

— BLEEDING EDGE FREEPORT SPECIAL —

DARK WINGS OVER FREEPORT

- A FREEPORT ADVENTURE FOR FOUR TO SIX CHARACTERS OF 8TH TO 10TH LEVEL -



By Robert Vaughn



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INTRODUCTION

In *Dark Wings Over Freeport*, the players are half-pawns, half-heroes in an old halfling veteran's fight against the maniacal machinations of a rogue demon. The adventure takes them through Freeport's dark streets, into the little-known history of some of its most famous characters, and back again. As they endure unfortunate events and uncover surprising information, they are forced to question whether or not it is worth doing the greater good for a city of scoundrels, even if it means setting an evil loose elsewhere upon the world and empowering one of their enemies. By adventure's end, they may discover that no matter how evil the villain, and no matter how righteous the hero, we're all just trying to be ourselves.

ADVENTURE BACKGROUND

Twenty years ago, Lonely Shore was little more than an isolated outpost standing watch over a cluster of prospectors' huts and trappers' lodges huddled on the shores of the Carrion Swamp. The nearest major city was Silverus, and even that was separated from Lonely Shore by a trek through the Towers and then several days travel in the treacherous and often lawless stretches of the Ivory Ports. Silverus lent some support to the outpost for its supposed role in discouraging the area's evil humanoids from heading seaward, but the goblinoid and lizardfolk tribes seemed content to war with one another and squabble over the sparse mining resources in the area; Lonely Shore mostly left the humanoids to themselves, and the humanoids returned the favor. The frontier town served as a haven for those who wished to live quietly and unmolested on the fringes of civilization, and little more.

Then, one spring, the outpost's leaders quietly began recruiting more guards, purchasing more supplies, and enticing laborers from distant Freeport. Lonely Shore's population doubled almost overnight, and certain factions in Silverus wanted to know why.

Among the many rogues and scoundrels in Silverus at the time was a demonic spy-for-hire named Kar-Kric-Quiniko. The creature was a vrock, a race of demons not known for their subtlety and ability to mingle with humanoids. This particular vrock, however, was a servant of Decarabia, demon queen of birds and spying (see *Green Ronin's Book of Fiends*). To reward the vrock for cleverly escaping a wizard's *planar binding* spell, Decarabia gave him not only the freedom to roam

the Material Plane, but the ability to do so in human guise. Her only commandment was that he give her favored children, the birds of the Material Plane, insight to their true purpose: to revel in flight, to always watch and listen, and to share what they have heard and seen with those who know enough to ask them. Essentially, he was to be a missionary to the creatures of the air, a spy when he was able, and nothing more.

Kar-Kric-Quiniko rankled under what he saw as an ignominious mission. His love for his demon queen was such that he wanted all to know of her. He wished for her name to strike dread and unreason into the minds of mortals who heard it, akin to names like Orcus or Demogorgon or even Pazuzu, obscure demon lord of winged predators, whom Kar-Kric-Quiniko accused of stealing his mistress's glory. So, he went about his task, waiting for his chance to prove Decarabia's glory while preaching to the vultures, the pigeons, and the few intelligent winged creatures who would listen. Partly as a matter of habit, partly as a form of worship, he also offered his services as a spy to any mortal who could pay.

AN AUSPICIOUS ASSIGNMENT

When one of Kar-Kric-Quiniko's employers asked him to go to Lonely Shore and find out what was occurring there that accounted

for the sudden increase in funds and population, he assumed it would be just another job. But when he arrived, clothed in the form of an experienced laborer looking for work, he found two things of interest. First, the prospectors of Lonely Shore had discovered a vein of precious metal. Not wishing to share their find with the factions of Silverus or lose it to more militant forces, they quickly and quietly organized themselves as a communal business and began to bolster both their security and their labor force. Everyone

residing at Lonely Shore was promised an equal share of the first year's profits, and all they needed to do to collect it was to stifle their wanderlust and stay in or around the town for that essential first year of expanding and protecting their new resource. It was agreed that those newcomers who came to Lonely Shore would not be allowed to leave, at least until the community was confident in the outpost's ability to protect the mining operation.

The second thing of note that Kar-Kric-Quiniko discovered was that the shaman of the most populous lizardfolk tribe in the area

"Go forth and use those talents I have given unto you, my hatchling. Give my feathered children purpose, lead them in the good work, and teach them and only them my name. But mind you this: only your cousins of the air should know of me. My name is rare in the landwalkers' world, and I would have it remain that way."

—DECARABIA, DEMON QUEEN OF BIRDS AND SPYING,
INSTRUCTING HER SERVANT KAR-KRIC-QUINIKO

"I'll never forget that big bastard. All foul feathers and purple puss and crazy cackling. Like some kind of rotting rooster. Atych the always-heroic was the only one of us who'd been able to hurt him, with that blessed hammer of his, but he'd gotten himself taken out of the picture after a really loud screech; stopped him right in his tracks. So, what's a luckless lightfoot to do? I snatched up that hammer, with a haft as long as I am tall and a head as heavy as I am, and I swung for all I was worth. Caught the vulture where the sun don't shine, and that stopped his caws and cackles!"

"Of course, then he picked me up and pitched me through three wooden walls, and that's why I'm a gimpy gaffer to this day."

—FINN THE CRIME LORD,
DESCRIBING THE 'NIGHT OF DECARABIA'
IN THE OUTPOST OF LONELY SHORE

BLEEDING EDGE

Green Ronin Publishing's **Bleeding Edge Adventures** provide challenging and entertaining scenarios that cater to the tastes and interests of the modern gamer. Within these adventures, you will find a wealth of material designed to take advantage of the intricacies of the *d20 system* and give you everything you need to create an exciting adventure experience.

considered himself an avian worshipper, seeing scavenger birds like crows and vultures as his spirit guides.

The vrock's devious mind began to whirl with the possibilities. Here, it seemed, was the perfect opportunity for the world to discover the glory of Decarabia. All of the ingredients were present. Lonely Shore, a prize target, was rich in resources and far from help. The lizardfolk were perfectly prepared by the shaman to receive him as a messiah figure. And, the scavenger birds of the wilderness were always hungry and willing to act as his messengers, spies, heralds, and even soldiers. Oh, how the birds would feast upon the fallen, how they would gorge themselves upon the combat's many dead!

It's hard to know if Decarabia would have praised and rewarded her servant, had his plan succeeded. She had commanded, after all, that her name remain rare and unknown on the Material Plane... But, she might have come to enjoy the notoriety and power that came with becoming a feared demon deity. Alas, Kar-Kric-Quiniko did not succeed. And, Decarabia certainly did not praise and reward him for his failed attempt to seize glory in her name.

IF NOT FOR THOSE PESKY ADVENTURERS . . .

The first step was easy. Kar-Kric-Quiniko renamed himself "The Messenger" and appeared before Pus-Talon, a shaman whose ferocity and confidence could have united the lizardfolk tribes long before, had he but the drive and the will to do so. Claiming to be an avatar of the vulture spirit, the Messenger provided that drive. Lizardfolk and all their kin gathered under the banner of Pus-Talon and his advisor, the Messenger. In a few short months, the role of the two had reversed, and the Messenger had attained leadership over the region's entire lizardfolk population.

Meanwhile, the leaders of Lonely Shore grew complacent. The Messenger's organization of the lizardfolk clans actually made them less of a threat, for a time; even the rare and random encounters that once occurred began to dry up, as the tribes were summoned deeper into the swamp to labor at the Messenger's war machine. Lonely Shore had also managed to keep word of their discovery from any human communities who might want to claim a piece of the action. Thus, they were free to mine their ore and only occasionally cast their eyes outward toward the swamp and the peaks of the Towers.

It was a team of adventurers, of course (isn't it always?), who discovered the Messenger's plot and warned Lonely Shore. This particular group of explorers had come to the outpost for one reason or another and each decided they did not, in fact, wish to remain there for the rest of the year under a form of profitable house arrest. So, they made a deal



with the town's council: if they were released from the outpost and given free reign to come and go as they pleased, they promised to not return to civilization or spread word of Lonely Shore's newfound wealth. Instead, they would use the year to explore the wilderness, pushing the boundaries of the frontier and seeking out new lands to claim, old ruins to plunder, and present-day evils to destroy.

This group had several notable escapades, many of which are even now celebrated in song and verse, but the one that is most essential to this tale was their running afoul of the massing lizardfolk, which now collectively referred to themselves as the Clans of Wing and Talon. Leaving several dead lizardfolk and a smashed weapon forge behind, and with captured battle plans in their pockets, the adventurers scurried back to Lonely Shore with urgent tidings: during the next new moon, the combined wrath of the Clans of Wing and Talon would flock to Lonely Shore's walls, and unless aid was found, would consume it.

Alarmed, Lonely Shore sent out the call for help, promising ever-greater shares of the ore to those who would help defend them against the lizardfolk. But organizing, equipping, and sending out troops for an overland campaign takes time, especially when most of those troops were primarily trained and equipped as marines for ship-to-ship combat against Freeport's pirates. But the rewards offered were so profitable that several squads of city guardsmen and marines volunteered to go with whatever land-appropriate weapons and armor they could scrounge up. Mercenary groups from a few other cities received the summons, but not many were close enough to reach Lonely Shore by the time of the new moon, and no one with half a brain wished to be caught in the wilderness on the way to the outpost once the hordes made their move.



Thus, horribly outnumbered, but with brave (or greedy) souls guarding its walls, Lonely Shore turned to the same adventurers who had forewarned them. The adventurers agreed to lead the defense of the town in return for, of course, more shares of the ore.

THE NIGHT OF DECARABIA

Even the stalwart adventurers quailed when their scouts reported the number of lizardfolk gathering on the day before the planned attack. That night, the town's defenders discovered not being able to see your enemy can be worse than having to face them. The lizardfolk operated in total darkness, putting out the town's sentry fires or flowing around them like ink, so the defenders could only guess as to how many of the creatures collected at the base of their walls. From the darkness came their screams and chants, which sounded like the screeches of hawks and the caws of crows. But above that din was the horrid whisper of one name, a whisper that pierced into every home and heart in the town, "Decarabia . . ." It seemed the Messenger had harnessed all the ravens of the wilderness and taught them to speak that one name, sending them before his army to serve as the heralds of his demon queen.

The details of that night have grown and changed with the telling, as tales are wont to do. It is certain the climax of the battle came down to the Messenger in his true form doing battle with the adventurer-generals, and losing, albeit barely, to their combined efforts. In order to escape destruction, he used the shapeshifting powers granted by his mistress to assume human form once more, blending in with the townsfolk and abandoning his army. When the morning dawned, the Messenger was gone, the outpost of Lonely Shore still stood, and what lizardfolk survived, had fled. The Messenger's plan had led to one predicted result, however: the birds bloated themselves on many corpses that morning. Unfortunately for him, they fed on the flesh of lizardfolk, not of humans.

THE AFTERMATH

The adventurers, at least those who survived, were hailed as heroes and endowed with much wealth as was promised. However, the miners of Lonely Shore had made an error in predicting the ore's size and extent. The primary vein produced less than a tenth of what had been predicted. This left just enough to pay the surviving adventurers and mercenaries who had come to their aid, and nothing more. The mercenaries received their reward and spent it on wine and women, the founders of Lonely Shore drifted away in search of other ventures, and a canny halfling named Finn, one of the surviving adventurers, used his newfound wealth to become a businessman, of sorts, in Freeport. Lonely Shore itself fell into disuse, and within a few years, it was reduced to the squalid little wart that it is today (see *Beyond the Towers* for more details).

The Messenger fared even worse. Decarabia punished him for his arrogance and failure by dismissing him from her service and her side, declaring he would never again regain his bird-like form and never again be welcome in her layer of the Abyss, the Landless Aerie. Thus was Kic-Krac-Quiniko, the Messenger, trapped not only in this world, but trapped also in the form he had taken on to hide: that of a human. As the years passed, the bitter demon has watched that form age and, as human bodies do, wither and begin to die.

ADVENTURE SYNOPSIS

The adventure begins with the PCs, whether individually or as a group, being “invited” to attend to Finn, the infamous halfling crime lord. The PCs may be allies or employees of Finn, but more likely, they owe him a favor. For those who do not want to come willingly, Finn’s minions are all too eager to use force.

Once they meet with Finn, the PCs learn a larger number of beggars than usual have been disappearing from the city’s streets. The halfling crime lord may be motivated by the blow this makes against his pocketbook or perhaps by a sense of concern for his employees. Regardless, he seems to have a gut feeling the disappearances are more than just murders of convenience. He wants the PCs to investigate.

Several options present themselves as possible actions. Questioning the beggars is productive, as is impersonating one and attempting to get oneself attacked, kidnapped, recruited, or whatever it is that is happening. Other townsfolk may have seen something and be willing to give information. Finally, a stakeout might do the trick.

After the PCs’ first investigative attempt, they are attacked by a flock of voracious birds, seemingly out of nowhere. Should they pursue their efforts, a band of hired thugs assaults them the next night. If they report the event to Finn, the halfling is reminded of an event 20 years ago in which swarms of birds also played a part.

Should they pursue their investigations, the PCs eventually find the beggars are being kept somewhere in the Warehouse District, in a building being rented out by a down-on-his-luck merchant. After fighting the Messenger’s hired help, trained attack pet, and possibly the Messenger himself, the PCs find dozens of kidnapped beggars and vagabonds, as well as notes on a ritual to be performed during the upcoming new moon. They may face the mastermind, the Messenger himself, but he is wounded and likely to flee.

Now fully aware of the Messenger, and having foiled his first plan, the PCs must determine what his next move will be and where and when. Assuming they guess right, the adventure culminates in an elevated combat high above the harbor of Freeport. At stake are the lives of every sailor and dock worker in Freeport’s harbor ... and the fate of a single demon.

USING THIS ADVENTURE

Dark Wings over Freeport is designed for a party of four 9th-level characters, but it can easily be scaled for characters from 8th to 10th level. To best use this adventure, you need the *PH*, *DMG*, and *MM*. This adventure includes characters and creatures from Green Ronin’s *Book of Fiends*, the *Pirate’s Guide to Freeport*, and other *Freeport* sourcebooks, but none of those books is necessary to use this adventure.

ADAPTING THE ADVENTURE

This adventure takes place in the city of Freeport, but you could place the adventure in any city near a large body of water. The historical events occur in the larger World of Freeport, specifically in the Ivory Ports, which is a fair distance from the City of Adventure, so these events can take place wherever you feel is appropriate to your campaign setting. There are enough details herein to allow you to describe the people and places of Freeport that the adventurers encounter, but you

ADVENTURE TIMELINE

Time	Events
–3 Weeks	Kar-Kric-Quiniko begins his collections.
Day 1	The PCs are hired by Finn.
Night 1	The PCs are probably attacked by bird swarms.
Night 2	The PCs are probably attacked by Crippling Rippley and his thugs
Night 2–6	The PCs probably find and raid Kar-Kric-Quiniko’s warehouse
Night 7	The night of the new moon. Kar-Kric-Quiniko attempts to perform a ritual above Freeport’s harbor. If successful, thousands of birds gather and attack anything that moves, killing hundreds in the Docks district.

may need to fill in gaps with your own ideas. If you have Green Ronin’s *Pirate’s Guide to Freeport* or *Freeport: City of Adventure*, either should give you the details you need.

SCALING THE ADVENTURE

While larger and smaller parties and groups of greater or lower levels than those recommended for this adventure may be used, you should consider making the following adjustments to the encounters presented in the following pages.

WEAKER PARTIES

For groups with three or fewer characters, or who are lower than 7th level on average, make the following changes:

- Make the Messenger a normal vrock from the *MM*.
- Reduce the number of swarms of fury by 1. The PCs should never face more than 3 at a time.
- Remove Crippling Rippley and double the number of heavy hitters and two-fisters.
- Remove the achaierai.
- Have Asha assist the party during the confrontation with the Messenger at the Docks.

STRONGER PARTIES

For groups with five or more characters, or who are higher than 11th level on average, make the following changes:

- Advance the Messenger by 4 HD for every level the group is on average above 11th.
- Increase the number of swarms of fury by 1. The PCs should never face less than 3 at a time.
- Advance Crippling Rippley by 1 level; add one heavy hitter, and one two-fister for every level the party averages above 11th.
- Advance Gillslitter by 2 levels.
- Remove Asha as assistance for the party during the confrontation with the Messenger at the Docks.

ADVENTURE HOOKS

Use any of the following hooks to involve the player characters with Finn and the adventure.

THE GALL OF DUTY

Any of the player characters that have proven themselves to be heroic defenders of the helpless or the downtrodden may be introduced to the adventure via this hook. The do-gooder is traveling by sea to some other destination and passes through Freeport. When his mentor, patron, or benefactor learns of this, he asks the adventurer to deliver a message for him to an old friend, Finn, a respectable halfling businessman in Freeport. Coincidentally, when the message is delivered, it turns out that Finn has need of someone just like the PC.

ONE GET OUT OF JAIL FREE CARD

On the other end of the spectrum, less scrupulous player characters can be brought into the adventure by having any of their past mistakes catch up with them. Perhaps a bounty hunter tracked them to the ship on which they were sailing and apprehended them in their sleep. Or, perhaps they had a disagreement with the ship's captain that was bringing them to Freeport, a disagreement that led to blows and to the characters' imprisonment. In any case, the PCs end up in one of Freeport's incredibly unpleasant jails (which take the form of old hulks resting in the city's harbor). So, when a guard offers to get them out in exchange for them being willing to listen to a friend of his about a job, they're likely to hear him out.

AN OFFER YOU CAN'T REFUSE

Finally, player characters neither particularly heroic nor roguish might be recruited the good old-fashioned way: by a stranger in a tavern. Finn isn't one to take chances, though, so his messengers don't simply stroll up to the PCs in the common room. Rather, they pay them visits in the dead of night, while they're sleeping. When the character is awoken in the darkness, the first thing they notice is that they're paralyzed. The second thing they notice is the following note, written in their native language, being held before their eyes. Give the player **Handout 1**.

The messenger in question is a burly man with almost half of his teeth (human male monk 5; use the sample NPC from the *DMG*). He has a readied action to use his Stunning Fist feat should the PC somehow break out of the paralysis, such as via the Travel Domain. Accompanying him is Trask (see page 23), a gnome whose *wand of ghoul touch* accounts for the character's current paralysis, and a syndicate enforcer (use a sample 5th-level rogue NPC from the *DMG*) with a sap.

This hook is particularly appropriate if the PCs have had encounters with Finn before and owe him a favor.

THE MESSENGER

Throughout the adventure, the player characters have many opportunities to face the Messenger and may fight him several times before the conclusion. Since this character appears in multiple places, his statistics follow for your convenience.

DROCK FORM

The Messenger seeks to regain this form, which is impossible unless the warhammer is first destroyed.

