3 or Ftr 1-2) armed with repeating crossbows patrol at any given time. A huge marshaling field more than 500 feet wide opens from the top of the staircases. The yard is skirted by square stone buildings built in ramshackle fashion upon one another, as if two different architectural styles had slammed headlong into a multitude of structures. Overlooking the vast yard looms the huge temple complex, Tirzankuul.

An especially observant traveler might notice a small lava tube behind a curtain of stalactites some 50 feet above the large staging area near the temple complex. This is the exit point of the small lava tube found near the Well of Tears.



THE TEMPLE OF TIRZANKUUL

0 1000
Scale in Feet

The Maw

The Well of Tears

The Labyrinth

Fungal Garden

The Grotto

The Crevasse

The Temple Chamber

THE TEMPLE OF TIRZANKUUL

The Temple of Tirzankuul is ancient, predating most of the races in this region of the underdark. Built ages ago by the amphibian precursors of various saurids such as the lizard men, the troglodytes and possibly even the sahuagin, Tirzankuul is one of the last structures remaining from an ancient civilization now long gone from the face of history. Isolated and forgotten among the area's predators and undead, the temple was rediscovered 400 years ago by a lone pack of derro fleeing captivity deeper in the Maw. They were able to seize control of one of the fungal caverns and provide for themselves.

It is known among the few outposts of civilization near this part of the region that until this time, the derro were a marginalized people given little more consideration than a small band of goblins. It is said that their leader, the savant Lugor the Wise, arose to organize the derro with frightful skill. They rapidly multiplied, somehow overcoming many of the indigenous predators of the region and even managing to fend off the undead near the opening of the Maw. Soon, the Temple itself was claimed and the great genocidal wars began.

As the power base of the derro swelled, Lugor summoned other derro from all over the underdark for a great gathering. He convinced them all – even their savants – that he, Lugor, held the title of the Chosen One. The visiting savants devised many devious ploys to test the upstart Lugor, only to fail miserably every time. Lugor displayed incredible knowledge and charisma, easily dismissing their questions and assassinating any who proved too skeptical. Within a matter of weeks, the derro were convinced that Lugor was indeed the Chosen One foretold in the great prophecies, and they looked to him to lead them to their place as the rightful rulers of the underdark.

Lugor defaced the massive statuary of the ancient gods worshipped in the Temple and created a new faith of his own. He declared himself the avatar of the god Tirzankuul, a fused representation of the twin patron gods of the derro. This unprecedented move galvanized the derro. By this point, any savant foolish enough to attempt to intercede in this breach of tradition was mercilessly slain. Derro from throughout the underdark rushed to Lugor's banner, swelling his ranks to more than 30,000 fanatics.

The derro assaults upon the duergar at Citadel Nossuth and the svirfneblin of the Crystal Cavern were savage. The duergar were swept away under the massive numbers of derro and the magical support of their savants. The svirfneblin's control of the Crystal Cavern was torn from their hands along with many other deep gnome holdings, all save Fort Glimmersteel,

which withstood the long siege. It took the combined might of the drow of Ch'orl Salau'fen, the duergar of Kharas Mahr and the svirfneblin of Glimmersteel in a united effort to eventually push back the depraved derro invaders.

The united army recoiled in horror when it was discovered that the derro were living off their own dead and the dead of those they killed. The derro's cannibalism was linked hand in hand with their live sacrifices to Tirzankuul. Eventually, Lugor was slain within the Labyrinth while leading his army in defense of the now-massive Temple complex. This loss of leadership marked the end of the derro invasions. The derro fell to in-fighting, and many were rounded up and slaughtered by the unified army. The svirfneblin, however, had lost so many troops that they were unable to recover their former holdings from the drow who occupied the Rook in order to ensure that such an invasion would not occur again.

