

DESTINY IN FREEPORT

A D20 SYSTEM
ADVENTURE
FOR LEVELS 1 TO 3

BY CHRIS PRAMAS
REVISED FOR 3.5



DEATH IN FREEPORT

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FREEPORT
THE CITY OF ADVENTURE

~ INTRODUCTION ~

Welcome to *Death in Freeport Revised*, the 3.5 update of the first of Green Ronin's d20 System books. The original version of *Death in Freeport* was released on August 10, 2000, the very same day as the 3E *PHB*. Despite a very large print run, the adventure sold out within a year and has been out of print ever since. It went on to win the very first ENnie Award and the Origins Award for Best RPG Adventure. *Death in Freeport Revised* makes this classic adventure available again in PDF format, with updated stats for the 3.5 rules. We hope you enjoy this new look at the product at the epicenter of the d20 explosion.

ABOUT FREEPORT AND THIS ADVENTURE

Freeport is a generic city that you can place in any campaign world. Its basic premise is a pirate city gone legit...at least on the surface. In truth, the pirate tradition is alive and well in Freeport, but it is camouflaged by a veneer of respectability. These days the city's pirates are privateers, legalized pirates that Freeport loans out to the highest bidder. You'll learn more in the short history of the city that follows. This should help give you the flavor of Freeport before the

adventure proper begins and the given background is all you need to run this adventure. For more information on the city, see the *Freeport: City of Adventure* sourcebook.

Death in Freeport Revised is part 1 of what is known as the *Freeport Trilogy*. Parts 2 and 3, *Terror in Freeport* and *Madness in Freeport* respectively, are still available in print form. We do intend, however, to make 3.5 PDF updates of them available for sale in the coming months. Other available Freeport adventures include *Tales of Freeport* (also for the 3.0 rules) and the epic, 256-page mega-adventure *Black Sails Over Freeport* (for the 3.5 rules).

NOTES AND ENCOUNTER LEVELS

Throughout the adventure, you will encounter sections of boxed text. This is information for the players, which you can read aloud or paraphrase as you wish. Statistics for creatures and nonplayer characters (NPCs) are detailed in the Appendix, with abbreviated information presented in each encounter. *Death in Freeport Revised* is suitable for a party of four 1st level characters, though it could be run with more, or with characters of up to 3rd level, if you toughen up the opposition. An Encounter Level (EL) rates a given situation's toughness for a typical party of four adventurers.

~ A BRIEF HISTORY OF FREEPORT ~

While the current city of Freeport is only a few hundred years old, the site has been inhabited for far longer. Some two thousand years ago, this area was part of a much larger island known as Valossa. Stretching a thousand miles south to north and eight hundred east to west, Valossa was the heart of the empire of the serpent people. These sorcerous reptiles ruled vast swaths of territory when humanity was young, and pioneered magic and science when the elves still hid in their woods.

All was not well in the Valossan Empire, however. The serpent people had long worshiped Yig, the great snake god. But in the empire's latter days, a cult dedicated to the worship of the Unspeakable One, a dread alien power, sprang up in their cities. Called the Brotherhood of the Yellow Sign, the cult spurned Yig and embraced the madness of the Unspeakable One. The leaders of the serpent people, arrogant and vain in their high towers, allowed the cult to fester among the discontented. By the time the priests of Yig were roused to action, it was too late. The Brotherhood of the Yellow Sign enacted a ritual to summon their dark god, and the Valossan Empire was smashed for all time.

No witnesses survived to tell of the Great Old One's appearance, but evidence abounds of the destruction it wrought. Mighty Valossa was rent asunder, and sea water rushed in to drown the serpent people in their millions. Those who survived were driven mad, losing their civilization and

magic in one terrible moment. Over 90 percent of Valossa slipped beneath the waves, leaving only scattered islands as a testimony to the once-great empire.

The crazed serpent people fled underground, where their degenerate descendants live to this day. A very few sorcerers and priests of Yig survived the Unspeakable One's wrath with their sanity intact. These few retreated into the shadows as the elves and humans created their own realms. The centuries passed, and few remembered that the Valossan Empire had ever existed or that serpent people had once been civilized.

THE RISE OF FREEPORT

The largest surviving bit of Valossa is an island chain known as the Serpent's Teeth. The name may be a distant echo of the Valossan Empire, though locals ascribe it to the shape of the islands themselves. The most important of the Serpent's Teeth, A'Val, has a natural harbor that is easily defended. As humanity took to the seas, A'Val was quickly found by roving captains. At first, it was just a place to rest, get fresh water, and refit. Before long a village sprang up, and as the years passed this village turned into a town. It was able to thrive by offering services to passing ships and providing refuge for those unwelcome elsewhere. The sailors took to calling it Freeport, and the name stuck.

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With its remote location and natural attributes, Freeport became a magnet for buccaneers. Before long they had taken over the town, which became a notorious pirate haven. What made Freeport work in the early days was a simple pirate code: Do whatever you want on the high seas, but don't go against your comrades in port. That meant no stealing, no killing, and no kidnapping. Duels did occur on occasion, but they were formal affairs conducted outside the city walls. Most satisfied themselves with drunken brawls, and of those there were plenty. By and large, though, the peace was kept in Freeport.

About two hundred years ago, the era of the rogue buccaneer came to an end. Lone ships increasingly faced threats from organized navies. At one time a single privateer could hunt merchant ships with impunity, but now it was a fox to the hounds of naval squadrons. As crew after crew was hunted down and destroyed, the pirates of Freeport knew they had to change their ways.

Freeport's captains realized that it would take a navy to fight a navy, so they decided to form a force of their own and then go raiding en masse. The only problem was choosing a leader. After much bickering, the pirates settled on two captains for the great fleet. Drac and Francisco were fierce rivals, and the assembled captains believed that anything the two could agree on would be a good decision.

It was not an ideal situation, but the pirates had surprise and numbers on their side. The combined fleet went on a three-month raid that netted more money, valuables, foodstuffs,

and booze than Freeport had ever seen. It was a spectacular success, and Captains Drac and Francisco were not slow in claiming credit. Before long, each had declared himself a Sea Lord of Freeport.

WAR IN FREEPORT

The next ten years were tense ones in Freeport. The great raid set off a panic among the maritime nations, which spent huge amounts of money and resources building up larger navies. The Sea Lords were forced to fight battle after battle against determined foes. Freeport itself was assaulted on three separate occasions, but its defenses proved too strong for the attacking ships.

This undeclared war had no clear victor. Freeport withstood the assaults and inflicted several stinging defeats on its enemies, but attrition was high on both sides. In the end the conflict petered out as the warring navies ran out of ships and crews to hurl into battle. After a decade of constant fighting, there was a long lull, during which each side licked its wounds.

During the war, adversity had kept the pirates united. When the pressure eased, however, trouble was not slow in coming. The Sea Lords had long hated each other, and this animosity flared up anew—with deadly consequences. After a series of provocations, real fighting broke out in Freeport for the first time in its history. The followers of Drac and Francisco killed one another in the streets, breaking forever the pirate code that had bound the city together.

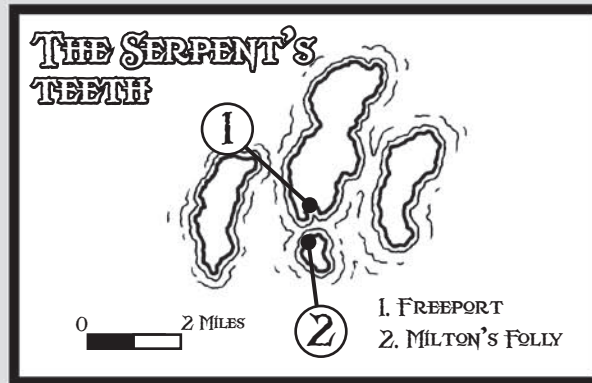
DEATH IN FREEPORT

- INTRODUCTION -

THE CITY OF FREEPORT

- KEY -

- 1 THE HOUSE OF LUCIUS
- 2 THE BLOODY VENGEANCE
- 3 TEMPLE OF THE GOD OF KNOWLEDGE
- 4 THE BRICKED UP HOUSE
- 5 THE BLACK COLL



~ INTRODUCTION ~

WHERE IS FREEPORT?

By this point you may be wondering where exactly Freeport is. The preceding history contains vague references to a continent, other empires, and naval powers, but no details. These have been deliberately left sketchy, so you can use Freeport in any campaign world you desire. The Serpent's Teeth is a small chain of islands that you can easily drop into a given setting, or you may decide to use this information to flesh out an island city in your existing world. If you've got a good candidate, a simple name switch is all that's necessary. Similarly, most references to gods in this module are generic. When the text refers to the God of Knowledge or the God of War, for example, substitute an appropriate deity from your campaign.

Since *Death in Freeport* was first released, Green Ronin has published several campaign settings and several other d20 companies have adopted Freeport into their campaign settings as well. Of Green Ronin's settings, the only one that specifically references Freeport is *Mindshadows*, a psionic setting with a Southeast Asian flavor. The island continent of Naranjan is said to be a month's sail from Freeport. You can find out more in *Mindshadows* and its tie-in psionic bestiary, *Monsters of the Mind*. If you are looking for a more Western setting, Paradigm Concepts' *Arcanis* includes a version of Freeport. There are a few changes, most notably that there are no halflings in *Arcanis* and thus none in its Freeport, but the basic facts and feel of the city have been retained.

Neither Sea Lord gained an upper hand. Before the conflict could be resolved, word came of yet another hostile fleet bound for the city. The pirates called a truce, and the fleet sailed out to defend Freeport, united once again—or so it seemed.

Captain Drac had realized that this ongoing war was one they could not ultimately win: The only chance for survival was to become a part of the world that was trying to destroy them. Drac entered secret negotiations with the enemy, using a wizard as a go-between. He agreed to betray Francisco in exchange for a truce and recognition of Freeport as a sovereign city-state. The enemy leaders were only too happy to sign such an agreement and end the ruinously expensive war.

With no knowledge of his comrade's duplicity, Captain Francisco led the fleet to the attack. Once his forces were engaged, Drac's ships simply sailed away, leaving Francisco's fleet exposed and without support; they were quickly surrounded and destroyed. In the meantime, Drac sailed back to Freeport to announce the new city-state and his new regime.

A NATION EMERGES

Captain Drac quickly consolidated his power. He declared himself the only Sea Lord of Freeport and eliminated his remaining enemies before they could organize against him. Some of the other pirate captains left Freeport rather than serve Drac, whom they despised for betraying Francisco and blamed for violating the pirate code. Most, however, seeing which way the salty wind was blowing, chose to remain in Freeport and ride out the storm.

As it turned out, Sea Lord Drac's reign was less bloody than anyone had believed possible. He ruled Freeport with a firm

hand for the next thirty years, turning a pirate haven into a commercial hub of substantial importance. He set up trade routes with former enemies, cracked down on rogue pirates, and organized a Captains' Council. Drac's word was still law, but the Council was in charge of the city's day-to-day affairs and advised the Sea Lord on important matters.

Although Drac fancied himself a king, he resisted the urge to take the title. Somehow he knew that the citizens of Freeport would not accept something so contrary to their natures. Similarly, he knew that he could not found a dynasty. The Captains' Council would never submit to Drac's son, a mere boy who lacked the experience of those salty dogs.

But Drac needed to ensure the survival of Freeport as an independent city-state after his death. With melancholy in his heart, he chose another old hand, Captain Cromey, to be his successor. Furthermore, he even set into law a requirement that the Captains' Council approve the Sea Lord's nominee. At the end of life, Drac chose the interests of the city over his own glory, and for this he is remembered as a great man in Freeport.

A CENTURY OF GROWTH

The next hundred years were profitable ones. Freeport continued to grow, which necessitated building a newer and larger city wall. As new trade routes to the east opened up, the city became an even more important maritime center. Freeport was largely able to stay out of the wars that broke out on the continent, although it did cement alliances with several important powers. All in all, this was a period of stability and growth, with a succession of competent Sea Lords assuring the city's continued importance.

DEATH IN FREEPORT

- INTRODUCTION -

FREEPORT TIMELINE

Time Before Present	Notable Events
2,000 years	Valossa destroyed in cataclysm; Serpent's Teeth formed.
800 years	Future Freeport founded on island of A'Val.
200 years	Captains Drac and Francisco lead combined fleet; each declares himself Sea Lord of Freeport.
190 years	Civil war in Freeport; Drac betrays Francisco and assumes sole control of the city.
160 years	Drac dies and is succeeded by Captain Cromey, initiating a century of prosperity.
50 years	Marten Drac becomes Sea Lord, nearly bankrupting Freeport; institutes Drac succession law.
36 years	Anton Drac succeeds Marten and repairs much of the damage but does not repeal succession law.
11 years	Anton Drac assassinated; Milton Drac becomes Sea Lord.
10 years	Construction begins on Lighthouse of Drac.

A BAD SEED

Things began to change fifty years ago, when a descendent of Captain Drac succeeded the outgoing Sea Lord. Marten Drac is rumored to have used blackmail and assassination in his rise to power, and he most certainly did so to maintain his position. Marten ruled for only fourteen years, but the damage he did to the city was substantial. A series of burdensome duties and taxes fattened his coffers but drove away many merchants. More ominously, he drove through a new law, over the objections of the Captains' Council, that required the Sea Lord of Freeport to be a descendent of the original Captain Drac.

Marten's youngest brother, Anton, who became Sea Lord on Marten's death, saved the city from complete disaster. Anton Drac proved to be cut from the same cloth as his illustrious ancestor and was able to undo the worst excesses of Marten's reign. He abolished the unfair duties, as well as providing incentives to win back lost trade. He also provided limited military aid to several important nations, earning their thanks and their business.

Anton's one failing was that he did not abolish Marten's succession law. He was regularly urged to do so by the Captains' Council, but the Sea Lord could never quite bring himself to do it. Despite his enlightened rule, he did consider Freeport to belong to his family. This was to prove his undoing.

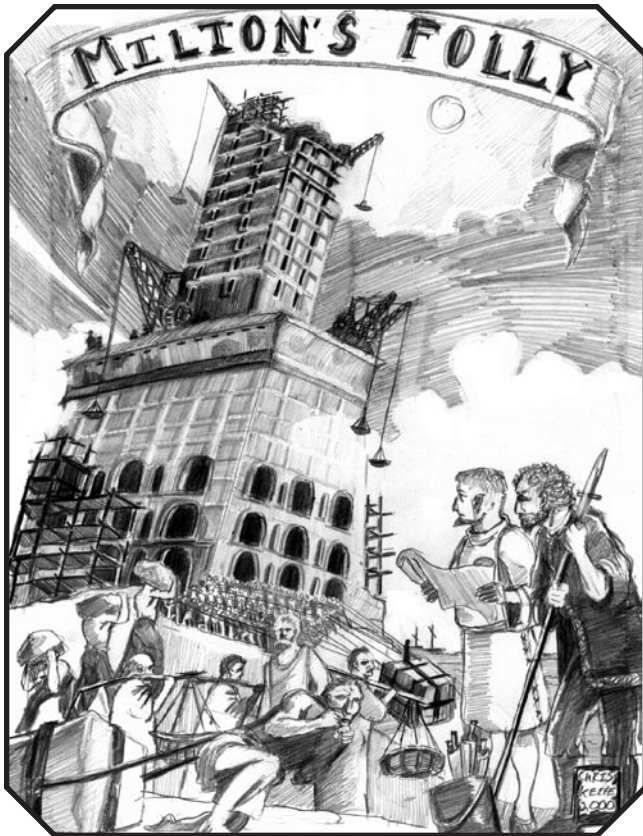
DECADE OF DECEIT

Eleven years ago, a great war broke out, involving nearly every nation on the continent. Anton stayed out of it at first, but he knew he would have to honor the existing treaties. He announced to the Captains' Council that the Freeport navy would go to the aid of its allies in the spring—the first time the full fleet had sailed to war since the days of Drac and Francisco. The Council was torn on the issue, approving the move by only a single vote.

Anton had allowed enough time for preparations to be made throughout the winter. Unfortunately, this also gave his enemies several months to concoct an ambitious plan. In fact, it was so ambitious that many suspected the plotters had outside help from agents of governments that wanted Freeport to stay neutral. Rumors continue to circulate to this day.

Toward the end of winter, as the Sea Lord was inspecting the fleet on the docks, a single yellow-feathered arrow flew from the crow's nest of an anchored ship, piercing Anton's chest. The wound should not have been mortal, but the arrow was enchanted with death magic. Anton died on the spot, leaving Freeport without a Sea Lord for the first time in two hundred years.

The assassin was cornered and killed before he could talk, and his body disappeared before priests could try to speak with the dead man. The Captains' Council dismissed the



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attack as the act of a lone renegade, hushing up its magical nature. The Council had more pressing business to attend to, namely, who would succeed Anton?

At this juncture, Captain Milton Drac stepped onto the stage of history. A distant cousin of Anton, Milton appeared as if from nowhere. He was not a member of the Council, but somehow he enjoyed tremendous support there. Those most likely to oppose him were strangely silent, as if they feared the consequences of such an action. In a matter of weeks, this previously unknown Drac became the new Sea Lord of Freeport.

Milton's first official act was to cancel all military aid to allied nations: The fleet was to restrict its activities to guarding commerce, nothing more. As war raged on the continent, Freeport stood neutral. This was a grave disappointment to the nations counting on its navy, who branded Milton a traitor. Some called him the puppet of foreign agents or a religious cult. Milton pooh-poohed these accusations and continued his rule of Freeport with little opposition.

After canceling the fleet action, Milton used the war chest to build a monument to his ambition: the Lighthouse of Drac. It has been under construction for the past ten years, on the closest island of the Serpent's Teeth. Meant to be one of the wonders of the age, the Lighthouse soars towards the heavens, taller than any structure in the world.

The Sea Lord's stated goal is to make Freeport the preeminent maritime power of the world, but the reality has fallen short of that ideal. The Lighthouse of Drac, or "Milton's Folly," as some have taken to calling it, nearly bankrupted the city. Taxes and duties have risen steadily during its construction, and an army of migrant workers was needed to finish the structure on time. It is finally approaching its scheduled completion date, three months from now. Milton is planning a gala celebration for its inauguration, and ships from around the world are expected to attend. This is an event not to be missed—or so Milton hopes.