KAR-KRIC-QUINIKO (AKA THE MESSENGER)

GR II

Male advanced vrock

CE Huge outsider (chaotic, demon, extraplanar, evil)

Init +3; **Senses** darkvision 60 ft.; Listen +28, Spot +28**Languages** Abyssal, Auran, Celestial, Common, Draconic, Infernal; telepathy 100 ft.**AC** 27, touch 12, flat-footed 24

(–2 size, +3 Dex, +1 deflection, +14 natural)

hp 217 (15 HD); **DR** 10/good**Immune** electricity, poison**Resist** acid 10, cold 10, fire 10; **SR** 22**Fort** +19, **Ref** +12, **Will** +11**Spd** 30 ft. (6 squares), fly 50 ft. (average)**Melee** 2 claws +25 (3d6+12) and bite +23 (2d6+6)

2 talons +23 (1d8+6)

Space 15 ft.; **Reach** 15 ft.**Base Atk** +15; **Grp** +35**Atk Options** Cleave, Combat Reflexes, Power Attack, Quicken Spell-Like Ability (*mirror image*)**Special Actions** dance of feathered servitude, spores, stunning screech, summon demon**Combat Gear** *boots of levitation*, *brooch of shielding*, *potion of invisibility* ×2**Spell-like Abilities (CL 17th):**At will—*mirror image*, *greater teleport* (self plus 50 lb. objects), *telekinesis* (DC 20)1/day—*heroism***Abilities** Str 34, Dex 16, Con 31, Int 16, Wis 15, Cha 16**Feats** Ability Focus (*telekinesis*), Cleave, Combat Reflexes, Multiattack, Power Attack, Quicken Spell-Like Ability (*mirror image*)**Skills** Bluff +24, Concentration +28, Diplomacy +10, Disguise +6 (+8 acting), Hide +13, Intimidate +26, Knowledge (religion) +21, Listen +28, Move Silently +21, Search +21, Sense Motive +20, Spellcraft +21, Spot +28, Survival +2 (+4 following tracks)**Possessions** combat gear plus *circlet of persuasion*, *ring of protection* +1

Dance of Feathered Servitude (Su) In lieu of dance of ruin, vlocks in the service of Decarabia can perform a special dance that lasts 1 round. Once performed, the vrock can summon one swarm of fury (see page 12) to do his bidding. Each additional round of dancing allows the vrock to summon another swarm.

Distracting the vrock by inflicting damage (Concentration check DC 10 + damage dealt) or otherwise preventing it from taking a full round of actions (including paralyzing, stunning, slowing, nauseating, and of course, killing it) prevents that round's swarm from appearing. Each swarm is telepathically controlled by the vrock for one round per HD of the vrock. A vrock can control a number of swarms of fury at a time equal to its Intelligence bonus (minimum 1 swarm).

Alternatively, the vrock may use the dance to summon individual birds to do his bidding for longer periods, including spying and delivering messages. The dance summons one bird per minute. The vrock can telepathically communicate with the birds, which willingly serve it for 2 hours per HD of the vrock. Also, while they serve the vrock, the birds' Intelligence scores increase by 1 per 4 HD of the vrock. The birds cannot learn Common in this short amount of time, of course, but they become intelligent enough to repeat the sounds they overhear, including spoken words, to their master. Most Decarabian vlocks can grant their birds Intelligence scores of 5, which is enough for each bird to remember and telepathically repeat approximately one minute worth of overheard dialogue.

Both versions of the dance must be performed under the open sky. A vrock may dance for a total number of rounds each day equal to its HD, meaning that it can control a total HD worth of bird swarms each day equal to its own HD, a total of number of servitor birds each day equal to its own HD, or any combination thereof (for the second version of the dance, every minute spent dancing counts as one round for this purpose).

Spores (Ex) Once every 3 rounds, the Messenger can release a cloud of spores as a free action, dealing 1d8 points of damage to all adjacent creatures. Each round thereafter, for 10 rounds, the victims take an additional 1d4 points of damage as a tangle of vines grow from their bodies. A *delay poison* spell stops the spores' growth for its duration. *Bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with a vial of holy water.

Stunning Screech (Su) 30-foot radius; 1/hour; stunned for 1 round; DC 27 Fortitude negates. Demons are immune to this ability. The save DC is Constitution-based.

Summon Demon (Sp) 35% to summon 2d10 dretches or 1 vrock; 1/day; caster level 15th. This ability is the equivalent of a 3rd-level spell.

HUMAN FORM

For nearly all of the adventure, the Messenger remains trapped in his human form. Until freed, he uses the following statistics.

KAR-KRIC-QUINIKO (AKA THE MESSENGER)

CR II

Male advanced vrock (human form)
CE Medium outsider (chaotic, demon, extraplanar, evil)
Init +7; **Senses** darkvision 60 ft.; Listen +28, Spot +28
Languages Abyssal, Auran, Celestial, Common, Draconic, Infernal; telepathy 100 ft.

AC 18, touch 11, flat-footed 11 (+7 Dex, +1 deflection)

hp 157 (15 HD); **DR** 10/good

Immune electricity, poison

Resist acid 10, cold 10, fire 10; **SR** 22

Fort +15, **Ref** +16, **Will** +11

Spd 30 ft. (6 squares)

Melee +2 *dagger* +21/+16/+11 (1d4+6/19–20)

Base Atk +15; **Grp** +19

Atk Options Cleave, Combat Reflexes, Power Attack, Quicken Spell-Like Ability (*mirror image*)

Special Actions dance of feathered servitude, spew spores, stunning screech

Combat Gear *boots of levitation*, *brooch of shielding*, *potion of invisibility* × 2

Spell-like Abilities (CL 17th):

At will—*mirror image*, *greater teleport* (self plus 50 lb. objects), *telekinesis* (DC 20)

1/day—*heroism*

Abilities Str 18, Dex 20, Con 23, Int 16, Wis 15, Cha 16

Feats Ability Focus (*telekinesis*), Cleave, Combat Reflexes, Multiattack, Power Attack, Quicken Spell-Like Ability (*mirror image*)

Skills Bluff +24, Concentration +24, Diplomacy +10, Disguise +5 (+8 acting), Hide +25, Intimidate +26, Knowledge (religion) +21, Listen +28, Move Silently +25, Search +21, Sense Motive +20, Spellcraft +21, Spot +28, Survival +2 (+4 following tracks)

Possessions combat gear plus *circlet of persuasion*, *ring of protection* +1

Dance of Feathered Servitude (Su) As vrock form.

Spores (Ex) Although Kar-Kric-Quiniko's normal form was taken from him along with the insidious spores for which vocks are known, his internal organs remain much the same. He has learned to hack up and spew from his mouth the spores he was once able to release from his body. Doing so is a move action rather than a free action, however, and requires a ranged touch attack with a range increment of 10 feet.

The spores penetrate the skin of any creature they hit, burrowing disgustingly into his pores and bursting into tangles of putrid worm-like growths, dealing 1d8 points of damage. They then continue to burrow and grow for 10 rounds, dealing 1d4 points of damage each round. At the end of this time, the victim is covered with patches of tiny worms that writhe about independently. A *delay poison* spell stops the spores' growth for the duration, while *bless*, *neutralize poison*, or *remove disease* kills the spores, as does sprinkling the victim with holy water.

Like normal vrock spores, these growths wither away in 1d4 days; unlike normal vrock spores, they are not harmless. The growths attract all avian creatures (usually, creatures of the animal type with a fly speed) who see them. This has several effects. First, avian creatures are overcome by a desire to consume the growths, and the only way to do so is to attack the character on which they grow. Such creatures are automatically hostile toward the character. This includes animal companions and familiars; their attitudes can be changed with Diplomacy, Intimidate, or wild empathy checks as appropriate for the creature, or by using spells like *charm animal*, *calm emotions*, and the like. The creature's attitude returns to hostile after one minute, in the case of checks, or when the duration expires, in the case of spells.

The second effect suffered by the character is that he is much more susceptible to the special attacks of swarms comprised of avian creatures. Avian swarms deal double normal damage against the character, and he takes a –4 penalty to saving throws against their special attacks.

Stunning Screech (Su) As vrock form, but the DC is 23.



THE OLD CITY

- 1 - SEA LORD'S PALACE
- 2 - GUARDSMEN FACILITIES
- 3 - THE COURTS
- 4 - THE TOMBS
- 5 - THE MARQUIS MOON
- 6 - THE BATHS
- 7 - ARGYLE MCGILL'S CURIO SHOP
- 8 - THE WIZARDS' GUILD
- 9 - THE HOUSE OF SERENITY
- 10 - THE KEELHOL
- 11 - THE BLACK ROSE
- 12 - DEMILFISH
- 13 - THE WIZARD'S POUCH
- 14 - GREGOR'S BREWERY
- 15 - SUNKEN TREASURES
- 16 - TIRWIN'S FINE CLOTHING
- 17 - THE MATCHLOCK
- 18 - MICKEY'S PLEASURES
- 19 - THE GENTLEMEN'S GLOB

THE MERCHANT DISTRICT

- 1 - THE PLAZA OF GOLD
- 2 - THE MARINA
- 3 - THE MERCHANTS' GUILDHOUSE
- 4 - THE GILT GLOB
- 5 - THE LAST RESORT
- 6 - THE FREEPORT OPERA HOUSE
- 7 - MAURICE'S
- 8 - MAEORGAN MANOR
- 9 - THE JEWELERS' AND GEMCUTTERS' GUILD
- 10 - SALON DU MASQUE
- 11 - THE LAST PORT

THE TEMPLE DISTRICT

- 1 - POOL'S MARKET
- 2 - TEMPLE OF THE GOD OF KNOWLEDGE
- 3 - TEMPLE OF THE GOD OF WAR
- 4 - TEMPLE OF THE GOD OF THE SEA
- 5 - GODSHOP
- 6 - TEMPLE OF THE GOD OF PIRATES
- 7 - TEMPLE OF DEATH
- 8 - SHRINE OF THE MAGIC GOD
- 9 - GOD OF ROADS
- 10 - GOD OF STRENGTH

WATCH PRECINCTS

P - PRECINCT HOUSE

TO THE JUNGLE OF A'DAL



THE WAREHOUSE DISTRICT

- 1 - THE DAVIT
- 2 - THE BLOCK AND TACKLE
- 3 - MUNICIPAL AUCTION HOUSE
- 4 - THE OFFICE OF PUBLIC RECORDS
- 5 - FRELAND SHIPYARD
- 6 - FREEPORT PILOTS' GUILD
- 7 - CROCKER'S BRICK AND MORTAR
- 8 - FREEPORT ORPHANAGE

THE DOCKS

- | | |
|------------------------------|----------------------|
| 1 - THE LONGSHOREMEN'S UNION | 12 - THE LOST LASS |
| 2 - THE SEASIDE MARKET | 13 - CRACKED POT |
| 3 - THE BLACK GULL | 14 - KERGEN'S KRADLE |
| 4 - THE RUSTY HOOK | 15 - THE DOXIES LIP |
| 5 - SOCIETY OF LOBSTERMEN | 16 - THE BILGE RAT |
| 6 - THE SHIPPING NEWS | 17 - URJAN'S FORGE |
| 7 - THE ONE RING | 18 - THE HIDDEN HIDE |
| 8 - THE BROKEN MUG | 19 - ROSE ALLEY |
| 9 - THE DIVING FIN | 20 - BLISS |
| 10 - THE STAR OF THE SEA | 21 - EPPLES |
| 11 - THE DENTED HELM | 22 - THE HONEY POT |

TO THE HULKS

TO MILTON'S FOLLY



1 - TO CABBAGE CRACK

THE EASTERN DISTRICT

- 1 - CHAMBERS ASYLUM
- 2 - FIELD OF HONOR
- 3 - THE GOLDEN PILLAR SOCIETY
- 4 - THE HALFLING BENEVOLENT SOCIETY
- 5 - HELLHOUND SOCIAL CLUB
- 6 - KAFE ILKIN
- 7 - STREBECK'S BEER HALL
- 8 - THE WARG COMPANY
- 9 - PETE'S
- 10 - SEACAT'S FOLLY
- 11 - THE SEA LADY'S LUCK
- 12 - GENTLEMAN JOHN'S
- 13 - ASSAD'S SMOKE SHOP
- 14 - ALCHEMICAL ODDITIES
- 15 - EDGAR'S APPAREL
- 16 - THE STORE
- 17 - GORREN'S SWORDS
- 18 - THE TURTLE'S SHELL
- 19 - HERBERT'S PAWN
- 20 - THE DEVIL'S LUCK
- 21 - ALICE'S HOUSE
- 22 - THE OLD STAGE

DRAC'S END

- 1 - TENT TOWN
- 2 - THE PAWN'S SHOP
- 3 - THE FREEPORT INSTITUTE
- 4 - THE GLUSTER
- 5 - THE INDECIPHERABLE SCROLL
- 6 - TRANQUIL SHARK PROTECTION AGENCY
- 7 - FANG AND GLAW
- 8 - BELLE'S WELL
- 9 - THE GROG POT
- 10 - THE MERMAID
- 11 - THE SCHOLAR'S QUILL
- 12 - THE SWORD AND ANCHOR
- 13 - FINNEGAN'S BOOKS
- 14 - TREACHEROUS PLOTS
- 15 - DEAD POETS
- 16 - MELTED POT
- 17 - THE LUCKY LADY

BLOODSALT

- 1 - THE RECLAMATION PROJECT COMPOUND
- 2 - REDBLADE BARRACKS
- 3 - KROM'S THROAT
- 4 - IRONTOTH ENCLAVE
- 5 - GITCH'S TOWER

EASTERN DISTRICT

BLOODSALT

THE DOCKS

SCURVYTOWN

SCURVYTOWN

- 1 - DREADING STREET
- 2 - THE DEAD PELICAN
- 3 - OTTO'S BLADES & BALDRICKS
- 4 - THE FREEPORT FISHERY & MARKET
- 5 - THE MOUTH OF HELL
- 6 - THE GHUMHOUSE
- 7 - THE OLD WHORE
- 8 - FISH STEW
- 9 - DREAD'S PLACE
- 10 - HEAVE HO
- 11 - RAZOR'S EDGE
- 12 - KILL SHOP
- 13 - PLUNDER
- 14 - JEFFERS GOODS
- 15 - THE GRUNT
- 16 - HORUS'S LEAP
- 17 - THE JUNK STORE
- 18 - BLOOD DEN

FREEPORT

THE CITY OF ADVENTURE

PART I: INTO THIN AIR

Part I is the information-gathering portion of the adventure. The players should have the feeling that they are pawns who have stepped into something with more angles than were initially apparent. It doesn't seem like anything they can't handle, assuming they can gather all the information they need... but that information proves elusive, and acquiring it can be costly.

This portion of the adventure also gives you the opportunity to highlight your favorite places and people from Freeport. Most of the encounters can be replaced with others tailored to your campaign, so long as they convey the same information.

THE HALFLING BENEVOLENT ASSOCIATION

However they've gotten here, all of the player characters should be assembled at Finn's office.

The building to which you've been directed (or ushered) appears to be a bustling center of legitimate commerce, with many halflings and humans filing paperwork, meeting with business owners, handling loans, and the like. Guards stand at every doorway and intersection, and you get the feeling just as many guards remain unseen.

The two guards flanking the doors in Finn's office, on the other hand, seem like a formality. The confident halfling, a middle-aged but still spry man, carries himself with an air of confidence. His office, like he himself, is quite plain, with simple wooden furniture, a few curios on the walls, and a sturdy desk. Two things stand out, one about the halfling, one about the room. The first is an occasional limp in Finn's step, which he notices and corrects after a few steps. The second is an ostentatious warhammer, sized for a human, with a prominent holy symbol of the God of Justice.

Finn speaks without preamble, "Thank you for being willing to hear out my offer. As you may know, I am the president of the Halfling Benevolent Association. Among other things, we represent halfling business owners in the Eastern District and attempt to watch out for the welfare of the unfortunates among us who must live on the street. Being so small of stature, some view the halfling homeless as easier to prey upon than humans. We try to get folks to see things differently.

"Unfortunately, someone out there hasn't gotten the message. The past few weeks have seen a rash of disappearances among the street folk. Normally we'd investigate ourselves, but the targets have not only been halflings, nor have they been limited to the Eastern District, our normal area of operations. Some of the other presidents of the 'legitimate business collectives' might find it amiss if they saw my men combing the streets, you see; odds are good that many brawls would be started, but no culprits found.

"That's where you come in. You're unaffiliated, so you can poke around without anyone getting in a huff. Also, to be blunt, your skills are a bit more diverse than those of my average investigators.

I can offer you 400 gp apiece to undertake the investigation, and another 600 gp apiece if you can deal with whoever is doing this. If you can find and bring back any of the missing street folk alive, I'm sure I can find some extra funds in the coffers as a bonus... say, 100 gp per recovered halfling, 50 gp for other folk.

"Oh, yes, and any past 'problems' you may have had with your papers, or the city guard, or the like, will, of course, be taken care of."

Finn is willing to haggle a bit, but he prefers to use blackmail, veiled threats, or promises of future employment or favors to get the characters to go along with his plans. Finn is unable to provide any additional muscle, at least at this point, or to provide magic items. He suggests the adventurers come back to him with whatever information they've uncovered if they think it warrants additional resources.

Being a busy (and legitimate) business owner, Finn doesn't have time to answer the adventurers' many questions. He instead suggests they go out and earn their money by finding the answers on the street. He may add, if the adventurers take umbrage at this, this is the best way to ensure the adventurers approach the task from a fresh point of view.

THE WORD ON THE STREET

Every hour the adventurers spend asking around, whether together or separately, allows them to make a single Gather Information check regarding the missing beggars. Each time the adventurers make a Gather Information check, there is a cumulative 10% chance that they are observed by one of the Messenger's raven spies (Spot DC 30 to notice the raven). If the adventurers are trying to be subtle in their questioning, ask them to make Hide or Bluff checks, as appropriate. The chance of being observed by a raven during any given Gather Information check is decreased by a % equal to the DC of the check made.

The raven watches the adventurers until they move on; if attacked or approached, it flies away. The ravens are normal animals except they radiate faint enchantment and transmutation magic (due the Messenger's summoning dance, which creates an effect on them similar to a *charm animal* and low-powered *awaken* spell; DC 19 Spellcraft to recognize schools). These spies communicate with their master via telepathy only, never coming nearer than 100 feet of him, so following them has limited benefits. The ravens simply fly from house to house, occasionally perching on a cornice piece or windowsill; of the houses rested on, one of the hundreds throughout the day contains the Messenger.

Once three of the ravens have overheard the adventurers during three different Gather Information attempts, the Messenger becomes aware they are asking around about him. Their every move is thereafter tracked by a raven spy, and small portions of their conversations are reported to him.

TABLE I-1: PASSERSBY AND GENERAL QUESTIONING

DC	Encounter	Information
5	A Street Vendor	"Beggars, gone missin'? I suppose there's less of 'em lately. But they're always gettin' eated or scarified [sic] or sum such."
15	A Shopkeep	"Yeab, I noticed it, too. Everywhere you go, the streets are just a little bit more empty. You can go half a block, maybe more, without someone harassing you for change. Creepy."
25	A Barkeep	"Strange ya should ask. See, every night for seven years now, little Gork, the halfling, has come in with his rags and his pet rat, and handed me three pennies. Enough for some cheese for the rat, some bread for hisself, and some weak wine for whoever will keep him some company and pass the time with him. A good fella, never meant anyone any harm. But about three weeks ago, I 'member because it was the new moon, and gods was it dark out! But, anyway, three weeks ago he doesn't come in for the first time. I figure maybe he got held up, or had to travel somewhere, but folks like him don't really travel, if ya catch my meaning. They tend ta just disappear. I ain't seen him since, and I don't expect I ever will again."