But now, the derro once more stir with excitement. From within the Labyrinth has appeared a derro of incredible power. He calls himself Lugor, like the prophet of old, and wears the deep black robes once attributed to the great savant. His skin is mottled deep purple just as was told in derro legend, and his face is hidden by deep hood. What the derro do not know, however, is that the original Lugor was not entirely derro – nor is the Lugor they follow now. Four centuries ago, a relatively weak savant named Lugor was exploring the Labyrinth when he ran afoul of a powerful Huu'lach fungus. The Huu'lach defeated Lugor, implanting its brainstalk into his body. This Huu'lach was old and vastly intelligent. Once it had assimilated Lugor, it subsumed the rest of the derro savages around it, reforging them in its own image. By subtly changing the focus of their religion, the concept of the union between disparate entities became entwined into their very culture and thinking. The Huu'lach was then equipped with an unending supply of hosts, all more than willing to give in to its benediction of possession. Shrouded in voluminous black robes, he was easily able to hide the fact he changed hosts periodically. His ruse allowed him to remain active for years.

When war came unexpectedly to his doorstep, Lugor needed to rally his shaken people. He led an ambush party through the Labyrinth, only to find an ambush by a mighty force of drow and svirfneblin. In the heat of that bloody battle, Lugor's host body was slain by a powerful blow from a drow warlord and catapulted over the edge of a shallow crevasse. Cut off from his thralls, Lugor went into hibernation. Nearly four centuries later, a curious derro named Ghildak came across the calcified remains of the old Lugor, as well as a large, purplish fungus growing out of and around the remains. The attack was swift, painful and all-consuming.





Over the last ten years, Lugor has re-established his dominance over the pitiful enclaves of derro that were sundered from one another by the great war. He has renewed the worship of Tirzankuul but is not quite ready to announce his return outside the region. He has begun fortifying the Temple of Tirzankuul against the possibility of his discovery, erecting ramparts and cutting additional living space out of the rock and over the remains of the old structure. An aggressive breeding program has driven the population of derro in the Temple and surrounding structures to more than 2,000 adults. Hundreds of young derro are being born at a frightening rate.

Lugor has not forgotten his old enemies. He has sent out his most cunning spies and savants to infiltrate the societies that inhabit the region. His most highly placed servant is Eblis, the advisor to Groul, Marshal of Citadel Nossuth. Eblis routinely reports on affairs at the Citadel, preparing for it to become the staging area for Lugor's army of derro when it begins to move. Having well learned the lessons of his past and realizing the lack of physical power of the derro, Lugor has adopted the stone fang snipers as his personal assassins and guards. The bane of many underdark societies, the stone fang are known for their killing instinct, deadly aim and the perverse enjoyment they get from maiming living things.

Lugor has spies in every major settlement, with the exception of Fort Glimmersteel. His derro roam the