FREEPORT TODAY

Milton is obsessed with his Lighthouse, but the Captains' Council still governs Freeport. Their task grew more arduous over the past ten years, as more and more money was sunk into Milton's Folly. Services have degenerated: The garrison has shrunk and is largely confined to the Old City; the docks are policed haphazardly, if at all. Crime has skyrocketed, but as long as it remains in the shadows the Council is content to pretend that it does not exist. Known pirates have even taken to frequenting the port again. As long as they bribe the dock officials, they can enjoy what Freeport has to offer. Ironically, the city is returning to its roots.

~ ADVENTURE BACKGROUND ~

The temple to the God of Knowledge is one of the largest in Freeport. A repository of ancient scrolls and arcane learning, it is a magnet to scholars and wizards alike. In addition to priests, the temple employs a large group of librarians, who maintain the collection and deal with visitors. Lucius was one of these librarians. He had grown up in the temple and lived to serve.

Six years ago, something very strange happened to Lucius. An extraplanar entity stole his body, displacing his consciousness and taking over his existence. For five years, the alien mind controlled Lucius's body, seeking to learn as much about the world as it could. The new "Lucius," nothing like the old, was expelled from the temple within a year for violating the sanctum. He then left Freeport altogether, traveling the world for four years before returning.

When the real Lucius returned to his rightful body, he did not remember where he had been or what he had done, and was mortified to learn of his possessor's activities in his absence. With deep shame he approached the temple, asking for forgiveness and re-admittance. He offered the priests an amazing collection of scrolls and artifacts, apparently accumulated while his possessor journeyed abroad. They were in such awe of this collection that they reinstated Lucius and forgave him his transgressions. Both he and the priests were now happy, and each tried to forget the librarian's strange behavior.

Life for Lucius was tranquil for the next eight months. His life fell into its old patterns. The calmness of the library soothed him, and he lost himself in a world of books, scrolls, and artifacts.

Then the dreams came.

Lucius awoke screaming every night, his brain reeling with memories of gargantuan cities, monstrous creatures, and unspeakable rites. At first he hoped that the nightmares would simply go away; instead, they got worse. Lucius did not want to accept the truth, but in the end he had no choice. Whatever these dreams were, they were somehow connected with those five years of missing time. If he ever wanted to have a normal life again, he knew he would have to find out what had happened to him.

The man who had spent so much time researching past lives now turned his skills to his own. He began to ask questions about what "he" had done and how "he" had acted during those five years. He spent countless hours reading over "his" journals, trying to find out who had possessed his body and why. The priests of the temple grew uncomfortable with Lucius's line of questioning. They wanted this incident buried, not subject to new scrutiny. The high priest begged Lucius to let the past stay in the past, but the librarian could not agree.

Two days ago, Lucius disappeared.

DEATH IN FREEPORT

~ PART I: BAITING THE HOOK ~

ADVENTURE SYNOPSIS

Death in Freeport drops the player characters into the midst of political and magical intrigue, as the hidden Brotherhood of the Yellow Sign manipulates events to bring its dread god to the world. Freeport is still a bustling center of trade, but evil currents run beneath the surface. There are secrets here, and questions unanswered. The characters will undoubtedly learn there is more here than they expect in a simple seaport. The question is, will that knowledge kill them?

As the adventure begins, the player characters (PCs) have just come to Freeport on a merchant ship. While on the docks, the PCs are attacked by a press gang, who mistake them for easy marks. The press gang is handily beaten off; since they are unused to real resistance.

A bookish young man named Brother Egil then approaches the PCs. He says that he's been looking for a group that can take of itself, and that he has a job for them if they are interested: finding a missing librarian. The missing man, Lucius, disappeared two days previously, and Egil is eager to find him.

Egil gives the PCs some background on Lucius and his strange behavior. The PCs are then free to investigate: They are likely to visit Lucius's home, the temple to the God of Knowledge, and an orc pirate ship. This should form a picture of Lucius as a man searching for his own past—who found something he wasn't counting on.

Following a trail of clues, the PCs learn about the Brotherhood of the Yellow Sign. With a little luck, the PCs can trail the cultists back to their hideout, penetrate the lair, and discover secret tunnels underneath it. Deep underground they find degenerate serpent people, and eventually Lucius himself. The librarian has been tortured badly and will die without aid.

The PCs also have to deal with the leader of the cult, a man they may recognize from the temple. When the cult priest is slain, they are in for an even bigger surprise. He was not human at all, but a serpent man in disguise. What this means for Freeport only the gods can say.

PART I: ~ BAITING THE HOOK ~

IN WHICH THE PLAYER CHARACTERS BEAT OFF A COWARDLY ATTACK AND FIND GAINFUL EMPLOYMENT IN THE CITY OF FREEPORT.

The setup of the adventure assumes the PCs have just arrived in Freeport after serving on a merchant ship. You can easily alter the circumstances if that lets you kick off the adventure more smoothly; for example, perhaps one of the PCs is a friend of Egil's from the continent. This would give them more reason to trust the young librarian and a better motivation to help him find his friend. The only real requirement is that none of the party should have been to Freeport before. Having inside knowledge of how the city works ruins some of the fun, so it's best if the characters are from elsewhere.

THE PRESS GANG

You stand on the docks of the great trading city of Freeport. Your journey here was long and uncomfortable, so it's with a sense of freedom that you walk the bustling dockside. Unfortunately, you are not laden down with gold, or even silver. The merchant that hired you on had to cut you loose

after his shipment of foodstuffs went bad during the voyage. You were supposed to travel to ports beyond, but now it seems that you're going to have to fend for yourselves in Freeport—at least for a while.

The action on the docks is mesmerizing. There are ships in port from all over the world, carrying every manner of exotic goods. Sailors and merchants of all races and backgrounds mingle on the wharves, with money changing hands so fast you can barely even follow. The sights and sounds are so overwhelming that you almost don't notice the group of men that casually coalesce around your party. They are a rough lot, scarred and crusty sailors armed with saps and belaying pins. The leader of these scurvy dogs, a toothless man with tattooed knuckles, smiles crookedly and says, "You've all just volunteered for an exciting life at sea. Do you want to go the easy way or the hard way?"

These men are, of course, a press gang out looking for able bodies to sell to visiting ships. The PCs appear inexperienced and easy to overwhelm, making them a prime

~ PART I: BAITING THE HOOK ~

target. They may notice (Spot check, DC 15) a young man in robes who stays to watch with fight with great interest.

Creatures (EL 4): When the encounter begins, the PCs are surrounded by eight sailors. Old toothless picked his point of ambush well: Boxes of goods dot the wharf, making it difficult to maneuver. The crowd is also thick, though it will begin to disperse if a fight erupts.

Sailors (8): 5, 5, 6, 6, 7, 9, 10, 11

Tactics: These sailors are old hands at the press gang game. They don't wear any armor, but they are handy with their saps, which they use first to deal subdual damage in an attempt to knock the PCs unconscious. If things get serious, they switch to their belaying pins (treat as clubs). The sailors are not trying to get killed—they expect easy marks. Press gangs prey on weakness, so these bullies clear out when it becomes obvious the PCs can take care of themselves. Once three of them have been overcome, the rest flee.

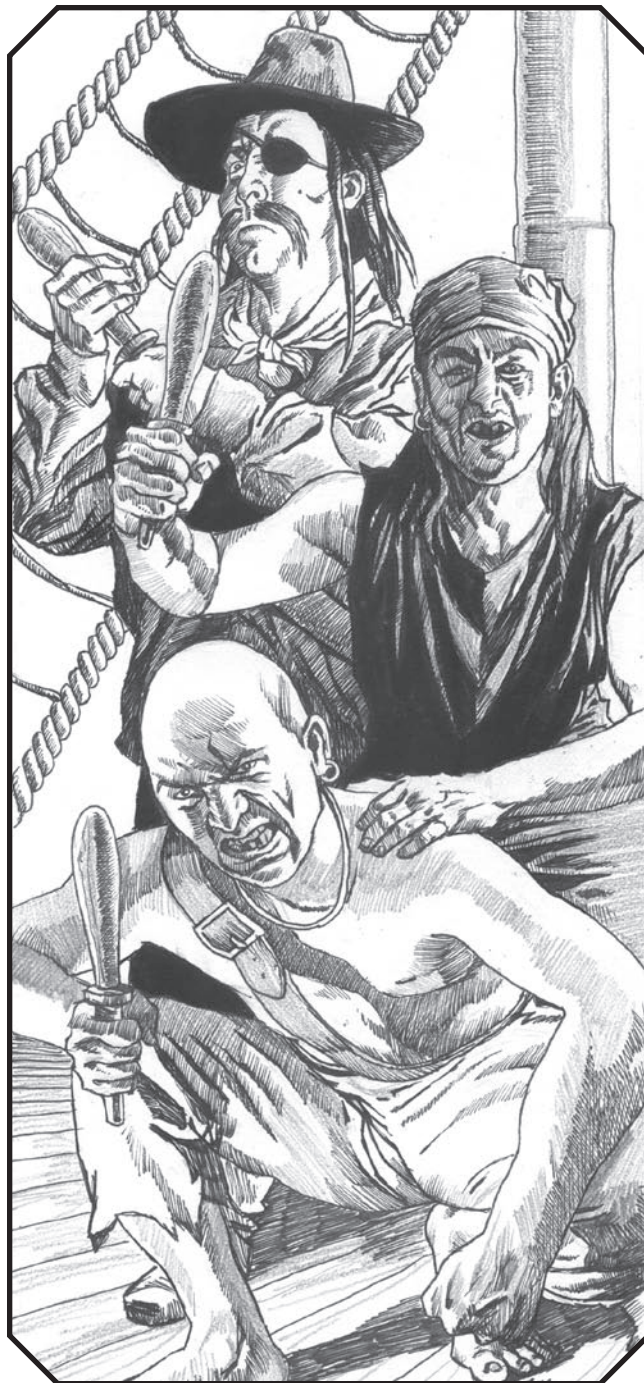
AN OFFER OF EMPLOYMENT

As the last members of the press gang flee into the crowds, a young man in robes approaches you. "That'll teach them to pick on newcomers," he says, laughing. "But where are my manners? Allow me to introduce myself. I am Brother Egil, and I've been looking for people who can take care of themselves in a scrap. If you'll allow me to buy you a round of drinks, I'd like to talk to you about a job. What do you say?"

If the PCs are amenable, Brother Egil (male human cleric 2, hp 15) takes them to a nearby tavern, the Bilge Rat. It's as charming as it sounds, but the beer is better than one would expect. Egil buys the first round, and then makes his offer.

"Two days ago, a librarian from my temple disappeared. For reasons that are somewhat complicated, the high priest has declined to look into the matter. The missing man, Lucius, is a dear friend of mine, and I'm worried that evil may have befallen him. I'm willing to offer you 50 gold pieces each, 10 now and 40 on completion of the mission, if you can find Lucius and return him to the temple. I will provide you with any information I can, and healing should you require it. Interested?"

Considering their current straits, the PCs should indeed be interested. If they are too suspicious and don't accept right away, Brother Egil says that it's a standing offer and that he can be found at the temple to the God of Knowledge. Once they accept the job, Egil fills them in on the situation.



He'll also volunteer this information if the party wants to hear more about the job before accepting. He is honestly concerned for his friend's well-being and has nothing to hide.

Egil's description of the case follows, along with his responses to some likely questions.

"I have known Lucius for most of my life. We were both brought up in the temple. He became a librarian and I, a priest. But six years ago,

~ PART I: BAITING THE HOOK ~

something strange happened. He seemed to change overnight. One day he was my friend of many years, and the next he was a complete stranger. He asked bizarre questions, seemed to remember nothing of our friendship, and treated the temple as his own personal library. Some months later he was caught violating the sanctum and was expelled from the temple. Shortly thereafter, he left Freeport entirely and was gone for four years.

"When Lucius reappeared, he was like his old self. He came to the temple and begged to be readmitted, saying that he had no memory of the previous five years. Thuron, the high priest, seemed adamant about refusing Lucius's petition but changed his mind after a private meeting with him.

"Lucius returned to the temple, and it was just like old times for eight or nine months. Then he started to look haggard, and he told me he wasn't sleeping well. Something was disturbing him, but he wouldn't say what. He started asking a lot of questions about what he had been like right before his expulsion. The high priest talked to him about it, but Lucius wouldn't let it go.

"I grew increasingly worried for my friend. He seemed on the brink of insanity, as if one small thing could push him over the edge. Two days ago, he failed to come to the temple. I went to his home and found it empty. I searched all over but could not find him. The priests of my temple deny it, but I know that something has happened to Lucius. I want you to find out what."

WHAT EGIL KNOWS

The PCs are likely to have some questions for Brother Egil. Below are his answers to the most probable. He answers to

the best of his knowledge, as he is sincerely concerned for his friend, so be reasonably open with information that he can be expected to have.

- Where did Lucius go when he left Freeport?

I don't know for sure, but Lucius seemed to think he had traveled quite widely.

- Why did the high priest let him back into the temple?

That question has puzzled me as well. Thuron is not a man who changes his mind easily, yet something that Lucius said or did during his meeting with the man swayed the high priest.

- Can we search his house?

Yes, certainly. I can take you there whenever you like.

- Can we talk to Thuron or other members of the temple?

Yes, but please do not mention my involvement. Better to say that you are friends of Lucius from abroad and that you've come to Freeport to see him.

- Can you recommend a place to stay?

Certainly. The Scholar's Quill is a fine tavern located between Lucius's home and the temple. Many visitors to the temple lodge there, and it doesn't have the rough clientele that many local inns do.

GETTING SETTLED

Unless the PCs have other plans, Brother Egil takes them to the Scholar's Quill. This is a quiet inn off the main thoroughfare that caters to academics. The first floor consists of a dining room, kitchen, and larder, and upstairs there are eight guest rooms that sleep two each. The innkeeper, a matronly woman named Desi (female human commoner 2, hp 6), lives on the third floor with her two serving maids. Brother Egil can get the PCs a good rate: 1 gp per day for the group, which includes a light breakfast

NEWS AROUND FREEPORT

Enterprising characters may start out by making a few Gather Information checks around town and spending some coins to pick up the news of the city. They can pick up the following rumors (DC 10):

- The Lighthouse of Drac is almost done now: Only three more months until it's ready. They say the Sea Lord is planning a big celebration too.
- They don't call that infernal lighthouse "Milton's Folly" for nothing. Ten years to build, and now the city coffers are empty.
- The Sea Lord's Guard (Freeport's watch) has been cut back so much that thieves are running wild. Only the Old City gets real protection.
- Pirates don't even bother to disguise themselves when they come to port these days. There are pirate ships here right now—some of the crews are even orcs!
- The Captains' Council has had enough of Sea Lord Milton Drac. He may have an "unfortunate accident" before his precious lighthouse is finished.

~ PART II: A PROMISING LINE OF INQUIRY ~

and dinner. Breakfast is at 8:00 A.M. sharp and dinner is at 5:00 P.M. Those who miss meals will have to fend for themselves—or try to sweet-talk Desi's staff.

Should the PCs disdain the Scholar's Quill—because they don't quite trust Brother Egil or they prefer more rough-and-tumble establishments—Freeport has plenty of inns

to choose from. Here are some alternatives to throw at them if you need to: The Rusty Hook (near the docks, notoriously dangerous), The Keelhaul (in the old town, attracts pirates), The Broken Mug (on a wharf, fights happen hourly), and The Black Rose (in the old town, caters to fat merchants).

PART II: A PROMISING LINE OF INQUIRY

IN WHICH THE PLAYER CHARACTERS CONDUCT AN INVESTIGATION
AND UNCOVER DIVERS ITEMS OF INTEREST.

The PCs now have a mystery on their hands. You should be flexible as they investigate, since there's no way of knowing where they'll want to look first. What seems obvious to you may not be so obvious to the players.

The best place to start the investigation is at Lucius's home. Chances are the party will head there right away, but a nudge in that direction might be necessary. Brother Egil could guide them there, for example. ("Do you want to see Lucius's house now? We'll have to hurry so I can be back at the temple in time for evening prayers.")

Brother Egil accompanies the PCs to make sure they don't just toss the place. Not that there's much to steal here, but he's got Lucius's interests at heart.

Note: When your players first hear about Milton's Folly (see the **News Around Freeport** sidebar), they may want to run off and investigate it right away. While the lighthouse is key to *Madness in Freeport*, at this stage it's simply a construction site. Let your PCs run around if they want to, but they won't find anything at this time. During this adventure there is nothing suspicious going on at the lighthouse. A map of Milton's Folly can be found in *Madness in Freeport*.

LOCATION 1: HOUSE OF LUCIUS

Apparently, being a librarian in a trading city is not a lucrative job. Lucius's small home has only the ground floor, consisting of two rooms, although there is a basement. Most of the main room is cluttered with books, scrolls, quills, ink pots, and other tools of the scholar's trade. A cot is jammed into one corner, and there's a small desk under the front window. The small backroom is part kitchen, part junk storage. A trapdoor leads down to the basement.

1A. MAIN ROOM

Most of the books and scrolls here are geographies detailing far-flung locations, with titles like *Of Dwarves and Men: The Lands of Naranjan*. Successful Search checks can turn up some useful information:

DC 15 or better: Among the scattered papers is a hastily scribbled "to do" list; see Handout A.

DC 20 or better: The desk has a drawer with a false bottom, which conceals a diary written in the same hand as the list. It takes about half an hour to skim through the entries, the most interesting of which are compiled in Handout B.

1B. BACKROOM

There is nothing here but dry goods and dirty clothes.