TABLE I-2: SAILORS AND DOCK WORKERS

DC	Encounter	Information
10	A Dock Worker	"Well, normally there's folks sleeping under the docks during the laggard's low tide. Plenty of 'em were last time. But it's due in nigh on a few days, and if there's less of 'em to smell up the place and steal my work, it won't bother me t'all." Supplemental: A DC 15 Profession (navigator), Profession (sailor), or Knowledge (local) check allows the character to realize "laggard's low tide" is the lowest tide of the month, and generally accompanies the new moon.
20	A Ship's Boatswain	"I tell you, it did strike me as something odd. We pulled in near two months back, and the beggars were all about, like they always are, like to bein' fleas coverin' an old dog. But we just come in two days ago now, and you can see it's empty by compar'son. Me other mates, who been here all along, they don't notice it, so I figure it must be happenin' all gradual-like."
30	Captain of a Press Gang	"It's not just the little guys going missing. It's humans, too. It's been a royal pain in my arse, because whoever's doin' the taking, he's leaving the strong ones behind. The ones that don't take kindly to being recruited, if you read my wake right."

TABLE I-3: BEGGARS

DC	Encounter	Information
0	A One-Legged Human with a Mad Look in his Eyes	"Yep, it's picking us off one by one. The great vulture, that's what it is. Lifting us away from this terrible world, and taking us into its belly, to be warm, to be eaten forever. I'm next. I'm next, I am! Praise Pazuzu!"
20	An Old Dwarf	"It's been easier to get coin, I'll tell you that much. But whatever it is, it isn't taking us stonefolk. Maybe it's afraid of choking on all the hair . . . heh heh."
40	A Wary Halfling Child	"I came up to where my gang is. We stick together, you know. So I came up, but they weren't there. They were gone. Then I saw 'im walking up the alleyway, so I hid. 'E was walking down the street with a big sack over 'is shoulder. 'E moved funny, all boppy-like. And 'e was skinny, skinny as any elf. But whatever was inna sack, 'ere was a lot of it, I saw. It was big. So 'ow's could 'e be carryin' it, I wondered to meself? But 'en 'e started sniffin' the air as 'e got close ta me, sniffin' like 'e was gonna find me, even inna garbage I hid in! So I's was startin' to get worried, but not scared, like, 'cause I'm not scared of nuffin'. But worried, yeab. So I's prayed to me momma's ghost ta watch over me, and 'en what happened, but she did! A bird came outta nowhere and started flappin' aroun' inna funny man's face, an' it surprised 'im, 'an BOOM, down 'e falls. But 'ere's the strange part, is 'at the bag, the big 'eavy bag, it didn't fall down with 'im! It just floated there, waitin', till he cursed somethin' fierce and waved his hand at the bird and got back up, an' 'e grabs it, an' off 'e goes again, an' this time I notice 'at the bag in't so much restin' on his shoulder 'as kinda floatin' 'ere."

TABLE I-4: CITY WATCH

DC	Encounter	Information
0	A Green Watchman	"You don't have a writ to investigate the disappearances? Not that I'm saying there officially are any disappearances. And even if there were, I wouldn't be able to tell you anything about our investigation. Umm. Not that we're investigating anything. Because there's nothing to investigate. Right. Off you go, then."
20	A Veteran Watchman	"I'm afraid the beggars and the alleydwellers don't exactly come running to us when they've got problems. I can tell you that we've had to move fewer of them along at night, but that might be because they're scared and hiding. Whatever it is, it's taking them at night, that's pretty certain."

TABLE I-5: PRIESTS

DC	Encounter	Information
0	A Temple Novitiate	"It's the gods' wills. The destitute and the amoral are snatched up and taken down to Hell. How else can you explain that the disappearances are happening in all of the neighborhoods?"
15	A Temple Guard	"What surprises me is that someone can keep all those people, gods-willing that they're alive, without anyone knowing. The beggars do seem to know all the ins and outs, and some of their number would surely know if a lot of folk were being kept in a house anywhere in any of the poorer districts."
30	A Traveling Attendant who seeks out the Homeless	"This might just be her acting crazy again, but Killinda said that it almost got her; said it was a big, dark monster, with a black cloak or wings, and long claws, and that it could control the wind around it. But she threw her holy water at it, and she said she heard it yell out in pain, and then she ran. The poor woman . . . that was a week ago, and I begged her to seek succor in the temple last night, but she did not. And, I haven't seen her since."

Information gained via the Gather Information checks depends on who the adventurers ask, as shown on the tables on page 11.

WHERE TO GO FROM HERE?

The adventurers may make as many checks as necessary to gain the previous information; make a note of how many separate checks are made, however, as it affects when the Messenger begins to take an interest in *them* taking an interest in *him*.

They should eventually determine the disappearances are taking place at night, they do not occur in any particular neighborhood, and if those taken are still alive, they're likely to be in one of the less populated or better-kept districts of the city. This leaves the adventurers with several options, including resorting to divinations, impersonations, and stakeouts. Regardless of which they attempt, the Messenger has likely realized they are on his trail, and he sends swarms of his minions after them that evening.

Regardless of how many of the following plans the adventurers carry out, they are only attacked by a group of swarms once that evening.

THE DIVINATION (EL 5)

Divination spells like *commune*, *divination*, and *srying* are all useful tools against the Messenger; he has no protection against them. If the adventurers begin using such spells immediately and are successful, skip to **Divinations, Again** in **Part II**, and use the information there

to determine what kind of information they gain. The tricky part for the PCs is in figuring out which questions to ask, or what sort of person to *sry* on... and of course, completing the casting in the midst of the swarm of birds that is about to attack them.

CREATURES

If there is a raven following the party, it has instructions to report to the Messenger if they begin casting long, complicated spells (all of the suggested spells have casting times of 10 minutes or more). He immediately responds by summoning a swarm of birds, sending them to disrupt the spellcasting and to do away with the adventurers while they're at it.

SWARM OF FURY

CR 5

N Tiny animal (swarm)

Init +3; **Senses** low-light vision; **Listen** +4, **Spot** +10

AC 15, **touch** 15, **flat-footed** 12 (+2 size, +3 Dex)

hp 27 (5 HD)

Immune weapon damage

Fort +5, **Ref** +9, **Will** +4

Spd 5 ft. (1 square), **fly** 40 ft. (perfect)

Melee swarm (1d6)

Space 10 ft.; **Reach** 0 ft.

Base Atk +3; **Grp** —

Atk Options distraction, wounding



Abilities Str 3, Dex 17, Con 13, Int 2, Wis 16, Cha 4
SQ swarm traits
Feats Ability Focus (distraction), Lightning Reflexes
Skills Listen +4, Spot +10

Distraction (Ex) Any living creature that begins its turn with a swarm of fury in its space must succeed on a DC 14 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Wounding (Ex) A swarm of fury rips countless tiny wounds in its prey's skin, all of which bleed profusely. Each round a creature takes damage from a swarm of fury, it also suffers a series of several small wounds that continues to bleed for 1 point of damage each round thereafter. Wounds from multiple swarms or from damage sustained over multiple rounds stack; for instance, a target who had been trapped in a swarm of fury for 3 rounds would take 3 points of damage each round thereafter. The bleeding can be stopped with a DC 15 Heal check or the application of a *cure* spell or some other healing magic.

TACTICS

The first bird swarm arrives 5 minutes into any spellcasting attempt, with an additional swarm arriving every round thereafter, to a maximum of three total swarms. The swarms continue to attack for 10 rounds each and then dissipate as the Messenger loses control over them.

THE STAKEOUT (EL 5 OR 8)

The adventurers may prowl the Docks, Drac's End, and Scurvytown watching over the beggars and homeless to see if they can catch the kidnapper in the act. If one of the Messenger's spies has spotted the adventurers, he makes sure to avoid the neighborhoods they stake out, and they have a fruitless night except for the swarms he sends them to teach them a lesson.

CREATURES

The first swarm of fury arrives at the adventurers' location at around midnight, with an additional swarm arriving every two rounds thereafter, to a maximum of three swarms of fury (see prior section for statistics). The swarms attack for 10 rounds each and then dissipate as the Messenger loses control over them.

Swarms of Fury (3): hp 27 each; see **The Divination** for statistics.

DEVELOPMENT

If the adventurers have not yet been spotted, they are not visited by any swarms, but they are also not guaranteed to catch a glimpse of their elusive quarry; Freeport is a modest-sized city, after all. Each hour, from one hour before midnight through to one hour before dawn (a total of 6 hours), there is a 10% chance the Messenger attacks one of the beggars in the adventurers' neighborhood. Even then, the Messenger's diplomatic abilities, telekinetic grappling, and the likelihood the target is asleep mean no noise is likely to give away the cursed vrock's activities. Use your discretion as to how effectively the adventurers have staked out the neighborhood. They may use magic, charmed animals, a network of scouts, or similar options. If any scouts do spot the Messenger during his activities, have them make Hide and Move Silently checks opposed by his Spot and Listen checks

(you may take 10 on both checks, for convenience). If he thinks he is being observed, the Messenger either attempts to quietly "deal with" his observer and then go about his business, or attempts to lose his pursuer in the alleyways and darkness.

The Messenger: hp 157; see page 6 for statistics.

TACTICS

The Messenger does not hesitate to use his *greater teleport* ability to escape completely if attacked, and the only reason he doesn't do so from the outset is because he is so cocky as to believe it is unnecessary (and because it would mean leaving his kidnapped beggar behind; remember, the ability only allows him to teleport with objects, not with living creatures). If he does resort to *greater teleport*, he attempts to at least turn a corner or hide behind a pile of refuse before he does so, the better to confuse pursuers as to his manner of escape and to the true level of his abilities.

If the Messenger does strike in the PCs' neighborhood, he does so approximately 1d4 × 100 feet (or 1d4 blocks) from the nearest adventurer's location. Once he kidnaps a beggar, he makes his way via the alleyways and side streets to his warehouse.

THE IMPERSONATION

Going one step further than the stakeout, an impersonation attempt involves one or more of the PCs posing as a beggar to bait the kidnapper into revealing himself. If the PCs have been spotted by one of the Messenger's raven spies, they suffer the same fate as those attempting the other plans: a visit by a trio of bloodthirsty swarms (see **The Divination** for statistics). The first bird swarm arrives at the PCs' location at around midnight, with an additional swarm arriving every 2 rounds thereafter, to a maximum of three total swarms. The swarms continue to attack for 10 rounds each, and then dissipate as the Messenger loses control over them.

If the adventurers have not yet been spotted by raven spies, the evening proceeds similarly to that described under **The Stakeout**. Each hour, from one hour before midnight to one hour before dawn (a total of 6 hours), there is a 10% chance for the Messenger to attack one of the beggars in the PCs' neighborhood; however, if that occurs, there is a 5% chance per disguised PC that the Messenger actually approaches one of *them*.

If this occurs, the Messenger makes a Spot check opposed by the PC's Disguise check. If he fails, the Messenger does not discover the ruse, and he tries to kidnap the PC by grappling and pinning him (using the pin option of covering the opponent's mouth) with his *telekinetic* powers. If the Messenger beats the Disguise check, it does not mean he immediately recognizes the ruse. Instead, multiply by 10 the number of points by which the Messenger succeeded. The result is the number of feet away the Messenger is from the disguised PC when he realizes something is amiss.

If a PC disguised as a beggar attacks the Messenger, he may stay and fight, hoping to subdue the PC anyway. If an entire party of PCs descends upon him, however, the Messenger realizes he has lost the advantage and tries to get out of sight. As soon as he does so, he *teleports* away.

The Messenger: hp 157; see page 6 for statistics.

TRACKING THE QUARRY

While the evening's events are unlikely to be conclusive for the PCs, and may in fact be quite dangerous, they are not without the potential for gain.

INTERROGATING THE SWARM

First, the swarms that may attack the PCs are a vital clue. When a swarm disperses, its component birds can be fairly easily captured, whether via magical means, nets, or some other method. If nothing else, several former parts of the swarm should be in varying states of death and dying in the PCs' vicinity and could be healed. If a bird is spoken to via the *Speak with Animals* spell, the bird has vague memories of how it was perched and sleeping for the night when one of the "big crawling dark nest people" (the birds' way of thinking of humanoids, referred to by the fact that they don't fly and that most of them live in heavy, enclosed buildings) came up to its roof and did a dance; suddenly, the bird felt compelled to do what the crawler wanted, which was to come to this spot and attack the PCs.

INTERROGATING THE SPY

If the PCs can capture one of the Messenger's raven spies, it does not cooperate until the Messenger's control over it wears off. After that point, or beforehand via threats and cajoling with food or shiny objects, it can be spoken with as well. Unlike one of the swarm birds, which are all fairly unintelligent birds, the raven can provide useful details. It reports that its master is one of them (a humanoid, like the PCs), but he is also a fellow bird, like the raven. He refers to him as his "wise brother." The wise brother has summoned the raven several times over the past few weeks, though never intentionally; he simply calls for a bird, and the closest one comes to him and does his bidding. This raven is a creature of habit, however, and likes his wise brother, so he makes sure to try to find him and stay near him. In fact, this raven can take the PCs to the general area that the wise brother goes when he wants birds: the rooftops of the Warehouse District.

TRACKING THE MESSENGER

Though overconfident, the Messenger is no fool, nor is he in a hurry after each kidnapping. He takes his time on his way back to his warehouse, doubling back on his trail, obscuring it by knocking over piles of trash behind him, *levitating* to rooftops to travel for a ways, and brushing his trail clean using his *telekinesis*. This, combined with the fact that Freeport is a very busy place, with people of all occupations traveling at all hours of the day, makes tracking the Messenger nearly impossible.

A character with the Track feat who succeeds on a DC 30 Survival check at the known site of a kidnapping learns that his target is a fairly small human, probably an old man or woman. The tracker may be somewhat surprised to notice no difference in the kidnapper's gait from before the kidnapping, when he was presumably unencumbered, and afterwards, when he was presumably encumbered by the kidnapped person's body (this is because the Messenger uses his *telekinesis* to carry the kidnapped person, but the tracker may come

up with images of *portable holes*, *polymorphing* magic, or other strange assumptions).

If this initial check succeeds, the tracker may continue making checks with a DC of 10 higher for every 100 feet followed. While it would be impossible to follow the Messenger's entire trail in this manner, it may allow the PCs to determine the direction of the Messenger's lair. If they investigate over several evenings, this may even allow them to triangulate which neighborhood the lair is in: the Warehouse District.

BACK ON THE PROWL (EL 10)

If the PCs have no success finding the Messenger on the first night, they may continue attempting to find him on subsequent nights, or they may use any clues gained from the first day to narrow their search. For the results of more precise questioning that may allow them to narrow down the location of the Messenger's lair, proceed to **Part II: To the Roost**.

If the PCs do not narrow down their search, each night progresses in much the same manner as the first, depending on the PCs' actions, except for one thing: if three swarms didn't do the trick to scare off or kill the PCs on the first night, the Messenger ups the ante. He hires a crew of thugs to follow a raven to the PCs' location and do them in. The Messenger does not send swarms to aid them, both because he wishes to keep his uses of his dance to attract raven spies, but also because he does not want the PCs to realize that they are one of his main weapons, should they survive the thugs' attack and he be forced to fight them later.

GRIPLING RIPPLEY

GR 9

Male half-orc monk 9

LE Medium humanoid (orc)

Init +3; **Senses** darkvision 60 ft.; Listen +3, Spot +3**Languages** Common, Orc**AC** 20, touch 18, flat-footed 17; Dodge, Mobility (+3 Dex, +4 class, +2 armor, +1 deflection)**hp** 58 (9 HD)**Immune** normal disease**Resist** improved evasion**Fort** +8, **Ref** +9, **Will** +9 (+11 against enchantments)**Spd** 60 ft. (12 squares)**Melee** unarmed +14/+9 (1d10+7) or

unarmed strike +14/+14/+9 (1d10+7) with flurry of blows

Base Atk +6; **Grp** +16**Atk Options** Combat Reflexes, Improved Trip, Stunning Fist, *ki* strike (magic)**Special Actions** wholeness of body (18)**Abilities** Str 22, Dex 17, Con 15, Int 7, Wis 16, Cha 8**SQ** slow fall 40 ft.**Feats** Combat Reflexes^B, Dodge, Improved Grapple^B, Improved Trip^B, Improved Unarmed Strike^B, Mobility, Stunning Fist, Weapon Focus (unarmed strike)**Skills** Balance +5, Climb +10, Hide +8, Jump +25, Listen +3, Move Silently +8, Spot +3, Tumble +10**Possessions** *ring of protection* +1, *amulet of might fists* +1, *bracers of armor* +2

RIP'S HEAVY HITTERS (2)

GR 3

Male bugbear rogue 1

CE Medium humanoid (goblinoid)

Init +3; **Senses** darkvision 60 ft., scent; Listen +3, Spot +2**Languages** Common, Goblin**AC** 20, touch 13, flat-footed 17 (+3 Dex, +3 armor, +1 shield, +3 natural)**hp** 29 each (4 HD)**Fort** +5, **Ref** +9, **Will** +3**Spd** 30 ft. (6 squares)**Melee** mwk morningstar +7 (1d8+4)**Ranged** mwk light crossbow +6 (1d8/19–20)**Base Atk** +2; **Grp** +6**Atk Options** Cleave, Power Attack, sneak attack +1d6**Combat Gear** *potion of cure moderate wounds*, *potion of hide from animals*, 2 tanglefoot bags**Abilities** Str 18, Dex 17, Con 16, Int 8, Wis 12, Cha 8**SQ** trapfinding**Feats** Cleave, Power Attack**Skills** Climb +6, Hide +7, Listen +3, Move Silently +11, Spot +2**Possessions** combat gear plus masterwork studded leather, masterwork buckler, masterwork morningstar, masterwork light crossbow with 10 bolts, *cloak of resistance* +1, 50 gp

RIP'S TWO-FISTERS (2)

GR 3

Male hobgoblin rogue 3

NE Medium humanoid (goblinoid)

Init +3; **Senses** darkvision 60 ft.; Listen +7, Spot +7**Languages** Common, Goblin**AC** 18, touch 13, flat-footed 15 (+3 Dex, +5 armor)**hp** 16 each (3 HD)**Resist** evasion**Fort** +3, **Ref** +6, **Will** +2**Spd** 30 ft. (6 squares)**Melee** mwk short sword +6 (1d6+2/19–20) or

mwk short sword +4 (1d6+2/19–20) and

mwk short sword +4 (1d6+1/19–20)

Ranged dagger +5 (1d4+2/19–20)**Base Atk** +2; **Grp** +4**Atk Options** sneak attack +2d6**Combat Gear** 2 tanglefoot bags**Abilities** Str 14, Dex 17, Con 15, Int 10, Wis 12, Cha 8**SQ** trap sense +1, trapfinding**Feats** Two-Weapon Fighting, Weapon Finesse**Skills** Balance +4, Bluff +5, Climb +7, Diplomacy +1, Disguise –1 (+1 acting), Escape Artist +8, Hide +8, Jump +3, Intimidate +1, Listen +7, Move Silently +12, Spot +7, Tumble +8, Use Rope +3 (+5 bindings)**Possessions** combat gear plus +1 *chain shirt*, 2 masterwork short swords, 4 daggers

TACTICS

The Messenger gives Crippling Rippley a raven to act as a guide, as well as to report to him about their success or failure. This gives the thugs a good chance to surprise the PCs. Rippley and his two-fisters sneak to within 5 feet of one or a group of the PCs (Spot and Listen DC 23, with appropriate penalties for darkness and cover), while the heavy-hitters are instructed to sneak to within a single move of the PCs (Spot DC 18 and Listen DC 20, with appropriate penalties for



distance, darkness, and cover). The raven remains on Rippley's shoulder throughout the fight, gaining cover from him in case any attacks are aimed at it. Crippling Rippley fights until all of his minions go down. If things look bad for him, he may simply flee given that his speed likely exceeds the PCs'. His thugs fight until Crippling Rippley goes down or flees, at which point they run.