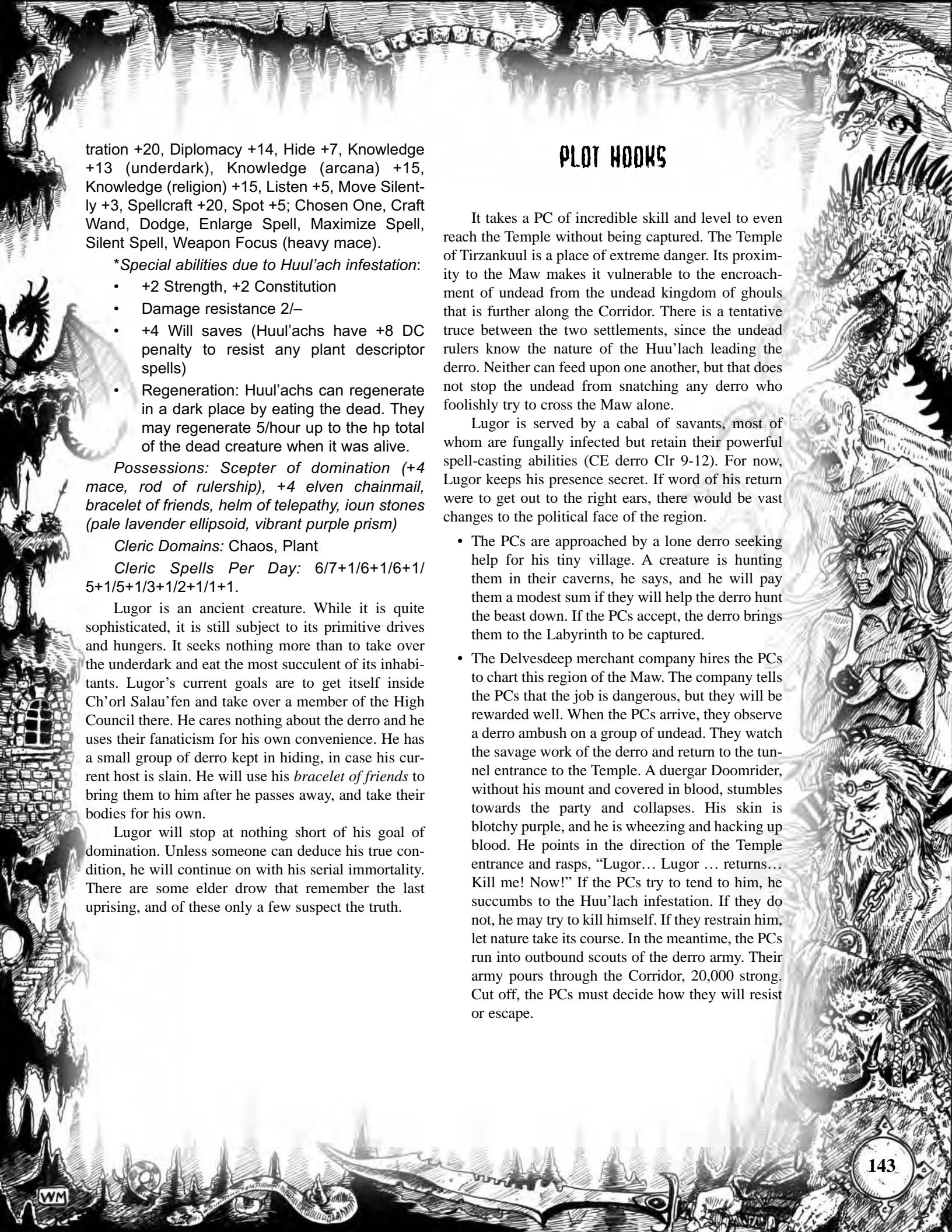
streets of Kharas Mahr, Ch'orl Salau'fen and cities outside the region. Many work to recruit mercenaries for their cause, but the majority are brought before Lugor, who literally consumes their brains in order to gain knowledge of the outside world.

Anyone coming too close to the entrances of the Temple is seized and brought to the Temple for sacrifice. Their ritual killing is a public event, but the remains of the victim are consumed in private by Lugor. After sifting through the victim's memories, Lugor consumes the entire body, leaving no trace of its existence. Vastly intelligent and boasting immense patience, Lugor is poised to create an army on a scope never before seen in the underdark. This time, his old foes will fall from the inside through their own greed, like a rotten fungal stalk. This time, Lugor will be victorious. Lugor will consume all.

Lugor, The Chosen One (Huul'ach host), male dwarf (derro) Clr15: CR 18; Size M (4 ft., 2 in. tall); HD 15d8+45; hp 126; Init +3 (+3 Dex); Spd 20 ft.; AC 13 (+3 Dex); Attack +18/+13/+8 melee (1d8+8, *scepter of domination*); SA Spore Cloud; SQ DR 2/-, Regeneration; SV Fort +12, Ref +8, Will +18*; AL CE; Str 16*, Dex 16, Con 18*, Int 18, Wis 20, Cha 18.

Languages Spoken: Common, Dwarven, Giant, Gnome, Terran, Undercommon.