1C. BASEMENT

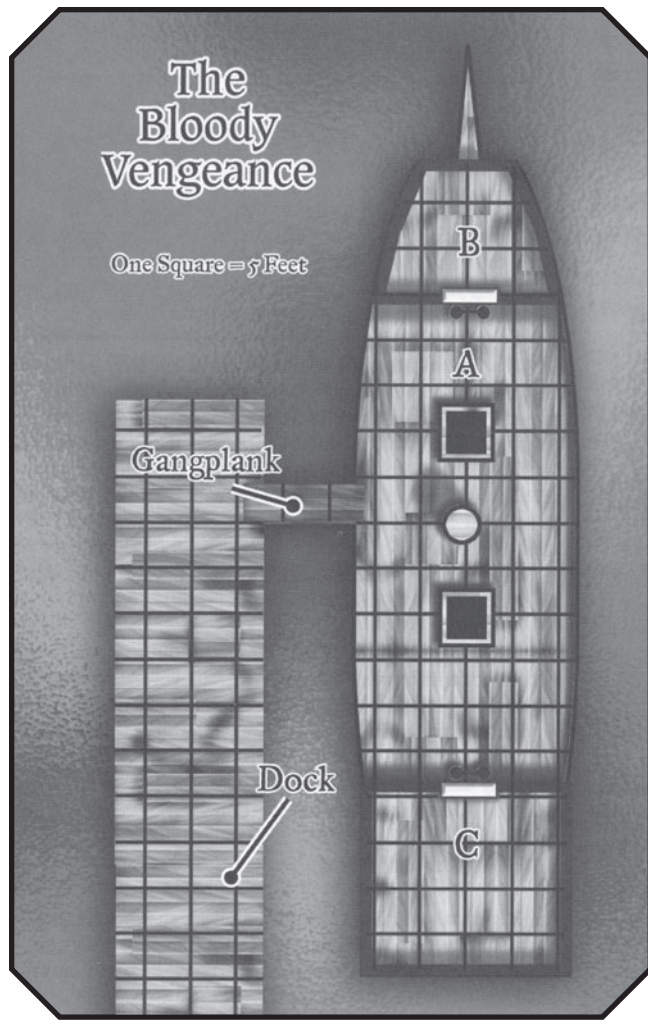
The trapdoor is not locked, and opening it reveals a staircase down. The basement is actually larger than the house, although it is strangely empty. There are bookcases lining the walls, as well as a display case. Searching turns up nothing, but a successful Spot check (DC 15) lets the character notice that the cases are much of more recent construction than the basement itself. The wood still has a "new" smell—probably no older than a year.

LOCATION 2:

THE BLOODY VENGEANCE

Lucius's list mentions a Captain Scarbelly. Brother Egil doesn't know of such a man, though he admits that he doesn't get out of the temple much. If the PCs did not go to Lucius's house first, they may still decide to check out the pirate ship. Not only does it loom large in city gossip, it is moored in plain sight, with its inhuman crew not bothering to hide themselves or their vocation.

- PART II: A PROMISING LINE OF INQUIRY -



The Bloody Vengeance is a crudely built orc ship, roughly 90 feet long. The ship is battle-scarred but seaworthy, and you note that no other ships have moored nearby. The sail is furled, but the crow's nest holds an orc lookout armed with a shortbow. Two other orcs guard the gangway, their scowls and jagged swords encouraging passersby to keep on walking.

The guards are as hostile as they seem. Anyone attempting to talk to them or request a meeting with Captain Scarbelly is told to clear off in no uncertain terms. The orcs will follow up this instruction with a physical demonstration if the PCs persist and do not appear much of a threat. Otherwise, the pirates call for the first mate, Aggro.

Aggro ducks out of the forecastle, revealing a huge frame. He loudly snorts, hawks, and spits while you inquire about Lucius. When you are done, Aggro says, "He was here last week, sniveling for an audience with the captain. I told him the same thing I'm telling you: Sod off!"

You notice that the archer in the crow's nest has an arrow nocked. Aggro and the guards are fingering the pommels of their wicked scimitars. They're clearly itching for a fight. It's obvious they have something to hide on their ship, all right—but is it Lucius?

A successful Gather Information check (DC 15 in town or 10 by the docks) reveals that the privateer *Bloody Vengeance* is in port now. Its captain, Scarbelly, is a notorious orc pirate who operates out of Freeport. The PCs may make additional Gather Information checks to learn more about the ship, its captain, and its crew. The table below summarizes what they can find out; reduce the listed DC by 5 if they continue to make inquiries around the waterfront.

GATHER INFORMATION

Check DC	Information
15	The <i>Bloody Vengeance</i> pulled into port eleven days ago.
20	The crew has largely stayed on their ship. They seem edgy and hostile.
20	The ship has a crew of ten orcs, including a brutal first mate.
25	Captain Scarbelly has killed twenty-nine men in hand-to-hand combat.

Read or paraphrase the following when the PCs take their first look at the *Bloody Vengeance*.

Actually, Aggro is telling the truth about sending Lucius on his way. The orcs are touchy because a powerful wizard named Kenzil hired them to attack a particular ship and acquire a magic staff for him. Captain Scarbelly doesn't like dealing with wizards, but the money was too good to pass up. He has the staff locked up in his cabin, and his crew is guarding it around the clock until Kenzil shows up. Scarbelly is on edge and eager to see the staff safely delivered—he is certainly going to resist anyone who boards his ship.

What Aggro does not know is that Lucius did manage to talk to the orc captain while he was visiting a tavern. Lucius had come to suspect that he had spent time on the *Bloody Vengeance* during his missing years, so he sought out the orc captain. Turned away by Aggro, Lucius followed Scarbelly and asked him some questions. See the **Captain Scarbelly** sidebar for more information.

ALL HANDS ON DECK

The PCs have several options for handling the orcs. They might simply rush the crew and start a brawl, or they can watch the ship and try to spy on Scarbelly. Rogues may try sneaking on board at night to have a look around.

- PART II: A PROMISING LINE OF INQUIRY -

CAPTAIN SCARBELLY

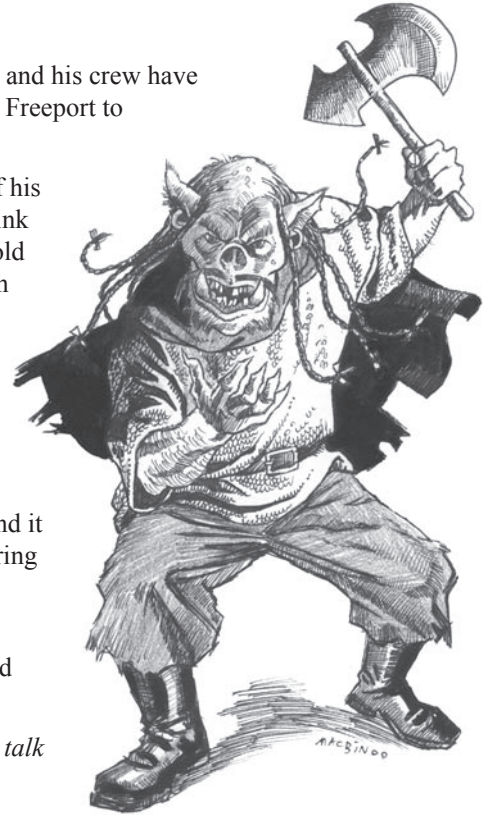
Captain Scarbelly is rightly feared by merchants and seafarers. He and his crew have terrorized the sea lanes for years, and they know whom to bribe in Freeport to keep it that way.

Since he's waiting for the wizard Kenzil, Scarbelly spends most of his time on the ship. Once in a while, though, he does slip off for a drink and meal, and this may give the PCs a chance to talk to him. The old pirate won't say anything about Lucius unless he's bribed, but with sufficient incentive he relates the whole story.

The captain recognized Lucius right way, for he had indeed been on the *Bloody Vengeance* some four years ago. The librarian bought him a drink and asked many questions about that time, which seemed odd to Scarbelly: The human had been right there! Lucius had paid Captain Scarbelly a handsome sum to travel with the pirates, observe them, and take notes. The orcs found it strange, but his money was good, and he stayed out of the way during fights. After a few months, Lucius moved on, and that was the last Scarbelly saw of him until a few days ago.

In his money pouch the captain also has a note from Lucius, passed to him by Aggro. It reads:

Captain, my name is Lucius and I believe you know me. I'd like to talk to you about my time on your ship. Please tell your mate to let me aboard next I call.



Attacking the orcs is a mistake (EL 7 for the entire crew at once!), but the PCs probably won't realize this right away. The lack of the Sea Lord's Guard on the docks means a fight can rage without interference. Although Lucius is not here, there is loot—if the party survives the experience.

A. MAIN DECK

The main deck is 55 feet long and 20 feet wide. Its center is pierced by the mast, and coils of rope and other supplies are scattered across it. Two large trapdoors lead to the hold below: This is mostly empty but does have some food and grog stores.

Creatures (EL 3 or 4): There are usually two (sometimes three) orc pirates guarding the gangplank and one each in the forecastle and aftcastle. These structures provide cover from missile fire, and their elevated positions offer a good view.

Pirates (4 or 5): 3, 5, 5, 7, 9.

B. OFFICERS' QUARTERS

Captain Scarbelly and First Mate Aggro share a cabin underneath the forecastle (unlike human sailors, they like the way the ship's prow goes up and down!). The room is roughly 15 feet by 15 feet and crammed with stuff. There

are two beds, a table, and a chest, all nailed to the floor (to keep things from flying about during storms). The chest is quite large (it could easily hold a person) and doubles as a table.

Creatures and Trap (EL 3): During the day either Aggro or Scarbelly is here, and both are onsite at night (raising the EL to 5).

Aggro (orc fighter 2): hp 18.

Scarbelly (orc fighter 3): hp 31.

At the moment, there are sea charts and navigational equipment spread across the chest, but a large iron lock is clearly visible. The lock is trapped.

Poison Needle Trap: CR 1; mechanical; touch trigger; manual reset; +8 melee (1, plus poison), Search (DC 20); Disable Device (DC 21). Poison: Fort save (DC 14); initial damage 1d8, secondary damage 0.

Treasure: The chest does not contain Lucius, but it does hold pirate swag: 100 gp, 1250 sp, and 500 cp. On top of this bed of money lies a 5-foot-long staff carved with a scale motif. This is a *staff of defense* (50 charges, CL 15th, contains the following spells [use cost]: *shield* [1 charge], *shield of faith* [+4 deflection bonus to AC, 2 charges], *shield other* [1 charge], *shield of law* [3 charges]), the item Kenzil hired Scarbelly to find.

- PART II: A PROMISING LINE OF INQUIRY -

G. CREW QUARTERS

The remaining eight crew members share this 20-foot-by-20-foot room under the aftcastle. Each wall has two hammocks and a small chest for personal effects. The PCs are welcome to poke through dirty orc laundry, but there is nothing of value.

Creatures (EL 2 or 3): While the ship is in port, there are always two or three pirates sleeping here.

Pirates (2 or 3): 3, 7, 10.

Orc Tactics: Captain Scarbelly has not survived this many years as a pirate by being stupid. His crew is well trained, and they know what to do in case of an attack. When the first blows are struck, the orcs on guard raise the alarm with a terrific shout. They concentrate their defense on the officers' quarters and stay on board the ship no matter what. The orcs in the forecastle and aftcastle use their bows to neutralize obvious threats, with spellcasters at the top of that list: Sleeping orcs wake and join the fight in whatever area needs it the most. Aggro comes out to the main deck to organize the defense. However, if the captain is not aboard, the first mate instead guards the staff in the officers' quarters.

Development: The PCs don't know about Kenzil. He still wants his staff, and if the party took it he'll try to track it down. He may pursue the PCs immediately on his arrival in Freeport. Alternatively, it may take him some time to learn the item's fate, making him a suitable challenge for

a more powerful party. The character is peripheral to the adventure, so no details are provided here: This provides an opportunity to introduce a suitable NPC from your own campaign. He could become a thorn in the PCs' sides, or appear just once as a seemingly random encounter.

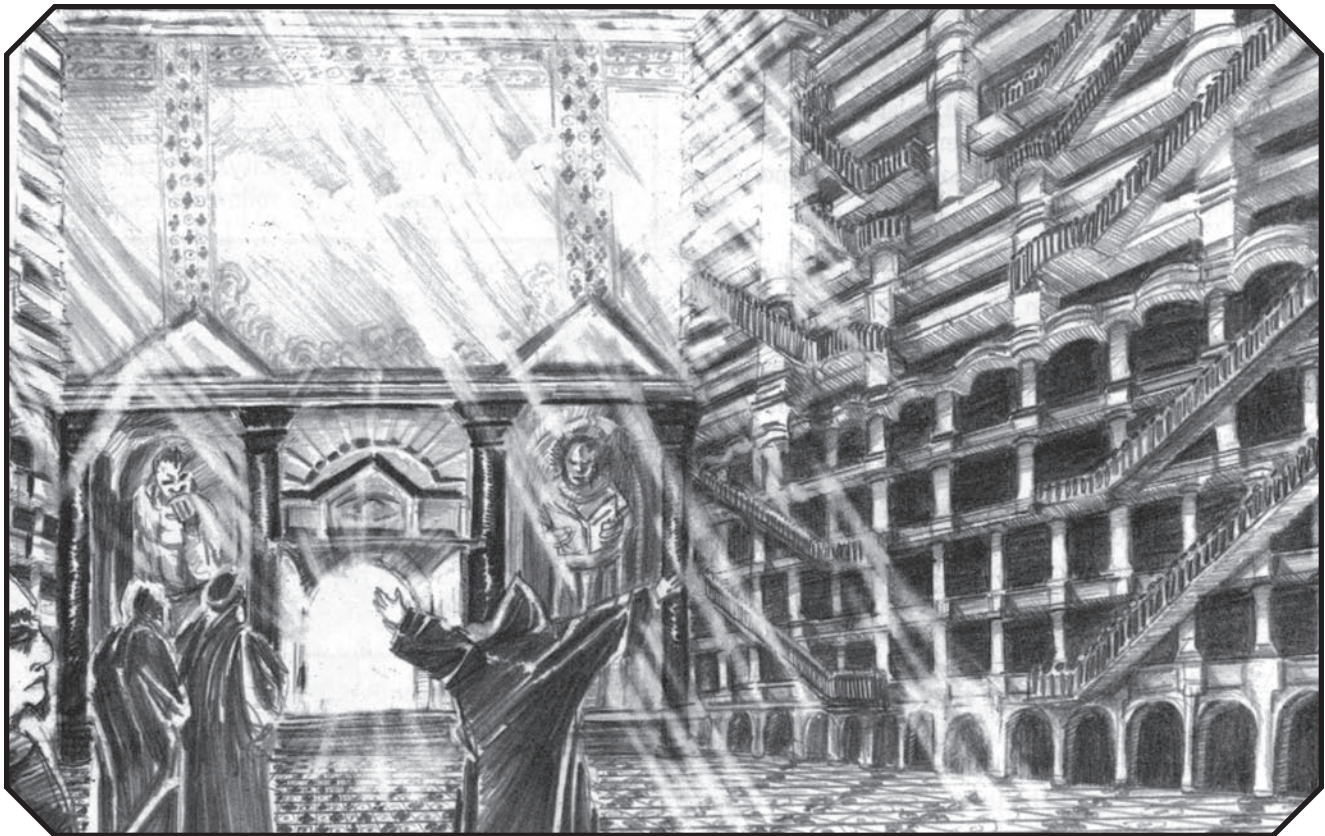
LOCATION 3: THE TEMPLE

Sooner or later, the PCs should investigate the temple to the God of Knowledge. The building is quite large and easily visible from most parts of the city. The first time they go there, read or paraphrase the following description.

The temple is an impressive structure, its vaulted frame soaring up one hundred feet. Large bronze doors stand open, revealing a tiled atrium. Statues of the god indicate that this chamber is the center of worship, but balconies lined with books reach all the way to the frescoed ceiling. This place appears as much library as temple, and the rows of silent scholars working in the balconies attest to this fact.

A young man approaches you. He introduces himself as Norton, a temple novice, and asks how he can be of assistance.

Norton can take the PCs to the high priest's office, which is one level down. There they are passed on to Milos, a



- PART II: A PROMISING LINE OF INQUIRY -

slight man with horn-rimmed glasses who is the assistant of Thuron. This is as far as they can get. Milos simply will not allow access to the high priest. Should the PCs attempt violence in the temple, a dozen clerics will be on the scene within minutes. This is not a good idea, and may have far-reaching repercussions.

Your requests to speak with High Priest Thuron are flatly rejected by Milos. "I'm afraid such a meeting is impossible," he says. "The high priest is extremely busy planning the dedication of the Lighthouse of Drac. He cannot be disturbed. However, I am Thuron's eyes and ears around the temple, and you may ask me your questions."

MİLOS SPEAKS

Here are some likely questions and Milos's answers.

- What is the Lighthouse of Drac?

You must have seen it on your way into Freeport—an enormous structure. Sea Lord Drac, the ruler of Freeport, is building it to commemorate his glorious ancestors. The lighthouse has been under construction for some ten years, and its dedication is in three months.

- What can you tell us about Lucius?

He is an excellent librarian, though he made several poor choices in his time. He was away from the temple a good four years but returned last year. He has not been here in a couple of days, and I do not know where he is.

- Has Lucius been acting strange lately?

He has appeared increasingly haggard over the past several months. He also began asking some very strange questions. The high priest himself had a talk with the man, but this seemed to do no good.

- What sort of questions was Lucius asking?

He was asking about his activities in the temple in the time leading up to his expulsion. As if he weren't here himself! No one needs to be reminded that Lucius violated the sanctum, but he would not let it rest.

- What did the high priest say to him?

Lucius has been very lax in his duties of late, and Thuron warned him to be more diligent. The high priest told him to forget the past and concentrate on the present: The events of five years ago are best forgotten by everyone.

- Did Lucius have any enemies?

None that I am aware of. Anything may have happened in the years he was gone from Freeport, of course, but I know nothing about that time.

- Why was Lucius let back into the temple?

He had acquired a very interesting library of books during his worldly travels. He offered to donate this collection to the temple as a penance, and the high priest accepted.

- Can we see these books?

They have not been made public yet. Our experts are still evaluating them and checking their authenticity. They should be available next year.

MİLOS

Milos has been living in Freeport for decades, posing as a variety of city folk and changing identities when necessary. His parents were both members of the Brotherhood of the Yellow Sign, and he was brought up in the faith. His position in the temple to the God of Knowledge has been very useful to the cult: He not only has access to enormous amounts of research material, but also has the ear of an influential figure in the city.