A SECOND CHANCE

Crippling Rippley and the thugs give the PCs another chance to track down the Messenger. If the leader escapes, the thugs know nothing about the "benefactor" who hired them for this particular assignment, but they can point the way to their hideout in Bloodsalt (venturing there without getting in a fight with the district's unruly residents can be an adventure in and of itself). Crippling Rippley assumes it is compromised and does not return there immediately, but patient PCs may spot him heading there two days after the botched attack.

If Rippley is captured and questioned, he reveals the following information with a successful Intimidate check.

- The guy who hired him was old, creepy, and even uglier than Rippley (at least, according to Rippley himself). He paid top coin for Rippley and his thugs to do the PCs in.
- After their first meeting, the old man communicated with Rippley by messenger bird. But Rippley makes sure to find out what he can about the people he works with, so he's had his spotters watch where the birds tend to come and go from. They say they're always heading to and from the Warehouse District.

PART II: TO THE ROOST

In the second part of the adventure, the heroes follow up on the various leads they have uncovered. Depending on how savvy they are and how thorough, they may learn a bit more about their enemy. Eventually, they should be able to find the place where he has been keeping his prisoners. Assaulting the warehouse and freeing the prisoners is the climax of this part of the adventure.

NARROWING THE SEARCH

The various clues and events of the first few days of investigation leave the PCs with several leads. They might have a general idea of where the Messenger takes his victims (the Warehouse District); they might report back to Finn for further resources, at which point more information becomes available; they very possibly have a description or firsthand exposure to the Messenger, making him a potential target for *scry* and other divination spells; and finally, they may think to follow up on his strange connection with birds.

By now, the PCs should realize they have to do something to dissuade the Messenger's ravens from watching them (such as meeting inside a building with closed shutters, traveling via the sewers, or simply using *magic missiles* on every flying creature they encounter). If they do not, the Messenger remains aware of their location and actions, and he continues to harass them using hired thugs, swarms, or even personally attacking them (preferring to do so when the party is at its least prepared, such as while they are sleeping).

BIRDS OF A FEATHER

After seeing (and feeling, if they are attacked) so much that seems to center around birds, the PCs may think to investigate anyone in the city with a particular affiliation for avian creatures. If they do, they uncover the following leads, one useful and one not.

THE BLACK GULL (THE DOCKS)

The Black Gull is a very rough tavern in the Docks, a place renowned for fistfights, stabbings, and worse. Its owner does have a pet raven, though some say he is the raven's pet, instead. Any sailor or tavern-goer asked about black birds is likely to point the PCs there, and a few admit the bird does seem particularly intelligent and sometimes downright creepy. Unfortunately for the PCs, that's simply because ravens *are* particularly intelligent, for birds, anyway (and creepy, to be honest). Also unfortunately for the PCs, the owner is very protective of his pet, and any adventurers who come here looking for trouble find it looking right back at them.

Wedge between two brick warehouses, the Black Gull is easily identified by the worn painted sign of a raven hanging above its door. Any doubt as to whether or not this is the right place is immediately quashed by the gregarious raven sitting on the shoulder of the owner and bartender, an ex-pirate by the name of Dill Mackey. Mackey is past middle age, with gray hair, a drooping moustache, and a face half-full

of scar tissue. The fact that he was once a pirate is something Mackey would like to keep a secret, as the ship he crewed on was responsible for many a murder; Mackey (which of course is not his real name) is one of the few survivors of the night of vengeful assassination that got most of the rest of the crew. If anyone comes in and starts asking questions about him (or his bird, for that matter), he becomes defensive, assuming they are trying to uncover something about his hidden past. PCs who have gotten off to a bad start with him get nowhere unless they perceive he is scared about something else entirely (Sense Motive DC 27) and explain their purpose and their recent experiences with the intention of setting him at ease.

HISTORY

The Black Gull is a fixture in Freeport. It takes its name from a huge raven that flew in the door when the bar first opened and then refused to leave. The owner, Dill Mackey, started feeding the bird. One night, a sailor who was three sheets to the wind looked up and said, "That's the blackest gull I've ever seen."

Within days, Mackey renamed the bar and replaced the sign out front with a painting of his favorite pet. Of course, that was years ago, and the sign now shows some wear, but the bird is still there. When it's not perched on Mackey's broad shoulder, the raven rests in a wrought-iron cage up behind the bar, relatively safe from the raucous crowd.

CREATURES

Those who press their luck or attempt to grab or attack Mackey's raven get to deal with his half-orc bouncer, Buster, as well as a gang of the more protective pub patrons.

BUSTER

GR 7

Male half-orc fighter 7

N Medium humanoid (orc)

Init -1; **Senses** darkvision 60 ft.; Listen +1, Spot +1**Languages** Common, Orc**AC** 13, touch 9, flat-footed 13 (-1 Dex, +4 armor)**hp** 59 (7 HD)**Fort** +8, **Ref** +1, **Will** +3**Spd** 30 ft. (6 squares)**Melee** +1 *club* +12/+7 (1d6+6) or *mwk sap* +11/+6 (1d6+3 nonlethal)**Base Atk** +7; **Grp** +10**Atk Options** Cleave, Great Cleave, Improved Bull Rush, Improved Overrun, Power Attack**Combat Gear** *potion of bull's strength*, 2 *potions of cure light wounds***Abilities** Str 17, Dex 8, Con 16, Int 7, Wis 13, Cha 9**Feats** Cleave^B, Great Cleave, Improved Bull Rush^B, Improved Overrun, Power Attack, Weapon Focus (*club*)^B, Weapon Specialization (*club*)^B**Skills** Intimidate +9, Listen +1, Spot +1**Possessions** combat gear plus +1 *studded leather*, +1 *club*, masterwork sap

BLACK GULL REGULARS (4)

GR 2

Male human warrior 3

N Medium humanoid

Init +0; **Senses** Listen +0, Spot +0**Languages** Common**AC** 13, touch 10, flat-footed 13 (+0 Dex, +3 armor)**hp** 19 (3 HD)**Fort** +4, **Ref** +1, **Will** +1**Spd** 30 ft. (6 squares)**Melee** mwk short sword +5 (1d6+1/19–20) or unarmed strike +4 (1d3+1)**Base Atk** +3; **Grp** +8**Combat Gear** *potion of cat's grace, 2 potions of cure light wounds***Abilities** Str 13, Dex 11, Con 12, Int 8, Wis 10, Cha 9**Feats** Improved Grapple, Improved Unarmed Strike, Toughness^B**Skills** Climb +5, Listen +0, Spot +0, Swim +5, Use Rope +4**Possessions** combat gear plus masterwork studded leather, masterwork short sword, 1d10 gp

TACTICS

The regulars pair up against PCs, one attempting to grapple and hold onto the PC, while the other beats on him. Buster simply gets adjacent to as many PCs as he can, bull rushing and overrunning if necessary, to maximize his use of Great Cleave. The regulars do not use lethal force unless the PCs do, while Buster uses his club with lethal abandon.

DEVELOPMENT

Regardless of whether or not the situation comes to blows, Mackey's raven is an ordinary bird who never leaves the bar, and neither Mackey nor any of the regulars know anything useful.

FANG AND CLAW (DRAC'S END)

On the other hand, this out-of-the-way shop on the northern rim of Drac's End has promise. It is a 1-acre compound surrounded by a high iron fence. Within is a small house that serves as an office and living quarters, surrounded by all manner of cages, hutches, warrens, pens, and even developed animal habitats. PCs may hear of this place from merchants, hunters, or more enterprising travelers, assuming they ask the right question, "Who in Freeport knows more about birds than anyone else?"

The answer is Omar Nkota (male human ranger 11, see *DMG* for stats), the proprietor of Fang and Claw, a place that buys and sells exotic animals. Birds are one of Nkota's best-selling types of animals. After all, they come in such a wide variety of brilliant plumages, tend to produce curious sounds, and are easier to take care of than, say, a land shark. However, Nkota does not operate his business out of a love of the creatures he buys and sells. He does it for profit, and the promise of profit is all that will convince him to tell the PCs what he knows.

Nkota is a gruff old man, and he is brusque with anyone who does not seem interested in buying his wares. The clink of coin softens his manner and loosens his tongue, however. He demands 500 gp to provide any information he has about strange goings

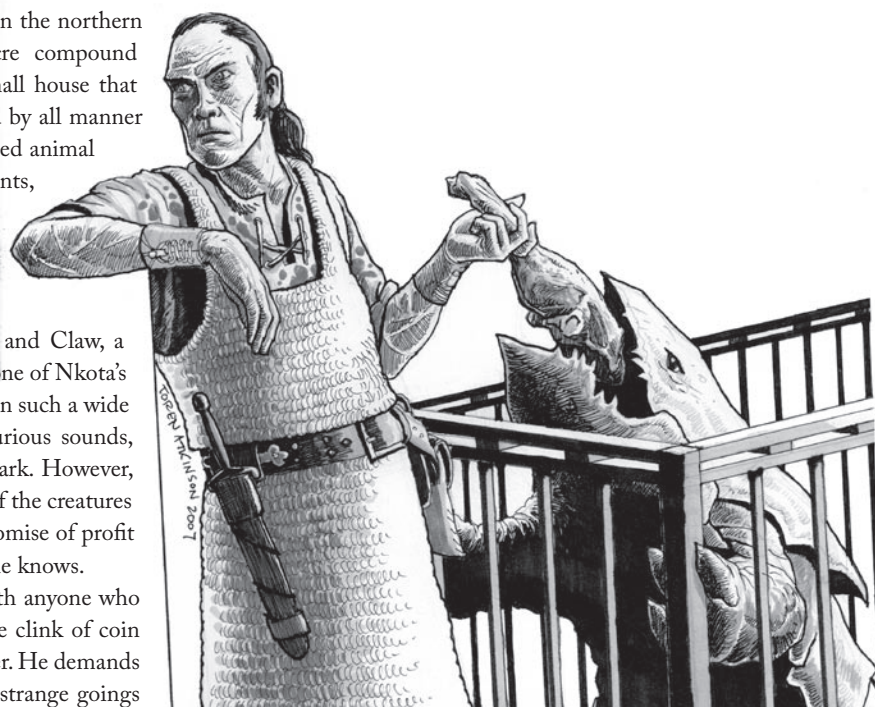
on among the city's bird population. The PCs may reduce this number by 10 gp for every point above 10 on a single Bluff or Diplomacy check. If the PCs resort to intimidation, Nkota does not back down. A quick-release switch behind his counter releases a bullette from its cage directly outside the office's door, and a whistle brings Nkota's war dog animal companion growling to his side (see riding dog in *MM* for statistics).

If they pay his price, Nkota explains the following:

"Strange old buzzard came through the door about a moon ago, older than me by a sight. He seemed pretty strong, though, hefting a big wicker cage full of birds. He was definitely odd, hopping about when he got excited. Why he even squawked once! The big razorbeaks, you know, with the golden plumes? Wanted money for them, and he barely even haggled. The birds seemed pretty complacent, too, I noticed. Strange for wild birds just now captured and put in a cage for the first time. And if you know razorbeaks, you know it's even stranger for them, even ones that've been in cages all their lives! So I asked if they were tamed or if he'd used magic to catch them. He said they were wild, he vowed on it, but wouldn't explain how he caught them. So I gave him his money, and he gave me the birds, and sure enough, by the end of the day, they were as pesky and riled up as ever."

DIVINATIONS, AGAIN

If the PCs attempt to use divination spells to track down the Messenger, they must have at least a basic description of him or of his location. Such descriptions can be attained any number of ways, including by a first-person encounter. The information gained depends on both the type of spell used and the time that it is attempted. The Messenger's schedule is generally as follows.



- **Early to late night:** Scours the city for victims to kidnap, bringing one or more back to his warehouse.
- **Early morning:** Gathers news from his ravens and gives them new instructions.
- **Morning to Mid-afternoon:** Tends to his “flock” of kidnapped prisoners, sits and broods.
- **Late Afternoon:** Gathers news from his ravens and gives them new instructions.

If the Messenger detects he is being *scryed*, he uses a *potion of invisibility* so his observers cannot gain much information. Once he is sure that he is no longer being observed, he uses his *greater teleport* spell-like ability to travel to some far-away city with which he is familiar (Silverus, if using the World of Freeport), calls in a few favors or threatens a few blackmails, and returns wearing a *ring of nondetection*.

BACK TO UNGLE FINN

If the PCs return to Finn with tales of flocks of dangerous birds, the halfling becomes very thoughtful. Those who make a DC 32 Sense Motive check might even detect a hint of fear crossing his face. After some prodding, he explains what happened to him and his party at Lonely Shore, as described in the Adventure Background. Use your own words to describe those events, supplemented with the details below, to keep the PCs guessing; for all they know, this is just a tangential story.

The climactic fight of the Night of Decarabia came down to Finn and a paladin of the God of Justice named Arych Sante. They never saw who was leading the lizardfolk (or at least, they don't realize that they did), but whoever it was, he must've summoned a vrock to attack the PCs as they united and led the town's defense. It killed their sorcerer outright, after he managed to use a *dimensional anchor* on it to keep it from *teleporting*. The ranger went unconscious soon after. The paladin went after the vrock with a warhammer benefiting from the *bless weapon* spell, but then the creature screeched, stunning the paladin and causing the warhammer to drop from his hands. That's where Finn came in. He had been *invisible* until that point, so he snuck up and picked up the weapon as the vrock began tearing the paladin apart. He hefted the too-big-for-him warhammer over his head and swung as hard as he could, aiming for what he hoped were some of the demon's major internal organs. The warhammer hit hard, but not quite hard enough to kill. A cloud of spores burst from the vrock, covering Finn and Arych alike; then, in a fit of rage, the demon picked the halfling up and flung him through several wooden walls (the vrock used his *telekinesis* to do it, but in the chaos of battle, Finn couldn't really tell this).

Finn doesn't remember anything after that. When he was awakened by the town, he found Arych dead, killed by the crawling vine-like growths that emerged from the spores covering both of them. Finn believes Arych finished off the vrock, the body of which disappeared back to the Abyss, but was killed by the spores before he could heal himself.

Finn is wrong about a few things. First of all, since the Messenger was not a summoned creature, his body would have been left behind if he had died. Second, the Messenger was not finished off by Arych; rather, the creature assumed the form of a human towns person and retreated to lick its wounds. Arych gave chase and attempted to destroy it, but he was taken down by the continuing growth of the spores before he could do so.

THE WARHAMMER

Out of respect for his friend's sacrifice, Finn now keeps the paladin's warhammer on the wall above his desk. He only parts with the warhammer if the PCs can provide a very good reason. At any rate, it seems its potential use in combat would be minimal, as it is only a +1 *thundering warhammer*, though PCs may hope that it engenders rage if they think the Messenger and the vrock are one and the same (Finn not only hit him with a sneak attack from the warhammer, but landed a critical hit, as well). In fact, the Messenger reacted almost reflexively, knocking both Finn and the warhammer from view instantly. For all he knows, it was a mace sized for a halfling that nearly crushed his pelvis, not a warhammer sized for a human.

Strangely, the warhammer could end up being the Messenger's salvation. As part of the curse that Decarabia laid upon her servant, she had to designate a key that, if destroyed, would likewise destroy the curse. She thought it amusing to make the warhammer, one of the instruments of his failure, into the key. If the warhammer is shattered, the curse is removed, and the Messenger can resume his original form. This knowledge is unlikely to be revealed to the PCs unless they use the right divinations or pay others to do so... at least, until they raid his warehouse and Asha Sante shows up.

POUNING THE PAVEMENT IN THE WAREHOUSE DISTRICT

Once they know where to look, the PCs should begin searching out their enemy in the Warehouse District. Exploring here carries its own sets of problems, however, as the neighborhood's storage facilities are closely guarded by the private sentries of their merchant owners. Those dressed as mercenaries and ne'er-do-wells are watched closely, and the warehouses and sentries themselves should be quite difficult for anyone looking like trouble to approach.

ASKING AROUND

Gathering information is the first logical step, assuming the PCs have a description of the Messenger to offer. The neighborhood's sentries can report information as shown in the corresponding table.

GATHER INFORMATION

DC	Information
15	"Old man? Nope, haven't seen one. Not that I can say I'd remember if I did. We mostly keep an eye out for thieves and thugs, not gimps."
25	"Hub. No, no one like that owns any of these warehouses. Tell you what, though, there is a guy rents out some of his. Fell on hard times a bit back, y'know? Needs extra coin. Birlim's the name. Lets just about anyone use his buildings."
35	"Sure, I seen that guy. Gives me the evil eye every time he goes past. Always carryin' a sack, too. I figure he's one of those misers, saves up to rent a warehouse to keep his 'treasures.' He's renting Birlim's building, I think. Right over there on the corner."

The answer given for a DC 25 check gives the PCs the name of a man who has met with the Messenger and rented a warehouse to him. His office can be found fairly easily. The answer given for the DC 35 check allows the PCs to go directly to the warehouse in question, although any obvious attempts to break in causes nearby sentries to raise an alarm.

TALKING TO BIRLIM

Birlim (male human commoner 8, see *DMG* for statistics) is the owner of the warehouse that the Messenger is renting on a “no questions asked” basis. For that reason, the down-on-his-luck proprietor of Birlim’s Booty Trading Company does not answer the door of his simple one-story building if the PCs come knocking. He got the feeling the strange old man would be using his warehouse for illicit purposes, and the Messenger is not his only client who is probably up to no good. He has, therefore, stayed as far away as possible from his properties, and he can truthfully claim ignorance should anyone become forceful in their questioning.

Birlim himself is a stout man with a thick head of dark hair and a well-trimmed beard. When the PCs inevitably try to break open his door or pick the lock (Open Lock DC 25, break DC 18), he is at his desk in a back room, apparently just looking up from some paperwork. In fact, he has been steeling his nerves for the encounter and musters enough bravado to act outraged for the first few volleys of dialogue. However, his professional mannerism and law-abiding façade melt away as soon as the PCs threaten violence.

Once they get him talking, Birlim, in fact, has little to say. The old man responded to a sign on one of his warehouses, and all he cared about was its location—*Out of the way, he said . . . it had to be out of the way*—and the fact that it had a boat launch. Birlim’s warehouse fit the bill, so the old man paid up front in standard coin and a handful of jewelry.

Birlim doesn’t have the money or jewelry any longer, having used it to pay off his many creditors, but it has no particular importance other than signaling to Birlim that the man was likely paying with stolen goods. However, Birlim is happy to give the PCs precise directions to the warehouse, and even a key, if prodded hard enough—*Though you didn’t get it from me!* All he asks is that they keep any property damage to a minimum.

THE WAREHOUSE

However the PCs find the location of the warehouse, what occurs there depends on what time of day they choose to approach it and how they do so. If the Messenger is attacked outside the warehouse, and believes it to be possible that his attackers do not yet know the location of his lair, he attempts to lead them away before disappearing. If he is attacked inside his warehouse, he fights as described below, along with his pet achaierai and his hired help, Gillslitter.

DAYTIME APPROACH

The Messenger has his own sentry, of course. A single controlled raven watches the surroundings from the roof during the day, awakening the Messenger via *telepathy* if it spots anything while its



master is sleeping. The Messenger then rouses the sleeping Gillslitter. If the PCs take out or escape the notice of the raven, they still need to contend with the *achaierai*, which patrols the warehouse during the day.