Skills and feats: Bluff +13, Climb +6, Concen-



tration +20, Diplomacy +14, Hide +7, Knowledge +13 (underdark), Knowledge (arcana) +15, Knowledge (religion) +15, Listen +5, Move Silently +3, Spellcraft +20, Spot +5; Chosen One, Craft Wand, Dodge, Enlarge Spell, Maximize Spell, Silent Spell, Weapon Focus (heavy mace).

**Special abilities due to Huul'ach infestation:*

- +2 Strength, +2 Constitution
- Damage resistance 2/-
- +4 Will saves (Huul'achs have +8 DC penalty to resist any plant descriptor spells)
- Regeneration: Huul'achs can regenerate in a dark place by eating the dead. They may regenerate 5/hour up to the hp total of the dead creature when it was alive.

Possessions: Scepter of domination (+4 mace, rod of rulership), +4 elven chainmail, bracelet of friends, helm of telepathy, ioun stones (pale lavender ellipsoid, vibrant purple prism)

Cleric Domains: Chaos, Plant

Cleric Spells Per Day: 6/7+1/6+1/6+1/5+1/3+1/2+1/1+1.

Lugor is an ancient creature. While it is quite sophisticated, it is still subject to its primitive drives and hungers. It seeks nothing more than to take over the underdark and eat the most succulent of its inhabitants. Lugor's current goals are to get itself inside Ch'orl Salau'fen and take over a member of the High Council there. He cares nothing about the derro and he uses their fanaticism for his own convenience. He has a small group of derro kept in hiding, in case his current host is slain. He will use his *bracelet of friends* to bring them to him after he passes away, and take their bodies for his own.

Lugor will stop at nothing short of his goal of domination. Unless someone can deduce his true condition, he will continue on with his serial immortality. There are some elder drow that remember the last uprising, and of these only a few suspect the truth.

PLOT HOOKS

It takes a PC of incredible skill and level to even reach the Temple without being captured. The Temple of Tirzankuul is a place of extreme danger. Its proximity to the Maw makes it vulnerable to the encroachment of undead from the undead kingdom of ghouls that is further along the Corridor. There is a tentative truce between the two settlements, since the undead rulers know the nature of the Huul'ach leading the derro. Neither can feed upon one another, but that does not stop the undead from snatching any derro who foolishly try to cross the Maw alone.

Lugor is served by a cabal of savants, most of whom are fungally infected but retain their powerful spell-casting abilities (CE derro Clr 9-12). For now, Lugor keeps his presence secret. If word of his return were to get out to the right ears, there would be vast changes to the political face of the region.

- The PCs are approached by a lone derro seeking help for his tiny village. A creature is hunting them in their caverns, he says, and he will pay them a modest sum if they will help the derro hunt the beast down. If the PCs accept, the derro brings them to the Labyrinth to be captured.
- The Delvesdeep merchant company hires the PCs to chart this region of the Maw. The company tells the PCs that the job is dangerous, but they will be rewarded well. When the PCs arrive, they observe a derro ambush on a group of undead. They watch the savage work of the derro and return to the tunnel entrance to the Temple. A duergar Doomrider, without his mount and covered in blood, stumbles towards the party and collapses. His skin is blotchy purple, and he is wheezing and hacking up blood. He points in the direction of the Temple entrance and rasps, "Lugor... Lugor ... returns... Kill me! Now!" If the PCs try to tend to him, he succumbs to the Huul'ach infestation. If they do not, he may try to kill himself. If they restrain him, let nature take its course. In the meantime, the PCs run into outbound scouts of the derro army. Their army pours through the Corridor, 20,000 strong. Cut off, the PCs must decide how they will resist or escape.

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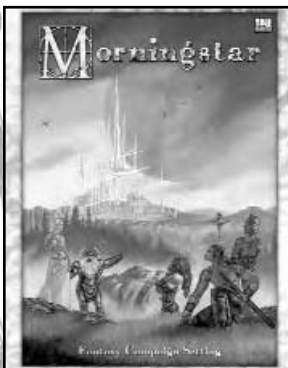
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