In his researches, Milos learned of extraplanar beings that possessed mortal hosts to study different times and places. When Lucius underwent a personality change overnight, Milos knew just what was going on—but, to his frustration, he also knew that when the real Lucius returned, he wouldn't remember anything of his time away. When the librarian began having his nightmares and memory problems, Milos took notice. Apparently, Lucius was remembering something of his time on another plane. Milos decided to kidnap the man and torture the information out of him. Such arcane knowledge could benefit the Brotherhood greatly.

This scheme did not work out, though. Lucius had some vivid memories, but they were fragmentary and of little use. More significantly, the kidnapping put investigators on a trail straight to the cult's temple. Freeport is the nexus of an ambitious plan, and the Brotherhood's leaders don't need their underlings drawing attention to them at this crucial time. In the unlikely event that Milos survives the final encounter, his superiors will be most displeased.

- PART II: A PROMISING LINE OF INQUIRY -

GM Note: These books were in Lucius's basement—hence the “new” smell to the shelves—and include the travel logs mentioned in the “to do” list. Lucius wrote these logs during his possession, but they have proved very difficult to decipher. Not only is much of the writing in an unknown language (which could normally be circumvented with *comprehend languages*), but it is also in a complex code. Even after the librarians manage to break this code, they will have the same problem that they face with the other donated books: The subject matter is rather esoteric, and much of it is simply *alien*.

- If Lucius is missing, why aren't you looking for him?

We do not have the resources to mount search parties for every librarian who fails to come to work. In any case, there is no evidence of foul play. I am sure Lucius is just sleeping off a hangover somewhere.

QUESTIONS AT THE TEMPLE

After their interview with Milos, the PCs are free to talk to other people around the temple. They can find four types of people here: priests, lay librarians and clerks, scholars, and worshipers. Temple regulars know Lucius, but they are not forthcoming with information. (Milos has already instructed the staff to put Lucius from their minds.) Should the PCs run into Brother Egil at the temple, he pretends not to know them.

At a later time, the PCs may want to ask Egil about Milos. He can tell them that Milos, although not a priest himself, is Thuron's right-hand man, and that the high priest doesn't

make a decision without him. He's been at the temple for fifteen years and is dedicated to his own ambitions, the temple, and Thuron—in that order.

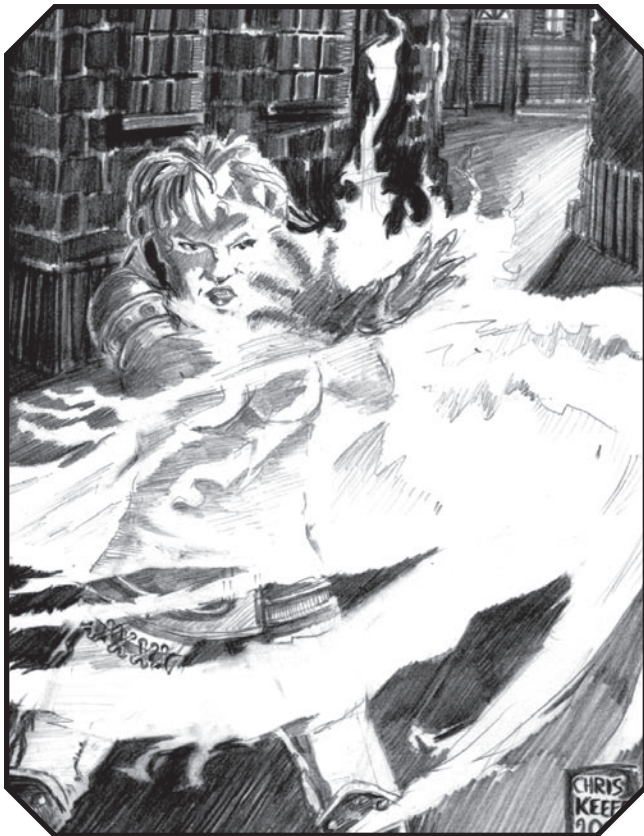
YELLOW SHIELDS AT SUNSET

The PCs' investigation does not go without a response: Milos is in fact highly placed in the Brotherhood of the Yellow Sign. After the party's visit to the temple, he decides that he must take action and orders one of the cultists to arrange their elimination. This cultist, Enzo, recruits a small band of mercenaries known as the Yellow Shields and provides them with a description of the PCs.

Members of the Yellow Shields then fan out across the city. When exactly they do this is up to you, but a good time is shortly after the PCs have visited the three locations above. You should save the mercenary encounter for when they are out of clues and need a bit of a push, or are about to do something really stupid (such as fighting their way into the temple to see Thuron).

Once the mercenaries have established where the PCs are staying, they organize an ambush. They strike at sunset, hoping to hit the party on their way back from a long day of investigation when their guard is down.

*The sun is setting in the west, silhouetting the Lighthouse of Drac beautifully with its dying rays. You are nearly back to the inn, ready for a hot meal and a stiff drink, when you hear the unmistakable thwack of crossbows discharging. As the bolts fly through the air, you see a group of warriors carrying yellow shields burst out of a nearby alley with swords drawn.
Looks like dinner will have to wait.*



Creatures (EL 4): The mercenaries have planned their attack well, positioning themselves along a lengthy block so as to hem the party in. There is a crossbow-armed warrior on a rooftop at the front of the block. The mercenary leader and two of his followers come out of an alley to seal off the street ahead of the party, while the group's sorcerer and another archer block off the back. Unless the PCs have taken unusual precautions, they are caught by surprise.

Yellow Shields (4): hp 4, 7, 7, 9.

Belko (human sorcerer 1): hp 7.

Rittoro (human fighter 2): hp 14.

Tactics: The mercenaries' plan is to bottleneck the PCs and then finish them off with a combination of missile fire and focused hand-to-hand combat, targeting spellcasters and dangerous combatants first. They stand fast until Rittoro, the leader, falls. Then those in the best position to flee (especially the mercenary on the roof) do so.

~ PART III: THE TRUTH SINKS IN ~

Development: If any of the mercenaries are captured, they quickly admit that they don't know who hired them. Rittoro took care of that, and he won't be able to talk if he's dead. Should Rittoro survive the battle, he plays tough for a while but eventually reveals that a man named Enzo hired him. Even Rittoro doesn't know anything about Enzo, though: He had money, and that was enough for the Yellow Shields.

However, Rittoro does have a piece of parchment with an address written on it. This is where he's supposed to meet his contact after the job to receive payment. If the PCs search his possessions, they also find an ivory-handled dagger with an "L" carved in the hilt.

GM Note: The dagger belonged to Lucius and was given to Rittoro as a down payment on the contract. He has no information about its origin.

PART III: THE TRUTH SINKS IN

IN WHICH THE PLAYER CHARACTERS UNCOVER A DEVILISH UNDERSIDE
TO THE CITY AND REVEAL AN AGENT OF EVIL.

After the attack of the Yellow Shields, the PCs should realize that their investigation has aroused interest of a most unfriendly kind. At this point, they can solve the mystery in two different ways, depending on what evidence they have amassed.

CHECKING OUT THE ADDRESS

If the PCs have taken the address from Rittoro, they find that it corresponds to a tavern called the Black Gull. This is a rather seedy dive near the docks. Rittoro, if alive, tells them that he was supposed to meet Enzo there at 7:00 P.M. with proof of his completed mission. Otherwise, the PCs may have to stake the place out. Enzo is easy enough to spot. He's a thin, nervous-looking man—definitely out of place in the tough crowd at the Black Gull. The easiest thing to do is simply follow him: He can lead them straight to the cult's temple, a bricked-up house on an out-of-the-way street.

ENZO

While Enzo dreams of gaining power from the Brotherhood of the Yellow Sign, in reality he is nothing more than a peon and an errand boy. A tailor by trade and a weak, unfocused individual, he turned to the occult in a desperate attempt to take control of his own life. The Brotherhood recruited him after he was seen visiting curio shops and booksellers, asking after magical secrets. (Yes, Enzo *is* that much out of touch.) Enzo has not yet been fully initiated into the cult, but he has proved a useful gopher. Milos had him hire the Yellow Shields to see if the man could be discreet, not considering the PCs a real threat.

Enzo (male human expert 1, hp 3) won't fight. Should the PCs confront him, he immediately crumbles. He's a coward at heart and has been bullied so often throughout life that groveling is second nature. He reveals the orders he was given and can lead the party to the cult's headquarters.

However, Enzo's knowledge is quite limited.

- The cult is called the Brotherhood. Enzo is not yet worthy to know their dark patron's name.
- The leader of the cult is very powerful. Enzo knows him only as the Master.
- The PCs angered the Master and so earned a death sentence.
- There are some rooms beneath the bricked-up building, but Enzo has never been down there.



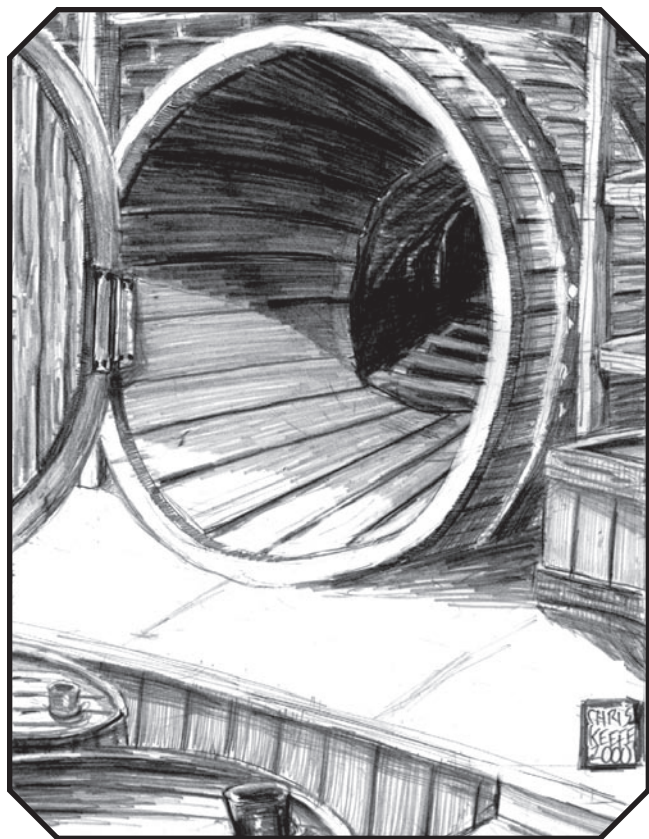
~ PART III: THE TRUTH SINKS IN ~

- Enzo was ordered to bring food to the building twice in the last few days. This doesn't usually happen.

FOLLOWING MILOS

After visiting the temple to the God of Knowledge and being stymied in their investigation by Milos, the PCs may become suspicious of him. They can learn quite a bit by shadowing him. He doesn't leave the temple often, but when he does he visits some strange places. On a typical outing, Milos might stop in at a curio store or wizardly supply shop to purchase esoteric spell components (strange for someone who is supposedly not a spellcaster), or an open-air market for a live animal, such as a black goat (even though the God of Knowledge doesn't require blood sacrifice). Eventually, he heads to a bricked-up building on a little-used side street and disappears inside.

If the party are stumped and can't figure out a next move, you can gently steer them in the right direction. For example, they might catch sight of Milos across the crowded marketplace. Although not dressed in his temple robes, he is unmistakable, yet does not respond to any hails. This should rouse the PCs' interest enough to follow him, although this is difficult in the busy streets (requiring Hide checks opposed by Milos's Spot, as well as Spot checks to keep him in sight). Milos eventually disappears inside the bricked-up building. This isn't the cleverest way to find Lucius, but it'll get the job done.



LOCATION 4:

THE BRICKED-UP HOUSE

This abandoned-looking building is the cult's headquarters, and the place where Lucius can be found. It is on a side street that is usually deserted.

The house is nondescript and seems a perfect hideout. It is a simple, one-story construction, roughly 20 feet by 30 feet. The dilapidated exterior is made of wood, but the windows have all been bricked up. Two steps lead up to a stout-looking wooden door.

The door is locked (Open Locks, DC 25). A successful Strength check (DC 18) can knock it down but would make a lot of noise.

Wooden Door: 1 1/2 in. thick; Hard 5; hp 15; AC 5; Break DC 18.

Once inside, the PCs can see that the place is a wreck. There are piles of masonry and refuse everywhere, and it's impossible to tell how many rooms the place may have once had. Anyone who succeeds at a Spot check (DC 20) notices that parts of the foundation seem to be from an older construction: The stone is of better quality and finished with more skill.

Toward the back of the house there is a wooden trapdoor in the floor. This is not locked or trapped, and beneath it is a staircase leading down.

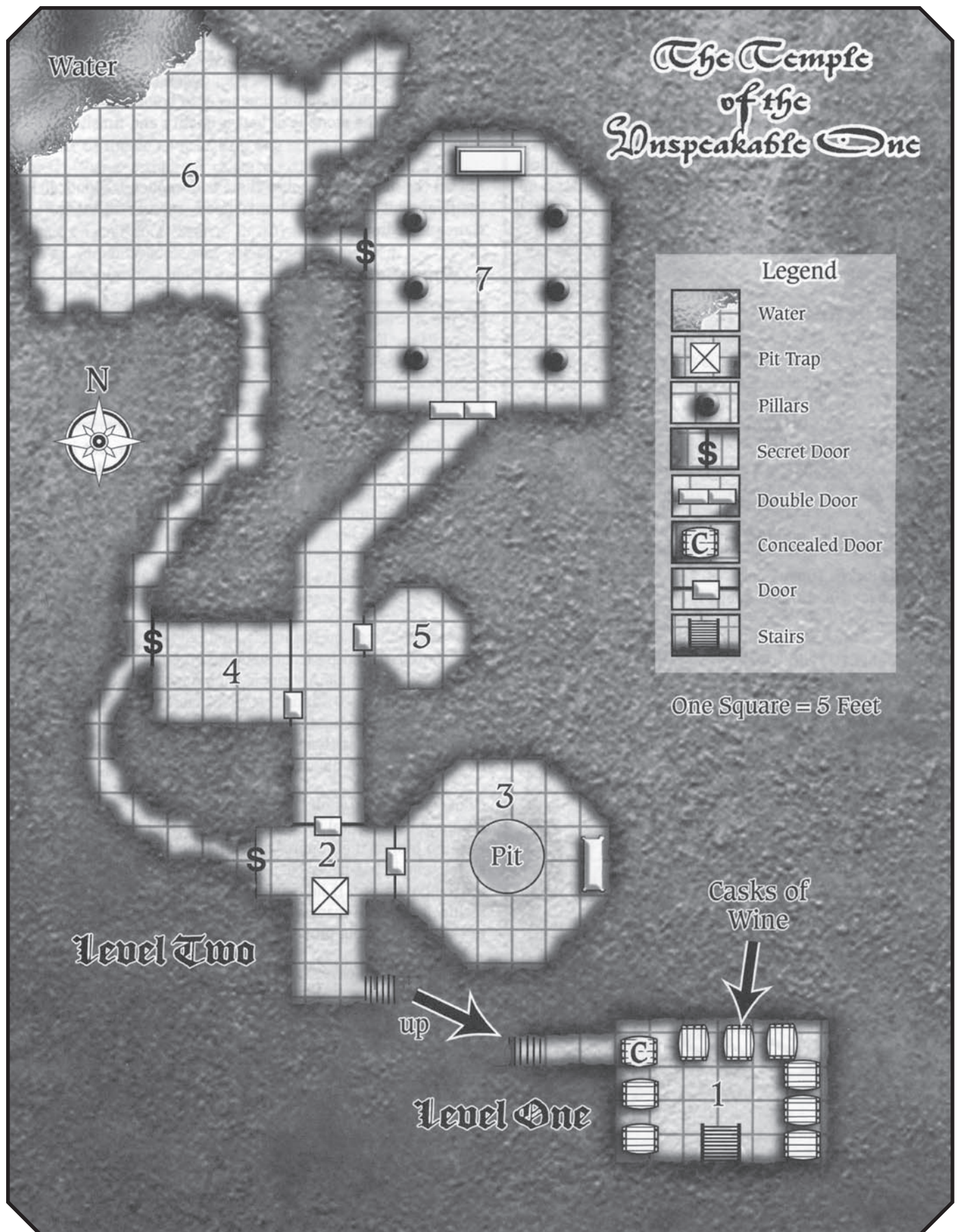
I. WINE CELLAR

The stairway leads down to an old wine cellar. The walls are lined with nine large casks made of oak, each about 6 feet tall and nearly 8 feet long. They appear to have been here for a long time, though the room contains remarkably little dust.

Five of the casks actually still have wine in them, but it is quite spoilt. The remaining four make hollow sounds if struck. One on the west wall, though, houses a concealed entrance. A character with the Track feat can attempt a Survival check (DC 20) to notice faint footprints leading from the stairs to the cask. (Tracking should be done before the entire party stomps around the room—otherwise all traces are obliterated.)

The cask is hinged on the inside, and releasing a hidden latch causes the entire front half to swing out, revealing a stone passage and more stairs leading down. A successful Search check (DC 17) finds the secret mechanism; Should PCs decide to investigate the casks "the adventurer way" (that is, hacking at them with axes), treat the barrels as 1-inch-thick wooden objects (Hard 5, hp 10).

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NOW YOU'VE DONE IT!

Adventurers usually can't resist messing around with items they find. Often unwise, in this case doing so in the Initiation Chamber is very dangerous, as it may accidentally trigger the ritual. Should the PCs manage to light the candles and incense, and strike the gong three times, the Unspeakable One takes notice.

The room reverberates with the sound of the gong. Above you the stars seem to twinkle as if you really are looking at the sky. Then you feel a presence—and the circular depression erupts with black tentacles.

You don't need to be a paladin to feel the evil here. It is ancient and potent, and you can only hope those tentacles have not come for you.

Anyone in the room when this happens must succeed at a Will save (DC 20) or suffer 2 points of temporary Wisdom damage. The tentacles do not attack anyone outside of the depression. Casting spells at or attacking the tentacles has no noticeable effect, for the Unspeakable One conforms to an alien reality beyond the ken of mortals. The tentacles remain for 2 rounds, then disappear.

Characters actually in the depression are in for a horrific experience. The tentacles engulf them, squeezing, pulling, and prodding. Inhuman voices fill their heads, uttering terrible words and evoking images of horror. Though this lasts for only 2 rounds, it seems like an eternity. Finally, the tentacles withdraw and disappear. Those who suffered through this take 3d6 points of Wisdom damage (Will save half DC 20). This Wisdom loss is temporary except for 1 point, which is permanently drained. No one can survive such an experience unscathed.