Use your best judgment on whether bored human sentries (Spot +7 and Listen +7) from nearby warehouses question them as to their activities. Sentries are paid to watch their employers' warehouses, after all, not somebody else's. Even unsuspecting sentries might approach PCs as they begin to enter the warehouse, however, given that they are bored. Their loud greetings of, *"Hello there! How are you on this fine day? Workin' for Birlim, are ya?"* should more than do to alert the villains within.

EVENING APPROACH

The Messenger keeps his raven spies in a perimeter around him during the evening, as he collects his beggars throughout the city, so the warehouse is not as well watched from the outside. However, sentries for the neighboring warehouses are more suspicious of nighttime visitors, and they shout out questions from their posts. During the evening, Gillslitter is awake and alert, alternating between toying with the captives, fishing through the boat launch trap door, and playing dice with himself (equal chance of each). The *achaierai* is locked in a sturdy cage in the northwest corner of the warehouse during the evening; it attacks anyone it sees but the Messenger, even taking mean-spirited swipes at Gillslitter, so the ogre stays away from it. If in dire need, and if he thinks it will give him a chance to

escape, the ogre may open the simple latch on the cage and let the PCs deal with the creature. The *achaierai* doesn't attack Gillslitter if that occurs, but it has no qualms about catching him in its black cloud.

Gillslitter beds down when the Messenger returns from his evening activities, just before dawn. Then, the Messenger releases the *achaierai* to stalk about the warehouse while he broods over his scrolls in his room.

THE WAREHOUSE'S LAYOUT

The warehouse is a long building comprised of rotting wood, 200 feet long by 80 feet wide, with a ceiling 30 feet high. All of the windows have been boarded up from both the inside and out, and they are covered on the inside with cloth. No light escapes from within, and nothing can be seen by peeking through the slats.

1. MAIN DOORS

A sliding single-panel oaken door, 15 feet on a side, is in the center of the narrow front face of the warehouse (the northern wall); this side is facing inland, while the rear of the building actually hangs over the water, partially built on a wharf. A heavy, human-sized door sits to the left of the sliding cargo door. The sliding door is barred from the inside, while the human-sized door is locked (Open Lock DC 22, Break DC 18).

The seaward side of the warehouse can be entered via two methods.

2. DINGY DOOR

A door is on the southern end of the eastern wall, opening over the water; a ladder once led up to it from the water's surface, nailed to one of the wharf's pylons, but it has since rotted away. A climb up the slippery, barnacled pylon (Climb DC 25) allows an enterprising PC to discover the door is in fact unbarred and unlocked. Unfortunately, a 300-lb. crate has been stacked against it, since it is never used. The crate would have to be pushed out of the way before the PCs could gain entrance via this method.

3. CARGO TRAP DOOR

The second method of entering is via the 15-foot-square trap door that opens in the floor of the warehouse above the water, originally designed to allow cargo to be loaded to and from a dinghy or small barge. The trap door is closed during the day, but it could be forced open (DC 20 Strength check) without being seen. The hustle and bustle of the district during the day, as well as the crashing of occasional waves beneath the wharf, masks any noise made from trying to force the door. However, the trap door is 10 feet above the water, making it hard to reach, and anyone attempting to force it from an unstable position (such as while clinging to the underside of the wharf or standing on a crate in a constantly shifting boat) takes a -5 penalty to their Strength check.

The trap door is open during the evening.

4. SKYLIGHT

The warehouse's skylight has been boarded up less thoroughly than the normal windows. One or more DC 25 Climb checks are necessary to climb the warehouse's walls, and doing so allows any



enemies inside to make Listen checks (DC 10 or the climber's Move Silently check, whichever is better) to hear the telltale thumps and creaks that such activity causes. Once on the roof, a DC 10 Balance check is necessary to move anywhere. Failure by more than 5 leads to a fall from the roof's edge (and 2d6 points of damage for their trouble). Anyone looking through the skylight can see the area directly beneath it, assuming the area is lit or they have the appropriate vision; fitting through the skylight requires either removing the boards or making a DC 20 Escape Artist check and then dealing with the 30-foot drop to the floor.

5. MAIN ROOM

This area looks at first like a common warehouse storage room: dark, dingy, covered in large, bulky wooden crates. A second look reveals that each wooden crate is open at the top and filled with dirt, and then the nightmare is revealed. Planted within the dirt of each crate, immobile and screaming silently, are several people. Their heads are all that are free of captivity, and as their mouths open and close in entreaty, it quickly becomes obvious that their tongues have been removed.

Each crate holds between one and five captives, and all have been permanently disfigured by having their tongues extracted. Many also have gouges in their faces, as if they were pecked at by worrying birds, and demonic sigils have been carved in the flesh of their cheeks and brows.

In the northwestern corner of the room is a heavy iron cage (5A). Depending on the time of day, it may contain a resting or roused *achaierai*, or the creature may be loose, stalking among the captives and occasionally breathing its black cloud on them, then watching in amusement as they undergo three hours of *insanity*. The Messenger stole the creature from its nest about 10 years ago and raised the creature from the time it was a hatchling. He snuck it into the warehouse via the trap door over the water. The cage is opened via a simple, but heavy, latch. If it detects intruders, it breaks out of the cage on its own after 3 rounds of effort.

Also depending on the time of day, Gillslitter may be here or sleeping on a matted pile of rags and bedding (5B) in the southeast corner of the warehouse, blocked from the rest of the warehouse by a wall of crates (these are more to keep the *achaierai* from bothering Gillslitter than for privacy). Gillslitter is wanted for slavery in Freeport, a crime that is frowned upon by authorities and criminals alike, so he looks after the Messenger's captives in return for some meager pay and a safe place to hide while the heat blows over. He sometimes feels (somewhat correctly) that the *achaierai* is there as much to keep him in as it is to keep others out.

6. PROPRIETOR'S OFFICE

This ostentatiously decorated 10-foot by 10-foot room is the home of Kar-Kric-Quiniko, the Messenger. It is covered with wall hangings, gaudy décor, and elegantly carved furniture, though none of it is over 50 pounds. Everything here is heavy on bird motifs and further distinguished by a disgusting effect: the room, and everything in it, is covered in bird droppings. Demonic sigils are scrawled almost absent-mindedly on the walls with the stuff. Several birds themselves live here, and all rise up with a hideous squawking and flapping if the door is opened or anyone, even someone *invisible*, enters the room (among them, they have several keen eyes and excellent Spot checks).

They are otherwise harmless. The Messenger may be here, depending on when the room is entered.

If the room is searched, several calligraphic scrolls are found, all bearing prayers to Decarabia, such as, "May her winged beauty shine forever upon the seventy-seven airs." Additionally discovered are several ancient texts and scrolls on the breaking of curses. More in-depth research reveals more specific information, as described in **Development**, following.

CREATURES

The Messenger is only here if the PCs approach the warehouse during the day or if he is specifically trailed to this location at night. If either occurs, the timing is particularly bad for the Messenger, as he recently has been ambushed by someone else taking an interest in his activities: the Beggar King and his retinue, who have finally had enough of being preyed upon. More about that is revealed to the PCs shortly, but the most direct result of their attack is that the Messenger begins the encounter at half his normal hit points.

GILLSLITTER

GR II

Male ogre rogue 6/assassin 2

CE Large giant

Init +5; **Senses** darkvision 60 ft.; Listen +5, Spot +5

Languages Common, Giant

AC 22, touch 11, flat-footed 22; improved uncanny dodge
(–1 size, +1 Dex, +6 armor, +1 insight, +5 natural)

hp 70 (12 HD)

Resist evasion

Fort +8 (+9 against poison), **Ref** +10, **Will** +4



Spd 40 ft. (8 squares)
Melee +1 *falchion* +16/+11 (2d6+11/15–20)
Space 10 ft.; **Reach** 10 ft.
Base Atk +8; **Grp** +19
Atk Options Cleave, Power Attack, sneak attack +4d6
Special Actions death attack (DC 12)
Combat Gear *brooch of shielding, greaves of spider climbing*
Assassin Spells Known (CL 2nd):
 1st (1/day)—*disguise self, obscuring mist, true strike*

Abilities Str 24, Dex 13, Con 14, Int 11, Wis 12, Cha 4
SQ poison use, trap sense +2, trapfinding
Feats Cleave, Improved Critical (*falchion*), Improved Initiative, Power Attack, Stealthy
Skills Balance +2, Climb +11, Disable Device +2, Disguise +4, Hide +9, Jump +12, Listen +5, Move Silently +13, Search +4, Spot +5, Swim +5, Tumble +11
Possessions combat gear plus +2 *chain shirt*, +1 *falchion*, *dusty rose ioun stone*, *stone of alarm*

ACHAIERAI

CR 5

LE Large outsider (evil, extraplanar, lawful)
Init +1; **Senses** darkvision 60 ft.; Listen +11, Spot +11
Languages Infernal

AC 20, touch 10, flat-footed 19; **Dodge**, **Mobility** (–1 size, +1 Dex, +10 natural)
hp 39 (6 HD)
SR 19
Fort +7, **Ref** +6, **Will** +7

Spd 50 ft. (10 squares); **Spring Attack**
Melee 2 claws +9 (2d6+4) and bite +4 (4d6+2)
Space 10 ft.; **Reach** 10 ft.
Base Atk +6; **Grp** +14
Special Actions black cloud

Abilities Str 19, Dex 13, Con 14, Int 11, Wis 14, Cha 16
Feats Dodge, Mobility, Spring Attack
Skills Balance +10, Climb +13, Diplomacy +5, Hide +6, Jump +21, Listen +11, Move Silently +10, Sense Motive +11, Spot +11

Black Cloud (Ex) 10-foot radius, 3/day, as the *insanity* spell for 3 hours, Fortitude DC 15 negates. The save DC is Constitution-based.

TACTICS

If the Messenger detects scouting PCs, he corners and captures them to find out how much they know and who they're working for. Those who escape are pursued if they flee via the seaward side of the warehouse, but those who emerge into daylight and public view are safe.

If the PCs stage an all-out raid on the warehouse, the Messenger releases the achaierai, and then fights to kill. Unless the PCs have an aligned weapon or are doing significant amounts of damage to him, he appears more frustrated than worried by them, making comments about all of his careful plans, wondering aloud if this means he will need to collect a new crop to sacrifice, and the like. He either fights until he is reduced to 30 hit points or less (or sooner, if things look bad for him), or until he is certain the jig must be up and folks outside have heard the sounds of combat. At that point, he gives out a frustrated squawk and uses *greater teleport* to escape. He keeps the fight as quiet as possible, not using his stunning screech unless absolutely necessary. Of course, this being Freeport, just because there was a big fight in a warehouse doesn't mean that a concerned watch is coming or that business couldn't proceed as normal; but being used to high adventure and lawful cities, the Messenger can't quite wrap his brain around this fact.

Gillslitter is loyal to his own skin first, and he jumps through the trap door into the ocean if things start to look bad. The achaierai is extremely loyal to the Messenger; as misguided as the sentiment is, it fights to the death for its master's sake.

If things look extremely bad for the PCs, Asha and the Beggar King (along with a retinue of pissed-off beggars) can arrive to help.

DEVELOPMENT

After the PCs have chased off the Messenger and his servants, they need to face the grisly work of freeing the kidnapped vagabonds and beggars, many of whom have gone insane from their experiences here (not to mention repeated doses of achaierai cloud). A DC 25 Knowledge (religion) check allows the PCs to determine the symbols gouged into their flesh are holy symbols, and a DC 30 Knowledge (religion) check allows the PCs to determine they are those of Decarabia, demon queen of birds and spying. A DC 25 Knowledge (arcana) check tells them the other symbols include runes used for breaking enchantments.

Unless the fight was extremely quiet, it attracts some attention from nearby sentries, and once word hits the streets, the beggars know that their missing peers have been found. Before 10 minutes have passed from the fight's end, Asha Sante, the Beggar King, and a crowd of hopeful vagabonds and beggars in search of missing friends visit the PCs. While Finn would have preferred to be more nonchalant and subtle about the whole thing, matters seem to be moving quickly, so he sends his gnome lieutenant, Trask, to speak on his behalf.

The various factions and new information all become known in **Part III: The Spread of Dark Wings**.

PART III: THE SPREAD OF DARK WINGS

In this final section, the PCs must deal with the aftermath of their assault on the Messenger's warehouse, attempt to settle things between Finn, Asha, and the beggars, and face the Messenger in final combat to keep him from unleashing a storm of flesh-eating birds upon Freeport's harbor.

INTRODUCTIONS

Three forces converge on the PCs soon after the assault. Emperor Oswald, the self-styled "Beggar King" and leader of the Dregs (see **Underside** in the *Pirate's Guide*), has come with a retinue of beggars to retrieve their captured peers. Trask has come to collect the PCs' report and confirm their job is done. Asha has come in search of Gillslitter, only to find something far more important: her destiny.

THE BEGGAR KING

This charismatic vagabond enters the scene in the most dramatic way he can, bursting through the front cargo door if possible, with his tattered greatcoat flapping behind him. Surrounding him are dozens of beggars of all ages and races, and they do not hesitate to rush to their trapped fellows and begin trying to free them. This in and of itself can cause problems for the PCs; many of the prisoners are insane, either temporarily or permanently, and are a danger to themselves and anyone around them once their limbs are freed. Yet, the beggars are unlikely to listen to reason (DC 34 Diplomacy) or threats (DC 29 Intimidate) when so many of their friends have been found. All told, 57 beggars, vagabonds, and orphans are here, plus 1d4 per night since the adventure began.

The king himself is a tall, wiry man with a hawk's nose, fiery eyes, and a regal manner, despite his ragged clothing. He presents himself to the PCs and bows so low his hair touches the ground at his feet, at which point all of the attendant beggars gasp; they have never seen him bow so low. Then an even stranger event occurs: he speaks for a purpose other than demanding food or goods from a local shopkeeper. He says simply, "*You have my thanks,*" and then begins tending to his people.

Although he doesn't say so, he and his people are the reason the Messenger was so easy to drive off. Having become desperate over the loss of so many of his "court," the Beggar King organized his people into defensive teams the night before; for every beggar in an alleyway, a dozen more were watching from the roofs and windows and behind nearby crates. The Messenger attacked one, and before he had traveled five blocks, nearly 50 beggars had been summoned. The Beggar King used his *robe of scintillating colors* to daze the Messenger, and the accumulated group then pushed every crate, brick, boulder, and potted plant they could find onto the demon. By the time he recovered and escaped, he had suffered a surprising (to him) amount of damage. The PCs may hear this story from one of the newly arrived beggars, but it is up to them whether they choose to believe it or not. The Beggar King neither verifies nor denounces the story, as he is too busy tending to the released prisoners.

Regardless, thanks to their actions, the PCs are treated quite well by the begging community for the rest of their time in Freeport. They are always able to turn to them for information and hiding places. Also, if the PCs do not figure out where the Messenger will perform his ritual at the adventure's climax, the beggars pass word of it to them when they spot him above the harbor.

OSWALD THE BEGGAR KING

GR 10

Male human bard 10

N Medium humanoid

Init +3; **Senses** Listen +16, Spot +16**Languages** Common, Halfling, Undercommon**AC** 17, touch 13, flat-footed 14 (+3 Dex, +3 armor, +1 natural)
hp 45 (10 HD)**Fort** +4, **Ref** +10, **Will** +8**Spd** 30 ft. (6 squares)**Melee** rapier +10/+5 (1d6/18–20)**Base Atk** +7; **Grp** +7**Atk Options** Combat Expertise, Improved Feint**Special Actions** bardic music (inspire greatness 1 target, inspire courage +2, *suggestion*, inspire competence, fascinate 4 targets, countersong)**Combat Gear** *lesser silent metamagic rod*, *robe of scintillating colors***Bard Spells Known (CL 10th):**4th (1/day)—*dimension door*, *greater invisibility*3rd (3/day)—*charm monster* (DC 18), *dispel magic*, *displacement*, *fear* (DC 17)2nd (4/day)—*animal messenger*, *cure moderate wounds*, *hold person* (DC 17), *misdirection* (DC 16)1st (4/day)—*expeditious retreat*, *feather fall*, *lesser confusion* (DC 15), *sleep* (DC 15)0 (3/day)—*daze* (DC 15), *detect magic*, *lullaby* (DC 15), *message*, *prestidigitation*, *read magic***Abilities** Str 10, Dex 16, Con 12, Int 14, Wis 13, Cha 18**SQ** bardic knowledge +12**Feats** Alertness^B, Combat Expertise, Improved Feint, Spell Focus (enchantment), Weapon Finesse**Skills** Bluff +17, Diplomacy +19, Disguise +17 (+19 acting), Gather Information +19, Intimidate +6, Knowledge (local) +15, Listen +16, Perform (oratory) +17, Sleight of Hand +19, Spot +16**Possessions** combat gear plus studded leather armor, rapier, *amulet of natural armor* +1, *cloak of resistance* +1, *hat of disguise*

TRASK

Finn's no-nonsense gnome lieutenant, whom the PCs may have already met, appears with a *dimension door* and a nod. He explains word traveled via the beggar network that "*the missing had been found,*" and he was sent to make sure the PCs weren't blamed for the actual kidnapping or some other unfortunate mishap. He takes their report sagely, cutting off any rambling or tangential tales; he wants only the facts, so he can report to Finn. He is disappointed that the PCs did not catch the man responsible, but he assumes that if he was driven off, he won't try the same thing again. As far as he's concerned, the

PCs did the first half of their jobs and can come collect the agreed-upon payment (400 gp each for finding the beggars, plus 50 gp to the group per non-halfling beggar returned alive, and 100 gp to the group per halfling beggar returned alive). There were a total of 25 beggars in the warehouse, of which were non halfling. However, things will be slightly complicated by the appearance of Asha Sante (see following).

TRASK	GR II
Male gnome illusionist 6/rogue 5 N Small humanoid Init +4; Senses low-light vision; Listen +7, Spot +6 Languages Common, Giant, Gnome, Halfling, Orc	
AC 16, touch 16, flat-footed 16; Dodge, +4 AC against giants, uncanny dodge (+1 size, +4 Dex, +1 deflection) hp 54 (11 HD) Resist evasion Fort +5, Ref +10, Will +6; +2 against illusions	
Spd 20 ft. (4 squares) Melee +1 <i>short sword</i> +8/+3 (1d4+1/19–20) Base Atk +6; Grp +2 Atk Options Combat Expertise, Improved Feint, +1 attacks against goblinoids and kobolds, sneak attack +3d6 Combat Gear <i>necklace of fireballs (type III)</i> , <i>slippers of spider climbing</i> , <i>wand of dimension door</i> (5 charges), <i>wand of ghoul touch</i> (20 charges)	
Wizard Spells Prepared (CL 6th): 3rd— <i>displacement</i> , <i>stinking cloud</i> (DC 15), <i>suggestion</i> (DC 15) 2nd— <i>acid arrow</i> (ranged touch +11), <i>hypnotic pattern</i> (DC 16), <i>invisibility</i> , <i>web</i> (DC 14), <i>whispering wind</i>	



1st—*cause fear* (DC 13), *color spray* (DC 15), *disguise self* (DC 15), *mage armor*, *silent image* (DC 15)
0—*detect magic*, *ghost sound* (DC 14), *mage hand*, *open/close*, *read magic*

Barred Schools: abjuration and evocation

Spell-like Abilities (CL 1st):

1/day—*dancing lights*, *ghost sound* (DC 12), *prestidigitation*, *speak with animals* (burrowing mammal only, 1 minute)

<rule>

Abilities Str 10, Dex 18, Con 14, Int 15, Wis 10, Cha 12

SQ familiar (none), trap sense +1, trapfinding

Feats Alertness, Combat Expertise, Dodge, Improved Feint, Scribe Scroll^B, Silent Spell^B, Spell Focus (illusion)

Skills Appraise +5 (+7 alchemy), Balance +6, Bluff +6, Concentration +11, Craft (alchemy) +12, Diplomacy +5, Disguise +1 (+3 acting), Escape Artist +6, Gather Information +8, Hide +13, Intimidate +3, Jump –4, Knowledge (arcana) +11, Knowledge (local) +7, Listen +7, Move Silently +9, Search +5, Sense Motive +5, Soak Language (Halfling), Spellcraft +13, Spot +6, Tumble +9

Possessions combat gear plus +1 *short sword*, *ring of protection* +1

Spellbook all prepared plus all cantrips (except abjuration and evocation); 1st—*expeditious retreat*, *ray of enfeeblement*; 2nd—*mirror image*, 3rd—*invisibility sphere*

ASHA SANTE

While the beggars free their allies from the crates, a gaunt, stern woman with short-cropped black hair and a symbol of the God of Justice hanging around her neck wanders into the chaos. She appears soon after the beggars do. If Gillslitter is dead, she heads straight for him, gives the body a good kick, and nods to herself. That in itself should be enough to get the attention of Trask and the PCs. If Gillslitter escaped, she subtly asks the captives about Gillslitter, while appearing to tend to them. Her mannerisms mark her as out-of-place, though, which should bring at least one PC to ask who she is and what she's doing here. Finally, if all else fails, Asha catches a glimpse of the Messenger's bedroom and gasps at the obviously demonic markings on the walls.

When confronted, Asha is hesitant until assured the PCs do not serve the city's current rulers, with whom she has had some "disagreements." At that point, she admits she is a servant of the God of Justice who has been forced to begin working underground to avoid certain notables. She was following Gillslitter, an infamous slaver, when the trail suddenly dried up. When the beggars started talking about a battle in the Warehouse District involving a vicious ogre, she suspected it had to be him.

Everything changes when she sees the demonic sigils in the Messenger's room and on the faces of the captives, however. It also gets interesting when she tells the PCs her name, because at that point Trask interjects, "Did you say 'Sante'?" Without saying more, he insists she come to see Finn immediately, and that the PCs follow when they're done here.

ASHA SANTE

GR 8

Female human cleric 6/rogue 2

LN Medium humanoid

Init +5; **Senses** Listen +7, Spot +5

Languages Celestial, Common

AC 17, touch 12, flat-footed 16 (+1 Dex, +5 armor, +1 deflection)
 hp 50 (8 HD)
 Resist evasion
 Fort +7, Ref +6, Will +8

Spd 30 ft.

Melee mwk cold iron heavy mace +8 (1d8+3)

Ranged javelin +6 (1d6+2)

Base Atk +5; Grp +7

Atk Options smite 1/day (+4 attack, +6 damage), sneak attack +1d6

Special Actions protective ward 1/day (+6 bonus), turn undead 8/day (+3, 2d6+7, 6th)

Combat Gear *divine scroll of dimensional anchor, dust of appearance*

Cleric Spells Prepared (CL 6th, overcome SR 1d20+8):

3rd—*dispel magic, invisibility purge, protection from energy*D, *searing light* (ranged touch +6)

2nd—*aid, consecrate, hold person* (DC 15), *shatter* (DC 15, see PH) D, *zone of truth* (DC 15)

1st—*align weapon, detect evil, divine favor, sanctuary* (DC 14)D, *shield of faith*

0—*detect magic, detect poison, guidance, light, virtue*

D: Domain spell. Deity: God of Retribution. Domains: Destruction, Protection

Abilities Str 14, Dex 13, Con 14, Int 12, Wis 16, Cha 12

SQ strong aura of law, trapfinding

Feats Combat Casting, Extra Turning, Improved Initiative, Spell Penetration

Skills Craft (alchemy) +2, Concentration +5, Disable Device +3, Gather Information +4, Heal +5, Hide +3, Intimidate +5, Knowledge (arcana) +4, Knowledge (history) +4, Knowledge (local) +3, Knowledge (religion) +6, Listen +5, Move Silently +3, Open Locks +3, Search +3, Sense Motive +2, Spellcraft +6, Spot +4

Possessions combat gear plus *elven chain*, masterwork cold iron heavy mace, 2 javelins, *ring of the osprey*, *ring of protection* +1, *elixir of truth*, silver holy symbol of the God of Retribution

A LITTLE RESEARCH

The Messenger, being the cocky creature he is, put off his escape until the last possible moment, so he had to leave behind much of his preliminary research on the ritual he is attempting, as well as his prayer scrolls to Decarabia. The PCs therefore discover the information below by searching his room. Likewise, in true villain fashion, he did not hesitate to explain his plans to his future victims. They are unable to speak, and none of them know how to write, but the PCs might use hand signals, telepathy, and other methods to get the following information out of them.

PRAYER SCROLLS

Written in Abyssal, these scrolls praise Decarabia, demon queen of birds and spying. Everything that is written about her in Green Ronin's *Book of Fiends* or in this adventure's background can be found in the scrolls. If you do not have the *Book of Fiends*, you may invent your own attributes and background for her, so long as they do not conflict with the information about her presented earlier in this work. Alternatively, you can substitute any other chaotic evil god with air or birds in its portfolio.

RING OF THE OSPREY

Price: 2,500 gp

Body Slot: Ring

Caster Level: 11th

Aura: Strength transmutation (DC 21)

Activation: 1 swift action

Weight: —

This translucent bone ring fits snugly over the finger, and once in place, dark images of flying birds appear on its surface.

Once per day as a swift action, the *ring of the osprey* grants you a 30-foot fly speed with perfect maneuverability for 5 rounds. While activated, you also gain the benefits of the Flyby Attack feat. When the duration expires, you gently float to the ground, as if under the effects of a *feather fall* spell.

While wearing the *ring of the osprey*, you may cast known or prepared *fly* or *overland flight* spells as a swift action, so long as the ring's daily use has not been expended.

Prerequisite: Forge Ring, Quicken Spell, *fly*

Cost to Create: 1,250 gp, 100 XP, 2 days

The scrolls mention her preferred servants are winged demons, particularly vrocks and fiendish birds. It also describes her favored holy days, among which are nights of the new moon, on some of which her servants are supposedly able to gather to them untold numbers of birds to do their bidding (usually to go forth and act as spies).

CURSES AND TRUE FORMS

These scrolls and notes are written in countless languages, both mundane and extraplanar. They all have notes scribbled in the margin in the same old, spidery hand, however, and all in Abyssal. Sorting through the notes takes several hours. The Messenger seems to have collected as many different sources as he could for information on curses, with an emphasis on divine curses and the means to break them. Every point at which the author notes how nearly impossible it is to break such curses is filled with angry scribbles, and in some cases crossed out. Nearly as plentiful is information on shapeshifting, both intentional and unintentional.

After no less than two hours of searching and collating, someone reviewing the notes discovers an entry that is circled several times over. Give the PCs **Handout 2**.

A TELLING DIAGRAM

Included in the notes is a diagram of some sort of amulet. It appears to be a holy symbol of Decarabia (DC 30 Knowledge [religion] to identify), but includes arcane runes of transmutation as well (Knowledge [arcana] DC 18). An additional Knowledge (arcana) check of DC 27, or a bardic lore check at the same difficulty, reveals this amulet grants the wearer the change shape ability (see *MM*), enabling him to assume the form of any humanoid creature. Any beggars who can communicate and are shown the diagram say (or attempt to express) they saw it not just hanging around the Messenger's neck, but actually fused into his flesh.

If the same diagram is later shown to Finn, he visibly blanches, and explains it is the same amulet the vrock wore. He remembers it distinctly, because it was the last thing he saw after being picked up and flung through three oaken walls.

FROM THE MOUTHS OF BEGGARS

Should the PCs somehow become able to communicate with the beggars, they can confirm the Messenger habitually pranced around them, asking them if they were ready to be “fed to Decarabia’s blessed children.” He regularly nattered on, they report, about needing to wait for the right night, about needing enough prey—“*not yet, not yet, not nearly as many yet as there were before*”—and about ridding himself of this “*rotting old form*.” He also mentioned he supposes he could just gather the children outside and let them feast, but he wants to be sure they’re not harmed by people trying to defend themselves.

PUTTING THE PIEGES TOGETHER

By now, the PCs should have all the clues they need to figure out what the Messenger is, what the Messenger once was, and what he was trying to do. What they don’t know is what he’s going to do next... but they should have a general idea of when he’s going to do it: on the next night of the new moon. That may be as soon as the next night, or as far distant as a week, depending on how quickly the PCs found the warehouse (see the timeline in the **Introduction**).

Even if the PCs don’t put this all together, the gathering at Finn’s should give them a nudge in the right direction.

RETURNING TO THE NEST

When the PCs gather at the Halfling Benevolent Association, Asha is already there, holding the warhammer that was once on Finn’s wall, the tracks of nearly-held-back tears on her face. The crime lord explains that his friend Arych, paladin of the God of Justice, had always spoken of his beloved wife on the mainland; when he finished his crusades abroad, he would return to her as a true knight, and be reunited with her and with his daughter. That daughter was named Asha. Her mother, distraught at Arych’s death, never told the daughter of her father’s past; she could not bear to face it. It was perhaps coincidence, and perhaps fate, that Asha came to her father’s calling on her own.

Should the PCs show Finn the clues they picked up at the warehouse, he tells Asha everything he told them earlier about the Night of Decarabia. He also realizes the upcoming new moon is, indeed, the 20-year anniversary of that night. If it is suggested the Messenger and this vrock are one and the same, Asha demands vengeance for her father’s death, while Finn stresses caution. The creature could be anywhere in the world by now, given its abilities, and odds are good they’ve seen the last of it, in any case. Finn pays the PCs what they are owed, thanks them for their services, and dismisses them.

NOT OVER YET

Some PCs may wish to collect on the final portion of their payment. Others may simply wish to put the Messenger down for the safety of Freeport. This is where further research of the prayer scrolls comes in

handy, as do interviews with the captured beggars. If the PCs have not read the scrolls, Asha demands to help decipher them. Her knowledge skills and ability to cast *comprehend languages*, at the least, might be helpful. If the PCs have not interviewed the captured beggars, one of them seeks them out, with a priest of the God of Knowledge in tow (use statistics in the *DMG* if necessary). That priest uses *detect thoughts* to translate rough concepts from the beggar to the PCs, including the belief that the Messenger might summon a huge horde of birds on the night of the new moon to attack the city!

Whether this information is available before the PCs show up for their debriefing with Finn, or afterward, he is not concerned. He got his people back, safe and somewhat sound, and that’s the end of it as far as he’s concerned. If he rushed to stop every cultist and freak and demon that threatened to perform a ritual in the city, he’d never get any work done. Besides, he’s retired now. Stopping this sort of thing is adventurer’s work.

The PCs can now go in any of several directions. They can ignore the issue, hoping the Messenger is indeed gone; they can try to track him via divination spells, in which case the Messenger responds as specified earlier, under **Divinations, Again** in **Part II**; or they can prepare for the second “Night of Decarabia,” laying out plans for a final confrontation.

If the PCs choose the final option, the big question is not when the Messenger strikes, but where. No direct clues have been presented, but if the PCs begin wondering where the most birds gather in Freeport for the Messenger to use in his ritual, the answer should quickly become obvious: the harbor. The gulls congregate there at all hours of the day, and sleep there throughout the night, so much so the place is stained a permanent white, and at times, they blot out the sky. If the PCs seem stumped, let them make a DC 10 Knowledge (local) check to come up with the idea.

ASHA AND THE WARHAMMER

Asha insists on helping the PCs, whether they want her help or not. She can be very handy; that’s not the problem. The problem is some PCs may have picked up on the passage mentioning that destroying the warhammer could end the curse. They may wish to end the whole thing by destroying it, which might allow the Messenger to regain his true form and keep him from needing to recreate the Night of Decarabia. Asha is adamantly opposed to this course of action, especially considering it’s based on one of many passages found amongst their enemy’s notes. They could be playing right into his hands, for all they know. There’s nothing to prevent the PCs from battling Asha and taking the warhammer by force, then destroying it, except for one fact: doing so would return the Messenger to his vrock form, which would only increase his power. Now that they’ve made an enemy of him, do they really want to make him stronger?

THE NIGHT OF DECARABIA

When the PCs finally get “the call,” they should be well prepared to fight the Messenger. They know he can summon swarms, uses some form of *telekinesis*, and can *teleport* quite easily. If they’ve put two and two together, they know he’s a vrock in human form, with all of the resistances vocks normally have. They can probably guess he can *levitate* or *fly*; if they don’t, they’ll learn soon enough.



THE BIRDS ARE COMING!

When the second Night of Decarabia comes, the PCs receive a visit from the Beggar King, who says simply, "*It has begun. The harbor.*" He then disappears. His beggars have kept an eye out for the Messenger, and by chance, one of them noticed him at the end of one of the harbor docks. The beggar saw him disappear before his very eyes and reappear in the middle of the harbor, up in the air! It is up to the PCs to get to the harbor and stop the Messenger from completing the ritual to summon bloodthirsty swarms of birds who will rend the flesh from the bones of Freeport's hapless residents.

The number of feathered fury swarms in the encounter depends on how long it takes the PCs to get there; some sample times are provided. If you prefer, you may calculate the number of swarms yourself, depending on the PCs' movement rates or use of *fly* spells, mounts, and the like. Simply calculate how long it takes to arrive at the harbor from the moment the Messenger begins his dance. For every minute, add one swarm to the encounter.

IMMEDIATE ARRIVAL

To get there immediately, the PCs would have had to have a lookout specifically watching the harbor. That lookout would need a means of contacting them instantly (such as via a *sending* spell), and they would then need to be able to *teleport* there. In this case, the Messenger has had a chance to gather one bird swarm for defense.

RAPID ARRIVAL

This arrival time is possible if the PCs had a lookout at the harbor with a quick means of contact (such as an *animal messenger* spell),

and they subsequently rush there, or if they *teleport* to the harbor immediately upon hearing from the Beggar King. In this case, the Messenger has had the chance to summon five bird swarms for defense.

SLOW ARRIVAL

This is the arrival time for PCs who simply hurry to the harbor after being alerted by the Beggar King. In this case, the Messenger has ten bird swarms for defense.

THE DANCE OF FEATHERED FURY

In truth, the Messenger's ritual wouldn't be all that terrible if he were to complete it. He's out of Decarabia's favor, after all, so on this sacred night, he can only summon a few dozen bird swarms... enough to scour the Docks district clean of flesh, perhaps, but not much more. Still, this is plenty to motivate PCs with even a hint of virtue in them or who know anyone living in the Docks district. That, plus the idea of the Messenger regaining his vrock form and coming after them, should ensure this final conflict.

The Messenger begins the encounter 80 feet above Freeport's harbor, 200 feet from shore (and 100 feet from the end of the nearest dock). That puts him at a range of approximately 220 feet from the shore, or 120 feet from the end of the dock. A cloud of birds is probably already swarming around him (his own bird swarms do not harm him).

On this one night, his dance of feathered servitude is more powerful than normal. First of all, it requires only a move action each round, not a full-round action. Second, his control of the summoned bird swarms lasts for one hour per HD, rather than one round per HD. Finally, he

may summon ten times the normal number of swarms. The trade-off is that each swarm takes one minute to summon, instead of one round. The Messenger believes only once his full allotment of 30 swarms (15 HD) has been summoned can he release them to feed. On the one hand, this means the PCs have a full half an hour to stop him; on the other, it means they'll be fighting swarms to get to him. The dance can still be stopped by preventing the Messenger from being able to take a move action (by paralyzing, stunning, dazing, or killing him), as well as by inflicting damage, though less easily than before (a successful Concentration check DC equal to the damage dealt allows him to keep dancing).

How the combat proceeds depends on the PCs and their capabilities. If they can fly, they can reach him and enter melee combat, but he uses his *telekinesis* to fling them as far away from him as possible. In order to maintain his dance, the Messenger must spend a move action every round dancing, but he can otherwise use spell-like abilities, magic items, and special attacks.

ASHA

Asha is provided both as a foil, someone to dissuade or fight the PCs if they want to simply shatter the warhammer and be done with it, as well as a support character. Her first action, if she learns that the Messenger can use *greater teleport* at will, is to attempt to hit him with a *dimensional anchor* (range 180 feet). For the sake of closure, the bird swarms should part just as she does so, giving her a clear shot without any miss chance due to concealment; perhaps the God of Justice is watching? She can then lend divine support to the PCs, employing her spells to the best effect. She should not be the hero of the fight, however; that is the PCs' job.

GROUNDED

If the PCs cannot fly, they will need to come up with some creative solutions. Ranged attacks are possible, but the Messenger gains total concealment (50% miss chance) from the bird swarms surrounding him. The best non-flying solution is to commandeer one of the tall-masted vessels in the harbor and bring the fight to him! Doing so takes a full five minutes of piloting, not including convincing the ship's crew to let the PCs take over the ship, if the crew is present, or perhaps convincing them to help. Once this is accomplished, however, the PCs can engage the Messenger from the crow's nest or the yards of the main mast, as they should be about level with him. Unfortunately for the Messenger, once he has begun his dance, he cannot change location.

In the case of bringing the ship to the Messenger, make liberal use of Balance, Climb, and Jump checks to make this climactic battle a swashbuckling extravaganza to remember. The Messenger has the distinct advantage in this case, given that he can use *telekinesis* to knock the PCs from their hard-won perches.

BUT WAIT! THE WARHAMMER!

If things are going particularly poorly for the PCs, if the Messenger is nearing completion of his ritual, or if you simply want to spice things up, you may reintroduce the idea of destroying the warhammer to lift the Messenger's curse. It would mean giving him more power, true, but isn't that worth it to prevent him from murdering several hundred residents of the Docks district?

Alternatively, maybe the Messenger himself suddenly recognizes the warhammer on Asha's hip. With an exultant cry, he uses

telekinesis to snatch the warhammer from her. Then, it's just a matter of destroying it. The warhammer has hardness 11 and 20 hit points, thanks to its enhancement bonus, but that's nothing that can't be gotten through with some very heavy objects (or party members) being *telekinetically* pounded against it.

Regardless, once the warhammer is destroyed, the Messenger returns to his original vrock self, cackles almost with relief, and flies away to spread malice and pain once more.

VICTORY!

The PCs' mission was to find the beggars and stop the culprit from continuing his endeavors, which they did a while back at the warehouse. So after the climactic battle, the PCs receive an anticlimactic level of reward. No one comes out to congratulate them or praise them, and indeed, a ship owner may be wondering why his vessel is sitting in the middle of the harbor in the middle of the night. The PCs are left with an empty set of night-time docks, lots of confused and fleeing birds, and very little in the way of gratitude. But, they'll be able to collect an extra 600 gp apiece from Finn, and they will have the satisfaction of knowing one fewer megalomaniacal vulture in human form walks their world, and that his plan to resume his true form has failed.

And, now probably wouldn't be a good time to mention that his ritual wouldn't have worked. That whole "remove the curse by recreating the event" idea? That was completely off the mark...