Those reduced to 0 Wisdom fall into a catatonic state, tormented by nightmares of the Unspeakable One until they recover. Temporary Wisdom damage returns at the rate of 1 point per night's rest (8 hours) or 2 points per full day of rest (24 hours). Both *lesser restoration* and *restoration* also replenish lost Wisdom, but *restoration* is needed to heal any permanent loss.

Milos has cast *alarm* on the concealed entrance and made it permanent with a scroll. When the PCs open it, a mental tone sounds that only he can hear, warning him of their approach. Although the sanctity of the secret temple has never been compromised, Milos is ready for the possibility. If he is not already onsite, he finds a secluded area within range and uses his *wand of dimension door* to travel to the cult's temple proper (area 7).

Milos then runs to the caves (area 6) and rouses the degenerate serpent people there. He orders them into the tunnels to ambush the PCs in the intersection (area 2) or the treasury (area 4). Once he's sent off the serpent people, Milos casts *shield* on himself. If he has time, he may cast *resistance* and/or *guidance* on the attendants with him in the temple (see area 7 for more information).

2. INTERSECTION

The narrow stairs open into a corridor of finished stone, about 10 feet wide, that heads north about 25 feet and ends in a T-intersection. There are doors on the east and north walls.

Trap and Creatures (EL 1 or 3): At the beginning of the intersection is a covered pit trap. Once the presence of the pit is known, it is easy enough to walk around.

Camouflaged Pit Trap: CR 1; mechanical; location trigger; manual reset; DC 20 Reflex save avoids; 10 ft. deep (1d6, fall); Search DC 24; Disable Device DC 20.

Neither of the doors is locked. The north door opens into a 40-foot-long corridor that veers northeast, with two doors visible. The east door of the intersection leads to the initiation chamber (area 3). The west wall of the T-junction hides a secret door (Search, DC 20) that connects to the caves. Serpent people may attack out of this door, depending on how much time Milos had to warn them (this raises the Encounter Level to 3).

Serpent People (5): hp 3, 5, 6, 6, 6.

Tactics: Should the serpent people miss the party, they lurk in area 2 and await a suitable opportunity. They are most likely to attack when the PCs are heading down the corridor towards the temple proper (area 7).

3. INITIATION CHAMBER

The door swings open to reveal a 30-foot-by-30-foot octagonal chamber. The entire room has been painted black, and the ceiling shimmers with stars like the sky at night. There is a circular depression in the center of the room some 10 feet deep. On the far wall you can see a sturdy table covered with

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ritual paraphernalia: a gong, incense burners, two candelabras, and some other items you can't make out. No one is in sight, but the room itself seems to radiate menace.

This strange room is the initiation chamber for the Brotherhood of the Yellow Sign. It is painted black in honor of the Unspeakable One's starry home. Recruits who have proved themselves are brought here to be judged by that dread entity. A candidate undergoing initiation is stripped naked and pushed into the depression. Milos then enacts a ritual to draw the attention of the Unspeakable One. This is by no means a pleasant experience, and one that cowards like Enzo are unlikely to withstand.

The items on the table are of considerable interest. The candelabras are made of pure silver and shaped like coiling serpents. They are quite old, and the craftsmanship is exquisite. Each would fetch 50 gp on the street, double that if sold to a knowledgeable wizard or sorcerer. The candles are black, but are otherwise unremarkable. The incense burners are made of bronze (5 gp each). They are full and ready for the flame. Several small cases lie nearby, containing additional cubes of incense (total worth 15 gp). The large gong has pride of place on the table. It too is made of bronze and also features a serpent motif (10 gp).

4. TREASURY

As you open the door, your eyes are immediately drawn to the garish purple curtains that hang from the walls. Your attention quickly turns to the center of the room, however, where skeletal figures come to life and start towards you with claws extended. You can see many chests scattered about, but you'll have to fight your way through the walking dead first!

This small, cramped room is the cult's treasury: Milos has stored a lot of wealth in here over the years. A cult superior who recently visited has animated the remains of some deceased initiates to guard the treasure.

The purple curtains are mostly decorative but do help conceal a secret door to the ancient tunnels of the serpent people (Search, DC 20).

Creatures (EL 2, 3, or 4): The number of skeletons is variable. There should be at least one per PC, up to double that if the party includes a cleric (EL 2 if 4-6, EL 3 if 7-8). The fighting is likely to be at very close quarters. The degenerate serpent people from area 6 may also attack if they have not yet been encountered and the PCs are dealing with the skeletons too easily; this raises the Encounter Level to 4.

Skeletons (4-8): hp 1, 2, 4, 4, 5, 5, 10, 10.

Serpent People (5): hp 3, 5, 6, 6, 6.

Treasure: There are four chests here, all of which are locked (Open Locks, DC 20). Milos carries the keys with him at all times. Should the PCs slay him first, they can open the chests with ease.

Chest #1 contains 500 gp and 1500 sp.

Chest #2 contains 3000 sp and one *potion of cure light wounds*.

Chest #3 contains 2500 sp and 4 onyx gems worth 60 gp each.

Chest #4 contains 2200 sp. Lying on top of the coins is a +1 *heavy shield of arrow deflection*.

The curtains also hide an old spear standing upright in the southwest corner of the room. The weapon is magical; it is a +1 *shortspear*.

5. LIBRARY

Another octagonal room, this small chamber looks to be a study or library. A teakwood desk stands against the far wall, flanked by low shelves that are crammed with books and scrolls. An oil lamp hangs from chains in the center of the room, its flame burning low—the room seems alive with shadows.

Milos inherited this library from his predecessor. Some of the books date back a thousand years or more, and many are in languages that have been dead at least as long. A scholar would have a field day with this treasure trove, except that nearly every tome is full of blasphemous secrets.

The desk is a beautiful piece of work and has been lovingly maintained. On it lays a large book bound in black leather and finished with silver. The tome's title is rather ominous: *The Book of the Unspeakable One*. It is full of rituals and stories involving the dread god, and its pages are for cult members only. Anyone who has not been through the Brotherhood's initiation takes 1d4 points of damage (no save) if he or she attempts to read the book. Furthermore, those of good alignment must succeed at a Will save (DC 20) or lose 1d6 points of temporary Wisdom.

There are several letters scattered across the desk. Two of them are progress reports on the construction of the Lighthouse of Drac. The third is short but to the point:

Our preparations are almost complete. We will arrive in Freeport on schedule. Make sure that all is ready for us. The Brotherhood is counting on you.
—N'Tal

GM Note: This letter's implications will become more important in *Terror in Freeport* and *Madness in Freeport*. For now, it serves to make clear that this temple is not the cult's only center of operations.

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HOW UNSPEAKABLE IS UNSPEAKABLE?

Once they learn the nature of the cult, players may want to find out if their characters know anything about this Unspeakable One. Either Knowledge (arcana) or Knowledge (religion) can reveal something.

Check DC	Information
15	The Unspeakable One is an evil god whose worship is proscribed in many nations.
20	The god is dedicated to madness and destruction, and his cults have been suppressed numerous times over the centuries.
25	Worship of the Unspeakable One dates back to ancient times. Legends speak of a race of serpent people dedicated to his worship.
30	Even scholars are afraid to whisper the name of his cult: The Brotherhood of the Yellow Sign.

The rest of the library is full of old books and scrolls. Most are in no language the PCs are familiar with. Due to the age and obscure nature of these volumes, Decipher Script checks are at DC 30; even then, little of them make sense. A few titles should suggest that they are best left alone: *Cult of the Bloody Heart*, *Spawn of the Ages*, and *Rebirth of the Old Ones*. Any of these books would be worth a great deal of money to the right people, but shopping them around would surely attract the wrong kind of notice.

Unfortunately for any wizards in the party, the serpent people are sorcerers and so have no need of spellbooks. No matter how hard the party searches, there are none to be found in this library.

Development: This room is a great place to plant some seeds for later adventures. A clue here can lead the party into the next situation, if you have one in mind. This makes your campaign more of an ongoing story and less like an episodic TV show.

6. CAVE OF THE DEGENERATES

Unbeknownst to the inhabitants of Freeport, many bands of degenerate serpent people still live in tunnels underneath the city. The small section shown here actually connects to a much larger network. When the civilized serpent people of the Brotherhood built this temple complex, they made sure to connect it with the crude tunnels of their cousins. This gives the cult access to mindless force when needed.

The PCs are not likely to encounter the degenerate serpent people at this location, though they may find the secret tunnels (DC 15 Search check to locate). Unlike the rest of the complex, these tunnels are rough-hewn and unfinished. They lead to a large cave where the degenerates spend most of their time. Read the following description the first time the PCs discover the cave.

A large, irregular cave stretches out before you. It is different from the other rooms you've seen, looking both older and more primitive. At least 40 feet by 50 feet, and larger in places, the cave is scattered with bones, refuse, and filth. You can hear the lapping of water from the northwest corner, where there lies a dark pool. The water looks black, and you can tell neither its size nor depth.

Searching the cave uncovers nothing of interest. A short corridor heads east and then ends abruptly. A secret door here (Search DC 20) leads to the main temple (area 7). There is a tunnel below the surface of the pool that leads deeper underground. This is not important for this adventure but may come into play in future Freeport products, as well as your own stories.

7. TEMPLE OF THE UNSPEAKABLE ONE

Two double doors lead to the temple proper. Amazingly, they are not locked. By this point Milos is well aware of the intruders, and he wants to deal with them under the gaze of the Unspeakable One.

Opening the doors, you are met with blazing torchlight. As your eyes adjust to the brightness, you can see you have reached the heart of the temple: a long hall, flanked with six pillars, some 40 feet long and 35 feet wide. Each pillar seems to have a giant snake coiled around it, and the motif continues on frescoes along the walls. An altar of black basalt stands at the far end of the hall, and a strange yellow symbol is inscribed on the wall

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behind it. There is a statue of a tentacled horror—it must be the Unspeakable One himself!

Two figures in robes lurk behind the far pillars, loaded crossbows at the ready. Behind the altar stands a small man wearing black robes with a full hood. As you enter the room, he throws back his hood, exposing familiar horn-rimmed glasses. Milos smiles at your reaction and says, “You are the first outsiders to ever reach the Temple of the Unspeakable One. Your achievement deserves congratulations. It is also your doom!”

Creatures (EL 5): Now it’s a fight to the finish. Milos has chosen a position to give him the most advantage in a fight. He has the help of two temple attendants, who are always on hand.

Temple Attendants (2): hp 5, 7.

Milos (human cleric 3/sorcerer 1): hp 25.

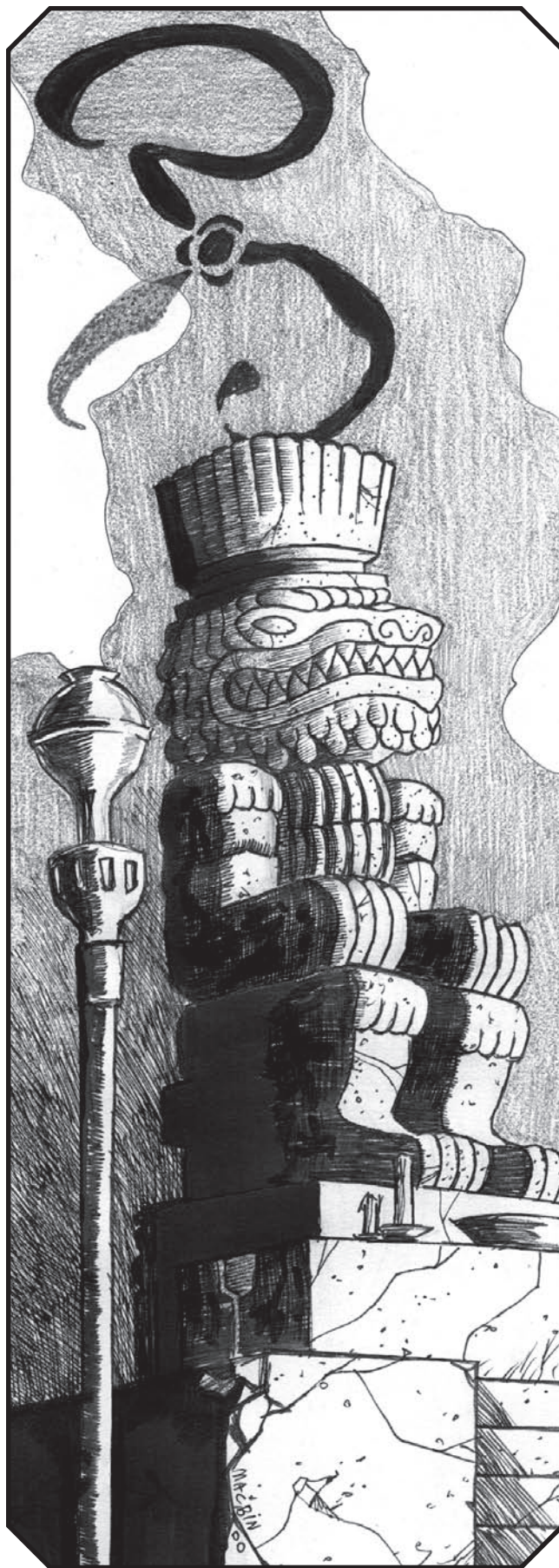
THE FINAL FIGHT

This is a very tough encounter. While it is certainly appropriate for the climax of the adventure, be careful not to overwhelm your players. When the PCs get to the temple, take stock of the situation. Are they almost out of spells? Are any party members severely wounded? At your discretion, remove one or both of the temple attendants from this encounter (reducing the Encounter Level to 4). If you find you erred too much on the side of caution, the attendants can always leap into the fray through the secret door.

Milos has had a little time to prepare for this battle. After sending off the degenerate serpent people (see area 1 above), he returned here to brief the temple attendants. They put on their armor and readied their weapons. Milos then cast *shield* on himself. If he has time, he may cast *resistance* and/or *guidance* on the attendants.

All three cultists have cover, which gives them a +4 bonus to AC and a +2 bonus to Reflex saves. (Note that the +4 shield bonus from Milos’s *shield* spell will stack with this cover bonus.) The battle opens at range, as the attendants fire their crossbows and Milos casts spells: *hold person* on the most obvious spellcaster, followed by *cause fear* on the most aggressive warriors. Even in hand-to-hand combat, his Combat Casting feat lets Milos cast spells without provoking an attack of opportunity, as long as he makes a Concentration check (DC 15 + spell level) at a +4 bonus. Also note that his clerical domains give him the granted powers of death touch and smite (see Milos’s description in the Appendix for details).

During the battle, the cult leader deflects all questions about Lucius and taunts the PCs with their lack of knowledge, saying things like, “Why you are so interested in that librarian I’ll never know. He is insignificant in the scheme of things, but you are welcome to die for him.”



- AFTERMATH -

When they finally defeat Milos, the PCs discover that he was not human at all. His true form becomes apparent on his death. Read the following text after the fatal blow is struck.

Milos slumps to the floor, lifeblood pumping onto the tiles of the blasphemous temple. He raises his head one last time, saying, "By the Yellow Sign, we will rule!" and then expires. As the cultist's eyes glaze over in death, a terrible transformation takes place. His skin and bones rearrange themselves in a most unnatural way, and soon his human visage is gone. Milos now lies revealed as a monstrous creature, a serpent man with scaly skin and forked tongue. Only the ill-fitting glasses on his ophidian head give a hint of the thing's former identity. You can only wonder how he got away with his deception for so many years, and if there are others like him in the city above.

Once the battle is over and the ramifications of Milos's true nature sink in, the adventurers can at last turn their attention to locating and tending to poor Lucius. Milos had secreted him behind the altar, tied up and hidden from view. Torture has reduced him to 0 hit points, but he can be aided with an appropriate spell; a successful Heal check (DC 15) allows faster natural recovery.

LUCIUS'S STORY

Lucius sighs with relief and thanks his rescuers profusely. They saved him from certain, painful death, and for that

he is eternally grateful. If the PCs mention Brother Egil, Lucius expresses concern for his friend, wishing to leave the temple immediately and find him. He is willing to tell the party what little he knows, however, if they ask.

Lucius blurts out the whole tale of his possession, return, and subsequent trouble. He explains that Milos sent him on an errand to the bricked-up house, where he was overpowered and taken below. Milos spoke of the extraplanar entities, but he did not name them nor say why they studied other worlds. The sinister serpent man then tortured Lucius, asking question after question about his memories of the other plane. Clearly Milos believed that valuable knowledge was locked in Lucius's head, but the librarian could not tell him very much. The cultist became increasingly frustrated, and told Lucius repeatedly that he was going to kill him—he probably would have, without the party's timely intervention.

Brother Egil is also very pleased and gladly pays the agreed-upon fee (although the PCs have likely gotten out of the temple with a good deal more). Both he and Lucius offer their services if needed. Their ability to do research in the temple to the God of Knowledge could be very handy indeed.

As for Lucius, his future is dubious. Milos provided some of the answers he was looking for, but he'd like to find out more. He is uncertain whether he'll stay at the temple or leave Freeport to search for his past. Sadly, Lucius may never again know peace after the theft of five years of his life.

What else lurks below the skin of Freeport? Well, that's a story for another time . . .

ADVENTURE SEEDS

Terror in Freeport and *Madness in Freeport* deal with the continuing machinations of the Brotherhood of the Yellow Sign, the secrets of the Sea Lord, and the ultimate purpose of Milton's Folly. However, if you want to run your players through some other adventures, Freeport makes a fine base of operations for pre-published modules and stories of your own. The events in *Death in Freeport* can also lead to several developments, some of which are suggested here.

- The PCs may try deciphering or peddling volumes from the library of Milos. Many of those books contain dark secrets, though, and what begins as a simple sale may become something far more dangerous.
- The Yellow Sign is revealed only at the end of this adventure. The PCs may want to investigate this strange symbol further to learn its connection with the Unspeakable One. The sign is a symbol of madness and destruction: Any research into its meaning is sure to lead down a dark path.
- There are more degenerate serpent people living under Freeport, and their tunnels make for a fine "dungeon crawl." The PCs could launch an expedition, and in the process, find out about the breaking of Valossa and the first coming of the Unspeakable One.
- Surviving members of Milos's cult, or cult officials from outside Freeport, may discover the temple's destruction. Some of these cultists are sure to be from wealthy families and would have the means to make life very difficult for the PCs. A string of arrests and assassination attempts should be a strong hint that someone wants revenge.