EXPERIENCE REWARDS

Situation	XP per Character
PART 1	
Successfully gather highest DC information per source	50
Find the Messenger in the streets	300 (– 50 per night it takes)
Defeat swarms	As normal for CR
Defeat thugs	As normal for CR
PART 2	
Investigate bird leads	100 per lead
Productively use divinations	100 per divination
Find the warehouse by talking to Birlim	200
Find the warehouse without talking to Birlim	500
Defeat Gillslitter	As normal for CR
Defeat achainrai	As normal for CR
Chase off the Messenger	½ normal for CR
PART 3	
Figure out the Messenger is a vrock	100
Figure out the Messenger will appear in the harbor	500
Defeat the Messenger and his swarms	As normal for CR
Free the Messenger by destroying the warhammer	500
MISC	
Great roleplaying and investigation	100–500

APPENDIX I: PLAYER HANDOUTS

Give the following handouts to the players where indicated in the text.

HANDOUT 1

Dearest Sellsword or Adventurer,

I have need of your services. The pay is adequate, the danger minimal, and the cause good. Please provide your answer to the messenger currently looming over your bedside by blinking twice. I recommend answering in the affirmative, given that he has instructions to punch you in the face if you answer in the negative.

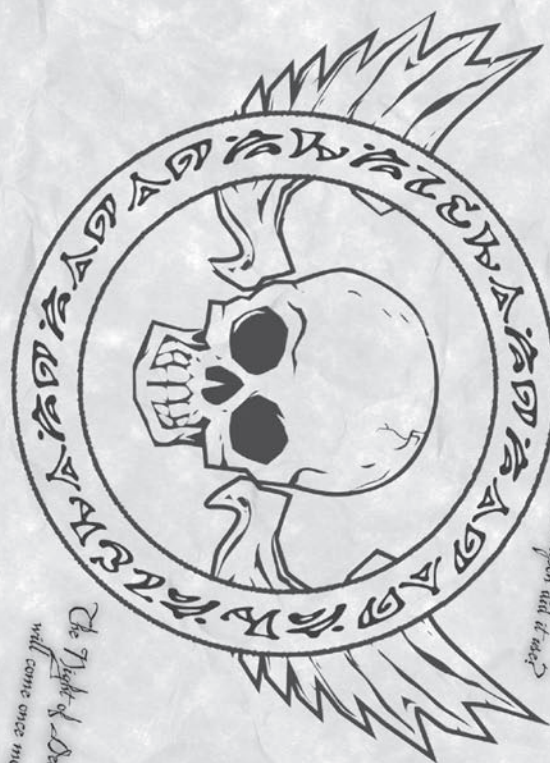
Sincerely,

Finn

*President and Protector,
Halfling Benevolent Society*

HANDOUT 2

When a deity curses one of his own servants, the results can be particularly miserable and ironic. The inevitable is highly dictated by his intention, and as such, assuming the gods represent emotions in the same way we do, wishes for a particularly devastating curse to fall upon the one who failed him or betrayed him. Regardless, the gods are not omnipotent. Imagine such a world where they were? It would be a terrible place. In any case, in any divine curse, there must be a solution, a fix. If the servant failed at a task, it might be that the curse could be broken by retreating the task, this time succeeding. Or perhaps if the servant was laid low by some object or weapon, destroying that thing on the anniversary of the defeat might lift the curse. It is nearly impossible to tell, and directions are all but useless in this case, for who knows the minds of the gods?



APPENDIX II: PREGENERATED CHARACTERS

Players can use the following characters, or you can use them as NPCs to add a bit more muscle to the party.

ALAINA	GR 9
Female human rogue 9 N Medium humanoid Init +6; Senses Listen +8, Spot +13 Languages Common, Elven, Orc	
AC 21, touch 16, flat-footed 21; Dodge, Mobility, improved uncanny dodge (+6 Dex, +5 armor) hp 43 (9 HD) Resist evasion Fort +4, Ref +12, Will +3	
Spd 30 ft. (6 squares) Melee +1 <i>short sword</i> +13/+8 (1d6+3/19–20) or Melee +1 <i>short sword</i> +11/+6 (1d6+3/19–20) and Melee +1 <i>short sword</i> +11 (1d6+2/19–20) Ranged light crossbow +12 (1d8/19–20) Base Atk +6; Grp +8 Atk Options sneak attack +5d6 Combat Gear <i>bag of tricks</i> (gray), <i>potion of barkskin</i> +4, 2 <i>potions of cure moderate wounds</i> , <i>potion of fly</i> , <i>potion of haste</i> , 4 smokesticks	
Abilities Str 14, Dex 22, Con 13, Int 15, Wis 11, Cha 13 SQ trap sense +3, trapfinding Feats Alertness ^B , Dodge, Mobility, Two-Weapon Fighting, Weapon Finesse Skills Appraise +8, Balance +8, Bluff +13, Climb +8 (+10 ropes), Diplomacy +9, Disable Device +16, Disguise +1 (+3 acting), Escape Artist +24 (+26 ropes), Gather Information +7, Hide +17, Intimidate +3, Jump +4, Listen +8, Move Silently +18, Open Lock +24, Search +14, Spot +13, Survival +0 (+2 follow tracks), Tumble +18, Use Rope +12 (+14 bindings) Possessions combat gear plus +1 <i>mithral shirt</i> , +1 <i>short sword</i> , +1 <i>short sword</i> , light crossbow with 20 bolts, <i>cloak of elvenkind</i> , <i>eyes of the eagle</i> , <i>gloves of Dexterity</i> +2, <i>slippers of spider climbing</i> , <i>vest of escape</i> , backpack, bedroll, caltrops, explorer's outfit, flint and steel, silk rope (50 ft.), pouch, signal whistle, masterwork thieves' tools	
BASILAH	GR 9
Female azhar* corsair 9 *d20 <i>Freeport Companion</i> CG Medium outsider (native) Init +7; Senses darkvision 60 ft.; Listen –1, Spot –1 Languages Azharan, Common	
AC 24, touch 16, flat-footed 24; Dodge, Mobility, uncanny dodge (+3 Dex, +2 class, +5 armor, +2 shield, +1 deflection, +1 natural) hp 53 (9 HD) Fort +7, Ref +9, Will +2; +2 against fire spells and spell-like effects Weakness vulnerable to cold	
Spd 40 ft. (8 squares); Spring Attack Melee +1 <i>keen rapier</i> +13/+8 (1d6+3/15–20) Ranged throwing dagger +12 (1d4+2/19–20) Base Atk +9; Grp +11 Atk Options dirty fighter +2d4, fortune's fancy 2/day, improvised weapon fighting, might of the efreet Combat Gear <i>potion of cure moderate wounds</i> , <i>potion of fly</i>	

Abilities Str 14, Dex 16, Con 12, Int 8, Wis 8, Cha 14 SQ rope monkey, sea legs Feats Athletic ^B , Dodge, Improved Initiative, Mobility, Spring Attack, Weapon Finesse ^B Skills Balance +15, Climb +12, Gather Information +8, Jump +19, Listen –1, Profession (sailor) +7, Spot –1, Swim +9, Tumble +11 Possessions combat gear plus +1 <i>mithral shirt</i> , +1 <i>buckler</i> , +1 <i>keen rapier</i> , 4 daggers, <i>ring of protection</i> +1, <i>ring of swimming</i> , <i>amulet of natural armor</i> +1, <i>boots of striding and springing</i> , <i>rope of climbing</i> , backpack, waterskin, one day of rations, bedroll, sack, flint and steel, explorer's outfit.	
Dirty Fighter (Ex) As sneak attack, but only in melee combat. Fortune's Fancy (Ex) Basilah may spend a daily use of fortune's fancy as a free action to gain a +4 bonus to one attack roll, ability or skill check, or saving throw. Improvised Weapon Fighting (Ex) Basilah takes only a –2 penalty on attack rolls made with improvised weapons and only a –1 penalty for fighting with weapons of an inappropriate size. Might of the Efreet (Ex) As an immediate action, Basilah gains a +4 inherent bonus to her Strength score for 2 rounds. She must wait one hour between each use of this ability. Rope Monkey (Ex) Basilah always retains her Dexterity bonus to AC when climbing, she only takes a –2 penalty to Climb checks when climbing at an accelerated rate, and attackers who have the benefit of higher ground do not gain a +1 bonus to attack rolls against Basilah. Sea Legs (Ex) Whenever Basilah is called to make a Balance check to move, if she succeeds, she may move at her normal rate.	
KYLE	GR 9
Male human paladin 9 LG Medium humanoid Init +6; Senses Listen +2, Spot +2 Aura courage (10 ft.) Languages Common, Elven; empathic link	
AC 24, touch 13, flat-footed 22; Dodge (+2 Dex, +7 armor, +4 shield, +1 deflection) hp 72 (9 HD) Immune fear, disease Fort +12, Ref +9, Will +9	
Spd 30 ft. (6 squares) Melee +1 <i>longsword</i> +12/+7 (1d8+3/19–20) Ranged +1 <i>composite longbow</i> (Str +2) +12/+7 (1d8+3/x3) Base Atk +9; Grp +11 Atk Options Cleave, Great Cleave, Power Attack, smite evil 2/day (+4 attack, +9 damage) Special Actions lay on hands 36 points, turn undead 6/day (+6, 2d6+13, 6th) Combat Gear <i>horn of goodness</i> Paladin Spells Prepared (CL 4th): 2nd— <i>bull's strength</i> 1st— <i>bless weapon</i> , <i>lesser restoration</i> Spell-like Abilities (CL 9th): 2/week— <i>remove disease</i>	

Abilities Str 14, Dex 14, Con 14, Int 13, Wis 14, Cha 18 SQ share spells, special mount 1/day, 18 hours (griffon), strong aura of good Feats Cleave, Dodge, Great Cleave, Improved Initiative ^B , Power Attack Skills Concentration +8, Diplomacy +17, Knowledge (religion) +13, Listen +2, Ride +14, Sense Motive +8, Spot +2 Possessions combat gear plus +2 <i>elven chain</i> , +2 <i>heavy steel shield</i> , +2 <i>longsword</i> , +1 <i>composite longbow (Strength +2) with 20 arrows</i> , <i>ring of protection</i> +1, <i>cloak of Charisma</i> +2, <i>gauntlets of ogre power</i> , backpack, bedroll, climber's kit, explorer's outfit, flint and steel, 100 ft. of silk rope, 3 torches, 10 gp, 3 sp
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KYLE'S GRIFFON MOUNT	GR -
LG Large magical beast Init +2; Senses darkvision 60 ft., low-light vision, scent; Listen +8, Spot +12 Languages Common (understand only), empathic link	
AC 21, touch 11, flat-footed 19 (-1 size, +2 Dex, +10 natural) hp 76 (9 HD) Resist improved evasion Fort +9, Ref +7, Will +7	
Spd 30 ft. (6 squares), fly 80 ft. (average); Flyby Attack Melee bite +13 (2d6+4) and 2 claws +11 (1d4+2) Space 10 ft.; Reach 5 ft. Base Atk +9; Grp +17 Atk Options pounce, rake 1d6+2	
Abilities Str 19, Dex 15, Con 16, Int 6, Wis 13, Cha 8 Feats Flyby Attack, Iron Will, Multiattack, Weapon Focus (bite) Skills Jump +8, Listen +8, Spot +12	

MALEVIR	GR 9
Male half-elf sorcerer 9 CG Medium humanoid (elf) Init +9; Senses low-light vision; Listen +2, Spot +2 Languages Common, Dwarven, Elven	
AC 18, touch 16, flat-footed 13 (+5 Dex, +1 deflection, +2 natural) hp 42 (9 HD) Immune sleep Fort +6, Ref +9, Will +8 (+10 against enchantments)	
Spd 30 ft. (6 squares) Melee mwk heavy mace +4 (1d8-1) Ranged +1 <i>light crossbow</i> +10 (1d8+1/19-20) Base Atk +4; Grp +3 Combat Gear <i>lesser Extend metamagic rod</i> , <i>scroll of dimensional lock</i> , <i>scroll of haste</i> , <i>scroll of knock</i> , <i>scroll of shadow walk</i> , <i>wand of fly</i> (10 charges), <i>wand of magic missile</i> (CL 9th, 10 charges) Sorcerer Spells Known (CL 9th): 4th (5/day)— <i>dimension door</i> , <i>ice storm</i> 3rd (7/day)— <i>dispel magic</i> , <i>fly</i> , <i>lightning bolt</i> (DC 19) 2nd (7/day)— <i>bull's strength</i> , <i>invisibility</i> , <i>resist energy</i> , <i>scorching ray</i> (ranged touch +10), 1st (8/day)— <i>burning hands</i> (DC 17), <i>mage armor</i> , <i>ray of enfeeblement</i> (ranged touch +10), <i>silent image</i> (DC 16), <i>true strike</i> 0 (6/day)— <i>acid splash</i> (ranged touch +9), <i>arcane mark</i> , <i>daze</i> (DC 15), <i>detect magic</i> , <i>mage hand</i> , <i>open/close</i> , <i>prestidigitation</i> , <i>read magic</i>	

Abilities Str 9, Dex 20, Con 15, Int 12, Wis 12, Cha 20 SQ familiar* Feats Dodge, Improved Initiative, Spell Focus (evocation), Weapon Focus (ray) Skills Bluff +14, Concentration +11, Diplomacy +7, Disguise +5 (+7 acting), Gather Information +7, Intimidate +7, Knowledge (arcana) +10, Listen +2, Search +2, Spellcraft +12, Spot +2 Possessions combat gear plus masterwork heavy mace, +1 <i>light crossbow</i> with 10 bolts, <i>ring of protection</i> +1, <i>amulet of natural armor</i> +2, <i>cloak of Charisma</i> +2, <i>coat of resistance</i> +1, <i>everburning torch</i> , <i>gloves of Dexterity</i> +2, backpack, bedroll, vial of ink, ink pen, parchment, sealing wax, signet ring, traveler's outfit, 4 gp, 8 sp *Choose a familiar from the <i>PH</i> . Alternatively, if you are using rules that allow swapping a familiar for some other ability, consider doing so for Malevir.
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ROLLO	GR 9
Male gnome fighter 9 NG Small humanoid Init +6; Senses low-light vision; Listen +6, Spot +4 Languages Common, Draconic, Giant, Gnome	
AC 20, touch 13, flat-footed 18; Dodge, Mobility, Two-Weapon Defense, +4 AC against giants (+1 size, +2 Dex, +5 armor, +2 natural) hp 81 (9 HD) Fort +9, Ref +5, Will +4; +2 against illusions	
Spd 30 ft. (6 squares); Spring Attack Melee +1/+1 <i>gnome hooked hammer</i> +17/+12 (1d6+9/×3) or Melee +1/+1 <i>gnome hooked hammer</i> +15/+10 (1d6+7/×3) and +1/+1 <i>gnome hooked hammer</i> +15 (1d4+5) Ranged shortbow +12/+7 (1d4/×3) Base Atk +9; Grp +9 Atk Options +1 on attacks against goblinoids and kobolds Combat Gear <i>brooch of shielding</i> , <i>oil of magic vestment</i> +2, <i>potion of bull's strength</i> , <i>potion of cure moderate wounds</i> , <i>potion of cure serious wounds</i> , <i>potion of displacement</i> , smokestick Spell-like Abilities (CL 1st): 1/day— <i>dancing lights</i> , <i>ghost sound</i> (DC 11), <i>prestidigitation</i> , <i>speak with animals</i> (burrowing animals only, duration 1 minute)	
Abilities Str 18, Dex 15, Con 16, Int 14, Wis 12, Cha 11 Feats Dodge, Greater Weapon Focus (gnome hooked hammer) ^B , Improved Initiative, Mobility, Spring Attack ^B , Two-Weapon Defense ^B , Two-Weapon Fighting ^B , Weapon Focus (gnome hooked hammer), Weapon Specialization (gnome hooked hammer) ^B Skills Climb +10, Craft (Alchemy) +4, Hide +9, Intimidate +6, Jump +15, Listen +6, Ride +8, Spot +4, Swim +10 Possessions combat gear plus +1 <i>mithral shirt</i> , +1/+1 <i>gnome hooked hammer</i> , short bow with 20 arrows, <i>amulet of natural armor</i> +2, <i>boots of striding and springing</i> , <i>immovable rod</i> , backpack, bedroll, climber's kit, crowbar, explorer's outfit, flint and steel, 100 ft. of silk rope, 3 torches, 14 gp, 8 sp	

THORGRIM	GR 9
Male dwarf cleric 9 LG Medium humanoid Init +4; Senses darkvision 60 ft.; Listen +4, Spot +4 Languages Celestial, Common, Dwarven	

AC 23, touch 11, flat-footed 23; +4 AC against giants (+0 Dex, +9 armor, +3 shield, +1 deflection)
hp 80 (9 HD)
Resist stability (+4 against bull rush and trip)
Fort +10 (+12 against poison), **Ref** +3, **Will** +10; +2 against spells and spell-like effects

Spd 20 ft. (4 squares)

Melee +2 *longsword* +12/+7 (1d8+5/19–20)

Ranged mwk heavy crossbow +7 (1d10/19–20)

Base Atk +6; **Grp** +9

Atk Options Power Attack, +1 on attacks against goblinoids and orcs

Special Actions turn undead 6/day (+2, 2d6+9, 9th)

Combat Gear *oil of bless weapon*, *oil of keen edge*, *oil of magic vestment* +4, *potion of cure serious wounds*, *scroll of speak with dead*, *silversheen*, *wand of dispel magic* (CL 10, 10 charges)

Cleric Spells Prepared (CL 9th; overcome SR 1d20+11):

5th—*flame strike* (DC 19)^D, *righteous might*

4th—*air walk*, *dimensional anchor* (ranged touch +6), *divine power*^D, *freedom of movement*

3rd—*daylight*, *invisibility purge*, *magic circle against evil* (CL 10th)^D,

remove blindness/deafness, *speak with dead* (DC 17)

2nd—*aid* (CL 10th)^D, *bear's endurance*, *hold person* (DC 16), *sound burst* (DC 16), *status*, *zone of truth* (DC 16)

1st—*bless*, *command* (DC 15), *divine favor*, *entropic shield*, *magic weapon*^D, *shield of faith*

0—*detect magic* (×2), *read magic* (×2), *resistance* (×2)

D: Domain spell. Deity: God of Valor. Domains: Good and War

Abilities Str 16, Dex 10, Con 18, Int 12, Wis 18, Cha 10

SQ stonecunning, strong aura of good

Feats Extra Turning, Improved Initiative, Martial Weapon Proficiency (*longsword*)^B, Power Attack, Spell Penetration, Weapon Focus (*longsword*)^B

Skills Appraise +1 (+3 metal or stone), Concentration +10, Craft (metal or stone) +3, Diplomacy +7, Heal +9, Knowledge (religion) +8, Listen +4, Sense Motive +5, Spellcraft +9, Spot +4

Possessions combat gear plus +1 *full plate*, +1 *heavy steel shield*, +2 *longsword*, masterwork heavy crossbow with 10 bolts, *ring of protection* +1, *bag of holding type I*, *gauntlets of ogre power*, *periapt of Wisdom* +2, backpack, bedroll, explorer's outfit, holy symbol, scroll case, 3 torches, whetstone, 18 gp, 8 sp

APPENDIX III: TRUE20 CONVERSION

This appendix provides conversions for *Bleeding Edge Special: Dark Wings over Freeport*. As with other adventure conversions, you may have to modify certain skill checks in the text to accommodate for the differences between the *d20 system* and *True20 Adventure Roleplaying*. All NPCs, creatures, traps, and pre-gens are presented in alphabetical order under their own section headers to maximize the utility of this accessory.