APPENDIX I:

DRAMATIS PERSONAE

ALLIES

BROTHER EGIL

Male Human Cleric 2: CR 2; Medium humanoid; HD 2d8+2; hp 15; Init +1 (Dex); Spd 30 ft.; AC 11 (+1 Dex), touch 11, flatfooted 10; Base Atk +1; Grp +1; Atk +1 melee or +2 ranged; Full Atk +1 melee or +2 ranged; AL NG; SV Fort +4, Ref +1, Will +5; Str 10, Dex 12, Con 12, Int 10, Wis 14, Cha 13.

Skills and Feats: Concentration +4, Decipher Script +3, Heal +5, Knowledge (religion) +3, Profession (scribe) +5; Enlarge Spell, Scribe Scroll.

Spells Prepared (4/4): 0—*detect magic, guidance (x2), light, bless, protection from evil*, sanctuary, shield of faith.* Domains: Good and Knowledge. *Indicates domain spell.

LUCIUS

Male Human Expert 1: CR 1/2; Medium humanoid; HD 1d6-1; hp 5 (currently 0); Init +0; Spd 30 ft.; AC 10, touch 11, flatfooted 10; Base Atk +0; Grp -1; Atk -1 melee or +0 ranged; Atk -1 melee or +0 ranged; AL NG; SV Fort -1, Ref +0, Will +2; Str 9, Dex 11, Con 8, Int 17, Wis 13, Cha 13.

Skills and Feats: Craft (bookbinding) +7, Decipher Script +10, Gather Information +5, Knowledge (arcana) +7, Knowledge (geography) +10, Knowledge (history) +7, Knowledge (planes) +7, Knowledge (religion) +7, Profession (librarian) +5, Speak Language (Common and any 7 others); Skill Focus (Decipher Script), Skill Focus (Knowledge: Geography).

CREATURES

PIRATE

Male Orc Fighter 1: CR 1; Medium humanoid; HD 1d10+1; hp 6 (average); Init +1 (Dex); Spd 30 ft.; AC 14 (+1 Dex, +3 studded leather), touch 11, flatfooted 13; Base Atk +1; Grp +4; Atk scimitar +4 melee (1d6+3/18-20, ×2) or shortbow +2 ranged (1d6/x3); Full Atk scimitar +4 melee (1d6+3/18-20, ×2) or shortbow +2 ranged (1d6/x3); AL CE; SV Fort +3, Ref +1, Will -2; Str 17, Dex 13, Con 12, Int 8, Wis 7, Cha 6.

Skills and Feats: Jump +4, Listen +0, Spot +0, Swim +3; Alertness, Dodge.

Possessions: 20 arrows, pouch with 7 sp.

SAILOR

Male Human Expert 2: CR 1; Medium humanoid; HD 2d6; hp 7 (average); Init +2 (Dex); Spd 30 ft.; AC 12 (+2

Dex), touch 12, flatfooted 10; Base Atk +1; Grp +2; Atk sap +2 melee (1d6+1 nonlethal) or belaying pin +2 melee (1d6+1); Full Atk sap +2 melee (1d6+1 nonlethal) or belaying pin +2 melee (1d6+1); AL NE; SV Fort +0, Ref +2, Will +2; Str 12, Dex 14, Con 11, Int 9, Wis 8, Cha 10.

Skills and Feats: Climb +6, Intimidate +5, Knowledge (local: Freeport) +4, Profession (sailor) +4, Swim +6, Use Rope +7; Dodge, Martial Weapon Proficiency (Sap).

Possessions: Pouch with 15 cp.

SKELETON

Human Commoner: CR 1/3; Medium undead; HD 1d12; hp 6 (average); Init +5 (+1 Dex, +4 Improved Initiative); Spd 30 ft.; AC 13 (+1 Dex, +2 natural), touch 11, flatfooted 12; Base Atk +0; Grp +0; Atk claw +0 melee (1d4); Full Atk 2 claws +0 melee (1d4); SQ damage reduction 5/bludgeoning, darkvision 60 ft., immunity to cold, undead traits; AL NE; SV Fort +0, Ref +1, Will +2; Str 10, Dex 12, Con —, Int —, Wis 10, Cha 1.

Skills and Feats: Improved Initiative.

Special Qualities: Undead—Immune to mind-influencing effects, poison, sleep, paralysis, stunning, disease, and death effects; not subject to critical hits, nonlethal damage, ability drain, or energy drain; immune to physical ability damage, fatigue, and exhaustion, and effects that require Fort save (except object/harmless); not at risk of death from massive damage, but destroyed at 0 hp.

TEMPLE ATTENDANT (BROTHERHOOD)

Human Cleric 1: CR 1; Medium humanoid; HD 1d8+1; hp 5 (average); Init +0; Spd 20 ft.; AC 14 (+4 scale mail), touch 10, flatfooted 14; Base Atk +0; Grp +1; Atk light mace +1 melee (1d6+1) or light crossbow +0 ranged (1d8/19-20, ×2); Full Atk light mace +1 melee (1d6+1) or light crossbow +0 ranged (1d8/19-20, ×2); SA death touch, smite; AL CE; SV Fort +3, Ref +0, Will +6; Str 13, Dex 10, Con 13, Int 12, Wis 15, Cha 11.

Skills and Feats: Concentration +5, Heal +6, Knowledge (arcana) +3, Knowledge (religion) +3, Profession (scribe) +6; Iron Will, Point Blank Shot.

Possessions: 20 bolts, dagger with serpent grip.

Special Attacks: Death touch—Once per day, successful melee touch attack against living creature, roll 1d6; subject dies if total equals its current hp. Smite—Once per day, can attack with a +4 attack bonus and +1 damage bonus.

Spells Prepared (3/2+1): 0—*cure minor wounds, guidance, virtue*; 1st—*bane, cure light wounds, inflict light wounds**. Domains: Death and Destruction. *Indicates domain spell.

- APPENDIX I: DRAMATIS PERSONAE -

YELLOW SHIELD

Male Human Warrior 1: CR 1/2; Medium humanoid; HD 1d8+1; hp 5 (average); Init +0; Spd 30 ft.; AC 14 (+3 studded leather, +1 light wooden shield), touch 10, flatfooted 14; Base Atk +1; Grp +2; Atk short sword +2 melee (1d6+1/19–20, ×2) or light crossbow +1 ranged (1d8/19–20, ×2); Full Atk short sword +2 melee (1d6+1/19–20, ×2) or light crossbow +1 ranged (1d8/19–20, ×2); SV Fort +3, Ref +0, Will –1; AL CN; Str 13, Dex 11, Con 13, Int 9, Wis 9, Cha 10.

Skills and Feats: Climb +3, Move Silently +0; Point Blank Shot, Precise Shot.

Possessions: Dagger, pouch with 3 sp.

NAMED OPPONENTS

AGGRO

Male Orc Fighter 2: CR 2; Medium humanoid (6 ft. tall); HD 2d10+2; hp 18; Init +1; Spd 20 ft.; AC 17 (+1 Dex, +5 chainmail, +1 light wooden shield), touch 11, flatfooted 16; Base Atk +2; Grp +5; Atk +1 scimitar +6 melee (1d6+4/18–20, ×2); Full Atk +1 scimitar +6 melee (1d6+4/18–20, ×2); AL CE; SV Fort +4, Ref +1, Will –1; Str 17, Dex 12, Con 13, Int 9, Wis 9, Cha 9.

Skills and Feats: Intimidate +4; Alertness, Improved Bull Rush, Power Attack.

Possessions: +1 scimitar, iron collar, wooden amulet, pouch with 5 gp and 10 sp.

BELKO

Male Human Sorcerer 1: CR 1; Medium humanoid (5 ft. 10 in. tall); HD 1d4+3; hp 7; Init +2 (Dex); Spd 30 ft.; AC 12 (+2 Dex), touch 12, flatfooted 10; Base Atk +0; Grp +0; Atk quarterstaff +0 melee (1d6); Full Atk quarterstaff +0 melee (1d6); AL N; SV Fort +0, Ref +2, Will +1; Str 10, Dex 15, Con 11, Int 11, Wis 9, Cha 15.

Skills and Feats: Concentration +4, Move Silently +4, Spellcraft +4; Combat Casting, Toughness.

Spells Known (cast 5/4): 0—daze, detect magic, mage hand, ray of frost; 1st—burning hands, cause fear.

Possessions: Brooch (5 gp), pouch with 5 sp.

MÍLOS

Male Serpent Person (Civilized) Cleric 3/Sorcerer 1: CR 4; Medium monstrous humanoid (5 ft. 8 in. tall); HD 3d8 (cleric) + 1d4 (sorcerer) +3; hp 25; Init +5 (+1 Dex, +4 Improved Initiative); Spd 30 ft., swim 15 ft.; AC 14 (+1 Dex, +1 natural, +2 ring of protection), touch 13, flatfooted 13; Base Atk +2; Grp +3; Atk shortspear +3 melee (1d6+1/×3); Full Atk shortspear +3 melee (1d6+1/×3); SA death touch, smite; SQ darkvision 60 ft., change shape; AL CE; SV Fort +3, Ref +2, Will +8; Str 12, Dex 13, Con 11, Int 12, Wis 16, Cha 15.

Skills: Concentration +4, Diplomacy +3, Disguise +2 (+12 with change shape), Escape Artist +5, Knowledge (arcana) +5, Knowledge (architecture) +5, Knowledge (the planes) +5, Knowledge (religion) +5, Spellcraft +4.

Feats: Combat Casting, Improved Initiative^B, Toughness.

Special Attacks: Death touch—Once per day, successful melee touch attack against living creature, roll 3d6; subject dies if total equals its current hp. Smite—Once per day, can attack with a +4 attack bonus and +3 damage bonus.

Special Qualities: Change shape to Small or Medium humanoid form, 3/day. Loses swim Speed in humanoid form.

Possessions: Key ring (with keys to treasure chests and places unknown in the temple to the God of Knowledge), +2 ring of protection, wand of dimension door (3 charges), three rings (total 73 gp), pouch with 15 gp.

Divine Spells Prepared (4/3+1/2+1): 0—cure minor wounds, guidance, light, virtue; 1st—cause fear, cause fear*, cure light wounds, doom; 2nd—death knell*, hold person, spiritual weapon [kukri]. Domains: Death and Destruction.

Arcane Spells Known (cast 5/4): 0—ghost sound, ray of frost, read magic, resistance; 1st—alarm, shield. *Indicates domain spell.

RITTORO

Mercenary Leader, Male Human Fighter 2: CR 2; Medium humanoid (6 ft. 2 in. tall); HD 2d10; hp 14; Init +0; Spd 30 ft.; AC 14 (+3 studded leather, +1 light steel shield), touch 10, flatfooted 14; Base Atk +2; Grp +4; Atk battleaxe +5 melee (1d8+2/×3); Full Atk battleaxe +5 melee (1d8+2/×3); AL CN; SV Fort +3, Ref +0, Will +0; Str 14, Dex 11, Con 11, Int 9, Wis 11, Cha 15.

Skills and Feats: Intimidate +7, Spot +4; Alertness, Power Attack, Track, Weapon Focus (battleaxe).

Possessions: Ivory-handled dagger with an “L” carved in the hilt, silver ring (3 gp), neck pouch with 10 gp and a crumpled-up piece of parchment with an address scrawled on it.

CAPTAIN SCARBELLY

Male Orc Fighter 3: CR 3; Medium humanoid (5 ft. 9 in. tall); HD 3d10+3; hp 31; Init +5 (+1 Dex, +4 Improved Initiative); Spd 20 ft.; AC 17 (+1 Dex, +5 chainmail, +1 light steel shield), touch 11, flatfooted 16; Base Atk +3; Grp +7; Atk +1 battleaxe +8 melee (1d8+5/×3, +1 battleaxe); Full Atk +1 battleaxe +8 melee (1d8+5, ×3); AL CE; SV Fort +4, Ref +2, Will +2; Str 18, Dex 13, Con 13, Int 12, Wis 9, Cha 11.

Skills and Feats: Intimidate +6, Jump +1, Profession (sailor) +2, Swim –5; Cleave, Improved Initiative, Iron Will, Power Attack.

Possessions: +1 battleaxe, five rings (total 150 gp), pouch with 50 gp.

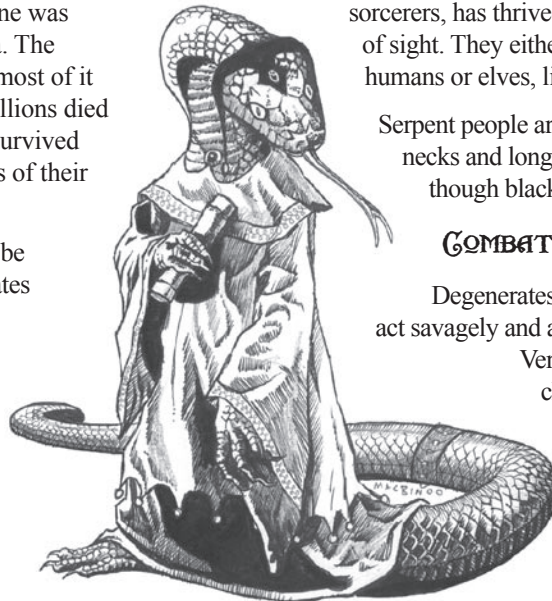
- APPENDIX I: DRAMATIS PERSONAE -

NEW CREATURE: SERPENT PERSON

	Degenerate, 1st-level Warrior Medium Monstrous Humanoid	Civilized, 1st-level Warrior Medium Monstrous Humanoid (Shapechanger)
Hit Dice:	1d8+1 (5 hp)	1d8-1 (3 hp)
Initiative:	+4	+4
Speed:	30 ft. (6 squares), swim 15 ft.	30 ft. (6 squares), swim 15 ft.
Armor Class:	13 (+1 natural, +2 heavy shield), touch 10, flatfooted 13	16 (+1 natural, +5 chain-mail), touch 10, flatfooted 16
Base Attack/Grapple:	+1/+2	+1/+1
Attack:	Spear +2 melee (1d8+1/x3) or bite +2 melee (1d4+1 and poison) or javelin +1 ranged (1d6+1)	Falchion +1 melee (2d4/18-20) or shortbow +1 ranged (1d6/x3)
Full Attack:	Spear +2 melee (1d8+1/x3) or bite +2 melee (1d4+1 and poison) or javelin +1 ranged (1d6+1)	Falchion +1 melee (2d4/18-20) or shortbow +1 ranged (1d6/x3)
Space/Reach:	5 ft./5 ft.	5 ft./5 ft.
Special Attacks:	Poison	—
Special Qualities:	Darkvision 60 ft.	Darkvision 60 ft., change shape
Saves:	Fort +3, Ref +0, Will -2	Fort +1, Ref +0, Will +0
Abilities:	Str 13, Dex 11, Con 13, Int 6, Wis 7, Cha 8	Str 10, Dex 11, Con 8, Int 13, Wis 10, Cha 13
Skills:	Climb +1, Escape Artist +2, Hide +2, Swim +5	Disguise +1*, Escape Artist, Swim -2 +1, Hide +1, Knowledge (arcana) +5
Feats:	Improved Initiative	Alertness, Improved Initiative ^B
Climate/Terrain:	Any underground	Any land and underground
Organization:	Solitary, gang (2-5)	Solitary
Challenge Rating:	1/2	1/2
Treasure:	None	Standard
Alignment:	Always chaotic evil	Usually neutral evil
Advancement:	By character class	By character class
Level Adjustment:	+0	+1

The serpent people once ruled a vast empire. Their advanced knowledge of sorcery and the planes could not help them, though, when the Unspeakable One was summoned to the heart of Valossa. The Valossan Empire was destroyed, most of it falling beneath the waves, and millions died in the cataclysm. Some, though, survived and continue to inhabit the islands of their former realm.

The remaining serpent people can be divided into two groups. Degenerates are wretched offspring of those maddened by the dread god's coming. They have no memory of their ancestors' former achievements and act on instinct, tainted by madness. Most of the degenerate serpent people live deep underground, rarely coming to the surface.



A very few serpent people are descended from those who survived with their sanity intact. This civilized breed, mostly sorcerers, has thrived over the centuries by remaining out of sight. They either live in seclusion or adopt the forms of humans or elves, living among their successors.

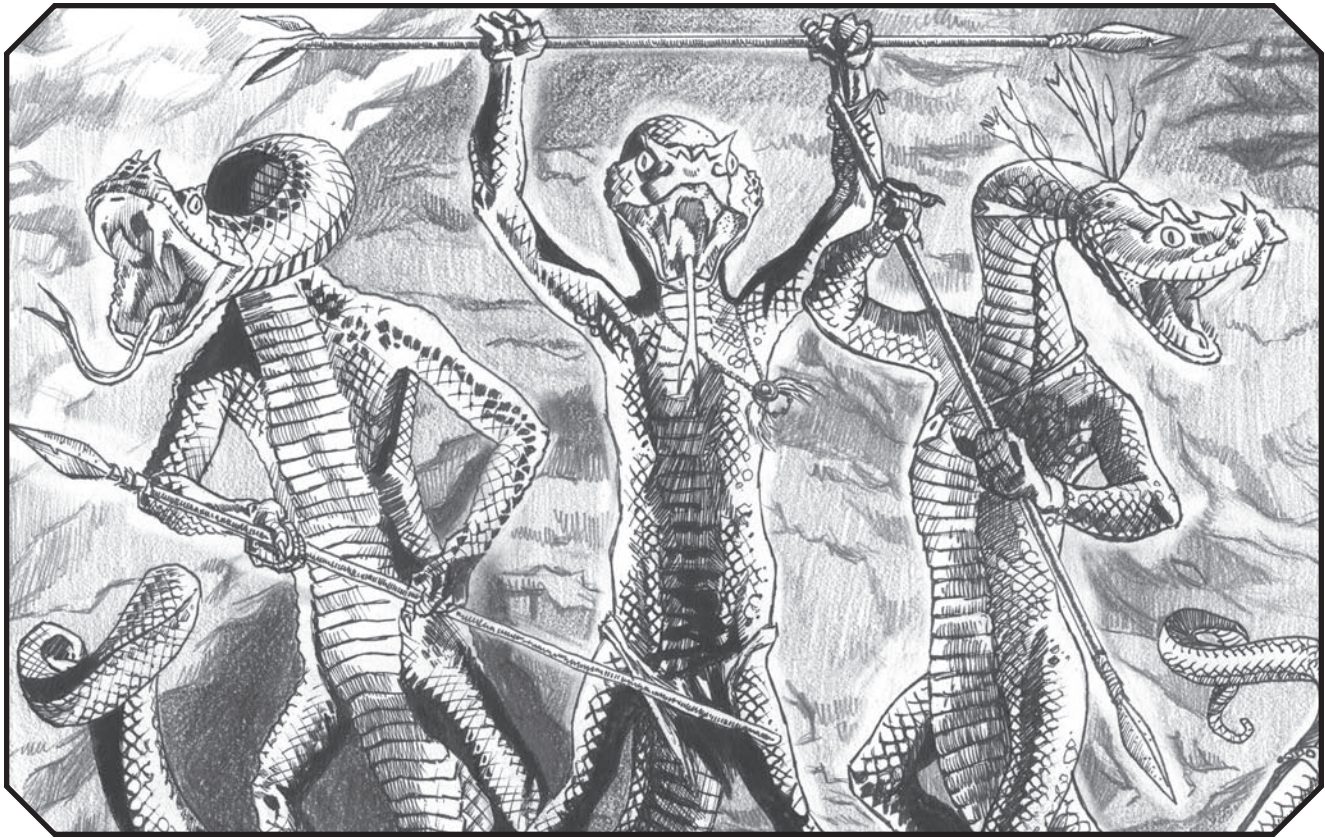
Serpent people are bipedal, but they retain the sinuous necks and long tails of snakes. Coloration varies widely, though black is dominant among the degenerates.

COMBAT

Degenerates fight with no discernable tactics. They act savagely and attack anyone who crosses their path.

Very rarely they fall under the sway of a charismatic leader, such as a civilized sorcerer, who can direct them with simple instructions. Once battle is joined, however, there is no controlling the degenerates. They hurl javelins if they have them, then close to combat.

- APPENDIX I: DRAMATIS PERSONAE -



Civilized serpent people are another matter altogether. They spend their entire lives in hiding and fight only when they are sure they can win. Most are sorcerers and clerics. Although civilized serpent people have fangs, they never use them in combat, considering this barbaric. Once a fight turns against them, they try to flee and use their change shape ability to escape detection.

Poison (Ex): Degenerates have a venomous bite that induces madness. Bite, Fortitude save (DC 11); initial and secondary damage 1d6 temporary Wisdom. The save DC is Constitution-based.

Change Shape (Su): A civilized serpent person may assume the form of any Small or Medium humanoid. In humanoid form, the serpent person loses its swim speed. A serpent person can remain in its humanoid form until it chooses to assume a new shape, but may only assume a new shape up to three times per day. A change in form cannot be dispelled, but a serpent person reverts to its natural form when killed. A *true seeing* spell or ability reveals its natural form.

Skills: Serpent people have a +4 racial bonus on Escape Artist and Hide checks. The skill modifiers in the statistics blocks include armor check penalties of -2 for a heavy shield (degenerate) or -5 for chainmail (civilized). *When using its change shape ability, a civilized serpent person gets a +10 circumstance bonus on Disguise checks. A serpent person has a +8 racial bonus on any Swim check to perform some special action or avoid a hazard. It can always choose to take 10 on a Swim check, even if

distracted or endangered. It can use the run action while swimming, provided it swims in a straight line.

SERPENT PEOPLE SOCIETY

Hardly anything remains of the empire that dominated the world in ancient times. The degenerates multiply and fester underground, breaking free every few decades to cause murder and mayhem. These attacks are usually blamed on lizardfolk, since few now can recognize the serpent people as different beings.

Civilized serpent people are very long-lived: Some of their sorcerers are over a thousand years old. They are, however, usually solitary and pursue individual goals. Even among the serpent people, few know that the Brotherhood of the Yellow Sign survived the cataclysm, and none guess that they would trifle with the Unspeakable One a second time. Perhaps this is the best cover for the Brotherhood, and the reason that powerful members of their own line have not yet obliterated them.

SERPENT PEOPLE CHARACTERS

Nearly all degenerate serpent people that have a class are warriors. A few are barbarians, but none have the mental capacity for spell use of any kind.

Civilized serpent people have their choice of classes but favor sorcerer. The information in the statistics block reflects a 1st-level warrior, although most civilized serpent people are likely to be of higher level. Clerics of Yig (AL CN)

- APPENDIX II: HANDOUTS -

can choose any two of the following domains: Animal, Knowledge, and Magic. Clerics of the Unspeakable One (ALCE) can choose from Chaos, Death, Destruction, and Evil.

Degenerate serpent people characters possess the following racial traits.

- +2 Strength, +2 Constitution, -4 Intelligence, -4 Wisdom, -2 Charisma.
- Medium size.
- A serpent person's base land speed is 30 feet.
- A serpent person has a swim speed of 15 feet.
- Darkvision out to 60 feet.
- +1 natural armor class bonus.
- +4 racial bonus on Escape Artist and Hide checks.
- **Special Attacks (see above):** poison.
- **Automatic Languages:** Valossan. Bonus Languages: Any (other than secret languages, such as Druidic). Degenerates are illiterate, regardless of class.
- **Favored Class:** Barbarian.
- Level adjustment +0.

Civilized serpent people characters possess the following additional racial traits.

- -2 Constitution, +2 Intelligence, +2 Charisma. These adjustments replace the degenerate's ability score adjustments.
- A civilized serpent person has the Shapechanger subtype.
- **Racial Feats:** Improved Initiative as a bonus feat.
- When using its change shape ability, a civilized serpent person gets a +10 circumstance bonus on Disguise checks.
- **Special Qualities (see above):** change shape.
- **Automatic Languages:** Common, Valossan. Bonus Languages: Any (other than secret languages, such as Druidic). This trait replaces the degenerate's automatic and bonus languages.
- **Favored Class:** Sorcerer. This trait replaces the degenerate's favored class.
- Level adjustment +1.

APPENDIX II: HANDOUTS

- HANDOUT A: To Do List -

Things to do:

Get some sleep!

Talk to Cpt. Scarbelly

Turnips

Update diary

Examine travel logs

Get more sleep!

- APPENDIX II: HANDOUTS -

- HANDOUT B: DIARY EXCEPTS -

- From six years ago:

I awoke this morning frightfully fatigued. I feel like the I spent the night in combat, not sleeping. My head hurts, and I feel weak. I can't miss work at the temple, but I think I'll confine myself to light tasks today.

- The next entry is dated five years later:

The god help me! What happened? I awoke from some strange dream to find that five years have passed! Egil told me I was kicked out of the temple four years ago for violating the sanctum. Surely this is madness!

- From six months ago:

Life has resumed a kind of normalcy. I have won admittance back into the temple. My reception was strange, but everyone seems relieved that I am "back to my old self." I have so many questions about these missing years but it seems best to simply move on with my life now. If the god wills it, knowledge will come to me.

- From four months ago:

Egil says that Milos was asking after me again, that he was worried about another "episode." Maybe he's simply concerned for the temple, but surely I have sufficiently proven myself by now. My life is mine again, and I'm not giving it up!

- From two months ago:

The dreams came again last night. I don't know that I'll ever get a good night's sleep! I dreamt of cities as tall as the clouds and creatures so alien in form that I can't describe them. Does this have something to do with my lost years or is this some fresh torment?

- From one month ago:

It's clear to me now that I must find some answer if I'm ever to make the dreams stop. Thuron and Milos tried to discourage me—I think they fear what might happen to their temple. A pity their compassion does not extend to a living being.

- From one week ago:

I have begun to feel like I'm being watched. I pray this is not a further milestone on the road to madness. I think I'll take my dagger with me in the morning. In a city like Freeport, I suppose one can't be too careful. Especially with pirates in port.

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APPENDIX III:

PRE-GENERATED CHARACTERS

ROLLO

Race: Gnome
Sex: Male
Class: Fighter
Level: 1
Alignment: Neutral Good
Strength: 16 (+3)
Dexterity: 15 (+2)
Constitution: 16 (+3)
Intelligence: 14 (+2)
Wisdom: 12 (+1)
Charisma: 10 (0)
Hit Points: 13
Armor Class: 17 (+1 size, +2 Dex, +4 scale mail), touch 13, flatfooted 15
Speed: 15 ft. (3 squares)
Initiative: +2
Saving Throws: Fort +5, Ref +2, Will +1
Attack Bonus: Base +1, Melee +5, Ranged +4
Grapple Modifier: +0
Weapons: Small Gnome Hooked Hammer +6* melee (1d6+4*/x3 or 1d4+4*/x4), Small Short Bow +4 ranged (1d4/x3) (* With Two-Weapon Fighting, attack bonus is +4 each; one head gets +3 damage while the other gets +2.)



Feats: Weapon Focus (Gnome Hooked Hammer), Two-Weapon Fighting
Skills: Climb +3*, Hide +2*, Jump +1*, Listen +4, Ride +4, Spot +2, Swim -1* (*includes -4 armor check penalty, -8 for Swim)
Languages: Common, Draconic, Giant, Gnome
Height: 3'8"
Weight: 47 lbs.
Size: Small
Age: 56
Equipment: Backpack, bedroll, crowbar, explorer's outfit, flint and steel, quiver with 20 arrows, 3 torches.
Money: 14 gp, 8 sp.

Gnome Racial Traits (see *PHB*, page 17):

- Low-light vision.
- +2 racial bonus on saving throws against illusions.
- +1 racial bonus on attack rolls against kobolds and goblinoids (including goblins, hobgoblins, and bugbears).
- +4 dodge bonus to Armor Class against creatures of the giant type (such as ogres, trolls, and hill giants).
- Spell-Like Abilities: 1/day—*speak with animals* (burrowing mammal only, duration 1 minute), *dancing lights*, *ghost sound*, *prestidigitation*. Caster level 1st; save DC 10 + spell level (+1 for *ghost sound*). (25% chance of failure due to scale mail armor.)

MALEVIR

Race: Half-Elf
Sex: Male
Class: Sorcerer
Level: 1
Alignment: Chaotic Good
Strength: 9 (-1)
Dexterity: 17 (+3)
Constitution: 15 (+2)
Intelligence: 12 (+1)
Wisdom: 12 (+1)
Charisma: 17 (+3)
Hit Points: 6
Armor Class: 13 (+3 Dex), touch 13, flatfooted 10
Speed: 30 ft. (6 squares)
Initiative: +3
Saving Throws: Fort +1, Ref +3, Will +3
Attack Bonus: Base +0, Melee -1, Ranged +3
Grapple Modifier: -1
Weapons: Light Crossbow +3 ranged (1d8/19-20, x2), Light Mace -1 melee (1d6-1/x2)



Feats: Dodge
Skills: Concentration +5, Diplomacy +5, Gather Information +5, Knowledge (Arcana) +3, Listen +3, Search +2, Spellcraft +4, Spot +3
Languages: Common, Dwarven, Elven
Spells: 0-level (5): *daze*, *detect magic*, *disrupt undead*, *open/close*; 1st level (4): *mage armor*, *magic missile* (DC = 13 + spell level)
Height: 5'3"
Weight: 142 lbs.
Size: Medium
Age: 25
Equipment: Backpack, bedroll, ink (vial), inkpen, parchment (sheaf), quiver with 20 bolts, sealing wax, signet ring, traveler's outfit. Choose a familiar (see PH).
Money: 4 gp, 8 sp.

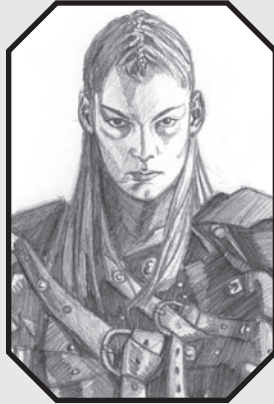
Half-Elf Racial Traits (see *PHB*, page 18):

- Immunity to *sleep* spells and similar magical effects, and a +2 racial bonus on saving throws against enchantment spells or effects.
- Low-light vision

- APPENDIX III: PLAYER CHARACTERS -

ALAÍNA

Race: Human
Sex: Female
Class: Rogue
Level: 1
Alignment: Neutral Good
Strength: 14 (+2)
Dexterity: 18 (+4)
Constitution: 13 (+1)
Intelligence: 15 (+2)
Wisdom: 11 (+0)
Charisma: 13 (+1)
Hit Points: 7
Armor Class: 16 (+4 Dex, +2 leather armor), touch 14, flatfooted 12
Speed: 30 ft. (6 squares)
Initiative: +4
Saving Throws: Fort +1, Ref +6, Will +0
Attack Bonus: Base +0, Melee +2, Ranged +4
Grapple Modifier: +2



Weapons: shortsword +2* melee (1d6+2/19-20, x2), Light Crossbow +4 ranged (1d8/19-20, x2) (* Carries two shortswords; with Two-Weapon Fighting, attack bonus is +0 each; one shortsword gets +2 damage while the other gets +1.)

Feats: Alertness, Two Weapon Fighting

Skills: Appraise +4, Bluff +4, Climb +3, Diplomacy +3, Disable Device +6, Escape Artist +5, Gather Information +4, Hide +8, Listen +5, Move Silently +8, Open Lock +8, Search +6, Spot +6, Tumble +8, Use Rope +5

Languages: Common, Elven, Orc

Height: 5'8"

Weight: 160 lbs.

Size: Medium

Age: 19

Equipment: Backpack, bedroll, caltrops, explorer's outfit, flint and steel, hemp rope (50'), pouch, quiver with 20 bolts, signal whistle, thieves' tools.

Money: 1 gp, 5 sp.

Human Racial Traits (see *PHB*, page 12):

- Bonus feat and skill points (included above)

THORGRÍM

Race: Dwarf
Sex: Male
Class: Cleric
Deity: God of Valor
Level: 1
Alignment: Lawful Good
Strength: 14 (+2)
Dexterity: 10 (0)
Constitution: 17 (+3)
Intelligence: 12 (+1)
Wisdom: 15 (+2)
Charisma: 10 (0)
Hit Points: 11
Armor Class: 16 (+4 scale mail, +2 heavy wooden shield), touch 10, flatfooted 16
Speed: 20 ft. (4 squares)
Initiative: +4 (Improved Initiative)
Saving Throws: Fort +5, Ref +0, Will +4
Attack Bonus: Base +0, Melee +2, Ranged +0
Grapple Modifier: +2
Weapons: Longsword +3 melee (1d8+2/19-20, x2), Dagger +2 melee (1d4+2/19-20, x2)
Feats: Improved Initiative, Martial Weapon Proficiency (Longsword), Weapon Focus (Longsword)
Skills: Concentration +4, Diplomacy +2, Heal +6, Knowledge (Religion) +2, Search +1 (+3 with stonemasonry), Sense Motive +3, Spellcraft +3
Languages: Celestial, Common, Dwarven
Spells: 3 x 0-level, 2+1 x 1st level (DC = 12 + spell level)
Domains: Good (+1 caster level with good spells), War (bonus weapon feats)



Common Spell Selection: 0-level: *detect magic, guidance, light*; 1st level: *command, doom, protection from evil**. *Indicates domain spell.

Height: 4'4"

Weight: 155 lbs.

Size: Medium

Age: 71

Equipment: Backpack, bedroll, explorer's outfit, holy symbol, scroll case, 3 torches, whetstone.

Money: 18 gp, 8 sp.

Dwarf Racial Traits (see *PHB*, page 14):

- Darkvision out to 60 feet.
- Stonemasonry: +2 racial bonus on Search checks to notice unusual stonework, such as sliding walls, stonework traps, new construction, unsafe stone surfaces, shaky stone ceilings, and the like. Something that isn't stone but that is disguised as stone also counts as unusual stonework. Merely coming within 10 feet of unusual stonework allows a Search check as if actively searching. Can use the Search skill to find stonework traps as a rogue can. Can intuit depth, sensing approximate depth underground as naturally as a human can sense which way is up.
- Stability: +4 bonus on ability checks made to resist being bull rushed or tripped when standing on the ground (but not when climbing, flying, riding, or otherwise not standing firmly on the ground).
- +2 racial bonus on saving throws against poison, spells, and spell-like effects.
- +1 racial bonus on attack rolls against orcs (including half-orcs) and goblinoids (including goblins, hobgoblins, and bugbears).
- +4 dodge bonus to Armor Class against creatures of the giant type (such as ogres, trolls, and hill giants).
- +2 racial bonus on Appraise and Craft checks that are related to stone or metal items.

CRASH IN VARS OF FREEPORT



SPECIAL PREDICTED SECTION

- DEVIL LIZARD -

DEVIL LIZARD

Small Fey

Hit Dice: 9d6+27 (58 hp)

Initiative: +5

Speed: 50 ft. (10 squares), climb 30 ft.

Armor Class: 21 (+1 Size, +5 Dex, +5 natural), touch 16, flat-footed 16

Base Attack/Grapple: +4/+1

Attack: Bite +9 melee (1d4+1 plus poison)

Full Attack: Bite +9 melee (1d4+1 plus poison) and 2 claws +7 melee (1d6 + essence disruption)

Space/Reach: 5 ft./5 ft.

Special Attacks: Essence disruption, frenzy, poison, spell-like abilities

Special Qualities: Damage reduction 10/cold iron, low-light vision, nature's passage, regeneration 2, scent, spell resistance 20

Saves: Fort +4, Ref +8, Will +8

Abilities: Str 12, Dex 21, Con 16, Int 11, Wis 14, Cha 8

Skills: Climb +12, Escape Artist +10, Handle Animal +10, Hide +16*, Knowledge (nature) +10, Listen +10, Move Silently +16, Spot +10, Survival +12

Feats: Improved Natural Weapon (claws), Multiattack, Track, Weapon Finesse

Environment: Warm forest

Organization: Solitary

Challenge Rating: 8

Treasure: Standard

Alignment: Always neutral

Advancement: By character class

Level Adjustment: —

This creature is a bipedal lizard about two feet tall, with talon'd feet and dark, staring eyes. A row of spines rises from the top of its head. Its mottled, warty skin is dark gray with blotches of black, dark brown, and dark green. It hisses in a threatening manner.