CHARACTERS

ASHA SANTE (REP +0)

Type: 8th Level Humanoid (Human Adept 8)

Size: Medium

Speed: 30 ft.

Abilities: Str +1, Dex +1, Con +2, Int +1, Wis +3, Cha +1

Skills: Concentration 11 (+13), Gather Information 11 (+12), Intimidate 11 (+12), Knowledge (streetwise) 11 (+12), Knowledge (the supernatural) 11 (+12), Notice 11 (+14)

Feats: Armor Training (Heavy, Light), Improved Initiative, Low Profile^B, Power (×5), Shield Penetration, Tough (×2)

Traits: Powers (rank 11, Wis, save Difficulty 17, Cure +12, Purifying Light, Second Sight +12, Supernatural Weapon, Truth-Reading), The Talent

Combat: Attack +5 (+4 base, +1 Dex), Damage +4 (mace) or Damage +3 (javelin), Defense Dodge/Parry +5/+5 (+4 base: +1 Dex or +1 Str), Initiative +1; Conviction 6

Saving Throws: Toughness +7 (+2 Con, +3 chainmail, +2 feats), Fortitude +4 (+2 base, +2 Con), Reflex +3 (+2 base, +1 Dex), Will +9 (+6 base, +3 Wis)

BEGGAR KING (REP +2)

Type: 10th Level Humanoid (Human Expert 5/Adept 5)

Size: Medium

Speed: 30 ft.

Abilities: Str 0, Dex +3, Con +1, Int +2, Wis +1, Cha +4

Skills: Bluff 13 (+17), Diplomacy 8 (+12), Disguise 13 (+17), Gather Information 13 (+17), Intimidate 8 (+12), Knowledge (local) 13 (+15), Knowledge (streetwise) 13 (+15), Knowledge (the supernatural) 5 (+7), Notice 8 (+12), Perform (oratory) 8 (+12), Profession (beggar) 13 (+14), Sleight of Hand 8 (+11, +9 armored)

Feats: Armor Training (Light), Defensive Attack, Inspire (Competence, Courage), Fascinate (Bluff), Lucky, Power (×4), Skill Focus (Notice), Suggestion (Bluff), Tough, Weapon Training

Traits: Expertise, Powers (rank 5, Cha, save Difficulty 16, Heart Shaping, Mind Touch +9, Light Shaping +9, Teleport +9)

Combat: Attack +8 (+5 base, +3 Dex), Damage +2 (rapier), Defense Dodge/Parry +8/+5 (+5 base: +3 Dex or +0 Str), Initiative +3; Conviction 7

Saving Throws: Toughness +3 (+1 Con, +2 studded leather), Fortitude +7 (+2 base, +1 Con, +4 Cha), Reflex +12 (+5 base, +3 Dex, +4 Cha), Will +8 (+3 base, +1 Wis, +4 Cha)

BUSTER (REP +2)

Type: 7th Level Humanoid (Half-Orc Warrior 7)

Size: Medium

Speed: 30 ft.

Abilities: Str +3, Dex –1, Con +3, Int –2, Wis +1, Cha –1

Skills: Intimidate 10 (+9), Knowledge (local) 10 (+8), Notice 10 (+14)

Feats: All-out Attack, Armor Training (Light), Attack Focus (club), Attack Specialization (club), Cleave, Improved Strike, Improved Throw, Night Vision^B, Skill Focus (Notice), Tough (×2), Weapon Training^B

Traits: Determination

Combat: Attack +6 (+7 base, –1 Dex) or Attack +7 (club), Damage +6 (club), Defense Dodge/Parry +6/+10 (+7 base: –1 Dex or +3 Str), Initiative –1; Conviction 6

Saving Throws: Toughness +7 (+3 Con, +2 studded leather, +2 feats), Fortitude +8 (+5 base, +3 Con), Reflex +1 (+2 base, –1 Dex), Will +3 (+2 base, +1 Wis)

GRIPPLING RIPLEY (REP +2)**Type:** 9th Level Humanoid (Half-Orc Warrior 9)**Size:** Medium**Speed:** 60 ft.**Abilities:** Str +6, Dex +3, Con +2, Int +1, Wis +3, Cha -1**Skills:** Acrobatics 12 (+15), Climb 12 (+18), Jump 12 (+18), Knowledge (local) 12 (+13), Notice 12 (+15), Stealth 12 (+15)**Feats:** All-out Attack, Attack Focus (unarmed strike), Canny Dodge (Wis), Dodge Focus, Improved Grab, Improved Speed (×3), Improved Strike, Improved Trip, Night Vision^B, Stunning Attack, Uncanny Dodge, Weapon Training^B**Traits:** Determination**Combat:** Attack +12 (+9 base, +3 Dex) or Attack +13 (unarmed strike), Damage +6 (unarmed strike), Defense Dodge/Parry +16/+15 (+9 base: +3 Dex, +3 Wis, +1 feat or +6 Str), Initiative +3; Conviction 7**Saving Throws:** Toughness +2 (+2 Con), Fortitude +8 (+6 base, +2 Con), Reflex +6 (+3 base, +3 Dex), Will +9 (+6 base, +3 Wis)**GILLSLITTER (REP +3)****Type:** 12th Level Humanoid (Giant) (Ogre Expert 8)**Size:** Large**Speed:** 40 ft.**Abilities:** Str +7, Dex +1, Con +2, Int 0, Wis +1, Cha -3**Skills:** Acrobatics 8 (+9), Climb 8 (+15), Intimidate 15 (+12), Jump 8 (+15), Knowledge (streetwise) 8 (+8), Notice 15 (+16), Search 8 (+8), Stealth 8 (+5)**Feats:** Armor Training (Heavy, Light), Attack Focus (falchion), Evasion, Night Vision, Sneak Attack (×4), Tough (×4)^B, Uncanny Dodge**Traits:** Darkvision 60 ft., Expertise**Combat:** Attack +9 (+9 base, +1 Dex, -1 size) or Attack +10 (mwk falchion), Damage +11 (mwk falchion), Defense Dodge/Parry +9/+15 (+9 base: +1 Dex, -1 size or +7 Str, -1 size), Initiative +1**Saving Throws:** Toughness +8 (+2 Con, +4 feats, +2 size), Fortitude +5 (+3 base, +2 Con), Reflex +9 (+8 base, +1 Dex), Will +4 (+3 base, +1 Wis)**KAR-KRIC-QUINIKO
THE MESSENGER (VROCK FORM)****Type:** 15th Level Outsider (Extraplanar, Vice)**Size:** Huge**Speed:** 30 ft., fly 50 ft. (average)**Abilities:** Str +12, Dex +3, Con +10, Int +3, Wis +2, Cha +3**Skills:** Bluff 18 (+21), Concentration 18 (+28), Disguise 18 (+21), Intimidate 18 (+21), Knowledge (religion) 18 (+21), Knowledge (the supernatural) 18 (+21), Notice 18 (+28), Search 18 (+21), Sense Motive 18 (+20), Stealth 18 (+21)**Feats:** Cleave, Double Strike, Improved Strike^B, Power (×2), Power (×2)^B, Quicken Power, Supernatural Focus (Move Object), Weapon Training^B**Traits:** Damage Reduction 4/virtue, Dance of Feathered Servitude, Darkvision 60 ft., Immunity to Electricity and Poison, Powers (rank 18, Cha, save Difficulty 20, Illusion +21, Mind Touch +21, Move Object +24, Teleport +21), Resistance to Acid 4, Cold 4, and Fire 4, Spores, Supernatural Resistance 22, Stunning Screech, Summon Fiend**Combat:** Attack +16 (+15 base, +3 Dex, -2 size), Damage +18 (claws) or Damage +16 (bite), Defense Dodge/Parry +16/— (+15 base: +3 Dex, -2 size), Initiative +3**Saving Throws:** Toughness +29 (+10 Con, +15 natural, +4 size), Fortitude +19 (+9 base, +10 Con), Reflex +12 (+9 base, +3 Dex), Will +11 (+9 base, +2 Wis)*Dance of Feathered Servitude:* In lieu of dance of ruin, vrock in the service of Decarabia can perform a special dance that lasts 1 round. Once performed, the vrock can summon one swarm of fury to do his bidding. Each additional round of dancing allows the Messenger to summon another swarm.*Spores:* The Messenger can release a mass of spores from its body once every 3 rounds as a free action. The spores deal +3 damage to all creatures adjacent to the messenger and deal +1 damage each round for 10 rounds. At the end of this time, the victim is covered with a tangle of vine-like growths. A use of either the Cure Poison or Cure Disease supernatural powers kills the spores as does sprinkling holy waters on the victim.*Stunning Screech:* Once per hour, the Messenger can loose a shriek forcing all creatures, except for fiends, within 30 feet to make Difficulty 27 Fortitude save or become stunned for 1 round.*Summon Fiend:* Once per day, the Messenger can summon 11 dretch (True20 Bestiary 89) or another vrock (True20 Bestiary 95) with a 7 in 20 chance of success.**THE MESSENGER (HUMAN FORM)****Type:** 15th Level Outsider (Extraplanar, Vice)**Size:** Medium**Speed:** 30 ft.**Abilities:** Str +4, Dex +7, Con +6, Int +3, Wis +2, Cha +3**Skills:** Bluff 18 (+21), Concentration 18 (+28), Disguise 18 (+21), Intimidate 18 (+21), Knowledge (religion) 18 (+21), Knowledge (the supernatural) 18 (+21), Notice 18 (+28), Search 18 (+21), Sense Motive 18 (+20), Stealth 18 (+21)**Feats:** Cleave, Double Strike, Improved Strike^B, Power (×2), Power (×2)^B, Quicken Power, Supernatural Focus (Move Object), Weapon Training^B**Traits:** Damage Reduction 4/virtue, Dance of Feathered Servitude, Darkvision 60 ft., Immunity to Electricity and Poison, Powers (rank 18, Cha, save Difficulty 20, Illusion +21, Mind Touch +21, Move Object +24, Teleport +21), Resistance to Acid 4, Cold 4, and Fire 4, Spew Spores, Supernatural Resistance 22, Stunning Screech**Combat:** Attack +22 (+15 base, +7 Dex) or Attack +23 (supernatural dagger), Damage +5 (supernatural dagger), Defense Dodge/Parry +22/+19 (+15 base: +7 Dex or +4 Str), Initiative +7**Saving Throws:** Toughness +6 (+6 Con), Fortitude +15 (+9 base, +6 Con), Reflex +16 (+9 base, +7 Dex), Will +11 (+9 base, +2 Wis)*Dance of Feathered Servitude:* As vrock form.*Spores:* Although Kar-Kric-Qualinost's normal form was taken from him, and along with it the insidious spores for which vrock are known, his internal organs remain much the same. He has learned to hack up and spew from his mouth the spores he was once able to release from his body. Doing so is a move action rather than a free action, however, and requires a ranged touch attack with a range increment of 10 feet.

The spores penetrate the skin of any creature they hit, burrowing disgustingly into his pores and bursting into tangles of putrid worm-like growths, dealing +2 damage. They then continue to burrow and grow for 10 rounds, dealing +1 damage each round. At the end of this time, the victim is covered with patches of tiny worms that writhe about independently. A use of either the Cure Poison or Cure Disease supernatural powers negates this effect, as does sprinkling the victim with holy water.

Like normal vrock spores, these growths wither away in 1 day; unlike normal vrock spores, they are not harmless. The growths attract all avian creatures (usually, creatures of the animal type with a fly speed) who see them. This has several effects. First, avian creatures are overcome by a desire to consume the growths, and the only way to do so is to attack the character on which they grow. Such creatures are automatically hostile toward the character. This includes animal companions and familiars; their attitudes can be changed with Diplomacy, Intimidate, or Handle Animal checks as appropriate for the creature, or by using supernatural powers like Beast Link or Heart Shaping. The creature's attitude returns to hostile after one minute in the case of checks or when the duration expires in the case of powers.

The second effect suffered by the character is that he is much more susceptible to the special attacks of swarms comprised of avian creatures. Avian swarms deal double normal damage against the character, and he takes a -4 penalty to saving throws against their special attacks.

Stunning Screech: As vrock form, but the Difficulty is 23.

MINIONS AND ORDINARIES

BLACK GULL REGULARS

Type: 3rd Level Humanoid (Human Ordinary 3)
Size: Medium
Speed: 30 ft.
Abilities: Str +1, Dex 0, Con +1, Int -1, Wis 0, Cha -1
Skills: Climb 6 (+7), Intimidate 6 (+5), Profession (sailor) 6 (+6), Swim 6 (+7)
Feats: Weapon Training^B
Combat: Attack +0 (+0 base, +0 Dex), Damage +3 (short sword), Defense Dodge/Parry +0/+1 (+0 base: +0 Dex or +1 Str), Initiative +0
Saving Throws: Toughness +1 (+1 Con), Fortitude +1 (+0 base, +1 Con), Reflex +0 (+0 base, +0 Dex), Will +0 (+0 base, +0 Wis)

RIP'S HEAVY HITTERS

Type: 4th Level Humanoid (Goblinoid) (Bugbear Expert 1)
Size: Medium
Speed: 30 ft.
Abilities: Str +4, Dex +3, Con +3, Int -1, Wis +1, Cha -1
Skills: Climb 2 (+6, +4 armored), Notice 2 (+3), Search 2 (-1), Stealth 7 (+14, +12 armored)
Feats: All-out Attack, Attack Focus (morningstar), Armor Training (Heavy, Light)^B, Skill Training, Sneak Attack, Weapon Training^B
Traits: Darkvision 60 ft., Scent
Combat: Attack +5 (+2 base, +3 Dex) or Attack +6 (morningstar), Damage +7 (morningstar) or Damage +2 (light crossbow), Defense Dodge/Parry +5/+7 (+2 base: +3 Dex or +4 Str, +1 light shield), Initiative +3
Saving Throws: Toughness +6 (+3 Con, +2 studded leather, +1 natural), Fortitude +4 (+1 base, +3 Con), Reflex +6 (+3 base, +3 Dex), Will +2 (+1 base, +1 Wis)

RIP'S TWO-FISTERS

Type: 3rd Level Humanoid (Goblinoid) (Hobgoblin Expert 3)
Size: Medium
Speed: 30 ft.
Abilities: Str +2, Dex +3, Con +2, Int 0, Wis +1, Cha -1

Skills: Acrobatics 6 (+9, +5 armored), Bluff 6 (+5), Climb 6 (+8, +4 armored), Escape Artist 6 (+9, +5 armored), Intimidate 6 (+5), Jump 6 (+8, +4 armored), Notice 6 (+7), Stealth 6 (+9, +5 armored)

Feats: Armor Training (Heavy, Light), Evasion, Sneak Attack, Two Weapon Fighting, Weapon Training

Traits: Darkvision 60 ft.

Combat: Attack +5 (+2 base, +3 Dex), Damage +4 (short sword) or Damage +3 (dagger), Defense Dodge/Parry +5/+4 (+2 base: +3 Dex or +2 Str), Initiative +3

Saving Throws: Toughness +6 (+2 Con, +4 chainmail), Fortitude +3 (+1 base, +2 Con), Reflex +6 (+3 base, +3 Dex), Will +2 (+1 base, +1 Wis)

TRASK (REP +4)

Type: 11th Level Humanoid (Gnome Adept 5/Expert 6)

Size: Gnome

Speed: 20 ft.

Abilities: Str 0, Dex +4, Con +2, Int +2, Wis 0, Cha +1

Skills: Acrobatics 6 (+10), Bluff 6 (+7), Concentration 8 (+10), Craft (alchemy) 8 (+10), Diplomacy 6 (+7), Escape Artist 6 (+10), Gather Information 6 (+7), Intimidate 6 (+7), Jump 6 (+6), Knowledge (local) 6 (+8), Knowledge (streetwise) 8 (+10), Knowledge (the supernatural) 8 (+10), Notice 6 (+6), Stealth 6 (+14), Search 8 (+10), Sense Motive 8 (+8)

Feats: Dodge Focus, Evasion, Iron Will^B, Night Vision^B, Power (x5), Skill Focus (Notice), Sneak Attack (x3), Supernatural Focus (Illusion), Talented (Craft: alchemy and Notice)^B, Uncanny Dodge, Weapon Training

Traits: Powers (rank 8, Int, save Difficulty 14, Enhance Ability +10, Illusion +13, Light Shaping +10, Mind Reading +10, Mind Touch +10,

Combat: Attack +11 (+6 base, +4 Dex, +1 size), Damage +2 (small sword), Defense Dodge/Parry +11/+6 (+6 base: +4 Dex, +1 size or +0 Str), Initiative +4

Saving Throws: Toughness +1 (+2 Con), Fortitude +3 (+1 base, +2 Con), Reflex +8 (+4 base, +4 Dex), Will +4 (+4 base, +0 Wis)

MONSTERS

ACHAIERAI

Type: 6th Level Outsider (Extraplanar, Vice)

Size: Large

Speed: 50 ft.

Abilities: Str +4, Dex +1, Con +2, Int -2, Wis +2, Cha +3

Skills: Acrobatics 9 (+10), Climb 9 (+13), Jump 9 (+13), Notice 9 (+11), Sense Motive 9 (+11), Stealth 9 (+6)

Feats: Dodge Focus (x2), Move-by Action

Traits: Black Cloud, Darkvision 60 ft., Supernatural Resistance 19

Combat: Attack +6 (+6 base, +1 Dex, -1 size), Damage +8 (claws), Defense Dodge/Parry +6/— (+6 base: +1 Dex, -1 size), Initiative +1

Saving Throws: Toughness +14 (+2 Con, +10 natural, +2 size), Fortitude +7 (+5 base, +2 Con), Reflex +6 (+5 base, +1 Dex), Will +7 (+5 base, +2 Wis)

Black Cloud: 3/day, 10-ft. radius spread, damage +4 and 50% to act normally each round for 3 hours, Difficulty 15 Fortitude negates latter effect.

SWARM OF FURY

Type: 5th Level Animal (Swarm)

Size: Tiny

Speed: 5 ft., fly 40 ft. (perfect)

Abilities: Str -4, Dex +3, Con +1, Int -4, Wis +3, Cha -3

Skills: Notice 8 (+11), Stealth 0 (+11)

Feats: Ability Focus (Distraction), Lightning Reflexes, Night Vision^B

Traits: Distraction, Immune to Weapon Damage, Swarm Traits, Wounding

Combat: Attack +8 (+3 base, +3 Dex, +2 size), Damage +2 (swarm), Defense Dodge/Parry +8/— (+3 base: +3 Dex, +2 size), Initiative +3

Saving Throws: Toughness -1 (+1 Con, -2 size), Fortitude +5 (+4 base, +1 Con), Reflex +9 (+4 base, +3 Dex, +2 feat), Will +4 (+1 base, +3 Wis)

Distraction: Any living creature that begins its turn with a swarm of fury in its space must succeed on a Difficulty 15 Fortitude save or be nauseated for 1 round. The save DC is Constitution-based.

Wounding: A swarm of fury rips countless tiny wounds in its preys' skin, all of which bleed profusely. Each round a creature takes damage from a swarm of fury, it also suffers a series of several small wounds that continues to bleed, dealing +0 damage each round thereafter. The bleeding can be stopped with a Difficulty 15 Medicine check or the application of the Cure supernatural power.

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