The devil lizard is part of the tragic story that surrounds the spirit lizard (pages 59-62) and the deadwood tree (pages 13-17). As mentioned previously, the deadwood trees were created during the great cataclysm that destroyed Valossa; many spirit lizards were fused to their home trees by the dark power that washed over the remains of the continent, becoming the first of the terrible deadwood trees. Some of these reptilian fey were apart from their home trees when the cataclysm struck and escaped this awful fate; however, they too were warped by the essence of the Unspeakable One and turned from spirit lizards into devil lizards.

Devil lizards are normally solitary, living in dark and blighted forest areas. Most are hostile toward any humanoid intruders, whom they blame not only for hunting and logging but also for the disaster that brought about their present condition. They are particularly inimical to spellcasters. All devil lizards hate deadwood trees and will do anything to destroy them. They do so in the full knowledge that they are destroying creatures that were once their relatives. The tragic irony of this situation has sent many devil lizards almost out of their minds with grief, making them careless of whether they live or die – this is the reason behind the fury of their attacks. They are jealous of those spirit lizards who survived the cataclysm unchanged, and will generally avoid them out of shame. They will not attack spirit lizards, or take any action against them. They will grudgingly accept other fey.

Devil lizards tend to avoid contact with animals, fearing that they will sense their condition. They have none of the animal-related abilities of spirit lizards, but have developed a much greater control over plants than spirit lizards possess. Forest areas inhabited by devil lizards are much less full of animal life than those that are home to spirit lizards, but have much thicker vegetation; however, this vegetation is often thorny and tangled rather than lush and green, reflecting the devil lizards' darker nature. Their territories are frequented by shambling mounds and other monstrous plants. At the

Of all the creatures that may be found in the Jungles of the Serpente's Teethe Islandes, the Deville Lizarde is amonge the most Inimical and Dangerous. Those who straye into its Domain are subject to Furious Attacks carried out by bothe Physical and Magickal Means; and the Creature does not retreat or rest from its Aggression until it has kill'd the Trespassers or Itselfe is Slain.

Local Superstition claims that these Creatures have some Dominion over the Plantes and Vegetation of their Home Forestes. It is said that they can use some Manner of Enchantmente to make the Grasse and Bushes attacke those whom they will Oppose, and that they can even make Servantes of Monstrous and Unnaturale Plantes like the Tendriculosse and the Shamb'ling Mounde, the both of which are to be founde within their Native Jungles in some Numberes. And yet, not all of the Vegetable Kingdome will submit to their Magicks; for they are moste bitter and mortale Enemies of the Deadewoode Trees, and will attacke them with a Terrible Fury until one or the other is destroy'd. Thus have many of them been seen to die, for the Deadewoode is a Mightier Foe; yet they seeme to care not, and counte their Deathe a good one if it be in Combat against such a Thing.

—Beastes of Ye Farre Landes, by Edmund Smallpiece.

- DEVIL LIZARD -

heart of the territory there is always a small clearing around a dead tree, which is twisted and blackened as if by some terrible fire. This is all that remains of the devil lizard's home tree; although it is dead, the lizard is still bound to it, and forced to live with this constant reminder of its fate. They have lived so since the fall of Valossa.

Devil lizards speak Common, Draconic, Sylvan, and Valossan.

COMBAT

A devil lizard despises humanoids and will usually attack any humanoid creatures that invade its territory. A ranger or druid may be able to negotiate with the creature, especially if the party has destroyed deadwood trees in the past. In battle a devil lizard uses *entangle* and *wall of thorns* to hinder its enemies, then activates its frenzy and charges into the fray. A devil lizard will usually concentrate its attacks on arcane spellcasters, but it will always begin by fighting those who have escaped the effects of *entangle*. If it is clearly outmatched, a devil lizard will use *animate plants* to supplement its power, but it prefers to use this as a last resort.

Essence Disruption (Su): The touch of the devil lizard still carries the dark taint of the Unspeakable One. Any creature struck by a devil lizard's claw attack must make a Will save (DC 13) or suffer an additional 1d4 points of damage and 1 point of Dexterity damage. The ability damage will affect undead creatures, despite their normal immunities. The save DC is Charisma-based.

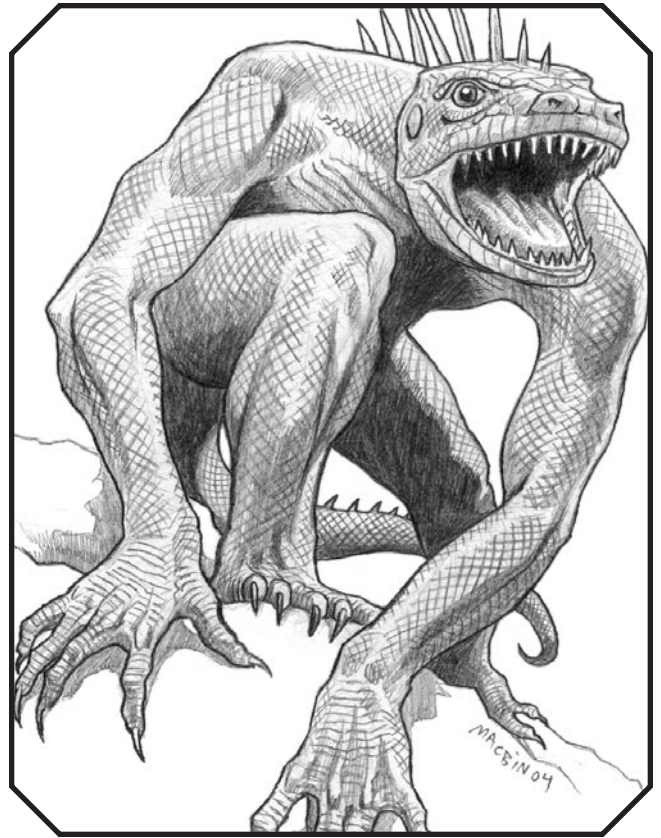
Frenzy (Ex): In battle, a devil lizard can throw itself into a wild frenzy. While in this state, a devil lizard cannot use its spell-like abilities or any skills except for Jump, Climb, Spot, and Listen. It further takes a -3 penalty to Armor Class. However, it receives a +4 bonus to Strength, +4 bonus to Constitution, +2 bonus to Will saves, Damage reduction 2/—, and one additional claw attack each round. Frenzy lasts for a number of rounds equal to 5 + the lizard's Constitution modifier, after which it becomes fatigued. A devil lizard can enter a frenzy twice per day.

Nature's Passage (Ex): A devil lizard can move through any sort of undergrowth at normal speed and without suffering damage or any impairment. This includes both natural undergrowth and areas under the effects of spells such as *entangle* or *wall of thorns*. In addition, a devil lizard leaves no trail while in natural surroundings and cannot be tracked.

Poison (Ex): Injury DC 18, Initial Damage confusion (2d4 rounds), Secondary Damage 1d6 Con. The save DC is Constitution-based.

Regeneration (Ex): Only cold iron weapons can permanently harm a devil lizard.

Spell-Like Abilities: At will—*cause fear* (DC 14), *detect animals or plants*, *entangle* (DC 14), *hide from animals*, *speak with plants*; 3/day—*blight* (DC 16), *control plant* (DC 20), *diminish plants*, *dominate animal* (DC 15), *fear* (DC



15), *halt undead* DC 14), *wall of thorns*; 1/week—*animate plants*, *undeath to death* (DC 18). Caster level 12th. The save DCs are Wisdom-based. The devil lizard takes 10 points of damage any time it casts *undeath to death*.

Skills: A devil lizard receives a +4 racial bonus to Climb, Hide, Move Silently, and Survival checks. It uses its Dexterity modifier instead of its Strength modifier when making Climb checks.

* The scales of a devil lizard can shift in color and pattern like a remarkable chameleon. This provides the lizard with a +10 circumstance bonus to Hide checks while in natural surroundings.

KNOWLEDGE

Knowledge skills and Bardic Knowledge can yield the following information about devil lizards:

Skill Check: Knowledge (nature) (DC 10), Bardic Knowledge (DC 15)

Information: *Many Tales are tolde of the Deville Lizardes, and some of them are undoubtedly mere Superstition, misguided Supposition, or False Reporte. But which are True and which are False, it is hard to determine, for all are equally fabulous.*

Benefit: Devil lizards are strange and misunderstood creatures, and the character has heard one or more of the false rumors about these spirits. Possible rumors include:

~ DEVIL LIZARD ~



Devil lizards and spirit lizards are natural opposites, and always fight to the death; devil lizards are spirit lizards that have turned to evil and the worship of dark forces; devil lizards are actually devils, and can only be harmed with blessed weapons; devil lizards are undead creatures; or anything else that comes to mind. At this level of knowledge, a character will receive a -2 to any Diplomacy check when dealing with a devil lizard.

Skill Check: Knowledge (nature) (DC 15), Bardic Knowledge (DC 20)

Information: This check provides the character with access to the description from *Beastes of Ye Farre Landes*, along with basic facts about the devil lizard – its fey nature, ability to blight plants and control animals, and its deadly combat abilities.

Benefit: This check must be made successfully before any additional information can be gained about the creature.

Skill Check: Knowledge (nature) (DC 20), Bardic Knowledge (DC 25)

Information: *It is claim'd by some Authorities as Facte that the Natures of the Deville Lizarde, the Spiritte Lizarde, and the Deadewoode Tree are intertwined, all three Creatures sharing a Common Originne. The Isles of the Serpente's Teethe, according to this Theory, were, in far distant Antiquity, the topmoste Peakes of a Greate Continente, that some have named Valossa. This Valossa, it is saide, was riven in Fragmentes and caste into the Sea*

by the Unspeakable One, which was at that Time a most potente Power of Chaosse; and the Magickal Humours that were bred by this Catastrophe shot through certaine of the Spiritte Lizardes, which had until that Time served the same Office in Valossa as Dryaddes do in other Landes. Some Few escaped the Corruption; but those caught in their Trees by the Unnaturale Blaste were fused with the Woode and became the Evil Deadewoodes, while those that were Outside suffered the Destruction of their Trees and were scour'd by the magickal Windes of the Disaster, shaping them into the Deville Lizardes. This, it is claim'd, is why the Deville Lizardes show such Fury towarde the Deadewoodes, who were once their Kin but now embrace Evil; while equally they are Abash'd to show Themselves before the Spiritte Lizardes, who suffer'd neither their Losse nor their Shame. So the Story goes; whether it be Facte or Fancy remains to be proven.

Benefit: The character knows more about the history of the spirit lizards and the cataclysm that shattered their race. The character is aware of the relationship between spirit lizards, deadwood trees, and devil lizards, and knows about the enmity that the devil lizards have towards deadwood trees. If he possesses Wild Empathy, he can make a Wild Empathy check in place of a Diplomacy check when dealing with a devil lizard, and receives a +5 bonus on his roll.

Skill Check: Knowledge (nature) (DC 25) and Craft (alchemy) (DC 20)

~ DEVIL LIZARD ~

Information: *The Bitternesse of the Deville Lizarde, and its natural Antipathy toward the Deadwoode Tree, are soak'd into the very Fibre of its Being; even unto its Bloode, which can be made into a most potente Poison against Plantes of all Kindes by one who doth know the correct Methodes and Preparations.*

Benefit: The character knows how to prepare *blood of the blight* (see **Uses**) from the corpse of a fallen devil lizard.

USES

Devil lizards generally distrust all humans and demihumans. As intelligent fey, they cannot be tamed or taken as animal companions. However, they may choose to accompany members of other races who are devoted to hunting down and destroying deadwood trees. But they will abandon such companions if they relent in their mission even for a moment.

BLOOD OF THE BLIGHT

A druid or other natural mystic who acquires the tainted blood of a devil lizard can use it to create a vile fluid that draws the life from any area it touches. *Blood of the blight* is a grenade-like weapon. If it strikes a plant creature, it inflicts 10d6 points of damage (5d6 points with a DC 14 Fortitude save). In addition, it has the stunt growth effect of *diminish plants* on all vegetation within an 800-foot radius. In order to create a dose of the *blood of the blight*, a character must possess the knowledge described previously, the ability to cast 2nd-level druid or ranger spells, the Brew Potion feat, and the corpse of a devil lizard (either freshly killed or preserved with *gentle repose*).

Moderate necromancy; CL 10th; Price 1,200 gp.

ADVENTURE HOOKS

HOSTILE NATIVES

As Freeport grows, it needs a constant supply of timber and other materials that must come from the forest. A number of logging camps have sprung up within a few miles of the city, and more than one of them has had trouble with devil lizards.

The creatures rarely allow themselves to be seen, but commit acts of sabotage and murder aimed at driving the loggers away. No matter how hard the loggers work to clear the underbrush and create tracks for hauling cut logs back to the city, their efforts are always choked with tangled and thorny vegetation the next morning. Barbed vines snatch at the skin and clothing of anyone who tries to force a way through the area, and more than one logger has lost an eye to these thorns. Felled trees develop an unerring aim for nearby loggers as though being guided to crush those who cut them down. More aggressive plants such as assassin vines, tendriculos and shambling mounds converge on the work site. Druids brought in to investigate the problem feel an overwhelming hostility radiating from all around the forest. A devil lizard may cut ropes, scare

horses, break axe handles, and even kill loggers if it can catch them alone. If the attacks become worse, those in charge of the logging operations may hire groups of adventurers – including the PCs – to provide security, and through encounters with devil lizards they may discover their tragic history.

DIVERGENT EVOLUTION

A scholar studying the magical creatures of A'Val – perhaps a professor at the Freeport Institute – is examining a spirit lizard and a devil lizard side-by-side, noting their similarities and differences. They both desperately want to escape (see the adventure hook *The Night of the Animals*, page 61), and the spirit lizard feels great compassion for its fallen comrade. The devil lizard, on the other hand, feels bitter fury toward its captor and all humanoids, made sharper by the shame of being brought into forcible contact with an untainted spirit lizard. If it escapes, it may decide to go out in a blaze of glory by destroying as much of the city and as many of its inhabitants as it can. The spirit lizard, meanwhile, will try to persuade the devil lizard to return to the jungle, and will take what steps it can to prevent the devil lizard from coming to any harm on its rampage.

ANCIENT SHAME

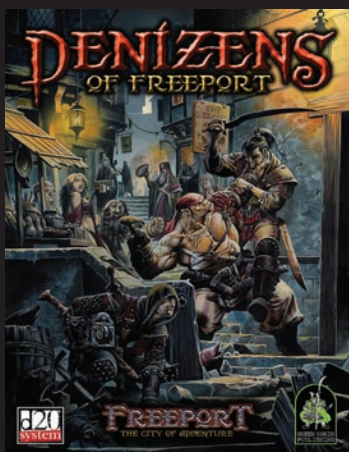
Explorers have reported strange areas of dark and tangled growth within the jungles of A'Val – places where the plants seem hostile and where animals seldom go. An expedition of druids is setting out to find and study one of these areas; their goal is to find out whether this phenomenon is caused by any kind of unnatural process and, if so, to set things right. If any of the PCs is a druid, a ranger, or a cleric of a deity whose domains include Plant, they may be invited along on the expedition. PCs of other types may be hired to protect the expedition from marauding lizard folk and other jungle threats. When the expedition sets out from Freeport, no one knows that the proposed study area is the home territory of a devil lizard.

Devil lizards have a keen sense of shame about their condition. Although they were not warped into evil creatures like the deadwood trees, they feel that they should not have allowed their home trees to be destroyed in the cataclysm. Quite apart from their normal antipathy to trespassers, they cannot bear the thought of others finding out the true story of their origins. The resident devil lizard will do everything it can to thwart the party, especially when it discovers that the opposition employs druidic or plant magic. If it cannot prevent the party from reaching its territory, it will hide and wait for them to go away, using its powers to encourage attacks on the party by shambling mounds, assassin vines, and other monstrous plants.

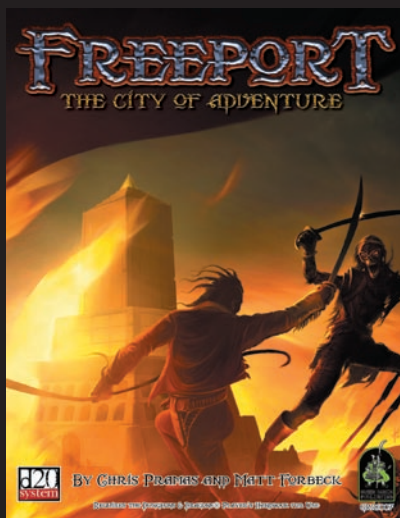
If the expedition members are observant and persist in trying to get to the bottom of things, they may encounter the devil lizard and find out the true story; however, they will have to show great respect for the natural world and enormous restraint in the face of attacking vegetation in order to win the devil lizard's trust.

SET SAIL FOR ADVENTURE!

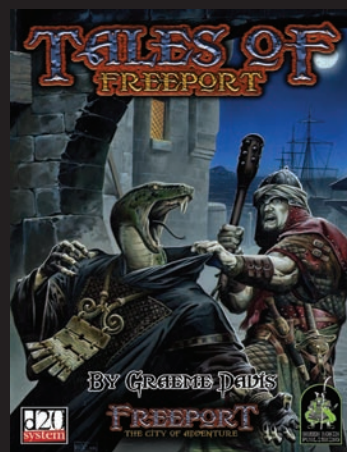
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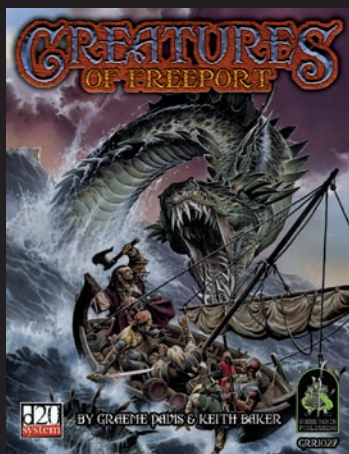
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